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M DREAM INWORLD LIMITED

聯 夢 活 力 世 界 有 限 公 司 *

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8100)

Placing Manager



COMPLETION OF PLACING AND RESIGNATION OF EXECUTIVE DIRECTOR

The Board is pleased to announce that the Placing Manager has fully placed a total of 180,000,000 Placing Shares to the Placees and completion of the Placing took place on 31 December 2007.

The Board also wishes to announce that Mr. Chen has tendered its resignation as executive Director of the Company with effect from 31 December 2007.

COMPLETION OF PLACING

Reference is made to the announcements of M Dream Inworld Limited (the “**Company**”) dated 27 November 2007 and 20 December 2007 respectively and the circular of the Company dated 5 December 2007 (the “**Placing Circular**”) in relation to the placing of 180,000,000 new shares of the Company. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Placing Circular.

The Board is pleased to announce that with all conditions of the Placing Agreement has been fulfilled, the Placing Manager has fully placed a total of 180,000,000 Placing Shares to not less than six Placees, who are institutional, professional or individual investors, at the Placing Price of HK\$0.25 per Placing Shares and completion of the Placing took place on 31 December 2007.

The Placing Shares represent approximately 22.48% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares.

The Placees and, if applicable, their ultimate beneficial owners are Independent Third Parties, and none of the Placees fall under any of the categories set out in Note 1 to Rule 10.12(4) of the GEM Listing Rules.

* *for identification purposes only*

RESIGNATION OF EXECUTIVE DIRECTOR

The Board wishes to announce that Mr. Domingo Chen (“**Mr. Chen**”) has tendered its resignation as executive Director of the Company with effect from 31 December 2007 due to his pursuit of his own career development.

Both the Board and Mr. Chen confirmed that there are no disagreements with each other and there are no matters relating to Mr. Chen’s resignation that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Chen for his valuable contribution to the Company during his terms of services.

By order of the Board
M Dream Inworld Limited
Ha Shu Tong
Chairman

Hong Kong, 31 December 2007

As at the date of this announcement, the Board of Directors consists of Mr. Ha Shu Tong, Mr. Yu Shu Kuen and Mr. Tham Ming Yong being the executive Directors, Mr. Koh Tat Lee, Michael being the non-executive Director, Mr. Cheung Wai Shing, Mr. Tsang Kwok Wai and Mr. Chu Ray, being the independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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.

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