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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)**

**PROPOSED AMENDMENTS AND ADOPTION OF THE AMENDED AND  
RESTATED ARTICLES OF ASSOCIATION**

This announcement is made by Phoenix Media Investment (Holdings) Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors of the Company (the “**Board**”) proposes to amend the existing articles of association of the Company (the “**Articles of Association**”) and to adopt the second amended and restated Articles of Association (the “**Amended and Restated Articles**”) in substitution for, and to the exclusion of, the existing Articles of Association, for the purposes of, among others, (i) conforming to the relevant requirements of Core Shareholder Protection Standards as set out in Appendix 3 of the Listing Rules, (ii) reflecting certain updates in the applicable laws of the Cayman Islands, (iii) providing flexibility to the Company in relation to the conduct of general meetings; and (iv) making other consequential and housekeeping amendments (collectively, the “**Proposed Amendments**”).

The Proposed Amendments and the proposed adoption of the Amended and Restated Articles are subject to the approval of the shareholders of the Company (the “**Shareholders**”) by way of special resolutions at the forthcoming annual general meeting of the Company (the “**AGM**”) and, if approved, will become effective upon such approval.

A circular containing, among others, details of the Proposed Amendments together with a notice convening the AGM, will be despatched to the Shareholders in due course.

By Order of the Board  
**Phoenix Media Investment (Holdings) Limited**  
**YEUNG Ka Keung**  
*Company Secretary*

Hong Kong, 17 March 2023

*As at the date of this announcement, the Board 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*