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鳳凰衛視

## **PHOENIX SATELLITE TELEVISION HOLDINGS LIMITED**

**鳳凰衛視控股有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 02008)**

### **POLL RESULTS AT THE EXTRAORDINARY GENERAL MEETING HELD ON 9 DECEMBER 2010**

The Board is pleased to announce that all resolutions proposed at the EGM were duly passed by the Shareholders by way of poll at the EGM.

Reference is made to the circular of Phoenix Satellite Television Holdings Limited (the “**Company**”) dated 15 November 2010 (the “**Circular**”) in relation to (i) the New Media continuing connected transactions between PNM Group and CMCC Group (the “**New Media CCT**”); (ii) re-election of director and (iii) notice of extraordinary general meeting (the “**EGM**”). Terms defined in the Circular shall have the same meanings when used herein unless the context requires otherwise.

#### **POLL RESULTS OF THE EGM**

The Board is pleased to announce that at the EGM held on 9 December 2010, all the proposed resolutions as set out in the notice of the EGM were duly passed as ordinary resolutions by the Shareholders by way of poll.

The Company’s branch’s share registrar in Hong Kong, Hong Kong Registrars Limited, acted as scrutineer for the vote-taking at the EGM.

As at the date of the EGM, the total number of issued and fully paid up shares of the Company was 4,987,031,500 shares.

In relation to resolution no. 1 proposed at the EGM, the total number of shares entitling the holders to attend and vote for or against the resolution at the EGM was 4,004,031,500 shares. Extra Step Investments Limited, a substantial shareholder of the Company holding 983,000,000 shares, and its associates, being connected persons with a material interest in the New Media CCT, had abstained from voting on resolution no. 1 proposed at the EGM.

In relation to the resolution no. 2 proposed at the EGM, the total number of shares entitling the holders to attend and vote for or against the resolution at the EGM was 4,987,031,500 shares.

There was no restriction on any shareholders to attend and vote only against the above resolutions at the EGM.

The number of shares represented by votes for and against the respective resolutions at the EGM were as follows:

Ordinary Resolutions proposed at the EGM		Number of Votes (%)	
		For	Against
1.	To approve, confirm and ratify the New Media CCT between PNM Group and CMCC Group and the Annual Caps for the three years from 1 January 2010 to 31 December 2012; to approve, confirm and ratify the waiver granted by the Stock Exchange on 22 April 2010; and to authorise any one director of the Company to do all things and execute all documents to give effect to this Resolution.	2,781,265,780 (99.96%)	1,175,700 (0.04%)
2.	To re-elect Mr. SHA Yuejia as a non-executive director of the Company and to authorise the Board to fix his remuneration.	3,721,499,000 (98.83%)	43,942,480 (1.17%)

**As more than 50% of the votes were cast in favour of each of the above resolutions, all the resolutions were duly passed as ordinary resolutions of the Company.**

By Order of the Board  
**LIU Changle**  
*Chairman*

Hong Kong, 9 December 2010

*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. GAO Nianshu, Mr. SHA Yuejia, Mr. Jan KOEPPEN, Mr. CHEUNG Chun On, Daniel and Mr. GONG Jianzhong*

***Independent Non-executive Directors***

*Dr. LO Ka Shui, Mr. LEUNG Hok Lim and Mr. Thaddeus Thomas BECZAK*

***Alternate Directors***

*Ms. Ella Betsy WONG (alternate to Mr. Jan KOEPPEN) and Dr. GAO Jack Qunyao (alternate to Mr. CHEUNG Chun On, Daniel)*