

FORMS RELATING TO LISTING

Form F

The Growth Enterprise Market (GEM)

Company Information Sheet

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this information sheet, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this information sheet.

Company name : Phoenix Satellite Television Holdings Limited

Stock code (ordinary shares) : 8002

This information sheet contains certain particulars concerning the above company (the “Company”) which is listed on the Growth Enterprise Market (“GEM”) of the Stock Exchange of Hong Kong Limited (the “Exchange”). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”). They will be displayed at the GEM website on the Internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of 25 October 2006.

A. General

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 30 June 2000

Name of Sponsor(s) : Not applicable

Names of directors : *Executive Directors*
Mr. LIU Changle
(alternate director to Mr. CHUI Keung)
Mr. CHUI Keung
(alternate director to Mr. LIU Changle)
Mr. WANG Jiyang
(alternate director to Mr. LIU Changle and
Mr. CHUI Keung)

Non-executive Directors

Mr. LU Xiangdong
Mr. GAO Nianshu
Mr. Paul Francis AIELLO
(alternate director to Mr. LAU Yu Leung, John)
Mr. LAU Yu Leung John
(alternate director to Mr. Paul Francis AIELLO)
Mr. XU Gang

Independent Non-executive Directors

Dr. LO Ka Shui

Mr. LEUNG Hok Lim

Mr. Thaddeus Thomas BECZAK

Alternate Director

Mr. GONG Jianzhong

(alternate director to Mr. XU Gang)

Name(s) of substantial shareholder(s)
(as such term is defined in rule 1.01 of
the GEM Listing Rules) and their respective
interests in the ordinary shares and other
securities of the Company :

Shareholders	No. of shares held	Percentage of holding
Today's Asia Limited	1,854,000,000	37.52%
Extra Step Investments Limited	983,000,000	19.90%
Xing Kong Chuan Mei Group Co., Ltd	871,000,000	17.63%

Name(s) of company(ies) listed on GEM
or the Main Board of the Stock Exchange
within the same group as the Company : Not applicable

Financial year end date : 31 December

Registered address : Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Head office and principal
place of business : 9th Floor, One Harbourfront
18 Tak Fung Street
Hunghom, Kowloon
Hong Kong

Web-site address (if applicable) : www.phoenixtv.com

Share registrar : *Principal Share Registrar*
Butterfield Fund Services (Cayman) Ltd.
P.O.Box 705
Butterfield House
68 Fort Street
George Town
Grand Cayman
Cayman Islands

Hong Kong Branch Share Registrar
Hong Kong Registrars Limited
Shops 1712-1716, 17/F., Hopewell Centre
183 Queen's Road East
Wanchai, Hong Kong

Auditors : PricewaterhouseCoopers
Certified Public Accountants
33/F, Cheung Kong Center
2 Queen's Road Central
Hong Kong

B. Business activities

Phoenix is one of the leading broadcasters in Hong Kong and mainland China aiming to provide quality content to Chinese communities all around the world. Today, Phoenix Chinese, Phoenix Movies, Phoenix InfoNews, Phoenix Chinese News and Entertainment and Phoenix North America Chinese channels together broadcast to audiences in the Asia Pacific, as well as in Europe, North America and North Africa, covering more than 100 countries and regions.

C. Ordinary shares

Number of ordinary shares in issue : 4,940,802,000

Par value of ordinary shares in issue : HK\$0.10

Board lot size (in number of shares) : 2,000

Name of other stock exchange(s) on which ordinary shares are also listed : Not applicable

D. Warrants

Not applicable

E. Other securities

Number of share options granted and not yet exercised:

1. 38,404,000 share options at the exercise price of HK\$1.08 pursuant to the pre-IPO share option scheme adopted on 7 June 2000 and amended from time to time.
2. 500,000, 9,522,000 and 1,532,000 share options at the exercise price of HK\$1.99, HK\$1.13 and HK\$0.79 respectively pursuant to the post-IPO share option scheme adopted on 7 June 2000 and amended from time to time.

Responsibility statement

The directors of the Company (the “Directors”) as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet (“the Information”) and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading and that there are no other matters the omission of which would make any Information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Stock Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed:

Mr. LIU Changle

Mr. CHUI Keung

Mr. WANG Jiyun

Mr. LU Xiangdong

Mr. GAO Nianshu

Mr. Paul Francis AIELLO

Mr. LAU Yu Leung, John

Mr. XU Gang
(alternate director: Mr. GONG Jianzhong)

Dr. LO Ka Shui

Mr. LEUNG Hok Lim

Mr. Thaddeus Thomas BECZAK