

For the month ended

## Monthly Return of Equity Issuer on Movements in Securities

(dd/mm/yyyy) :	31/0	5/2019			
To : Hong Kong Exchanges	and Clearing Lim	ited			
Name of Issuer Date Submitted	<b>Phoenix Media</b> 05/06/2019	Investme	nt (Holdings	s) Limited	
I. Movements in Authorised	Share Capital				
1. Ordinary Shares					
(1) Stock code : <b>02008</b>	Description:	Ordinary	Shares		_
		ordinary ares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of precedir	ng month <b>10,000,0</b>	000,000	HK\$0.1	HK\$1,000,000,000	-
Increase/(decrease)	0			HK\$0	=
Balance at close of the mon	th <u>10,000,0</u>	000,000	HK\$0.1	HK\$1,000,000,000	-
(2) Stock code : N/A	Description:				_
		ordinary ares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of precedir	ng month				
Increase/(decrease)					
Balance at close of the mon	th				

2. Preference Shares			
Stock code : N/A Descrip	tion :		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month_			
Increase/(decrease)		_	
Balance at close of the month			
3. Other Classes of Shares			
Stock code : N/A Descrip	tion :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month _			
Increase/(decrease)		_	
Balance at close of the month		- ,	
	1.60		

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

## II. Movements in Issued Share Capital

	No. of ordi	nary shares (2)	No of preference shares	No. of other classes of shares
Balance at close of preceding month	4,993,469,500	N/A	N/A	N/A
Increase/ (decrease) during the month	0	N/A	N/A	N/A
Balance at close of the month	4,993,469,500	N/A	N/A	N/A

# III. Details of Movements in Issued Share Capital

Share Options (un	der Share Op	tion Schemes	of the Issuer)			
Particulars of share option						No. of new shares of issuer which may be
scheme					the month pursuant	issued pursuant
including EGM		Movement dur	ing the month		thereto	thereto as at close of
approval date		movement dar	ing the menti		_	the month
(dd/mm/yyyy) and						
class of shares	0	E	0 111	1		
issuable	Granted	Exercised	Cancelled	Lapsed		
1. 2009 Share						
Option						
Scheme						
(10/06/0000)						
(19/06/2009)	0	0	0	0	0	200,000
Ordinary shares (Note 1)	0	0	0	0	0	200,000
(Note 1)						
2. <b>2017 Share</b>						
Option						
Scheme						
-						
(07/02/2017)						
Ordinary shares	0	0	0	80,000	0	85,594,000
(Note 1)						
,						
3.						
-						
( / / )						
shares						
(Note 1)						
		Tota	al A. (Ordina			
				ce shares)		
				ther class)	N/A	
Total funds raised	during the mo	onth from exerc				
of options (State co	urrency)		N/A			

Warrants to Issue Shares of the	e Issuer which	<u>are to be Listed</u>				
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. N/A						
Subscription price EGM approval date (if applicable)			<u>.</u>			
(dd/mm/yyyy) 2.	( / /	)	-			
<u>L.</u>						
On the second of the second second						
	( / /	)	-			
3.						
( / / ) Stock code (if listed)						
Class of shares			-			
issuable (Note 1) Subscription price			-			
EGM approval date			-			
(if applicable) (dd/mm/yyyy)	( / /	)				
4.	,	,	-			
( / / )						
Stock code (if listed)			=			
Class of shares issuable (Note 1)						
Subscription price			<u>.</u>			
EGM approval date (if applicable)						
· · · ·	( / /	)	-			
		Total E	B. (Ordina	ary shares) <b>N/A</b>		
		Total	,	ice shares) <b>N/A</b>		_
			(C	other class) N/A		_

Convertibles (i.e. Convertible	into Shares of th	ne Issuer whi	ich are to be Liste	ed)		
Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted	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. <b>N/A</b>	_					
-	_					
	_					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy))	( / / )					
2.	<u>—</u>					
	_					
	<del></del>					
Stock code (if listed)						
Class of shares						
issuable (Note 1) Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )					
3.	<u> </u>					
	<del>_</del>					
	<del></del>					
Stock code (if listed)	<u> </u>					
Class of shares						
issuable (Note 1) Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )					
4.	<u>—</u>					
	_					
Stock code (if listed)						-
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )					
			Total C. (Ordina			=
				ce shares) N/A ther class) N/A		_
			(0	1101 01033) 14/F	•	=

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

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. <u>N/A</u>		
( / / ) shares (Note 1)		
2.		
( / / ) shares (Note 1)		
3		
shares (Note 1)  Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	
(5000)	II/A	

