



香港交易所

**Monthly Return of Equity Issuer on Movements in Securities**
**For the month ended (dd/mm/yyyy) : 31 / 03 / 2017**

To : Hong Kong Exchanges and Clearing Limited

 Name of Issuer Phoenix Satellite Television Holdings Limited

 Date Submitted 06 / 04 / 2017
**I. Movements in Authorised Share Capital**
**1. Ordinary Shares**

(1) Stock code : <u>02008</u> Description : <u>Ordinary Shares</u>			
	No. of ordinary shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	<u>10,000,000,000</u>	<u>HK\$0.1</u>	<u>HK\$1,000,000,000</u>
Increase/(decrease)	<u>0</u>		<u>HK\$0</u>
Balance at close of the month	<u>10,000,000,000</u>	<u>HK\$0.1</u>	<u>HK\$1,000,000,000</u>
(2) Stock code : <u>N/A</u> Description : _____			
	No. of ordinary shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

## 2. Preference Shares

Stock code :	<u>N/A</u>	Description :	_____	
		No. of preference shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month		_____	_____	_____
Increase/(decrease)		_____		_____
Balance at close of the month		_____	_____	_____

## 3. Other Classes of Shares

Stock code :	<u>N/A</u>	Description :	_____	
		No. of other classes of shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month		_____	_____	_____
Increase/(decrease)		_____		_____
Balance at close of the month		_____	_____	_____

Total authorised share capital at the end of the month (*State currency*) :

**HK\$1,000,000,000**

## II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	<u>5,000,999,500</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month <i>(Remark 2)</i>	<u>(7,530,000)</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	<u>4,993,469,500</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>

## III. Details of Movements in Issued Share Capital

## Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during the month				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Granted	Exercised	Cancelled	Lapsed		
	<b>1. Post-IPO Share Option Scheme</b> <i>(Remark 1)</i> <b>(07 / 06 / 2000)</b> <b>Ordinary shares</b> <i>(Note 1)</i>	<b>0</b>	<b>0</b>	<b>0</b>		
<b>2. 2009 Share Option Scheme</b> <i>(Remark 3)</i> <b>(19 / 06 / 2009)</b> <b>Ordinary shares</b> <i>(Note 1)</i>	<b>0</b>	<b>0</b>	<b>0</b>	<b>1,280,000</b>	<b>0</b>	<b>90,664,000</b>
<b>3. 2017 Share Option Scheme</b> <i>(Remark 3)</i> <b>(07 / 02 / 2017)</b> <b>Ordinary shares</b> <i>(Note 1)</i>	<b>91,694,000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
			Total A. (Ordinary shares)		<b>0</b>	
			(Preference shares)		<b>N/A</b>	
			(Other class)		<b>N/A</b>	
Total funds raised during the month from exercise of options (State currency)					<b>Nil</b>	

Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. <u>N/A</u>						
( / / )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		( / / )				
2.						
( / / )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		( / / )				
3.						
( / / )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		( / / )				
4.						
( / / )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		( / / )				
Total B. (Ordinary shares) <u>N/A</u> (Preference shares) <u>N/A</u> (Other class) <u>N/A</u>						

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. <u>N/A</u> _____ _____ _____						
Stock code (if listed) _____ Class of shares _____ issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )						
2. _____ _____ _____						
Stock code (if listed) _____ Class of shares _____ issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )						
3. _____ _____ _____						
Stock code (if listed) _____ Class of shares _____ issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )						
4. _____ _____ _____						
Stock code (if listed) _____ Class of shares _____ issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )						
Total C. (Ordinary shares) _____ <b>N/A</b> (Preference shares) _____ <b>N/A</b> (Other class) _____ <b>N/A</b>						

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. N/A ( / / ) shares (Note 1)		
2. ( / / ) shares (Note 1)		
3. ( / / ) shares (Note 1)		
Total D. (Ordinary shares)	<u>N/A</u>	
(Preference shares)	<u>N/A</u>	
(Other class)	<u>N/A</u>	

## Other Movements in Issued Share Capital

Other Movements in Issued Share Capital				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
Type of Issue					
1.	Rights issue	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / ) ( / / )	<u>N/A</u> <u>N/A</u>
2.	Open offer	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / ) ( / / )	<u>N/A</u> <u>N/A</u>
3.	Placing	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / ) ( / / )	<u>N/A</u> <u>N/A</u>
4.	Bonus issue		Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / ) ( / / )	<u>N/A</u> <u>N/A</u>

For Main Board and GEM listed issuers

Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
5.	Scrip dividend	At price : State currency _____	<p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p>	N/A	N/A
6.	Repurchase of shares		<p>Class of shares repurchased (Note 1) <u>Ordinary shares</u></p> <p>Cancellation date : (02/03/2017) (dd/mm/yyyy) 7,530,000</p> <p>Repurchased (yet to be cancelled) date: (dd/mm/yyyy)</p> <p>AGM approval date: (06/06/2016) (dd/mm/yyyy)</p>		
7.	Redemption of shares		<p>Class of shares redeemed (Note 1) _____</p> <p>Redemption date : ( / / ) (dd/mm/yyyy)</p> <p>EGM approval date: ( / / ) (dd/mm/yyyy)</p>	N/A	N/A
8.	Consideration issue	At price : State currency _____	<p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p>	N/A	N/A



For Main Board and GEM listed issuers

Type of Issue		No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
9. Capital reorganisation	Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: ( / / ) ( / / ) (dd/mm/yyyy)	<u>N/A</u>	<u>N/A</u>
10. Other (Please specify)	At price : State currency _____ Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: ( / / ) ( / / ) (dd/mm/yyyy)	<u>N/A</u>	<u>N/A</u>
Total E. (Ordinary shares)		<u>N/A</u>	<u>N/A</u>
(Preference shares)		<u>N/A</u>	<u>N/A</u>
(Other class)		<u>N/A</u>	<u>N/A</u>

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1) <u>(7,530,000)</u>
	(2) <u>N/A</u>
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	<u>N/A</u>
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):	<u>N/A</u>
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>	

Remarks (if any):

1. The Post-IPO Share Option Scheme expired on 25 March 2017;

---

2. On 2 March 2017, the Company had cancelled all 7,530,000 repurchased shares, pursuant to the general mandate for share buy-back granted by the shareholders at the annual general meeting held on 6 June 2016 for repurchasing up to 500,099,950 ordinary shares in the open market; and

---

3. On 21 March 2017, 91,694,000 share options to subscribe for the ordinary shares of HK\$0.10 each in the share capital of the Company were granted under the share option scheme adopted by the Company at the extraordinary general meeting held on 7 February 2017 (the “2017 Share Option Scheme”), subject to acceptance of the grantees by agreeing to surrender and cancel their same number of existing options under the 2009 Share Option Scheme.

---

Submitted by: **Yeung Ka Keung**

---

Title: **Company Secretary**  
(Director, Secretary or other duly authorised officer)

---

*Notes :*

1. *State the class of shares (e.g. ordinary, preference or other).*
2. *If there is insufficient space, please append the prescribed continuation sheet.*