



**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)**

25 February 2026

*To the Independent Shareholders*

Dear Sir/Madam,

**CONDITIONAL VOLUNTARY CASH PARTIAL OFFER BY  
YU MING INVESTMENT MANAGEMENT LIMITED  
FOR AND ON BEHALF OF SINA HONG KONG  
LIMITED TO ACQUIRE 32,500,000 SHARES IN TIAN  
GE INTERACTIVE HOLDINGS LIMITED  
(STOCK CODE: 1980) (OTHER THAN THOSE  
ALREADY OWNED BY SINA HONG KONG LIMITED  
AND PARTIES ACTING IN CONCERT WITH IT)**

We refer to the offeree board circular dated 25 February 2026 issued by the Company in response to the Partial Offer (the “**Response Document**”), of which this letter forms part. Capitalised terms used in this letter shall have the same meanings as defined in the Response Document unless the context requires otherwise.

We, being the independent non-executive Directors, have been appointed to form the Independent Board Committee to consider the terms of the Partial Offer and to advise you as to whether, in our opinion, the Partial Offer is fair and reasonable so far as your interests are concerned and to make recommendation as to the acceptance of the Partial Offer. The Independent Financial Adviser has been appointed with our approval to advise us in this respect. Details of its advice and the principal factors which it has considered before arriving its advice and recommendation are set out in the letter from the Independent Financial Adviser on pages 24 to 46 of the Response Document.

We also wish to draw your attention to the letter from the Board, the letter from the Independent Financial Adviser and the additional information set out in the appendices to the Response Document.

Having considered the terms of the Partial Offer and the advice from the Independent Financial Adviser, we concur with the Independent Financial Adviser's advice and consider that the Partial Offer is fair and reasonable so far as the Independent Shareholders are concerned and accordingly recommend the Independent Shareholders to accept the Partial Offer.

Yours faithfully,  
For and on behalf of  
**the Independent Board Committee of  
Tian Ge Interactive Holdings Limited**



**Mr. Tse Ming Lun Alan**  
*Independent  
non-executive Director*

**Mr. Wang Mingchun**  
*Independent  
non-executive Director*

**Mr. Lam Yick Man**  
*Independent  
non-executive Director*

Having considered the terms of the Partial Offer and the advice from the Independent Financial Adviser, we concur with the Independent Financial Adviser's advice and consider that the Partial Offer is fair and reasonable so far as the Independent Shareholders are concerned and accordingly recommend the Independent Shareholders to accept the Partial Offer.

Yours faithfully,  
For and on behalf of  
**the Independent Board Committee of  
Tian Ge Interactive Holdings Limited**

A handwritten signature in black ink, appearing to be 'Wang Mingchun', written in a cursive style.

**Mr. Tse Ming Lun Alan**  
*Independent  
non-executive Director*

**Mr. Wang Mingchun**  
*Independent  
non-executive Director*

**Mr. Lam Yick Man**  
*Independent  
non-executive Director*

Having considered the terms of the Partial Offer and the advice from the Independent Financial Adviser, we concur with the Independent Financial Adviser's advice and consider that the Partial Offer is fair and reasonable so far as the Independent Shareholders are concerned and accordingly recommend the Independent Shareholders to accept the Partial Offer.

Yours faithfully,  
For and on behalf of  
**the Independent Board Committee of  
Tian Ge Interactive Holdings Limited**



**Mr. Tse Ming Lun Alan**  
*Independent  
non-executive Director*

**Mr. Wang Mingchun**  
*Independent  
non-executive Director*

**Mr. Lam Yick Man**  
*Independent  
non-executive Director*