

## Directors and Senior Management Profile

### Directors

#### Executive Directors

**Mr. LIU Changle**, aged 61, was appointed the chairman and chief executive officer of Phoenix Satellite Television Holdings Limited on 2 February 2000. He founded Phoenix Satellite Television Company Limited (“Phoenix HK”) in 1996, and it is now a globally renowned transnational multimedia group and a company listed on The Stock Exchange of Hong Kong Limited. Phoenix now operates six satellite TV channels and has expanded into other areas of business, including new media, outdoor LED, weekly magazine, publishing, radio broadcasting and education.

Mr. LIU gained widespread recognition both locally and overseas for his enthusiasm for and achievements in the media industry. Mr. LIU is the recipient of numerous titles and awards, among which include “Wiseman of the Media Industry”, “Leader of Global Mandarin TV Program Providers”, “the Most Innovative Chinese Business Leaders in the Asia Pacific Region”, “Chinese Business Leader with the Utmost Social Responsibility in the Asia Pacific Region”, “Outstanding Figure in Media Branding”, “Top 10 Most Entrepreneurial Chinese Business Leaders”, “Top 10 Most Innovative Media Entrepreneurs in Mainland China”, “Person of the Chinese Charity” and “Ten Most Successful Men in China”. Mr. LIU has also been awarded the “Robert Mundell Successful World CEO Award”, the “Media Entrepreneur Award” in “Ernst & Young’s China Entrepreneur Award” and the “Man of Year for Asia Brand Innovation Award”. He is also the recipient of the “Top 10 Figures in 2009–2010 Media Convergence in China” award, the “Outstanding Media Management Award of the Chinese Society” in the Truth, Virtue and Beauty Media Award initiated by Buddhist Master Hsing Yun, the “Person of the Year” award of the Chinese Business Leaders Annual Meeting, and the “2001–2010 Outstanding Contributor to the Chinese Media” by the China Media Annual Meeting and the “Business Person of the Year Award” by the DHL/SCMP Hong Kong Business Awards 2012.

Since 2005, Mr. LIU has been the chairman of the iEMMYs Festival, which is run by the International Academy of Television Arts & Sciences. In November 2008, Mr. LIU received the International Emmy® Directorate Award.

Mr. LIU is a visiting professor at a number of mainland universities. He has been appointed to the board of directors of Nanjing University, Tongji University and Huaqiao University. He was also conferred an honorary doctoral degree in literature by the City University of Hong Kong and was appointed the chairman of the College International Advisory Board by the College of Business of the City University of Hong Kong.

Mr. LIU was appointed as honorary chairman of “World Chinese-language Media Co-operation Alliance” in 2009 and appointed as special consultant to the 8th Council of the Buddhist Association of China in 2010.

Mr. LIU has been appointed a Justice of the Peace by the government of the Hong Kong Special Administrative Region. He is a member of the National Committee of the Chinese People’s Political Consultative Conference, and the vice chairman of the Subcommittee on Education, Science, Culture, Health and Sports, of the Eleventh National Committee of the Chinese People’s Political Consultative Conference. He is a Standing Committee Member of the Twelfth National Committee of the Chinese People’s Political Consultative Conference.

In July 2010, Mr. LIU was awarded the Silver Bauhinia Star by the Hong Kong Special Administrative Region. In 2011, Mr. LIU was appointed as an independent non-executive director of China Southern Airlines Company Limited.

**Mr. CHUI Keung**, aged 61, appointed on 5 June 2000, is the executive Director and deputy chief executive officer of the Company. He is also a member of the Nomination Committee of the Company. Mr. CHUI graduated from the department of journalism of Fudan University in Shanghai and served in the China Central People's Radio Station for over 10 years. Since the establishment of Phoenix on 31 March 1996, he has been in charge of the overall daily operations, the public relations and promotion strategies of Phoenix, and the coordination of the relationships with PRC government entities. He also assists in establishing and implementing the corporate development strategies of the Company.

Throughout the term of office with Phoenix, Mr. CHUI has been instrumental in Phoenix's PRC domestic business development, programme production, advertising operation, marketing network and public relations. In 1996, he was in charge of the production of "Flying over the Yellow River", a major television programme of Phoenix, which achieved popular success and heightened the popularity of Phoenix in the PRC and overseas Chinese communities.

Prior to joining Phoenix, Mr. CHUI was a director and the general manager of Tianhua International Culture and Art Company Limited in Beijing focusing on developing various cultural, arts and publication businesses.

**Mr. WANG Ji Yan**, aged 64, appointed on 29 September 2006 as executive Director of the Company. Mr. WANG joined Phoenix HK in March 1996 and is currently the executive vice president of Phoenix HK and the Company and Head of the Phoenix Chinese Channel. Mr. WANG taught in Beijing Broadcasting Institute (now known as the Communication University of China) for more than twenty years.

