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PHOENIX MEDIA INVESTMENT (HOLDINGS) LIMITED
鳳凰衛視投資（控股）有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 02008)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 5 JUNE 2019**

The board of directors (the “**Board**” or “**Director(s)**”) of Phoenix Media Investment (Holdings) Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held on 5 June 2019 (the “**AGM**”), all the proposed resolutions as set out in the notice as supplemented by the supplemental notice of the AGM dated 25 April 2019 and 21 May 2019 respectively (collectively the “**AGM Notices**”) were duly passed on a poll.

As at the date of the AGM, the total number of issued and fully paid up shares of the Company was 4,993,469,500, the holders of which (the “**Shareholders**”) were entitled to attend and vote for or against all resolutions proposed at the AGM. There was no shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions proposed at the AGM pursuant to Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), and no Shareholders were required under the Listing Rules to abstain from voting at the AGM.

The poll results are set out as follows:

| Ordinary Resolutions | | Number of Votes | | Passed by Shareholders |
|----------------------|---|-------------------------|-----------|------------------------|
| | | For | Against | |
| 1. | To receive and consider the audited consolidated financial statements and the reports of the Directors and independent auditor for the year ended 31 December 2018. | 3,473,403,715 (100%) | 0 (0%) | Yes |
| 2. | To declare a final dividend of 1 Hong Kong cent per share for the year ended 31 December 2018. | 3,473,403,715 (100%) | 0 (0%) | Yes |

| Ordinary Resolutions | | Number of Votes | | Passed by Shareholders |
|----------------------|--|---------------------------|-----------------------|------------------------|
| | | For | Against | |
| 3. | To re-elect Mr. WANG Ji Yan as executive Director. | 3,470,301,124 (99.91%) | 3,102,591 (0.09%) | Yes |
| 4. | To re-elect Mr. LEUNG Hok Lim as independent non-executive Director. | 3,473,081,715 (99.99%) | 322,000 (0.01%) | Yes |
| 5. | To re-elect Mr. FANG Fenglei as independent non-executive Director. | 3,473,403,715 (100%) | 0 (0%) | Yes |
| 6. | To re-elect Mr. HE Di as independent non-executive Director. | 3,473,403,715 (100%) | 0 (0%) | Yes |
| 7. | To authorise the Board to fix the remuneration of the Directors. | 3,473,055,715 (100%) | 0 (0%) | Yes |
| 8. | To re-appoint PricewaterhouseCoopers as auditor of the Company and to authorise the Board to fix their remuneration. | 3,473,403,715 (100%) | 0 (0%) | Yes |
| 9. | To grant a general mandate to the Board to allot, issue and deal with additional Shares. | 3,435,891,117 (98.92%) | 37,512,598 (1.08%) | Yes |
| 10. | To grant a general mandate to the Board to buy-back Shares. | 3,473,403,715 (100%) | 0 (0%) | Yes |
| 11. | To increase and extend the maximum nominal amount of share capital which the Board is authorised to allot, issue and deal with pursuant to the general mandate set out in resolution no. 9 by the aggregate nominal amount of Shares repurchased pursuant to the general mandate set out in resolution no. 10. | 3,435,891,117 (98.92%) | 37,512,598 (1.08%) | Yes |

Notes:

1. All percentages are rounded to 2 decimal places.
2. The full text of Ordinary Resolutions 9 to 11 are set out in the AGM Notices.

The Company's branch share registrar in Hong Kong, Hong Kong Registrars Limited, acted as scrutineer for the poll at the AGM.

By Order of the Board
Phoenix Media Investment (Holdings) Limited
LIU Changle
Chairman

Hong Kong, 5 June 2019

As at the date of this announcement, the board of directors of the Company comprises:

Executive Directors

Mr. LIU Changle (Chairman)(also an alternate director to Mr. CHUI Keung), Mr. CHUI Keung (also an alternate director to Mr. LIU Changle) and Mr. WANG Ji Yan (also an alternate director to Mr. LIU Changle and Mr. CHUI Keung)

Non-executive Directors

Mr. JIAN Qin, Mr. XIA Bing, Mr. GONG Jianzhong and Mr. SUN Yanjun

Independent Non-executive Directors

Mr. LEUNG Hok Lim, Mr. Thaddeus Thomas BECZAK, Mr. FANG Fenglei and Mr. HE Di

Alternate Director

Mr. LAU Wai Kei, Ricky (an alternate director to Mr. SUN Yanjun)