

# Appendix 5

## FORMS RELATING TO LISTING

### FORM F

## The Growth Enterprise Market (GEM)

### Company Information Sheet

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this information sheet, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this information sheet.

**Company name: M Dream Inworld Limited**

**Stock code (ordinary shares): 8100**

This information sheet contains certain particulars concerning the above company (the “Company”) which is listed on the Growth Enterprise Market (“GEM”) of the Stock Exchange of Hong Kong Limited (the “Exchange”). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”). They will be displayed at the GEM website on the Internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of 18 February 2005.

#### A. General

Place of incorporation	:	Cayman Islands
Date of initial listing on GEM	:	31 <sup>st</sup> December, 2001
Name of Sponsor(s)	:	Not applicable
Names of directors	:	Executive Directors Mr. Koh Tat Lee, Michael Mr. Domingo Chen Mr. Xu Hanjie Mr. Wong Shui Fun Dr. Choong Ying Chuan  Non-executive Director Mr. Tay Yew Beng, Peter Mr. Wong Kean Li Mr. Ng Yat Cheung

Independent Non-executive Directors:  
 Mr. Robert Wong  
 Ms. Hilda Sung  
 Mr. Anthony Yeung

Name(s) of substantial shareholders(s) (as such term is defined in rule 1.01 of the GEM Listing Rules) and their respective interests in the ordinary shares and other securities of the Company:

Name	Approximate Percentage of Shareholding (%)	Number of Shares
Temasek Holdings (Private) Limited (Note 1)	19.48	507,862,364
Singapore Technologies Telemedia Pte Ltd (Note 1)	19.48	507,862,364
STT Communications Ltd (Note 1)	19.48	507,862,364
stt Ventures Ltd (Note 1)	19.48	507,862,364
Dynamate Limited (Note 2)	12.39	323,104,376
Mr. Koh Tat Lee, Michael (Note 2)	12.39	323,104,376
Mr. Yu Chung Choi, Chaucer	11.78	307,000,000
Madam Lidya Suryawaty (Note 3)	7.86	204,870,228
Dr. Mochtar Riady (Note 3)	7.86	204,870,228
Lanius Limited (Note 3)	7.86	204,870,228
Lippo Cayman Limited (Note 3)	7.86	204,870,228
Lippo Limited (Note 3)	7.86	204,870,228
Lippo China Resources Limited (Note 3)	7.86	204,870,228
HKCL Holdings Limited (Note 3)	7.86	204,870,228
Hongkong Chinese Limited (Note 3)	7.86	204,870,228
Allwin Asia Inc. (Note 3)	7.86	204,870,228
Shenzhen Ingen Technology Company Limited	5.66	147,440,000

Notes :

1. These shares are held by stt Ventures Limited, which is a wholly-owned subsidiary of STT Communications Limited (“STTC”). 99.99% of the interest of STTC is in turn held by Singapore Technologies Telemedia Pte Ltd, which is in turn a wholly-owned indirect subsidiary of Temasek Holdings (Private) Limited. Accordingly, Temasek Holdings (Private) Limited, Singapore Technologies Telemedia Pte Ltd and STTC are deemed to be interested in the shares beneficially owned by stt Ventures Limited.
2. These shares are held by Dynamate Limited of which the entire issued share capital is beneficially owned by Mr. Koh Tat Lee, Michael. Accordingly, Mr. Koh is deemed to be interested in the shares beneficially owned by Dynamate Limited.
3. These shares are held by Allwin Asia Inc., which is a wholly-owned indirect subsidiary of Hongkong Chinese Limited.. 60.97% of the interest of Hongkong Chinese Limited is in turn held by HKCL Holdings Limited, which is in turn a wholly-owned indirect subsidiary of Lippo China Resources Limited. 71.13% of the interest of Lippo Chinese Resources Limited is in turn indirectly held by Lippo Limited.

Lippo Cayman Limited is the holding company of Lippo Limited through direct holding and through wholly-owned subsidiaries, one of which is Lippo Capital Limited which control an approximate 50.47% interest in Lippo Limited.

Lanius Limited is the registered shareholder of the entire issued share capital of Lippo Cayman Limited and is the trustee of a discretionary trust, of which Dr. Mochtar Riady is the founder and in accordance with whose instructions Lanius Limited is accustomed to act. The beneficiaries of the trust include Dr. Mochtar Riady and his family members. Madam Lidya Suryawaty is the spouse

of Dr. Mochtar Riady. Dr. Mochtar Riady is not the registered holder of any shares in issued share capital of Lanius Limited.

