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Inworld Group Limited

活力世界控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

CHANGE OF SHAREHOLDING OF A SUBSTANTIAL SHAREHOLDER AND EXCEPTIONAL TRADING VOLUME MOVEMENT OF THE SHARE OF THE COMPANY

Inworld Group Limited (the "Company") was informed by Shenzhen Ingen Technology Company Limited ("Ingen"), a substantial shareholder of the Company, that Ingen had disposed of 48,400,000 shares of the Company at HK\$0.067 per share on 30th January 2004 to Mr. Chen Hong, representing 3.90% of the Company's share in issue, transaction price represented a premium of 36.73% over the closing price of HK\$0.049 on 30th January 2004. Mr. Chen Hong is a shareholder of Ingen and a director of Shenzhen Huaruiyuan Company Limited, a subsidiary of the Company, however Mr. Chen Hong is not a director of the Company.

According to Mr. Chen Hong, he held 12,000,000 shares of the Company prior to this transaction. Together with 48,400,000 shares acquired from Ingen, Mr. Chen holds 4.86% of the Company's share in issue after the transaction. The transaction was conducted by CAF Securities Company Limited on behalf of Mr. Chen Hong off the market.

Prior to the disposal, Ingen held 195,840,000 shares of the Company, representing 15.76% of the Company's share in issue. The percentage of Ingen's shareholding in the Company decreased to 11.87% after the disposal.

The directors of the Company (the "Directors") confirm that there are current negotiations under way relating to intended acquisition of equity interests in other entities by the Company. However, no terms have been finalized and no agreements have been signed regarding the intended acquisition. This intended acquisition may or may not proceed pending the outcome of the negotiations.

EXCEPTIONAL TRADING VOLUME MOVEMENT OF THE SHARES OF THE COMPANY

The directors of the Company have noted the increase in trading volume of the shares of the Company on 3rd February 2004 and wish to state that we are not aware of any reasons for such increase in volume save as the above.

Except for the above, we confirm that there are no negotiations or agreements relating to intended acquisition or realization which is discloseable under Chapters 19 and 20 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (the “GEM Listing Rules”), neither is the board of directors (the “Board”) aware of any matter discloseable under the general obligation imposed by Rule 17.10 of the GEM Listing Rules, which is or may be of price sensitive nature.

Made by the order of the Board, the Directors of which collectively and individually accept responsibility for the accuracy of this announcement.

By Order of the Board
Inworld Group Limited
Koh Tat Lee, Michael
Chairman

Hong Kong, 3rd February 2004

** For identification purpose only*

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market (“GEM”) of the Stock Exchange for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief:- (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the “Latest Company Announcement” page of the GEM website for at least 7 days from the date of its publication.