<b>U</b> (:	ner Movements	ın issued Sna	are Capitai				
	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
	Type of issue						
				Class of shares issuable (Note 1)			
1.	Rights issue	At price :	State currency	_ Issue and allotment ( / / date : (dd/mm/yyyy)	)		
				EGM approval date: ( / / / (dd/mm/yyyy)	)		
				(dd/iiiii/yyyy)		N/A	N/A
				Class of shares			
				issuable (Note 1)			
2.	Open offer	At price :	State currency	_ Issue and allotment ( / / date : (dd/mm/yyyy)	)		
				EGM approval date: ( / / (dd/mm/yyyy)	)		
						<u>N/A</u>	<u>N/A</u>
				Class of sharesissuable (Note 1)			
3.	Placing	At price :	State currency	_ Issue and allotment ( / / date : (dd/mm/yyyy)	)		
				EGM approval date: ( / / / (dd/mm/yyyy)	)		
				(dd/iiiii/yyyy)		N/A	N/A
				Class of shares			
				issuable (Note 1)			
4.	Bonus issue			Issue and allotment ( / / date : (dd/mm/yyyy)	)		
				EGM approval date: ( / / (dd/mm/yyyy)	)		
				(dd/11111/yyyy)		N/A	N/A

	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
	1 / 10000								
5.	Scrip dividend	At price :	State currency ———	Class of shares issuable (Note 1) Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)		/	)	N/A	N/A
6.	Repurchase of shares			Class of shares repurchased (Note 1)  Cancellation date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)	(	/ /		<u>N</u> /A	<u>N/A</u>
7.	Redemption of shares			Class of shares redeemed (Note 1)  Redemption date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)	(	/ /	)	<u>N</u> /A	<u>N/A</u>
8.	Consideration issue	At price :	State currency———	Class of shares issuable (Note 1)  Issue and allotment date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)	(	/	)	N/A	N/A

Shares of issuer increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):    Salare of issuer increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):   Salare of issuer may issue may be issuer may increase / (decrease) in preference shares during the month (i.e. Total of A to E):   Salare of shares issuable (Note 1)				
Sample (Note 1)   Issue and allotment   ( / / )     ( / / )     ( / / )     ( / / )     ( / / )     ( / / )   ( / )   ( / )   ( / )   ( / )   (	Type of Issue		shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
Sample (Note 1)   Issue and allotment   ( / / )     ( / / )     ( / / )     ( / / )     ( / / )     ( / / )   ( / )   ( / )   ( / )   ( / )   (		Olara		
Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):    Class of shares   N/A   N/A				
Class of shares	· · · · · · · · · · · · · · · · · · ·	locae and anothern		
Class of shares		zam approvar dato.		
Class of shares		(dd/mm/yyyy)	N/A	N/A
issuable (Note 1)  10. Other (Please specify) At price: State currency   Issue and allotment ( / / )			<u>.wa</u>	
Ssue and allotment date: (dd/mm/yyyy)   Summy   Summ				
Total E. (Ordinary shares) N/A (Preference shares) N/A (Other class) N/A (Other clas	10. Other (Please specify) At price : State currency	locae and anothern		
Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):  (2) N/A  Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):  N/A		Law approvariate.	N/A	<u>N</u> /A
Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):  (2) N/A  Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):  N/A		Total E. (Ordina	ry	
Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):  (2) N/A  Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		share	s) <b>N/A</b>	_
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):    N/A   N/A				_ _
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):    N/A   N/A				
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):    N/A   N/A				
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	Total increase / (decrease) in ordinary shares duri	ng the month (i.e. Total of A to E): (	(1) 0	
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E).		(	(2) N/A	
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to N/A	Total increase / (decrease) in preference shares d	luring the month (i.e. Total of A to E):	N/A	
	` '	res during the month (i.e. Total of A to	o N/A	
E): (These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)	(These figures should be the same as the relevan	nt figures under II above ("Movements	s in Issued S	hare
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#### IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

#### (Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the

	securities have been fulfilled;
(iv)	all the securities of each class are in all respects identical (Note 3);
(v)	all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
(vi)	all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
(vii)	completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
(viii)	the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.
Rema	rks (if any):
Submi	itted 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. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 13.25A in relation to the securities issued, no further confirmation is required to be made in this return.
- 3. "Identical" means in this context:
  - the securities are of the same nominal value with the same amount called up or paid up;
  - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
  - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
- 4. If there is insufficient space, please append the prescribed continuation sheet.