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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: 8002)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 20 JUNE 2008**

The Board is pleased to announce that at the EGM held on 20 June 2008, the ordinary resolutions relating to the adoption of the PNM Share Option Scheme and the Proposed Grant to the Proposed Grantees were duly passed by the Shareholders by way of poll, and the ordinary resolutions relating to the proposed grant of Options to Mr. LIU Shuang, Mr. LI Ya, Ms. LIU Kexin, Mr. WANG Cheng and Mr. WU Zheng were duly passed by the Independent Shareholders by way of poll.

Reference is made to the circular of Phoenix Satellite Television Holdings Limited dated 4 June 2008 (the “Circular”). Unless otherwise defined herein, terms used in this announcement shall have the same meanings as in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that at the EGM held on 20 June 2008, the ordinary resolutions relating to the adoption of the PNM Share Option Scheme and the Proposed Grant to the Proposed Grantees were duly passed by the Shareholders by way of poll, and the ordinary resolutions relating to the proposed grant of Options to Mr. LIU Shuang, Mr. LI Ya, Ms. LIU Kexin, Mr. WANG Cheng and Mr. WU Zheng were duly passed by the Independent Shareholders by way of poll. Details of the poll results are listed below:

Ordinary Resolutions		Number of votes cast (percentage of total number of votes cast)		Total number of votes cast
		For	Against	
1.	To approve the PNM Share Option Scheme.	3,571,769,703 (100%)	0 (0%)	3,571,769,703 (100%)
2.	To approve the grant of options to the Proposed Grantees under the PNM Share Option Scheme to subscribe for an aggregate of 67,000,000 PNM Shares.	3,570,868,000 (99.97%)	901,703 (0.03%)	3,571,769,703 (100%)
3.	To approve the grant of an option to Mr. LIU Shuang under the PNM Share Option Scheme to subscribe for 12,000,000 PNM Shares.	2,266,868,000 (99.96%)	901,703 (0.04%)	2,267,769,703 (100%)
4.	To approve the grant of an option to Mr. LI Ya under the PNM Share Option Scheme to subscribe for 8,800,000 PNM Shares.	3,570,868,000 (99.97%)	901,703 (0.03%)	3,571,769,703 (100%)
5.	To approve the grant of an option to Ms. LIU Kexin under the PNM Share Option Scheme to subscribe for 6,000,000 PNM Shares.	3,570,868,000 (99.97%)	901,703 (0.03%)	3,571,769,703 (100%)
6.	To approve the grant of an option to Mr. WANG Cheng under the PNM Share Option Scheme to subscribe for 5,200,000 PNM Shares.	3,570,868,000 (99.97%)	901,703 (0.03%)	3,571,769,703 (100%)
7.	To approve the grant of an option to Mr. WU Zheng under the PNM Share Option Scheme to subscribe for 4,000,000 PNM Shares.	3,570,868,000 (99.97%)	901,703 (0.03%)	3,571,769,703 (100%)
As more than 50% of the votes were cast in favour of each of the above resolutions, the above resolutions were duly passed as ordinary resolutions.				

Notes:

1. As at the date of the EGM, the total number of issued Shares was 4,954,412,000.
2. Each of Mr. LIU, Mr. LI, Ms. LIU, Mr. WANG and Mr. WU together with their respective associates had to abstain from voting on the relevant ordinary resolutions numbered 3, 4, 5, 6 and 7 at the EGM respectively. Therefore, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the ordinary resolutions numbered 3, 4, 5, 6 and 7 at the EGM were 3,100,412,000, 4,954,412,000, 4,954,412,000, 4,954,412,000, and 4,954,412,000 respectively.
3. There was no Share entitling the Independent Shareholders to attend and vote only against the ordinary resolutions at the EGM.
4. Hong Kong Registrars Limited, the Company's branch share registrar in Hong Kong, was appointed as scrutineer at the EGM for the purpose of vote-taking.

By Order of the Board
LIU Changle
Chairman

Hong Kong, 20 June 2008

The announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: - (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

As at the date of this announcement, the executive directors of the Company are Mr. LIU Changle, Mr. CHUI Keung and Mr. WANG Ji Yan, the non-executive directors of the Company are Mr. LU Xiangdong, Mr. GAO Nianshu, Mr. Paul Francis AIELLO, Mr. LAU Yu Leung, John and Mr. GONG Jianzhong, and the independent non-executive directors of the Company are Dr. LO Ka Shui, Mr. LEUNG Hok Lim and Mr. Thaddeus Thomas BECZAK.

This announcement will remain on the "Latest Company Announcements" page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting and on the website of the Company at www.ifeng.com.