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APT SATELLITE HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock code: 1045)

DISCLOSEABLE TRANSACTION

SECOND SUPPLEMENTAL AGREEMENT REGARDING DISPOSAL OF 5% EQUITY INTEREST IN XINHUA TV ASIA-PACIFIC OPERATING CO. LIMITED

References are made to the Announcements in relation to, among other things, the entering into of the Agreement and the Supplemental Agreement amongst APT TV, the Other Vendors and the Purchaser in respect of the Disposal.

The Board announces that on 26 October 2011, APT TV, the Other Vendors and the Purchaser entered into the Second Supplemental Agreement to amend certain terms of the Revised Agreement. Details of major terms of the Second Supplemental Agreement which affect the Company are summarized in this announcement below.

References are made to the announcements of the Company dated 9 September 2011 and 12 October 2011 (the “**Announcements**”) in relation to, among other things, the entering into of the Agreement and the Supplemental Agreement respectively amongst APT TV, the Other Vendors and the Purchaser in respect of the proposed disposal of 5% of the issued share capital of Xinhua by APT TV to the Purchaser. Terms used in this announcement shall have the same meaning as defined in the Announcements unless the context requires otherwise.

Major terms of the Second Supplemental Agreement

On 26 October 2011, APT TV, the Other Vendors and the Purchaser entered into a second supplemental agreement (the “**Second Supplemental Agreement**”) to further amend certain terms of the Agreement (as supplemented and amended by the Supplemental Agreement) (the “**Revised Agreement**”). Details of major terms of the Second Supplemental Agreement which affect the Company are summarized in this announcement below.

Conditions Precedent

Pursuant to the Second Supplemental Agreement, the parties agreed to add a further condition precedent to Completion that a legal opinion (in form and substance reasonably satisfactory to the Purchaser) has to be provided by the Vendors' Hong Kong legal counsels in respect of the validity and legality from the perspective of laws of Hong Kong of (a) certain existing agreements entered into by the Disposal Group; (b) certain agreements to be assigned by China Xinhua NNC to Xinhua at or prior to Completion pursuant to the Revised Agreement; and (c) an agreement dated 5 September 2011 entered into between China Xinhua NNC and Xinhua in relation to the broadcasting rights in Asia and any related supplemental agreement thereto (if any).

Convertible Bonds

Under the Agreement, the parties originally agreed that the Conversion Shares, when allotted and issued pursuant to a conversion of the Convertible Bonds, will rank pari passu in all respects with all Purchaser Shares in issue on the date when the relevant holder of the Convertible Bond issues a conversion notice.

Pursuant to the Second Supplemental Agreement, the parties agreed that the above provision as to ranking of the Conversion Shares shall be amended to the effect that the Conversion Shares, when allotted and issued pursuant to a conversion of the Convertible Bonds, will rank pari passu in all respects with the Purchaser Shares in issue on the date of allotment and issue of the Conversion Shares and will be entitled to any dividend or distribution declared by the Purchaser on or after the date of allotment and issue of the Conversion Shares.

Save as disclosed above, all the other major terms of the Agreement and the Supplemental Agreement which affected the Company as described in the Announcements remain unchanged.

By Order of the Board
APT Satellite Holdings Limited
Dr. Brian Lo
Company Secretary

Hong Kong, 27 October 2011

The Directors as at the date of this announcement are as follows:

Executive Directors:

Cheng Guangren (President) and Qi Liang (Vice President)

Non-executive Directors:

Lei Fanpei (Chairman), Lim Toon, Yin Yen-liang, Wu Zhen Mu, Yong Foo Chong, Zhuo Chao and Tseng Ta-mon (Alternate Director to Yin Yen-liang)

Independent Non-executive Directors:

Lui King Man, Lam Sek Kong and Cui Ligu