Mr. WANG is one of the leading television programme producers in China and participated in the direction and production of a number of television programmes in early years. His television programme productions have won numerous domestic and overseas awards.

Mr. WANG is also a scholar in the television industry and has been the panelist of various international television festivals. He is also a renowned media educator and has a professor title. During the two decades of teaching in the Beijing Broadcasting Institute, he was the head of the television department for over ten years and was the deputy dean of the Beijing Broadcasting Institute for six years. Currently, he is also the PhD supervisor in Communication University of China (formerly known as Beijing Broadcasting Institute).

### **Non-executive Directors**

**Mr. SHA Yuejia**, aged 55, appointed on 19 August 2010 as non-executive Director of the Company, is also an executive director and vice president of China Mobile Limited ("China Mobile"), the ordinary shares of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited and its American depositary shares are listed on the New York Stock Exchange, is principally in charge of marketing, data business and corporate customer management matters. Mr. SHA has been serving on the board of directors of China Mobile since March 2006 and is the vice president of China Mobile Communications Corporation, a director of China Mobile Communication Co., Ltd, a non-executive director of Shanghai Pudong Development Bank Co., Ltd. and the chairman of Union Mobile Pay Limited. Mr. SHA previously served as director of the Engineering Construction Department IV Division of Beijing Telecommunications Administration, president of Beijing Telecommunications Planning Design Institute, deputy director general of Beijing Telecommunications Administration, vice president of Beijing Mobile Communications Company, director and vice president, chairman and president of China Mobile Group Beijing Company Limited. Mr. SHA graduated from Beijing University of Posts and Telecommunications, received a Master's Degree from the Academy of Posts and Telecommunications of the Ministry of Posts and Telecommunications and a doctoral degree in business administration from The Hong Kong Polytechnic University. He is a professor-level senior engineer with over 30 years of experience in the telecommunications industry.

**Mr. GAO Nianshu**, aged 49, appointed on 29 September 2006 as non-executive Director of the Company, is also a member of the Remuneration Committee and a director of Phoenix HK. Mr. GAO is currently the general manager of marketing department of China Mobile Communications Corporation. Mr. GAO previously served as general manager of data service department of China Mobile Communications Corporation, assistant to president of Beijing Mobile Communication Company Limited, deputy general manager and general manager of business supporting system department and deputy general manager of marketing department of Beijing Mobile Communication Company Limited.

Mr. GAO graduated from Jilin University and received a Master's degree in engineering from Institute of Computing Technology, Chinese Academy of Science and an EMBA degree from Peking University. Mr. GAO has many years of experience in the telecommunications industry.

**Mr. Jan KOEPPEN**, aged 42, appointed on 30 November 2009 as non-executive Director of the Company, is chief operating officer, Europe & Asia, News Corporation. Mr. KOEPPEN works across News Corporation's businesses in the Europe and Asia region, including free to air and pay television channels, pay TV platforms and digital assets. He is responsible for finance, business development, operational changes and joint ventures. News Corporation is the ultimate holding company of Star Entertainment Holdings Limited (formerly known as Xing Kong Chuan Mei Group Co., Limited), a substantial shareholder of the Company. He is a supervisory board member of Sky Deutschland AG, a company listed on Frankfurt Stock Exchange, a board member of Tata Sky, an Indian Direct-to-Home platform and chairman of the board of Fox Turkey, a Turkish free to air TV channel.

Mr. KOEPPEN joined News Corporation's Europe & Asia operations in April 2009. Prior to joining News Corporation, Mr. KOEPPEN was a partner & managing director of The Boston Consulting Group ("BCG") and the world wide co-lead of BCG's media practice. During his 15-year career at BCG, Mr. KOEPPEN was based out of London, Madrid and Munich and worked on media issues relating to pay television, broadcast television, magazines, newspapers, radio, professional publishing, online video games and music. Mr. KOEPPEN holds a Bachelor of Science in Mechanical Engineering from the George Washington University in Washington D.C., and also holds a Masters of Management, with a Major in Finance, from Hautes Etudes Commerciales (H.E.C.) in Paris.

**Mr. CHEUNG Chun On, Daniel**, aged 53, appointed on 12 October 2009, was a non-executive Director from June 2000 to September 2006. He is also a member of each of the Audit Committee and Remuneration Committee and a director of certain subsidiaries of the Company. Mr. Cheung is currently the chief consultant of the Taiwan office of Satellite Television Asian Region Limited ("STARL"), assisting the development of its Chinese content in Asia. STARL is a wholly owned subsidiary of News Corporation (the ultimate holding company of Star Entertainment Holdings Limited (formerly known as Xing Kong Chuan Mei Group Co., Limited), which is a substantial shareholder of the Company).

