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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)

DISPOSAL OF EXISTING SHARES OF THE COMPANY BY A SUBSTANTIAL SHAREHOLDER AND EXCEPTIONAL TRADING VOLUME MOVEMENT

The Company was informed by City Lion, a substantial shareholder of the Company, that City Lion had disposed of 5,296,227 shares of the Company at an average price of HK\$0.061 per share on 6 February over the market.

The Directors have noted the increase in trading volume of the shares of the Company on 11 February 2004 and wish to state that we are not aware of any reasons for such increase in volume.

Inworld Group Limited (the "Company") was informed by City Lion Worldwide Limited ("City Lion"), a substantial shareholder of the Company, that City Lion had disposed of 5,296,227 shares of the Company at an average price of HK\$0.061 per share on 6 February over the market.

Prior to the disposal, City Lion held 125,296,227 shares of the Company, representing 10.08% of the Company's share in issue. The percentage of City Lion's shareholding in the Company decreased to 9.66% after the disposal. City Lion is wholly owned by Styland (Overseas) Limited, which is in turn wholly owned by Styland Holdings Limited, which shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited. Accordingly, each of Styland (Overseas) Limited and Styland Holdings Limited is deemed to be interested in the 120,000,000 shares beneficially owned by City Lion Worldwide Limited after the disposal.

EXCEPTIONAL TRADING VOLUME MOVEMENT OF THE SHARES OF THE COMPANY

The directors of the Company (the “Directors”) have noted the increase in trading volume of the shares of the Company on 11 February 2004 and wish to state that we are not aware of any reasons for such increase in volume save as disclosed in this announcement.

The Directors confirm that there are current negotiations under way relating to intended acquisition of equity interests in other entities, which are engaged in software development in China, by the Company. However, no terms have been finalized and no agreements have been signed regarding the intended acquisition as of the date of this announcement. This intended acquisition may or may not proceed pending the outcome of the negotiations.

Except for the above, the Directors 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, 11 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.