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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)

PROFIT WARNING

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

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", and together with its subsidiaries the "Group") pursuant to Rule 13.09(2)(a) of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and the provisions of inside information under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) (the "SFO").

The board of directors (the "Board" or "Directors") of the Company wishes to inform shareholders of the Company and potential investors that based on a preliminary review of the unaudited consolidated management accounts of the Company, the Group is expected to report a decline in its profit attributable to owners of the Company for a range of approximately HK\$165 million to HK\$205 million for the six months ended 30 June 2014 as compared to the same period of year 2013.

The expected decline in profit attributable to owners of the Company was mainly due to: (i) the exchange losses resulting from the substantial depreciation of Renminbi as compared to an exchange gain recorded during the same period of year 2013; (ii) the non-cash fair value loss on investment property under construction located in Beijing as compared to a substantial non-cash fair value gain recorded during the same period of year 2013; and (iii) a decline in the demand of luxury goods in China which has led to a decrease in the advertising income of the television broadcasting segment. However, with a view to achieving a more balanced and comprehensive business model, the Group has adopted a diversification strategy and its new media and outdoor media businesses have achieved considerable increment in their respective segmental profits as compared to the same period of previous year.

The Company is in the process of finalizing its interim results of the Group for the six months ended 30 June 2014. The information contained in this announcement is only the preliminary assessment by the management of the Company based on the unaudited consolidated management accounts of the Company currently available and is not based on any figures or information which has been reviewed by the Company's auditors. Further details relating to the financial figures of the Company will be disclosed in the 2014 interim report of the Company.

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**YEUNG Ka Keung

Company Secretary

Hong Kong, 23 July 2014

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. GONG Jianzhong and Mr. SUN Yanjun

Independent Non-executive Directors

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

Alternate Director

Mr. LAU Wai Kei, Ricky (an alternate director to Mr. SUN Yanjun)