

FORMS RELATING TO LISTING

Form F

The Growth Enterprise Market (GEM)

Company Information Sheet

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Company name : Phoenix Satellite Television Holdings Limited

Stock code (ordinary shares): 8002

This information sheet contains certain particulars concerning the above company (the "Company") which is listed on the Growth Enterprise Market ("GEM") of the Stock Exchange of Hong Kong Limited (the "Exchange"). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the "GEM Listing Rules"). They will be displayed at the GEM website on the Internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of 23rd December, 2002.

A. General

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 30th June, 2000

Name of Sponsor(s) : N/A

Names of directors :

Executive Directors
LIU, Changle
(alternate Director to CHUI, Keung)
CHUI, Keung
(alternate Director to LIU, Changle)

Non-executive Directors
MURDOCH, James Rupert
CHURCHILL, Bruce Barrett
(alternate Director to LAU, Yu Leung John and
CHEUNG, Chun On, Daniel)
LAU, Yu Leung John
(alternate Director to MURDOCH, James Rupert,
CHURCHILL, Bruce Barrett and CHEUNG, Chun On,
Daniel)
CHEUNG, Chun On Daniel
(alternate Director to MURDOCH, James Rupert,
CHURCHILL, Bruce Barrett and LAU, Yu Leung John)

Non-executive Directors

XU, Gang

CHEUNG, San Ping

(alternate Director to LIU Changle and CHUI Keung)

Independent Non-executive Directors

LO, Ka Shui

KUOK, Khoon Ean

Alternate Director

GONG, Jianzhong (alternate Director to XU Gang)

Name(s) of substantial shareholder(s)
and their respective interests in the
ordinary shares and other
securities of the Company :

Shareholder

No. of Shares

*Percentage of
issued share
capital*

Today's Asia Limited

1,854,000,000

37.59%

Star Television

1,854,000,000

37.59%

Holdings Limited

Name(s) of company(ies) listed on GEM
or the Main Board of the Stock Exchange
within the same group as the Company :

Nil

Financial year end date :

30th June

Registered address :

Century Yard
Cricket Square
Hutchins Drive
P.O. Box 2681GT
George Town
Grand Cayman
British West Indies

Head office and principal
place of business :

9th Floor, Office Tower One
The Harbourfront
18-22 Tak Fung Street
Hunghom
Kowloon
Hong Kong

Web-site address (if applicable) :

www.phoenixtv.com

Share registrar :

Principal Share Registrar
Bank of Butterfield International (Cayman) Ltd.
P.O.Box 705
Butterfield House
Fort Street
George Town
Grand Cayman
Cayman Islands

Hong Kong Branch Share Registrar
Hong Kong Registrars Limited
Shops 1712-1716, 17/F., Hopewell Centre
183 Queen's Road East
Wanchai, Hong Kong

Auditors : PricewaterhouseCoopers
Certified Public Accountants
22nd Floor, Prince's Building
Hong Kong

B. Business activities

Phoenix Satellite Television Holdings Limited, through its subsidiaries, is the leading satellite television operator broadcasting into China. Its channels include Phoenix Chinese Channel, Phoenix Movies Channel, Phoenix InfoNews Channel, Phoenix Chinese News and Entertainment Channel and Phoenix North America Chinese Channel, which via AsiaSat 3S Satellite, Eurobird, DIRECTV and Echostar to audiences in the Asia Pacific, Europe, the United States and North Africa, covering more than 70 countries and regions. The Company also operates Phoenix Weekly magazine and www.phoenixtv.com website to diversify its business to non-broadcast media.

C. Ordinary shares

Number of ordinary shares in issue : 4,931,730,000
Par value of ordinary shares in issue : HK\$0.10
Board lot size (in number of shares) : 2000
Name of other stock exchange(s) on which ordinary shares are also listed : Nil

D. Warrants

Nil

E. Other securities

Number of share options granted and not yet exercised:

1. 46,886,000 at the exercise price equal to the Offer Price pursuant to the Pre-IPO Share Option Plan adopted on 7 June, 2000 and amended on 14 February, 2001.
2. 1,700,000, 12,510,000 and 2,866,000 options at the exercise price of HK\$1.99, HK\$1.13 and HK\$0.79 respectively pursuant to the Share Option Scheme adopted on 7 June, 2000 and amended on 14 February, 2001 and 6 August 2002 respectively.

Responsibility statement

The directors of the Company (the "Directors") as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet ("the Information") and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading and that there are no other matters the omission of which would make any Information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Stock Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed:

LIU, Changle

MURDOCH, James Rupert

CHUI, Keung

CHURCHILL, Bruce Barrett

LAU, Yu Leung John

CHEUNG Chun On, Daniel

XU Gang

CHEUNG San Ping

LO, Ka Shui

KUOK, Khoon Ean
