

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



鳳凰衛視

PHOENIX SATELLITE TELEVISION HOLDINGS LIMITED

鳳凰衛視控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 02008)

## POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 6 JUNE 2013

The Board is pleased to announce that all resolutions proposed at the AGM were duly passed by the Shareholders by way of poll at the AGM.

References are made to the circular of Phoenix Satellite Television Holdings Limited (the “**Company**”) dated 23 April 2013 (the “**Circular**”) in relation to the proposed general mandates to issue and repurchase Shares, proposed re-election of retiring Directors and notice of annual general meeting (the “**AGM**”). Terms defined in the Circular shall have the same meanings when used herein unless the context requires otherwise.

The Company is pleased to announce the poll results of the resolutions proposed at the AGM of the Company held on 6 June 2013.

The number of Shares represented by votes for and against the respective resolutions at the AGM were as follows:

Ordinary Resolutions proposed at the AGM		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the Directors of the Company and independent auditor for the year ended 31 December 2012.	3,576,295,929 (100%)	0 (0%)
2.	To declare a final dividend of 5.1 Hong Kong cents per Share for the year ended 31 December 2012.	3,576,295,929 (100%)	0 (0%)
3.	To re-elect Mr. CHUI Keung as executive Director and to authorise the Board to fix his remuneration.	3,562,023,929 (99.60%)	14,272,000 (0.40%)

Ordinary Resolutions proposed at the AGM		Number of Votes (%)	
		For	Against
4.	To re-elect Mr. Jan KOEPPEN as non-executive Director and to authorise the Board to fix his remuneration.	3,484,340,082 (97.53%)	88,295,847 (2.47%)
5.	To re-elect Mr. LEUNG Hok Lim as independent non-executive Director and to authorise the Board to fix his remuneration.	3,561,713,929 (99.59%)	14,582,000 (0.41%)
6.	To re-elect Mr. FANG Fenglei as independent non-executive Director and to authorise the Board to fix his remuneration.	3,576,295,929 (100%)	0 (0%)
7.	To re-appoint PricewaterhouseCoopers as auditor of the Company and to authorise the Board to fix their remuneration.	3,576,295,929 (100%)	0 (0%)
8.	To grant a general mandate to the Board to allot, issue and deal with additional Shares.	3,446,197,783 (97.74%)	79,656,146 (2.26%)
9.	To grant a general mandate to the Board to repurchase Shares.	3,576,279,929 (99.999553%)	16,000 (0.000447%)
10.	To increase the maximum nominal amount of share capital which the Board is authorised to allot, issue and deal with pursuant to the general mandate set out in resolution no. 8 by the aggregate nominal amount of Shares repurchased pursuant to the general mandate set out in resolution no. 9.	3,416,213,783 (97.72%)	79,640,146 (2.28%)

**As more than 50% of the votes were cast in favour of each of the above resolutions, all the resolutions were duly passed as ordinary resolutions of the Company.**

The Company's branch share registrar in Hong Kong, Hong Kong Registrars Limited, acted as scrutineer for the vote-taking at the AGM.

As at the date of the AGM, the total number of issued and fully paid up Shares of the Company was 4,995,935,500. In relation to all resolutions proposed at the AGM, the total number of Shares, entitling the holders to attend and vote for or against the resolutions at the AGM was 4,995,935,500 shares.

There were no restrictions on any Shareholders to attend and cast their votes only against the above resolutions at the AGM.

By Order of the Board  
**Phoenix Satellite Television Holdings Limited**  
 LIU Changle  
*Chairman*

Hong Kong, 6 June 2013

*As at the date of this announcement, the board of directors of the Company comprises:*

***Executive Directors***

*Mr. LIU Changle (Chairman)(also an alternate director to Mr. CHUI Keung); Mr. CHUI Keung (also an alternate director to Mr. LIU Changle); Mr. WANG Ji Yan (also an alternate director to Mr. LIU Changle and Mr. CHUI Keung)*

***Non-executive Directors***

*Mr. SHA Yuejia; Mr. GAO Nianshu; Mr. Jan KOEPPEN; Mr. CHEUNG Chun On, Daniel; Mr. GONG Jianzhong*

***Independent Non-executive Directors***

*Dr. LO Ka Shui; Mr. LEUNG Hok Lim; Mr. Thaddeus Thomas BECZAK; Mr. FANG Fenglei*

***Alternate Directors***

*Ms. Ella Betsy WONG (alternate to Mr. Jan KOEPPEN); Dr. GAO Jack Qunyao (alternate to Mr. CHEUNG Chun On, Daniel)*