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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)

**GRANT OF AWARDS UNDER THE 2024 SHARE SCHEME
AND
RESTORATION OF PUBLIC FLOAT**

This announcement is made by the Company pursuant to Rules 17.06A, 17.06B and 17.06C of the Listing Rules.

Reference is made to the adoption of the 2024 Share Scheme by the Company on 28 June 2024, which is designed to provide incentives to Eligible Participants to contribute to the Group and to enable the Group to recruit high-calibre employees, attract human resources and reward service providers that are valuable to the Group. Details of the 2024 Share Scheme are set out in the circular to Shareholders of the Company dated 6 June 2024 (the “**Circular**”). Unless defined otherwise in this announcement, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The Board hereby announces that on 25 June 2026 (the “**Date of Grant**”), the Board has resolved to approve the grant of a total of 61,300,000 Awards under the 2024 Share Scheme to nine grantees (the “**Grantees**”). Excess Share Awards are utilized for this grant. Details of the granted Awards are set out below:

Date of Grant:	25 June 2026
Grantees:	A total of nine Eligible Participants, being employees of the Group
Number of Awards:	A total of 61,300,000 Shares
Awards consideration:	Nil
Closing price of the Share on the Date of Grant:	HK\$0.54 per Share

Vesting period: 3 years, subject to earlier vesting schedule as the Board (or a committee of the Board or persons to which the Board has delegated its authority) may determine from time to time under the condition that the first vesting shall not be less than 12 months from the Date of Grant

Performance targets: There is no performance target attached to the Awards

Clawback mechanism: The granted Awards are subject to the Company's clawback mechanism and may be clawed back if the employment relationship of the Grantee(s) is terminated for cause. In the event of termination of the Grantee(s)' employment for cause, any portion of the granted share Awards which are outstanding and unvested as at the relevant date of termination shall forthwith terminate and cease to have any force and effect

Arrangement for the Company or a subsidiary to provide financial assistance to Grantee(s): Nil

The grant of Awards under the 2024 Share Scheme will not be subject to approval by the Shareholders, and each of the Grantees is not (i) a Director, chief executive or substantial Shareholder of the Company, or an associate of any of them; (ii) a participant with share options and Awards granted and to be granted in the 12-month period up to and including the Date of Grant representing in aggregate over 1% of the total issued Shares (excluding any treasury Shares (if any)); or (iii) a related entity participant or service provider (as defined in the Listing Rules).

Excess Share Awards are utilized for this grant. The Shares underlying the Excess Share Awards are as a result of a series of on-market purchases made in previous years. Accordingly, no new Shares will be issued and allotted in respect of the grant by the Company. Therefore, there will not be any dilutive effect on the shareholdings of existing Shareholders caused by the grant of Awards.

The total number of Shares that may be issued in respect of all Awards granted under the 2024 Share Scheme and Awards granted under any of the Company's other share schemes will not exceed 120,211,816 Shares (the "**Scheme Mandate Limit**"). As of the date of this announcement, 57,531,816 Shares are available for future grant under the Scheme Mandate Limit, of which a total of 433,000 Excess Share Awards remain unused following the current grant of Awards.

RESTORATION OF PUBLIC FLOAT

To the best knowledge, information and belief of the Company and based on the information publicly available to the Company, immediately prior to the aforementioned grant of Awards under 2024 Share Scheme, the public float of the Company was approximately 20.85%, which was below the minimum public float requirement pursuant to Rule 13.32B(1) of the Listing Rules, and the alternative threshold as set out in Rule 13.32B(2) of the Listing Rules was not satisfied.

Pursuant to the Note to Rule 8.24 of the Listing Rules, once the Awards are granted, they will count towards the public float. Immediately following the aforementioned grant of Awards, based on the information publicly available to the Company, the number of Shares held by the public will increase from 231,257,423 Shares to 292,557,423 Shares. With approximately 26.37% of the Shares being held by the public immediately following the aforementioned grant of Awards, the Company is in compliance with the minimum public float requirement as set out in the Rule 13.32B(1) of the Listing Rules immediately following the aforementioned grant of Awards.

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

Hong Kong, 25 June 2026

As of the date of this announcement, the executive Directors are Mr. Fu Zhengjun, Mr. Mai Shi'en and Mr. Zhao Weiwen; 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.