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Tian Ge Interactive Holdings Limited
天鵠互動控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1980)

**APPOINTMENT OF JOINT COMPANY SECRETARY AND
WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND
8.17 OF THE LISTING RULES**

APPOINTMENT OF JOINT COMPANY SECRETARY

The board (the “**Board**”) of directors (the “**Directors**”) of Tian Ge Interactive Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Ms. Chen Xiu (“**Ms. Chen**”) has been appointed as the joint company secretary of the Company with effect from 10 April 2025. Ms. Chen will jointly perform the duties of company secretary with Ms. Ng Sau Mei (“**Ms. Ng**”), who will continue to serve as company secretary.

The biographical details of Ms. Chen and Ms. Ng are set out as follows:

Ms. Chen, aged 35, graduated from Tianjin University of Commerce in June 2011 with a bachelor’s degree in accounting, and has been taking a master of law degree at Zhejiang University since September 2024.

Ms. Chen joined the Company in June 2013 as the assistant to the chief financial officer of the Company and has been serving as the senior investment manager since June 2015. Ms. Chen served as a finance manager at Konka Group Co., Ltd. from June 2011 to June 2013.

Ms. Chen has obtained the Intermediate Accountant Qualification Certificate issued by the Ministry of Finance of the PRC in 2015. She has been a member of the China Institute of Certified Public Accountants since July 2016. Furthermore, she obtained her PRC Legal Professional Qualification Certificate issued by the Ministry of Justice of the PRC in 2025.

Ms. Ng is the director and head of the Listing Services Department of TMF Hong Kong Limited (a global enterprise service provider) and is responsible for provision of corporate secretarial and compliance services to listed company clients. She has over 20 years of experience in the company secretarial field. She is a Chartered Secretary, a Chartered Governance Professional and a fellow member of both The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom.

WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Pursuant to Rule 8.17 of Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), the issuer must appoint a company secretary who meets the requirements set out in Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules stipulates that the issuer must appoint as its company secretary an individual who, by virtue of his academic or professional qualifications or relevant experience, is, in the opinion of the Stock Exchange, capable of discharging the functions of company secretary.

Although Ms. Chen currently does not possess the relevant qualification or experience as required under Rule 3.28 of the Listing Rules, the Company believes that Ms. Chen is capable of discharging the duties of the joint company secretary of the Company, and her appointment as the joint company secretary of the Company is in the interests of the Company and its shareholders as a whole after considering the background and experience of Mr. Chen and the reasons set out below:

- (i) Having worked at the Company for over a decade, Ms. Chen has developed thorough understanding of the business and operations of the Group. She has extensive knowledge and experience in the corporate governance, internal control, compliance and regulatory work of the Company.
- (ii) The Company is an exempted company incorporated in the Cayman Islands with limited liability and conducts most of its operations outside Hong Kong. The Board believes it is beneficial for the Company to appoint a joint company secretary who is based in the PRC, where the Company’s management team and most of the Directors are located, ensuring effective coordination among the Company’s internal teams.
- (iii) The Company has engaged and will continue to engage the services of Ms. Ng to provide support to Ms. Chen on an ongoing basis and assist Ms. Chen in discharging duties as a joint company secretary, such that Ms. Chen will be able to acquire the relevant experience during the Waiver Period.
- (iv) Ms. Chen will attend in each financial year no less than 15 hours of relevant professional training courses as required under Rule 3.29 of the Listing Rules to familiarize herself with the requirements of the Listing Rules and other regulatory requirements of Hong Kong.

Therefore, in relation to the appointment of Ms. Chen as the joint company secretary of the Company, the Company has made application to the Stock Exchange for and the Stock Exchange has granted a waiver from the strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules (the “**Waiver**”) on 10 April 2025. The Waiver is valid for a period of three years from the date when Ms. Chen is appointed as the joint company secretary of the Company (the “**Waiver Period**”), on the conditions that: (i) Ms. Chen must be assisted by Ms. Ng, another joint company secretary of the Company, during the Waiver Period; and (ii) the Waiver could be revoked if there are material breaches of the Listing Rules by the Company.

Ms. Chen will be assisted by Ms. Ng in her discharge of duties as the joint company secretary of the Company during the Waiver Period. Ms. Ng meets the relevant requirements under Rule 3.28 of the Listing Rules.

Before the end of the Waiver Period, the Company must demonstrate and seek the confirmation from the Stock Exchange that Ms. Chen, having had the benefit of Ms. Ng's assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary. The Waiver applies to Ms. Chen's appointment as the joint company secretary of the Company only. The Stock Exchange may withdraw or change the Waiver if the Company's situation changes.

The Board would like to take this opportunity to welcome Ms. Chen on her new appointment.

By order of the Board
Tian Ge Interactive Holdings Limited
Fu Zhengjun
Chairman

Hong Kong, 10 April 2025

As of the date of this announcement, the executive Directors are Mr. Fu Zhengjun and Mr. Mai Shi'en; the non-executive Director is Ms. Cao Fei; and the independent non-executive Directors are Mr. Tse Ming Lun Alan, Mr. Wang Mingchun and Mr. Lam Yick Man.