From 2008 to 2012, Mr. CHEUNG was the chief executive officer of the Taiwan office of STARL and the president director of PT Asia Global Media, a STARL joint venture terrestrial broadcaster in Indonesia. Prior to that, he was chief operating officer of China Network Systems, a joint venture between STARL and the Koos Group in Taiwan, responsible for managing Koos' cable systems, their upgrade and digitization processes.

**Mr. GONG Jianzhong**, aged 50, appointed on 12 January 2007 as non-executive Director of the Company, is also a director of certain subsidiaries of the Company. Mr. GONG is currently a director and chief executive officer of Bank of China Group Investment Limited ("BOCGI") and a director of a number of companies controlled by BOCGI or in which BOCGI has an interest.

From 2002 to 2005, Mr. GONG was an alternate director and deputy chief executive officer of BOCGI. From 2001 to 2007, Mr. GONG was a non-executive director of China Merchants China Direct Investments Limited. Mr. GONG has over 16 years of experience in banking, administration and management. He graduated from Dongbei University of Finance and Economics in the PRC in April 1991 with a master degree in economics.

### **Independent Non-executive Directors**

**Dr. LO Ka Shui**, aged 66, appointed on 5 June 2000 as independent non-executive Director, is also a member of the Remuneration Committee of the Company. Dr LO is the chairman and managing director of Great Eagle Holdings Limited and the non-executive director and chairman of Eagle Asset Management (CP) Limited (Manager of the publicly listed Champion Real Estate Investment Trust). He is also an independent non-executive director of Shanghai Industrial Holdings Limited, China Mobile Limited and City e-Solutions Limited. Dr. LO is the vice president of The Real Estate Developers Association of Hong Kong, a trustee of the Hong Kong Centre for Economic Research, the chairman of the Chamber of Hong Kong Listed Companies and a member of the Exchange Fund Advisory Committee of Hong Kong Monetary Authority. He graduated from McGill University with a Bachelor of Science Degree and from Cornell University with a Doctor of Medicine (M.D.) Degree. He was certified in Internal Medicine and Cardiology. He has more than thirty years' experience in property and hotel development and investment both in Hong Kong and overseas.

**Mr. LEUNG Hok Lim**, aged 77, appointed on 21 January 2005 as independent non-executive Director, is also a member respectively of Audit, Nomination and Remuneration Committees of the Company. Mr. LEUNG is a fellow member of CPA Australia, a member of the Macau Society of Certified Practising Accountants, a fellow member of the Hong Kong Institute of Certified Public Accountants and a fellow member of The Taxation Institute of Hong Kong. Mr. LEUNG is the founding and senior partner of PKF, Accountants and Business Advisers. Mr. LEUNG is a non-executive director of Beijing Hong Kong Exchange of Personnel Centre Limited, and the independent non-executive director of a number of listed companies namely Yangtzekiang Garment Limited, YGM Trading Limited, S E A Holdings Limited, Fujian Holdings Limited and High Fashion International Limited.

**Mr. Thaddeus Thomas BECZAK**, aged 62, is an independent non-executive Director and a member of the Audit Committee of the Company since 11 March 2005. He is also a member respectively of the Nomination and Remuneration Committees of the Company. Mr. BECZAK is currently the vice chairman of China Renaissance Holdings Limited and the chairman of China Renaissance Securities (Hong Kong) Limited. He is also involved in a number of private companies, including the position of the non-executive chairman of ACR Capital Holdings Pte. Ltd, an Asian reinsurance company and the non-executive chairman of Artisan Du Luxe Holding Limited. Mr. BECZAK is also an independent non-executive director of a number of listed companies, including Singapore Exchange Limited and Pacific Online Limited.

Prior to joining China Renaissance group, he had been vice chairman of Cowen and Company, LLC. From April 2005 to March 2008, Mr. BECZAK was a senior advisor to Nomura International (Hong Kong) Limited and non-executive chairman of Nomura Asia Holding N.V.. From September 1997 until December 2003, Mr. BECZAK was a director of Kerry Holdings Limited. During this time he also held various board and operating positions within the group. Most recently, he was deputy chairman of SCMP Holdings Limited and publisher of South China Morning Post Publishers Limited. Previously, he had been deputy chairman of Shangri-La Asia Limited, deputy chairman of Kuok Philippines Properties, a director of China World Trade Center Limited and a director of Kerry Properties Limited.

