

## Directors and Senior Management Profile

### DIRECTORS

#### Executive Directors

**Mr. LIU Changle**, aged 62, was appointed the chairman and chief executive officer of the Company 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. Phoenix now operates six satellite TV channels and has expanded into other areas of business, including new media, outdoor LED advertising, 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 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 (“Hong Kong”). 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 government of Hong Kong. In 2011, Mr. LIU was appointed as an independent non-executive director of China Southern Airlines Company Limited. Mr. LIU is also a shareholder and director of Today’s Asia Limited, a substantial shareholder of the Company.

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**Mr. CHUI Keung**, aged 62, 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 HK on 31 March 1996, he has been in charge of the overall daily operations, the public relations and promotion strategies of Phoenix HK, 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 HK, 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 65, appointed on 29 September 2006 as executive Director of the Company. Mr. WANG joined Phoenix HK in March 1996 and 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 56, 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 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 a vice president of China Mobile Communications Corporation, a director of China Mobile Communication Co., Ltd and a non-executive director of Shanghai Pudong Development Bank Co., Ltd. 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 31 years of experience in the telecommunications industry.



**Mr. GAO Nianshu**, aged 50, 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. GONG Jianzhong**, aged 51, appointed on 12 January 2007 as non-executive Director, is also a member of the Audit Committee 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 17 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.

**Mr. SUN Yanjun**, aged 44, appointed as a non-executive Director of the Company on 5 November 2013, is a partner and managing director at TPG. Prior to joining TPG, Mr. SUN was a managing director in the Principal Investment Area (PIA) of Goldman Sachs Group, Inc. ("Goldman Sachs") and focused on private equity investment in the Greater China region from 2006 to early 2011. Before joining Goldman Sachs, Mr. SUN was a vice president at Morgan Stanley in Hong Kong from 2004 to 2006. Prior to that, he worked for General Electric and Citigroup Inc. in the United States. Mr. Sun currently serves as a non-executive director on the board of Xinyuan Real Estate Co., Ltd., a company listed on the New York Stock Exchange.

Mr. SUN obtained a Bachelor of Economics degree from Renmin University of China and a Master of Business Administration with high distinction from the University of Michigan.

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

**Dr. LO Ka Shui**, aged 67, 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, the chairman and non-executive director of Eagle Asset Management (CP) Limited (Manager of the publicly listed Champion Real Estate Investment Trust) and LHIL Manager Limited (as Trustee-Manager of Langham Hospitality Investments). He is also an independent non-executive director of Shanghai Industrial Holdings Limited, China Mobile Limited and City e-Solutions Limited. Dr. LO is a vice president of The Real Estate Developers Association of Hong Kong, a trustee of the Hong Kong Centre for Economic Research, a member of the Exchange Fund Advisory Committee of Hong Kong Monetary Authority and the vice chairman of The Chamber of Hong Kong Listed Companies. 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 30 years' experience in property and hotel development and investment both in Hong Kong and overseas.

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**Mr. LEUNG Hok Lim**, aged 78, 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 63, 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 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 chairman of the Listing Committee of 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., 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 27 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 62, appointed on 13 March 2013 as an 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 Director

**Mr. LAU Wai Kei, Ricky**, aged 43, appointed on 5 November 2013 as an alternate Director to Mr. SUN Yanjun, a non-executive Director of the Company, is a partner of TPG where he has over 20 years of investment experience. Mr. LAU also serves as a director of China Grand Auto Service Co. Ltd. and Ingham Holdings I. Pty Limited and an alternate director of Daphne International Holdings Limited. Before joining TPG, Mr. LAU was responsible for the corporate and project finance division of Hopewell Holdings Limited (“Hopewell”), a regional infrastructure project developer. He joined Hopewell in 1993 and spearheaded the development and financing of several power and transportation projects in China, India and Thailand. Mr. LAU obtained an Executive MBA from Kellogg-HKUST and graduated from the University of British Columbia and he is a CFA charterholder.

### Senior Management

**Mr. LIU Shuang**, aged 44, appointed as the chief operating officer of the Company on 17 February 2014. He is currently the chief executive officer (“CEO”) of the Phoenix New Media Limited (“PNM”), a non-wholly owned subsidiary of the Company, whose shares are listed by way of American Depository Shares on the New York Stock Exchange in the United States.

Mr. LIU has served as a director and CEO of PNM since its inception in year 2007. Mr. LIU also has served for the Company from 2001 to the present in various managing positions, including chief director of business development and vice president in charge of investment, finance, investor relationships, legal affairs, public affairs and development of the finance channel. Before joining the Company, Mr. LIU worked at Simpson Thacher & Bartlett LLP, Milbank, Tweed, Hadley & McCloy LLP and Morrison & Foerster LLP from 1996 to 2001. Mr. LIU received a J.D. degree from Duke University Law School, and a Bachelor’s degree from University of International Business & Economic.

**Mr. YEUNG Ka Keung**, aged 54, is the executive vice president and chief financial officer of Phoenix HK and the Company. He is also the qualified accountant and company secretary of the Company. Mr. YEUNG joined Phoenix in March 1996 and is 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 58, 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.