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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)

INSIDE INFORMATION

**IN RELATION TO PROPOSED ADOPTION OF THE 2017 SHARE OPTION SCHEME AND
PROPOSED CANCELLATION OF THE EXISTING OPTIONS**

This announcement is made by Phoenix Satellite Television Holdings Limited (the “**Company**”) pursuant to Rule 13.09(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

On 17 November 2016, the board of directors of the Company has resolved to submit to the shareholders of the Company (the “**Shareholders**”) at a general meeting for consideration and approval (if thought fit) a proposal (“**Proposal**”) for adoption of a new share option scheme (“**2017 Share Option Scheme**”) and cancellation of the outstanding options granted to the existing grantees (“**Existing Grantees**”) which have not been exercised (the “**Existing Options**”) under the share option scheme of the Company adopted on 19 June 2009, and to grant options under the 2017 Share Option Scheme to the Existing Grantees in replacement of the Existing Options held by them respectively on a one for one basis, subject to the Existing Options being surrendered and cancelled.

A circular containing, inter alia, the information in relation to the Proposal, and a notice of the general meeting will be despatched to the Shareholders in due course.

As the Proposal may or may not be proceeded or approved by the Shareholders, Shareholders and/or potential investors are advised to exercise caution when dealing in the Company’s securities.

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

Hong Kong, 17 November 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. XIA Bing, Mr. GONG Jianzhong and Mr. SUN Yanjun

Independent Non-executive Directors

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

Alternate Director

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