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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: 8002)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 18 AUGUST 2006

The Board is pleased to announce that the ordinary resolutions as set out in the notice of EGM dated 21 July 2006 and contained in the Circular relating to the Continuing Connected Transactions and the proposed annual caps were duly passed by the Independent Shareholders by way of a poll at the EGM held on 18 August 2006.

Reference is made to the circular of Phoenix Satellite Television Holdings Limited (the “Company”) dated 21 July 2006 (the “Circular”). Unless otherwise defined herein, terms used in this announcement shall have the same meanings as in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that the ordinary resolutions as set out in the notice of EGM dated 21 July 2006 and contained in the Circular relating to the Continuing Connected Transactions and the proposed annual caps were duly passed by the Independent Shareholders by way of a poll at the EGM held on 18 August 2006. Details of the poll results are listed below:

| Ordinary Resolutions | Number of votes cast (percentage of total number of votes cast) | | Total number of vote cast |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------|-----------|------------------------------|
| | For | Against | |
| 1. To approve, confirm and/or ratify the New Star Services Agreement, the transactions contemplated therein and the proposed annual caps for the New Star Services Agreement. | 2,210,633,703 (100%) | 0 (0%) | 2,210,633,703 (100%) |
| 2. To approve the proposed annual caps for the STAR Movies Agreement. | 2,210,633,703 (100%) | 0 (0%) | 2,210,633,703 (100%) |
| 3. To authorize the Directors to take all steps necessary or expedient to implement and/or give effect to the renewal of Continuing Connected Transactions (as defined in the Circular). | 2,210,633,703 (100%) | 0 (0%) | 2,210,633,703 (100%) |

As more than 50% of the votes were cast in favour of the above resolutions, the above resolutions were duly passed as ordinary resolutions.

Notes:

1. As at the date of the EGM, the total number of issued shares of the Company (“Shares”) was 4,940,782,000.
2. Xing Kong Chuan Mei Group Co., Ltd, the initial management shareholder and substantial shareholder of the Company, interested in 1,854,000,000 Shares abstained from voting at the EGM. Therefore, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the ordinary resolutions at the EGM was 3,086,782,000 Shares.
3. There was no Shares entitling the Shareholders to attend and vote only against the ordinary resolutions at the EGM.
4. Hong Kong Registrars Limited, the Company’s branch share registrar in Hong Kong, was appointed as scrutineer at the EGM for the purpose of vote-taking.

By Order of the Board
Liu Changle
Chairman

Hong Kong, 18 August 2006

The announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief:– (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

As at the date of this announcement, the executive directors of the Company are Mr. LIU Changle and Mr. CHUI Keung, the non-executive directors of the Company are Ms. Michelle Lee GUTHRIE, Mr. LAU Yu Leung John, Mr. CHEUNG Chun On Daniel, Mr. XU Gang (alternate director: Mr. GONG Jianzhong) and Mr. CHEUNG San Ping and the independent non-executive directors of the Company are Dr. LO Ka Shui, Mr. LEUNG Hok Lim and Mr. Thaddeus Thomas BECZAK.

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