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鳳凰衛視

**PHOENIX MEDIA INVESTMENT (HOLDINGS) LIMITED**

**鳳凰衛視投資（控股）有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 02008)**

**POLL RESULTS OF ANNUAL GENERAL MEETING AND  
EXTRAORDINARY GENERAL MEETING HELD ON 6 JUNE 2022**

The board of directors (“**Board**” or “**Director(s)**”) of Phoenix Media Investment (Holdings) Limited (“**Company**”) is pleased to announce that at both the annual general meeting (“**AGM**”) and the extraordinary general meeting (“**EGM**”) of the Company held on 6 June 2022, all the proposed resolutions as set out respectively in (i) the notice of the AGM dated 25 April 2022 (“**AGM Notice**”) and (ii) the notice of the EGM dated 18 May 2022 (“**EGM Notice**”) were duly passed by way of poll.

As at the date of the AGM and EGM, the total number of issued and fully paid up shares of the Company was 4,993,659,500, the holders of which (“**Shareholders**”) were entitled to attend and vote for or against all resolutions proposed at the AGM and EGM. There were no shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions proposed at the AGM and EGM pursuant to Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”), and no Shareholders were required under the Listing Rules to abstain from voting at the AGM and EGM.

The poll results of AGM and EGM are set out as follows:

AGM Ordinary Resolutions		Number of Votes		Passed by Shareholders
		For	Against	
1.	To receive and consider the audited consolidated financial statements and the reports of the Directors and independent auditor for the year ended 31 December 2021.	3,783,132,558 (100%)	0 (0%)	Yes
2.	To re-elect Mr. XU Wei as executive Director.	3,783,122,558 (100%)	0 (0%)	Yes
3.	To re-elect Mr. SUN Yusheng as executive Director.	3,782,968,558 (99.996%)	154,000 (0.004%)	Yes

AGM Ordinary Resolutions		Number of Votes		Passed by Shareholders
		For	Against	
4.	To re-elect Ms. HO Chiu King, Pansy Catilina as non-executive Director.	3,783,022,558 (99.997%)	100,000 (0.003%)	Yes
5.	To re-elect Mr. SUN Guangqi as non-executive Director.	3,783,122,558 (100%)	0 (0%)	Yes
6.	To re-elect Mr. ZHOU Longshan as independent non-executive Director.	3,783,122,558 (100%)	0 (0%)	Yes
7.	To re-elect Mr. JIAN Qin as non-executive Director.	3,769,942,558 (99.652%)	13,180,000 (0.348%)	Yes
8.	To re-elect Mr. Thaddeus Thomas BECZAK as independent non-executive Director.	3,782,946,558 (99.995%)	176,000 (0.005%)	Yes
9.	To authorise the Board to fix the remuneration of the Directors.	3,783,122,558 (100%)	0 (0%)	Yes
10.	To re-appoint PricewaterhouseCoopers as the auditor of the Company and to authorise the Board to fix its remuneration.	3,783,122,558 (100%)	0 (0%)	Yes
11.	To grant a general mandate to the Board to allot, issue and deal with additional shares.	3,769,942,558 (99.652%)	13,180,000 (0.348%)	Yes
12.	To grant a general mandate to the Board to buy-back shares.	3,783,122,558 (100%)	0 (0%)	Yes
13.	To increase and extend the general mandate granted to the Board to allot, issue and deal with shares pursuant to resolution no. 11 by the addition thereto the number of shares bought back pursuant to the general mandate set out in resolution no. 12.	3,769,942,558 (99.652%)	13,180,000 (0.348%)	Yes

EGM Ordinary Resolution		Number of Votes		Passed by Shareholders
		For	Against	
1.	To refresh and renew the original scheme mandate limit in respect of the granting of options to subscribe for class A ordinary shares of Phoenix New Media Limited (“PNM”) under the share option scheme of PNM approved by the Shareholders on 6 June 2018 up to 10% of class A ordinary shares of PNM in issue as at the date of this resolution (“ <b>Refreshed Limit</b> ”) and to authorise any Director, acting singly, to execute all such documents and take all such steps as he or she may deem necessary, desirable or expedient to effect the Refreshed Limit.	3,769,942,557 (99.652%)	13,180,000 (0.348%)	Yes

Notes:

1. All percentages are rounded to 3 decimal places.
2. The full text of AGM Ordinary Resolutions 11 to 13 are set out in the AGM Notice.
3. The full text of EGM Ordinary Resolution 1 is set out in the EGM Notice.

The Company's executive Directors, Mr. XU Wei and Mr. SUN Yusheng, non-executive Director, Ms. WANG Haixia, and independent non-executive Directors, Mr. LEUNG Hok Lim, Mr. Thaddeus Thomas BECZAK, Mr. FANG Fenglei and Mr. ZHOU Longshan, had attended the AGM and EGM either in person or via electronic communication system.

The Company's branch share registrar in Hong Kong, Hong Kong Registrars Limited, acted as scrutineer for the poll at the AGM and EGM.

By Order of the Board  
**Phoenix Media Investment (Holdings) Limited**  
**XU Wei**  
*Chairman and Chief Executive Officer*

Hong Kong, 6 June 2022

*As at the date of this announcement, the Board of Directors comprises:*

***Executive Directors***

*Mr. XU Wei (Chairman and Chief Executive Officer) and Mr. SUN Yusheng (Deputy Chief Executive Officer and Editor-in-Chief)*

***Non-executive Directors***

*Ms. HO Chiu King, Pansy Catilina (Vice-chairman), Mr. SUN Guangqi, Mr. JIAN Qin and Ms. WANG Haixia*

***Independent Non-executive Directors***

*Mr. LEUNG Hok Lim, Mr. Thaddeus Thomas BECZAK, Mr. FANG Fenglei and Mr. ZHOU Longshan*