

# Definitions

## 釋義

In this annual report, unless the context otherwise requires, the following terms shall have the meanings set out below:

於本年度報告內，除文章另有所指者外，以下詞彙具有下列含義：

“2008 PNM Share Option Scheme” [2008年鳳凰新媒體購股權計劃]	PNM’s share option scheme approved by the Shareholders on 20 June 2008 or any amendment thereof 獲股東於2008年6月20日批准之鳳凰新媒體購股權計劃（或其任何修訂）
“2017 Share Option Scheme” [2017年購股權計劃]	the Company’s share option scheme approved by the Shareholders on 7 February 2017 or any amendment thereof 獲股東於2017年2月7日批准之本公司購股權計劃（或其任何修訂）
“2018 PNM Share Option Scheme” [2018年鳳凰新媒體購股權計劃]	PNM’s share option scheme approved by the Shareholders on 6 June 2018 or any amendment thereof 獲股東於2018年6月6日批准之鳳凰新媒體購股權計劃（或其任何修訂）
“AGM” [股東週年大會]	annual general meeting of the Company 本公司股東週年大會
“Articles of Association” [章程細則]	the articles of association of the Company, as amended from time to time 本公司不時修訂的組織章程細則
“Audit Committee” [審核委員會]	the audit committee of the Company 本公司審核委員會
“Bauhinia HK” [紫荊香港]	Bauhinia Culture (Hong Kong) Holdings Limited 紫荊文化(香港)集團有限公司
“Beijing Phoenix Centre” [北京鳳凰中心]	Phoenix International Media Centre, a building containing offices and television programme production studios located at No. 3 Chaoyang Park South Road, Chaoyang District, Beijing, PRC, with a useful life until 2051 位於中國北京朝陽區朝陽公園南路3號的鳳凰國際傳媒中心，是一座集辦公及電視節目製作室於一身之建築物，使用期限至2051年
“Board” [董事會]	the board of Directors 董事會
“Board Committees” [董事委員會]	the board committees comprising the Audit Committee, the Remuneration Committee, the Nomination Committee and the Risk Management Committee 包括由審核委員會、薪酬委員會、提名委員會及風險管理委員會組成的董事委員會

## Definitions

### 釋義

“BOCGI” 「中銀投資」	Bank of China Group Investment Limited 中銀集團投資有限公司
“Chairman” 「主席」	the chairman of the Board 董事會主席
“Chief Executive Officer” 「行政總裁」	the chief executive officer of the Company 本公司行政總裁
“Company” 「本公司」	Phoenix Media Investment (Holdings) Limited, a company incorporated in the Cayman Islands with limited liability whose shares are listed on the Main Board of the Stock Exchange 鳳凰衛視投資(控股)有限公司，於開曼群島註冊成立之有限責任公司，其股份於聯交所主板上市
“Corporate Governance Code” 「企業管治守則」	the Corporate Governance Code as set out in Appendix C1 to the Listing Rules 上市規則附錄C1所載的企業管治守則
“Director(s)” 「董事」	the director(s) of the Company 本公司董事
“ESG” 「ESG」	environmental, social and governance 環境、社會及管治
“EGM” 「股東特別大會」	extraordinary general meeting of the Company 本公司股東特別大會
“Group” or “Phoenix” or “Phoenix TV” 「本集團」或「鳳凰」或「鳳凰衛視」	the Company and its subsidiaries 本公司及其附屬公司
“HK\$” 「港元」	Hong Kong dollars, the lawful currency of Hong Kong 香港法定貨幣港元
“Hong Kong” or “HKSAR” 「香港」	the Hong Kong Special Administrative Region of the PRC 中國香港特別行政區
“INED(s)” 「獨立非執行董事」	the independent non-executive director(s) of the Company 本公司獨立非執行董事
“Listing Rules” 「上市規則」	the Rules Governing the Listing of Securities on the Stock Exchange 聯交所證券上市規則
“Model Code” 「標準守則」	the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 to the Listing Rules 上市規則附錄C3所載的上市發行人董事進行證券交易的標準守則

## Definitions

### 釋義

“Nomination Committee” 「提名委員會」	the nomination committee of the Company 本公司提名委員會
“PSTV” 「鳳凰衛視公司」	Phoenix Satellite Television Company Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company 鳳凰衛視有限公司，於香港註冊成立之有限責任公司，為本公司之間接全資附屬公司
“PNM” 「鳳凰新媒體」	Phoenix New Media Limited, a company incorporated in the Cayman Islands with limited liability and an indirect non wholly-owned subsidiary of the Company, the shares of which are listed by way of American Depositary Shares on the New York Stock Exchange in the United States 鳳凰新媒體有限公司，於開曼群島註冊成立之有限責任公司，為本公司之間接非全資附屬公司，其股份以美國預託股份之形式於美國紐約證券交易所上市
“PRC” or “China” 「中國」	the People’s Republic of China, which for the purpose of this report, shall exclude Hong Kong, the Macau Special Administrative Region and Taiwan 中華人民共和國，就本報告而言，不包括香港、澳門特別行政區及台灣
“Remuneration Committee” 「薪酬委員會」	the remuneration committee of the Company 本公司薪酬委員會
“Risk Management Committee” 「風險管理委員會」	the risk management committee of the Company 本公司風險管理委員會
“RMB” 「人民幣」	Renminbi, the lawful currency of the PRC 中國法定貨幣人民幣
“SFO” 「證券及期貨條例」	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) 證券及期貨條例（香港法例第571章）
“Share(s)” 「股份」	ordinary share(s) of par value HK\$0.10 each (subsequently became par value HK\$1.00 each as a result of Share Consolidation effective on 20 February 2024) in the issued share capital of the Company 本公司已發行股本中每股面值0.10港元（其後因股份合併於2024年2月20日生效變為每股面值1.00港元）之普通股

## Definitions

### 釋義

“Shareholder(s)” 「股東」	holder(s) of the Shares 股份持有人
“Share Consolidation” 「股份合併」	the consolidation of every ten (10) issued and unissued then existing shares of par value HK\$0.10 each in the share capital of the Company into one (1) consolidated share of par value HK\$1.00 each, which became effective on 20 February 2024 於2024年2月20日生效，本公司股本中每十(10)股每股面值0.10港元之當時已發行及未發行現有股份合併為一(1)股每股面值1.00港元之合併股份
“Stock Exchange” 「聯交所」	The Stock Exchange of Hong Kong Limited 香港聯合交易所有限公司
“U.S.” 「美國」	the United States of America 美利堅合眾國
“USD” 「美元」	United States dollars, the lawful currency of the United States 美國法定貨幣美元
“%”	per cent 百分比