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鳳凰衛視

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)

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

The Board hereby announces that:

- (1) Mr. ZHANG Dong has tendered his resignation as a non-executive director and member of Remuneration Committee with effect from 20 August 2021;
- (2) Mr. HE Di has tendered his resignation as an independent non-executive director with effect from 20 August 2021;
- (3) Mr. ZHOU Longshan has been appointed as an independent non-executive director with effect from 20 August 2021; and
- (4) Mr. JIAN Qin, non-executive director of the Company, has been appointed as a member of Remuneration Committee with effect from 20 August 2021.

RESIGNATION OF NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of Phoenix Media Investment (Holdings) Limited (the “**Company**”) announces that Mr. ZHANG Dong (“**Mr. ZHANG**”) has tendered his resignation as a non-executive director and member of remuneration committee of the Company (the “**Remuneration Committee**”) due to other work arrangement, with effect from 20 August 2021. Mr. ZHANG 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. ZHANG for his past contribution to the Company.

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board also announces that Mr. HE Di (“**Mr. HE**”) has tendered his resignation as an independent non-executive director of the Company (the “**INED**”) due to retirement, with effect from 20 August 2021. Mr. HE 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.

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

The Board further announces that Mr. ZHOU Longshan (“**Mr. ZHOU**”) has been appointed as an INED with effect from 20 August 2021. The biographical details of Mr. ZHOU are as follows:

Mr. ZHOU, aged 61, was the Assistant General Manager of China Resources (Holdings) Company Limited from October 2011 to November 2020. He has been re-designated as a non-executive director of China Resources Cement Holdings Limited (“**CR Cement**”) since December 2020, and was an executive director of CR Cement from March 2003 to December 2020, the chairman of the board and the chairman of the executive committee of CR Cement from October 2011 to December 2020, and the chief executive officer of CR Cement from August 2008 to October 2011. He was the vice chairman of the China Building Materials Federation and the vice chairman of the China Cement Association. Mr. ZHOU obtained a bachelor’s degree in economics from the Jilin Finance and Trade Institute, China in 1983. He joined China Resources Group in 1984, and has over 30 years’ experience in international trade and corporate management.

Save as disclosed above, (i) Mr. ZHOU has not previously held and is not holding any other position with the Company or its subsidiaries; (ii) Mr. ZHOU 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; and (iii) Mr. ZHOU 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. ZHOU 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 the articles of association of the Company (the “**Articles of Association**”), Mr. ZHOU 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. ZHOU and the Company, he has been appointed for a term of three years starting from 20 August 2021, and is subject to rotation and re-election at the annual

general meeting of the Company in accordance with the Articles of Association. Mr. ZHOU will receive a director's fee of HK\$250,000 per annum from the Company for his position as an INED, which has been determined by the Board upon the recommendation of the Remuneration Committee with reference to his role, duties and responsibilities.

Save as disclosed above, the Board is not aware of any other matters in relation to the appointment of Mr. ZHOU as an INED that need to be brought to the attention of the holder of securities of the Company, and there is no information relating to Mr. ZHOU 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. ZHOU for joining the Board.

CHANGE OF MEMBER OF REMUNERATION COMMITTEE

The Board also announces that subsequent to the resignation of Mr. ZHANG, Mr. JIAN Qin, a non-executive director of the Company, has been appointed as a member of Remuneration Committee with effect from 20 August 2021.

By Order of the Board
Phoenix Media Investment (Holdings) Limited
XU Wei
Chairman and Chief Executive Officer

Hong Kong, 20 August 2021

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

Executive Directors

Mr. XU Wei (Chairman and Chief Executive Officer) and Mr. SUN Yusheng (Deputy Chief Executive Officer and Editor-in-Chief)

Non-executive Directors

Ms. HO Chiu King, Pansy Catilina (Vice-chairman), Mr. SUN Guangqi, Mr. JIAN Qin, Ms. WANG Haixia and Mr. SUN Qiang Chang

Independent Non-executive Directors

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