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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)

UNUSUAL PRICE AND TRADING VOLUME MOVEMENTS AND RULE 13.10 ENQUIRY

This announcement is made at the request of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and pursuant to Rule 13.10 of the Rules Governing the Listing of the Securities on the Stock Exchange.

The board of directors (the “**Board**”) of Tian Ge Interactive Holdings Limited (the “**Company**”) has noted the recent increase in the price and increase in the trading volume of the shares of the Company today. Having made such enquiry with respect to the Company as is reasonable in the circumstances, the Board confirms that it is not aware of any reasons for such price and volume movements or of any information which must be announced to avoid a false market in the Company’s securities or of any inside information that needs to be disclosed under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

The Company would also like to notify its shareholders that it is in the process of establishing an American Depositary Receipt (“**ADR**”) facility, which is expected to be effective on or around 27 March 2015 (Hong Kong time). An ADR is a negotiable receipt, resembling a stock certificate, issued by a United States (“**U.S.**”) depository bank appointed by the Company to evidence one or more American Depositary Shares (“**ADSS**”), each of which represents 20 ordinary shares of the Company. In the form of facility which is expected to be adopted by the Company, the ADRs will be issued against ordinary shares trading on the Main Board of the Stock Exchange that have been deposited with a custodian bank under the facility. The ADRs are expected to be traded in the U.S. over-the-counter market.

In connection with the establishment of the ADR facility, the Company has filed a registration statement with the U.S. Securities and Exchange Commission (the “**SEC**”) on 16 March 2015. The registration statement includes the form of deposit agreement entered into by and among the Bank of New York Mellon as the depository, the Company and the holders of ADRs and does not include information about the Company or its business which is not publicly available in Hong Kong. For further details of this registration, please refer to the following web-link: <https://www.sec.gov/Archives/edgar/data/1633645/000101915515000122/0001019155-15-000122-index.htm>

The establishment of the ADR facility by the Company will not constitute a new offering of shares and the ADRs are based on the shares of the Company currently in issue. Therefore, the Company will receive no proceeds from the establishment of the ADR facility. The main purpose and benefit of an ADR is to increase liquidity of the Company's shares in the U.S. and to provide an access to the U.S. capital market. Under the ADR facility, owners of the ADSs have the same rights to dividends and distributions and voting powers as the holders of ordinary shares of the Company subject, however, to enforcement procedures provided in the Deposit Agreement. The Board believes that the ADR facility will provide the Company with a measure of exposure to the U.S. capital market, at a minimal cost financially and in terms of maintenance effort.

The Board collectively and individually accepts responsibility for the accuracy of this announcement. **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

Hangzhou, PRC, 26 March 2015

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 Mr. Herman Cheng-Chun, Yu; and the independent non-executive Directors are Ms. Yu Bin, Mr. Wu Chak Man and Mr. Chan Wing Yuen Hubert.