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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)

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board announces that with effect from 30 March 2023:

- (1) Mr. Yang Wenbin has resigned as an independent non-executive Director; and
- (2) Mr. Wang Mingchun has been appointed as an independent non-executive Director.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Tian Ge Interactive Holdings Limited (the “**Company**”) announces that Mr. Yang Wenbin (“**Mr. Yang**”) has tendered his resignation as an independent non-executive Director with effect from 30 March 2023 as he would like to devote more time to his other work commitments. Accordingly, with effect from 30 March 2023, Mr. Yang will also cease to be a member and the chairman of the remuneration committee of the Company (the “**Remuneration Committee**”), a member of the audit committee of the Company (the “**Audit Committee**”) and a member of the nomination committee of the Company (the “**Nomination Committee**”).

The Board would like to take this opportunity to express its gratitude and appreciation to Mr. Yang for his valuable contribution to the Company during his term of office. Mr. Yang confirmed that he has no disagreement with the Board and that there is no other matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board further announces that it has resolved to appoint Mr. Wang Mingchun (“**Mr. Wang**”) as an independent non-executive Director with effect from 30 March 2023.

The biographical details of Mr. Wang are set out as follows:

Mr. Wang, aged 63, obtained his bachelor’s degree in Chinese linguistic literature from Sichuan University (四川大學) in July 1985. He obtained his master’s degree in law from Party School of Central Committee (中央黨校) in July 1988. He was awarded as an associate editor by National Press and Publication Administration (國家新聞出版署) in February 1995.

Mr. Wang successively served as staff and deputy director of National Press and Publication Administration from July 1988 to June 1995, where he was responsible for newspaper industry management. From June 1995 to March 1997, he served as the chief editor of *China Press Monthly* (《中國報刊月報》). From March 1997 to March 2000, he served as the director of sales department of SDX Joint Publishing Company (生活•讀書•新知三聯書店有限公司). He served as a senior vice president of IDG Capital from April 2000 to March 2021, where he was responsible for media crisis management and government relations management. Since March 2022, he served as a partner of Huachuang Future (Suzhou) Technology Co., Ltd. (華創未來(蘇州)科技有限公司), where he was responsible for corporate financing and government relations management.

Mr. Wang has entered into a letter of appointment with the Company for an initial term of three years commencing from 30 March 2023, subject to termination in certain circumstances as stipulated in the letter of appointment and retirement provisions as stipulated under the articles of association of the Company (the “**Articles**”) and the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) from time to time. Mr. Wang is entitled to a director’s fee of HK\$150,000 per annum (adjusted on a pro rata basis) plus discretionary bonus, which is determined by the Board based on the recommendation by the Remuneration Committee, with reference to his duties and responsibilities with the Company and the market rate for the position.

In accordance with the Articles, Mr. Wang will hold office until the next general meeting of the Company at which he will be eligible for re-election at such meeting. Thereafter, Mr. Wang will be subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with Articles and the Listing Rules.

Save as disclosed above, Mr. Wang does not hold other position with the Company or any of its subsidiaries and does not hold any other directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years. Furthermore, Mr. Wang is independent of Directors, senior management and substantial shareholders of the Company.

As at the date of this announcement, Mr. Wang does not have any interest or deem to be interested in any shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Wang confirmed that he has met the independence guidelines set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, there are no other matters required to be disclosed under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other information in relation to the appointment of Mr. Wang that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange.

The Board would like to express its warm welcome to Mr. Wang for joining the Board.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board further announces that the Board has approved the change in composition of the Audit Committee, the Nomination Committee and the Remuneration Committee with effect from 30 March 2023, details of which are as follows:

- (1) The Audit Committee shall consist of three members, namely Mr. Wang Mingchun and Mr. Chan Wing Yuen Hubert with Mr. Tse Ming Lun Alan serving as the chairman of the Audit Committee.
- (2) The Nomination Committee shall consist of three members, namely Mr. Tse Ming Lun Alan and Mr. Wang Mingchun with Mr. Fu Zhengjun serving as the chairman of the Nomination Committee.
- (3) The Remuneration Committee shall consist of three members, namely Mr. Xiong Xiangdong and Mr. Chan Wing Yuen Hubert with Mr. Wang Mingchun serving as the chairman of the Remuneration Committee.

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

Hong Kong, 31 March 2023

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. Xiong Xiangdong and Ms. Cao Fei; and the independent non-executive Directors are Mr. Tse Ming Lun Alan, Mr. Wang Mingchun and Mr. Chan Wing Yuen Hubert.