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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 ANNUAL GENERAL MEETING AND
EXTRAORDINARY GENERAL MEETING HELD ON 19 JUNE 2009**

Phoenix Satellite Television Holdings Limited (the “**Company**”) is pleased to announce the poll results of the resolutions proposed at the annual general meeting (the “**AGM**”) and the extraordinary general meeting (the “**EGM**”) of the Company both held on 19 June 2009 as follows:

Ordinary Resolutions proposed at the AGM		Number of Votes (%)	
		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 2008.	3,719,411,703 (100%)	0 (0%)
2.	To declare a final dividend of HK\$0.019 per share for the year ended 31 December 2008.	3,725,001,225 (100%)	0 (0%)
3.	(A) To re-elect Mr. WANG Ji Yan as executive Director and to authorise the Board to fix his remuneration.	3,724,285,225 (99.98%)	736,000 (0.02%)
	(B) To re-elect Mr. LU Xiangdong as non-executive Director and to authorise the Board to fix his remuneration.	3,718,000,000 (99.81%)	7,021,225 (0.19%)
	(C) To re-elect Mr. GAO Nianshu as non-executive Director and to authorise the Board to fix his remuneration.	3,725,021,225 (100%)	0 (0%)
	(D) To re-elect Mr. Paul Francis AIELLO as non-executive Director and to authorise the Board to fix his remuneration.	3,718,675,703 (99.83%)	6,345,522 (0.17%)

	(E) To re-elect Mr. GONG Jianzhong as non-executive Director and to authorise the Board to fix his remuneration.	3,718,000,000 (99.81%)	7,021,225 (0.19%)
4.	To re-appoint PricewaterhouseCoopers as auditor and to authorise the Board to fix their remuneration.	3,725,021,225 (100%)	0 (0%)
5.	To grant a general mandate to the Board to allot, issue and deal with additional Shares.	3,721,879,522 (99.92%)	3,141,703 (0.08%)
6.	To grant a general mandate to the Board to repurchase Shares.	3,724,535,225 (99.99%)	470,000 (0.01%)
7.	To increase 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. 5 by the aggregate nominal amount of Shares repurchased pursuant to the general mandate set out in resolution no. 6.	3,721,879,522 (99.92%)	3,141,703 (0.08%)

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.

Special Resolution proposed at the AGM		Number of Votes (%)	
		For	Against
8.	To approve the proposed amendments to the articles of association of the Company.	3,724,551,225 (100%)	0 (0%)

As more than 75% of the votes were cast in favour of the above resolution, the above resolution was duly passed as a special resolution of the Company.

Ordinary Resolutions proposed at the EGM		Number of Votes (%)	
		For	Against
1.	To approve, ratify and confirm the New Contract, the maximum aggregate cap under the New Contract and the 2009 Contract and all transactions contemplated under the New Contract, and to authorise the directors of the Company to do all things and execute all documents to give effect to the New Contract.	2,613,723,225 (100%)	0 (0%)
2.	To approve the adoption of the New Share Option Scheme.	3,596,217,225 (99.99%)	506,000 (0.01%)

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.

As at the date of the AGM and EGM, the total number of issued and fully paid up shares of the Company was 4,954,412,000 shares. In relation to all resolutions proposed at the AGM, the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM was 4,954,412,000 shares.

In relation to the 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 3,971,412,000 shares. Extra Step Investments Limited and its associates, together holding 983,000,000 shares, had abstained from voting on the ordinary resolution 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 4,954,412,000 shares.

There was no restriction on any shareholders to attend and cast their votes only against the above resolutions at the AGM and the EGM.

Hong Kong Registrars Limited, the Company's branch share registrar in Hong Kong, acted as scrutineer for the vote-takings at the AGM and the EGM.

By Order of the Board
LIU Changle
Chairman

Hong Kong, 19 June 2009

As at the date of this announcement, the board of directors of the Company comprises Mr. LIU Changle (Chairman), Mr. CHUI Keung and Mr. WANG Ji Yan as the Executive Directors; Mr. LU Xiangdong, Mr. GAO Nianshu, Mr. Paul Francis AIELLO, Mr. LAU Yu Leung John and Mr. GONG Jianzhong as the Non-executive Directors; Dr. LO Ka Shui, Mr. LEUNG Hok Lim and Mr. Thaddeus Thomas BECZAK as the Independent Non-executive Directors; Mr. GAO Jack Qunyao is the Alternate Director to Mr. Paul Francis AIELLO and Mr. LAU Yu Leung John.