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PHOENIX MEDIA INVESTMENT (HOLDINGS) LIMITED

鳳凰衛視投資(控股)有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 02008)

**CHANGE OF NON-EXECUTIVE DIRECTOR AND
MEMBER OF REMUNERATION COMMITTEE**

The Board hereby announces that:

- (1) Mr. XIA Bing has tendered his resignation as a non-executive director and member of the Remuneration Committee of the Company with effect from 6 June 2019; and
- (2) Mr. ZHANG Dong has been appointed as a non-executive director and member of the Remuneration Committee of the Company with effect from 6 June 2019.

The board of directors (the “**Board**”) of Phoenix Media Investment (Holdings) Limited (the “**Company**”) announces that Mr. XIA Bing (“**Mr. XIA**”) has tendered his resignation as a non-executive director and member of the Remuneration Committee of the Company due to other work arrangement, with effect from 6 June 2019. Mr. XIA 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 “**Stock Exchange**”).

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

The Board also announces that Mr. ZHANG Dong (“**Mr. ZHANG**”) has been appointed as a non-executive director and member of the Remuneration Committee of the Company with effect from 6 June 2019. The biographical details of Mr. ZHANG are as follows:

Mr. ZHANG Dong

Mr. ZHANG Dong, aged 50, is currently the general manager of department of market operation of China Mobile Communications Group Co., Ltd. Mr. ZHANG previously served as the deputy general manager of China Mobile Group Jiangsu Company Limited and China Mobile Group Hainan Company Limited, general manager of the human resources department of Jiangsu

Mobile Communication Company Limited (“**Jiangsu Mobile**”), general manager of Jiangsu Mobile Lianyungang branch and deputy general manager (presiding) in Jiangsu Mobile Xuzhou branch.

Mr. ZHANG graduated from Nanjing University of Posts and Telecommunications with bachelor degree of wireless communication, and received a MBA from Nanjing University. Mr. ZHANG has more than 20 years of experience in the telecommunication industry.

Save as disclosed above, Mr. ZHANG has not previously held and is not holding any other position with the Company or its subsidiaries. Mr. ZHANG did not hold any other directorships in any listed companies in Hong Kong or overseas in the last three years and does not have any other major appointments and professional qualifications. Mr. ZHANG does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company for the purpose of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”). As at the date of this announcement, Mr. ZHANG does not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Pursuant to article 86(3) of the articles of association of the Company (the “**Articles of Association**”), Mr. ZHANG shall hold office only until the next following general meeting of the Company after his appointment and shall then be eligible for re-election at that general meeting. According to the letter of appointment between Mr. ZHANG and the Company, he has been appointed for a term of three years starting from 6 June 2019, and is subject to rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association. The Company or Mr. ZHANG may terminate the appointment by not giving less than 3 months’ notice (or any shorter period as resolved by the Board). Mr. ZHANG will not receive any director’s emoluments from the Company for his position as a non-executive director which is on the same basis with the other current non-executive directors.

Save as disclosed above, the Board is not aware of any other matters in relation to the appointment of Mr. ZHANG as a non-executive director of the Company that need to be brought to the attention of the holder of securities of the Company, and there is no information relating to Mr. ZHANG that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The Board would like to give its warmest welcome to Mr. ZHANG for joining the Board.

By Order of the Board
Phoenix Media Investment (Holdings) Limited
LIU Changle
Chairman

Hong Kong, 6 June 2019

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. JIAN Qin, Mr. ZHANG Dong, 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)