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## **Tian Ge Interactive Holdings Limited**

**天鵲互動控股有限公司**

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

**(Stock Code: 1980)**

### **PROPOSED CHANGE OF AUDITOR**

This announcement is made by the board of directors (the “**Board**”) of Tian Ge Interactive Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

#### **RETIREMENT OF AUDITOR**

The Board announces that Deloitte Touche Tohmatsu (“**Deloitte**”) will retire as the independent auditor of the Company upon expiration of its current term of office at the conclusion of the forthcoming annual general meeting of the Company expected to be held on May 29, 2026 (the “**AGM**”), as the Board, based on the recommendation from the audit committee of the Company (the “**Audit Committee**”), has resolved not to re-appoint Deloitte as the Company’s independent auditor.

The decision was made following consideration of the following:

- (1) On April 13, 2026, Deloitte notified the Company that due to (i) the anticipated growth of the Company’s online interactive entertainment businesses such as Sila Chat; and (ii) the increased number and amount of financial asset investment projects, the Group’s audit fees for 2026 would increase significantly. The Board and the Audit Committee, however, are of the view that the scope of the audit for 2026 is not expected to change significantly compared to that of the previous financial year, especially given that the Group’s business scale, corporate structure and operational complexity remain largely similar to the previous financial year; and
- (2) As the Company continues to implement its strategy of simultaneously investing in and incubating online interactive entertainment businesses across various global regions, the initial investment cost and uncertainty over the incubation businesses require prudent application of cost control measures. The Company remains in a loss-making position for the financial year ended December 31, 2025.

Given the continued challenging business environment and in consideration of the Group's financial performance, the Company should actively manage its expenditures and cash flow and reduce its overall operating expenses to ensure long-term, stable returns for the Company's shareholders (the "Shareholders"). In light of the above, a significant increase in audit fees would not appear to be justified. The Board has therefore resolved to propose a resolution to change the Company's independent auditor at the upcoming AGM.

Deloitte has confirmed that there is no matter relating to the change of independent auditor that needs to be brought to the attention of the Shareholders. The Board and the Audit Committee confirm that there is no disagreement between Deloitte and the Company, and there is no other matter or circumstance in connection with the proposed change of independent auditor that needs to be brought to the attention of the Shareholders.

The Board would like to express its sincere gratitude to Deloitte for the professional services and support provided to the Company.

### **PROPOSED APPOINTMENT OF INDEPENDENT AUDITOR**

The Board further announces that the Board has resolved, pursuant to the articles of association of the Company and upon recommendation from the Audit Committee, to propose the appointment of Rongcheng (Hong Kong) CPA Limited ("RCHK") as the Company's independent auditor with effect from the conclusion of the upcoming AGM and until the conclusion of the next annual general meeting of the Company, subject to the approval of the Shareholders at the AGM by way of an ordinary resolution.

The Audit Committee has considered a number of factors regarding the proposed appointment of RCHK as the new independent auditor of the Company, including but not limited to (i) the competence and quality of RCHK, including its audit experience, industry knowledge and technical competence; (ii) the service quality of RCHK considering its track record and market reputation; (iii) the audit proposal of RCHK; (iv) its independence from the Group; and (v) its proposed resources to be applied to the Company, including size and structure of the proposed audit team.

Based on the above, the Audit Committee has assessed and considered that RCHK is eligible and suitable to act as the new independent auditor of the Company. The Board and the Audit Committee are of the view that the proposed change of independent auditor would not have any material impact on the Group and is in the interest of the Company and the Shareholders as a whole.

A circular containing, among others, information in relation to the proposed change of independent auditor, together with the notice to convene the AGM, will be sent to the Shareholders in due course in accordance with the Listing Rules.

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

Hong Kong, 30 April 2026

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