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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)**

## **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

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The board (the “**Board**”) of directors (the “**Directors**”) of Tian Ge Interactive Holdings Limited (the “**Company**”) announces that in order to devote more time to other work arrangements, Mr. Chan Wing Yuen Hubert (“**Mr. Chan**”) has resigned as an independent non-executive Director, a member of the audit committee (the “**Audit Committee**”) and a member of the remuneration committee (the “**Remuneration Committee**”) of the Company with effect from 24 January 2025.

Mr. Chan has confirmed that he has no disagreement with the Board and there are no other matters relating to his resignation that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Chan for his valuable contributions to the Company during his tenure of service.

### **Compliance with the Listing Rules**

According to Rule 3.10 and Rule 3.10A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the Board must have at least three independent non-executive directors, and the independent non-executive directors appointed by the Company must constitute one-third of the Board. Following Mr. Chan’s resignation, the number of independent non-executive Directors decreased to two, thus failing to comply with the requirements stipulated in Rule 3.10 of the Listing Rules.

According to Rule 3.21 of the Listing Rules, a listed issuer must establish an audit committee composed solely of non-executive directors, and the audit committee must have at least three members, with at least one of whom must be an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise. Following Mr. Chan’s resignation, the number of members of the Audit Committee decreased to two, thus failing to comply with the requirements stipulated in Rule 3.21 of the Listing Rules.

According to Rule 3.25 of the Listing Rules, a listed issuer must establish a remuneration committee chaired by an independent non-executive director, with the majority of its members being independent non-executive directors. Following Mr. Chan's resignation, the Remuneration Committee is not composed of a majority of independent non-executive Directors, thus failing to comply with the requirements stipulated in Rule 3.25 of the Listing Rules.

To ensure compliance with the requirements of Rules 3.10, 3.21, and 3.25 of the Listing Rules, the Company is currently seeking a suitable candidate to fill the relevant vacancy. In accordance with the Listing Rules, the Company will strive to ensure that a suitable candidate is appointed as soon as practicable and in any event within three months. The Company will issue a separate announcement at an appropriate time.

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

Hong Kong, 24 January 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 and Mr. Wang Mingchun.*