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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)

**RESIGNATION OF NON-EXECUTIVE DIRECTOR AND MEMBER OF
AUDIT AND REMUNERATION COMMITTEES
CESSATION OF ALTERNATE DIRECTOR
APPOINTMENT OF AN AUDIT COMMITTEE MEMBER
AND
CHANGES IN THE COMPOSITION OF AUDIT AND REMUNERATION
COMMITTEES**

The Board wishes to announce that, with effect from 30 June 2013:

- a) Mr. CHEUNG Chun On, Daniel will resign as a non-executive director and a member respectively of the Audit and Remuneration Committees of the Company;
- b) Dr. GAO Jack Qunyao will cease to be an alternative director to Mr. CHEUNG Chun On, Daniel; and
- c) Mr. GONG Jianzhong will be appointed as a member of the Audit Committee of the Company.

**RESIGNATION OF NON-EXECUTIVE DIRECTOR, MEMBER OF
AUDIT AND REMUNERATION COMMITTEES AND CESSATION OF
ALTERNATE DIRECTOR**

The board of directors (the “**Board**”) of Phoenix Satellite Television Holdings Limited (the “**Company**”) announces that Mr. CHEUNG Chun On, Daniel (“**Mr. CHEUNG**”) has tendered his resignation from offices of a non-executive director, a member respectively of the Audit and Remuneration Committees of the Company and a director of the subsidiaries of the Company (the “**Resignations**”) to take effect from 30 June 2013 following his resignation as Chief Consultant of Star (Taiwan) Limited, Taiwan Branch and Dr. GAO Jack Qunyao (“**Dr. GAO**”) will cease to be an alternative director to Mr. CHEUNG subsequent to the Resignations (the “**Cessation**”).

Both Mr. CHEUNG and Dr. GAO have confirmed that they have no disagreement with the

Board and there is no other matter that needs to be brought to the attention of the shareholders of the Company in relation to the Resignations and the Cessation.

APPOINTMENT OF AN AUDIT COMMITTEE MEMBER

Following the Resignations, the Board announces that Mr. GONG Jianzhong, a non-executive Director, will be appointed as an Audit Committee member with effect from 30 June 2013.

CHANGES IN THE COMPOSITION OF AUDIT AND REMUNERATION COMMITTEES

With effect from 30 June 2013, the composition of the Audit Committee will comprise:

Mr. Thaddeus Thomas BECZAK, *an independent non-executive director*
Mr. LEUNG Hok Lim, *an independent non-executive director*
Mr. GONG Jianzhong *a non-executive director*

and the Remuneration Committee will comprise:

Mr. Thaddeus Thomas BECZAK, *an independent non-executive director*
Dr. LO Ka Shui, *an independent non-executive director*
Mr. LEUNG Hok Lim, *an independent non-executive director*
Mr. GAO Nianshu, *a non-executive director*

The Board would like to express its gratitude to both Mr. CHEUNG and Dr. GAO for their contributions to the Company during their tenure of services.

On behalf of the Board
PHOENIX SATELLITE TELEVISION HOLDINGS LIMITED
LIU Changle
Chairman

Hong Kong, 28 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) and 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 and Mr. GONG Jianzhong

Independent Non-executive Directors

Dr. LO Ka Shui, Mr. LEUNG Hok Lim, Mr. Thaddeus Thomas BECZAK and Mr. FANG Fenglei

Alternate Directors

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