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TOM Group Limited

TOM集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2383)



TOM Online Inc.

TOM在線有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8282)

DISCLOSEABLE TRANSACTION

SHARE TRANSACTION

JOINT ANNOUNCEMENT

FURTHER DEFERRAL OF SUBSCRIPTION COMPLETION

in relation to

**Proposed acquisition of approximately 80.6%
of the issued share capital of Indiagames Limited**

As the process of the subscription, issue and allotment of the Subscription Shares in India (including the opening of securities accounts) is taking longer than expected, the Board announces that the Subscription Completion will be further deferred and will take place on or before 30 April 2005.

Reference is made to the joint announcement of TOM Group Limited ("TOM") and TOM Online Inc. ("TOM Online") dated 17 December 2004 ("Joint Announcement") and the circular of TOM dated 10 January 2005 ("Circular") in respect of the proposed acquisition of approximately 80.6% of the issued share capital of Indiagames Limited and the joint announcement of TOM and TOM Online dated 24 February 2005 ("Deferral Announcement") in respect of the deferral of Subscription Completion. Unless otherwise defined herein, terms used herein shall have the same meaning as defined in the Joint Announcement, the Circular and the Deferral Announcement.

Further Deferral of Subscription Completion

As disclosed in the Deferral Announcement, the parties to the Sale and Subscription Agreement have agreed that the Subscription Completion will be deferred and will take place on or before 31 March 2005.

As the process of the subscription, issue and allotment of the Subscription Shares in India (including the opening of securities accounts) is taking longer than expected, the Board announces that the parties to the Sale and Subscription Agreement have agreed that the Subscription Completion will be further deferred and will take place on or before 30 April 2005.

Further announcement will be made should the Subscription Completion not take place on or before 30 April 2005 in the manner mentioned above or should there be any further changes to the date of Subscription Completion.

By Order of the Board
TOM GROUP LIMITED
Angela Mak
Company Secretary

By Order of the Board
TOM ONLINE INC.
Angela Mak
Company Secretary

Hong Kong, 31 March 2005

As at the date hereof, the directors of TOM are:

<i>Executive Directors:</i>	<i>Non-executive Directors:</i>	<i>Independent non-executive Directors:</i>
Mr. Sing Wang	Mr. Frank Sixt (<i>Chairman</i>)	Mr. Henry Cheong
Ms. Tommei Tong	Ms. Debbie Chang	Ms. Anna Wu
	Mrs. Susan Chow	Mr. James Sha
	Mr. Edmond Ip	
	Mrs. Angelina Lee	
	Mr. Holger Kluge	
	Mr. Wang Lei Lei	

As at the date hereof, the directors of TOM Online are:

<i>Executive Directors:</i>	<i>Non-executive Directors:</i>	<i>Independent non-executive Directors:</i>
Mr. Wang Lei Lei	Mr. Frank Sixt (<i>Chairman</i>)	Mr. Gordon Kwong
Mr. Xu Zhiming	Mr. Sing Wang (<i>Vice Chairman</i>)	Mr. Ma Wei Hua
Mr. Peter Schloss	Ms. Tommei Tong	Dr. Lo Ka Shui
Ms. Elaine Feng		
Mr. Fan Tai	<i>Alternate Director:</i>	
Mr. Wu Yun	Mrs. Susan Chow	
	(<i>Alternate to Mr. Frank Sixt</i>)	

** for identification purpose*

Please also refer to the published version of this announcement in The Standard.