From November 1997 until December 2002, Mr. BECZAK was the chairman of the Listing Committee of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and a member of the Stock Exchange and a member of board of directors of the Stock Exchange from 1998 until 2001. From June 2001 until May 2007, he was a member of the Advisory Committee of the Securities and Futures Commission in Hong Kong. Currently, he is a member of the international advisory committee of the China Securities Regulatory Commission (CSRC).

Prior to joining the Kerry group, Mr. BECZAK was a managing director of J.P. Morgan Inc., and president of J.P. Morgan Inc., and president of J.P. Morgan Securities Asia from 1990 until 1997. While at J.P. Morgan, Hong Kong, he was a director of the Bank of the Philippine Islands and a committee member of the Hong Kong Association of Banks. He joined J.P. Morgan in 1974. Mr. BECZAK has over 26 years of experience in Asia.

Mr. BECZAK is a graduate of Georgetown University (B.S.F.S.) and Columbia University (M.B.A.). He is a member of the Board of Advisors of the School of Foreign Service at Georgetown. Mr. BECZAK is currently an adjunct professor of the MBA program of the Hong Kong University of Science and Technology.

**Mr. FANG Fenglei**, aged 61, appointed on 13 March 2013 as independent non-executive Director of the Company, is currently chairman of HOPU Investment Management Co., Ltd. and chairman of Goldman Sachs Gaohua Securities Company Limited. Mr. FANG previously served as a deputy chief executive officer of China International Capital Corporation Limited and chief executive officer of both BOC International Holdings Limited and ICEA Finance Holdings Limited. Mr. FANG was also a non-executive director of China Mengniu Dairy Company Limited and an independent non-executive director of Central China Real Estate Limited. Mr. FANG holds a Bachelor of Arts degree from Sun Yat-sen University.

### Alternate Directors

**Dr. GAO Jack Qunyao**, aged 54, appointed as alternate Director to Mr. CHEUNG Chun On, Daniel on 12 October 2009. He ceased to act as alternate Director to Mr. Paul Francis AIELLO and Mr. LAU Yu Leung, John after their resignation as non-executive Directors of the Company on 12 October 2009 and 30 November 2009 respectively. He is currently the senior vice president of News Corporation and chief executive officer of News Corporation China Investment. He is also a director of Bona Film Group Limited. Dr. GAO previously served as vice president, Asia Pacific (APAC) Emerging Geography of Autodesk, Inc., general partner of Walden International, president and general manager of Microsoft (China) Co. Limited. Dr. GAO holds doctorate, master and bachelor degrees in engineering from the University of California, Los Angeles, and Harbin Institute of Technology in China.

**Ms. Ella Betsy WONG**, aged 45, appointed as alternate Director to Mr. Jan KOEPPEN, non-executive Director of the Company on 30 November 2009, is general counsel, Asia, News Corporation and a director of Star Group Limited. Before her appointment as general counsel, Asia, News Corporation, in August 2009, Ms. WONG was the executive vice-president and general counsel of Satellite Television Asian Region Limited ("STARL"), a subsidiary of News Corporation, heading the legal and business affairs team in Hong Kong and other Asian regional offices.

Prior to joining STARL in 1997, Ms. WONG worked in the New York and Hong Kong offices of Winthrop, Stimson, Putnam & Roberts (now Pillsbury Winthrop Shaw Pittman LLP) in the areas of corporate finance, joint ventures and mergers and acquisitions. Ms. WONG has a BA (Hons) law degree from Oxford University and a graduate law degree (JD) from Columbia University in New York.

### Senior Management

**Mr. YEUNG Ka Keung**, aged 53, is the executive vice president and chief financial officer of Phoenix HK and the Company in charge of corporate finance, human resources and administration. He is also the qualified accountant and company secretary of the Company. Mr. YEUNG joined Phoenix in March 1996 and has been in charge of all of Phoenix's internal and external financial management and arrangements as well as the supervision of administration and personnel matters.

Mr. YEUNG graduated from the University of Birmingham and remained in the United Kingdom until 1992 after obtaining his qualification as a chartered accountant. Upon returning to Hong Kong, he worked at Hutchison Telecommunications and Star Television Limited in the fields of finance and business development.

**Mr. CHAU Kwan**, aged 57, is the executive vice president of Phoenix HK and the Company. He graduated from the Beijing Broadcasting Institute in July 1990 with a major in Editing Studies in School of Television.

Mr. CHAU joined Phoenix in 1998. He was the head of Phoenix Movies Channel, director of programming of Phoenix HK, general manager of Phoenix Film and Television (Shenzhen) Co. Limited (鳳凰影視(深圳)有限公司) and deputy vice president of Phoenix HK. He has held the current positions since 2002. Mr. CHAU has also taken up the position of vice president of Phoenix's Shenzhen management office since 2005, and is responsible for managing the advertising operation and business of the Group.