According, Madam Lidya Suryawaty, Dr. Mochtar Riady, Lanius Limited, Lippo Cayman Limited, Lippo Limited, Lippo China Resources Limited, HKCL Holdings Limited and Hongkong Chinese Limited are deemed to be interested in the shares beneficially owned by Allwin Asia Inc.

Name(s) of company(ies) on GEM or the Main Board of the Stock Exchange within the same group as the Company : Not applicable

Financial year end date : 31<sup>st</sup> December

Registered address : P.O. Box 309 Ugland House, South Church Street, George Town, Grand Cayman, Cayman Islands, British West Indies.

Head office and principle place of business : 20/F., Beautiful Group Tower, 77 Connaught Road Central, Central District, Hong Kong

Web-site address (if applicable) : [www.mdreaminworld.com](http://www.mdreaminworld.com)

Principle share registrar : Bank of Butterfield International (Cayman) Limited  
Butterfield House, 68 Fort Street, P.O. Box 705, George Town, Grand Cayman, Cayman Islands, British West Indies.

Branch share registrar : Tengis Limited  
G/F, Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong.

Auditors : HLB Hodgson Impey Cheng  
6/F, Wheelock House, 20 Pedder Street, Central, Hong Kong

## **B. Business activities**

The Company is an investment holding company. Through its subsidiaries, the Group is principally engaged in the business of mobile and online game operation and development, mobile value added service and information technology service. The mobile and online game operation and development include the provision of games over the internet platform and mobile networks, operation of online games, including massively multi-user online role play games (“MMORPG”), casual games and other role play games, and game licensing. The information technology service of the Group includes but not limited to information technology consultation and information technology infrastructure services. By providing such services, the Group is engaged in, among other things, hardware and software design and installation, computer system integration, system programming, server collocation, server building, computer system building, computer network building, e-business applications, identity and access management, security infrastructure, human capital and financial management services.

## **C. Ordinary shares**

Number of ordinary shares in issue : 2,606,949,911 shares of HK\$0.01 each in the share capital of the Company

Par value of ordinary shares in issue : HK\$0.01 each

Board lot size (in number of shares) : 8,000 shares

Name of other stock exchange(s) on which ordinary shares are also listed : Not applicable

## **D. Warrants**

NIL

## **E. Other securities**

Number of share options Granted and outstanding : 177,900,000

**Responsibility statement**

The directors of the Company (the “Directors”) as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet (“the Information”) and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading and that there are no other matters the omission of which would make any Information inaccurate or misleading. The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate. The Directors acknowledge that the Stock Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed:

Mr. Koh Tat Lee, Michael  
(By Domingo Chen as the lawful attorney of Mr. Koh Tat Lee, Michael as Executive Director) \_\_\_\_\_

Mr. Domingo Chen \_\_\_\_\_

Mr. Xu Hanjie  
(By Domingo Chen as the lawful attorney of Mr. Xu Hanjie as Executive Director) \_\_\_\_\_

Mr. Wong Shui Fun  
(By Domingo Chen as the lawful attorney of Mr. Wong Shui Fun as Executive Director) \_\_\_\_\_

Dr. Choong Ying Chuan  
(By Domingo Chen as the lawful attorney of Dr. Choong Ying Chuan as Executive Director) \_\_\_\_\_

Mr. Tay Yew Beng, Peter  
(By Domingo Chen as the lawful attorney of Mr. Tay Yew Beng, Peter as Non-executive Director) \_\_\_\_\_

Mr. Wong Kean Li  
(By Domingo Chen as the lawful attorney of Mr. Wong Kean Li as Non-executive Director) \_\_\_\_\_

Mr. Ng Yat Cheung  
(By Domingo Chen as the lawful attorney of Mr. Ng Yat Cheung as Non-executive Director) \_\_\_\_\_

Mr. Robert Wong  
(By Domingo Chen as the lawful attorney of Mr.  
Robert Wong as Independent Non-executive  
Director)

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Ms. Hilda Sung  
(By Domingo Chen as the lawful attorney of Ms.  
Hilda Sung as Independent Non-executive  
Director)

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Mr. Anthony Yeung  
(By Domingo Chen as the lawful attorney of Mr.  
Anthony Yeung as Independent Non-executive  
Director)

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