Tian Ge Interactive Holdings Limited
天鴿互動控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1980)

PROFIT WARNING

This announcement is made by Tian Ge Interactive Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") pursuant to the Inside Information Provisions (as defined under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**")) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09(2)(a) of the Listing Rules.

The board of directors (the "**Board**") of the Company wishes to inform the shareholders of the Company (the "**Shareholders**") and potential investors of the Company that, based on a preliminary assessment of unaudited information and other information currently available, it is anticipated that the unaudited net profit and adjusted net profit of the Group for the second quarter of 2019 and the six months ended June 30, 2019 will decrease as compared to the corresponding periods in 2018, and it is likely to record net loss and adjusted net loss for the second quarter of 2019 and the six months ended June 30, 2019.

During the second quarter of 2018, the Company recorded increase of fair value gain due to the significant increase in the valuation of one of the unlisted equity securities held by the Company based on re-valuation result, while in the second quarter of 2019, the Company did not record similar significant increase of fair value gain. The other reason that contributes to the net profit decrease is that in order to facilitate its overseas business expansion, the Company decided to remit the earnings from the undistributed profit of previous years retained by subsidiaries in mainland China to its holding company, which resulted in significant withholding tax expenses accrued.

This announcement is only based on the preliminary assessment of unaudited information and other information currently available to the Company. The results of the Group for the second quarter of 2019 and the six months ended June 30, 2019 have not yet been finalized as at the date of this announcement. The actual results of the Group for the second quarter of 2019 and the six months ended June 30, 2019 may be different from what is disclosed in this announcement. It is expected that the announcement of the 2019 interim results will be published before the end of August 2019.

Shareholders and potential investors of the Company should exercise caution when dealing in the shares of the Company.

By order of the Board
Tian Ge Interactive Holdings Limited
Fu Zhengjun
Chairman and Chief Executive Officer

Hong Kong, August 9, 2019

As of the date of this announcement, the executive Directors are Mr. Fu Zhengjun and Mr. Mai Shi'en; the non-executive Directors are Mr. Mao Chengyu and Ms. Cao Fei; and the independent non-executive Directors are Ms. Yu Bin, Mr. Yang Wenbin and Mr. Chan Wing Yuen Hubert.