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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)**

## **ANNOUNCEMENT**

This announcement is made by the Company under Part XIVA of the SFO and pursuant to Rule 13.09(2) of the Listing Rules.

The Company has been informed by Star Entertainment, a substantial shareholder of the Company, that it has entered into an agreement with TPG China Media, L.P. (“**TPG**”) (the “**SPA**”) pursuant to which Star Entertainment agreed to sell and TPG agreed to purchase 607,000,000 shares in the Company, representing approximately 12.15% of the issued share capital of the Company as at the date of this announcement. Upon the completion of the share transfer, Star Entertainment will cease to be a shareholder and TPG will become a substantial shareholder of the Company.

**Shareholders of the Company and potential investors are advised to exercise caution when dealing in the securities of the Company.**

This announcement is made by Phoenix Satellite Television Holdings Limited (the “**Company**”) under Part XIVA of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong) (“**SFO**”) and pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

### **SALE OF SHARES BY A SUBSTANTIAL SHAREHOLDER**

On 18 October 2013, Star Entertainment Holdings Limited (“**Star Entertainment**”), a substantial shareholder (as defined under the Listing Rules) of the Company formerly known as Xing Kong Chuan Mei Group Co. Ltd., informed the Company that it, for its own reason, had entered into an agreement with TPG China Media, L.P. (“**TPG**”) (the “**SPA**”) pursuant to which Star Entertainment agreed to sell and TPG agreed to purchase 607,000,000 shares ( the “**Shares**”) held by Star Entertainment at HK\$2.73 per share. Immediately after the completion of the share transfer, Star Entertainment will cease to be a shareholder and TPG will become a substantial shareholder of the Company.

The Shares represent approximately 12.15% of the issued shares of the Company as at the date of this announcement.

The board of directors of the Company (the “**Board**”) does not expect the sale and purchase of the Shares by Star Entertainment and TPG to have any significant impact on the business operations of the Company. Save as disclosed above, the Company was not informed of other substantial change in shareholdings as at the date of this announcement.

**Shareholders of the Company and potential investors are advised to exercise caution when dealing in the securities of the Company.**

By Order of the Board  
**Phoenix Satellite Television Holdings Limited**  
**LIU Changle**  
*Chairman*

Hong Kong, 18 October 2013

*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. SHA Yuejia, Mr. GAO Nianshu, Mr. Jan KOEPPEN and Mr. GONG Jianzhong*

***Independent Non-executive Directors***

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

***Alternate Director***

*Ms. Ella Betsy WONG (alternate to Mr. Jan KOEPPEN)*