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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 INDEPENDENT NON-EXECUTIVE DIRECTOR  
AND MEMBER OF REMUNERATION COMMITTEE  
NON-COMPLIANCE WITH RULE 3.10A OF THE LISTING RULES**

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER  
OF REMUNERATION COMMITTEE**

The board of directors (the “Board”) of Phoenix Satellite Television Holdings Limited (the “Company”) hereby announces that Dr. LO Ka Shui (“Dr. Lo”) has tendered his resignation as an Independent Non-executive Director and a Member of the Remuneration Committee of the Company by reason of his commitments on other business endeavors, with effect from 1 August 2016.

Dr. Lo has confirmed that there is no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the holders of securities of the Company or The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to express its sincere gratitude and appreciation to Dr. Lo for his past contribution to the Company.

**NON-COMPLIANCE WITH RULE 3.10A OF THE LISTING RULES**

Pursuant to Rule 3.10A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“Listing Rules”), the number of independent non-executive directors of a listed issuer must represent at least one-third of the Board. Following the resignation of Dr. Lo on 1 August 2016, the number of Independent Non-executive Directors of the Company falls below one-third of the Board as required under Rule 3.10A of the Listing Rules. The Company is endeavouring to identify a suitable candidate for the position of Independent Non-executive

Director within three months from the effective date of Dr. Lo's resignation. The Company will make further announcement(s) in due course.

By Order of the Board  
**Phoenix Satellite Television Holdings Limited**  
YEUNG Ka Keung  
*Company Secretary*

Hong Kong, 1 August 2016

*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. GONG Jianzhong and Mr. SUN Yanjun*

***Independent Non-executive Directors***

*Mr. LEUNG Hok Lim, Mr. Thaddeus Thomas BECZAK and Mr. FANG Fenglei*

***Alternate Director***

*Mr. LAU Wai Kei, Ricky (an alternate director to Mr. SUN Yanjun)*