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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)

### **RESULTS OF AGM AND CHANGE OF DIRECTOR**

The Board is pleased to announce that at the AGM held on 29 February 2008, all resolutions set out in the notice of AGM (other than resolution 2(b)) were duly passed by the Shareholders by way of poll.

The Board also announces that Mr. Koh retired by rotation respectively as a non-executive Director of the Company in accordance with the Articles and the resolution in respect of his re-election were not passed by the Shareholders by way of poll as ordinary resolution at the conclusion of the AGM.

Reference is made to the circular (the “**Circular**”) of the Company dated 6 February 2008 in relation to among other matters, the AGM. Capitalised terms used in this announcement shall have the same meaning as those defined in the Circular unless defined otherwise.

#### **RESULTS OF THE AGM**

The Board is pleased to announce that at the AGM held on 29 February 2008, all resolutions set out in the notice of AGM (other than resolution 2(b)), including but not limited to the grant of the General Mandate and the Repurchase Mandate, were all duly passed by the Shareholders by way of poll. The Company’s branch share registrar in Hong Kong, Tricor Tengis Limited, was appointed as the scrutineer for the purpose of the vote-taking at the AGM.

To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, no Shareholders have a material interest in the resolutions proposed at the AGM and are required to be abstained from voting at the AGM in accordance with the GEM Listing Rules.

As at the date of the AGM, there were a total of 819,838,430 Shares in issue which entitle the holders thereof to vote for or against the ordinary resolutions at the AGM. There were no Shares entitling the holder to attend and vote only against the ordinary resolutions at the AGM.

| Ordinary Resolutions |   | Number of Shares validly voting (approximate %) |                          |
|----------------------|---|---|--------------------------|
|                      |   | For   | Against                  |
| 1.                   | To receive and approve the audited consolidated financial statements and the reports of the Directors and auditors of the Company for the year ended 31 December 2007 | 360,006,371<br>(100%)                           | 0<br>(0%)                |
| 2.                   | (a) To re-elect Mr. Ha Shu Tong as executive Director   | 360,006,371<br>(100%)                           | 0<br>(0%)                |
|                      | (b) To re-elect Mr. Koh Tat Lee, Michael as non-executive Director  | 6,221<br>(0.002%)                               | 360,000,150<br>(99.998%) |
|                      | (c) To re-elect Mr. Cheung Wai Shing as independent non-executive Director  | 360,006,371<br>(100%)                           | 0<br>(0%)                |
|                      | (d) To re-elect Mr. Tsang Kwok Wai as independent non-executive Director  | 360,006,371<br>(100%)                           | 0<br>(0%)                |
|                      | (e) To re-elect Mr. Chu Ray as independent non-executive Director   | 360,006,371<br>(100%)                           | 0<br>(0%)                |
|                      | (f) To authorise the Board to fix the Directors' remuneration   | 360,006,371<br>(100%)                           | 0<br>(0%)                |
| 3.                   | To re-appoint the Company's auditors and to authorise the Board to fix their remuneration   | 360,006,371<br>(100%)                           | 0<br>(0%)                |
| 4.                   | To grant the General Mandate to the Directors to issue, allot and otherwise deal with the Company's Shares  | 360,001,987<br>(99.999%)                        | 4,384<br>(0.001%)        |
| 5.                   | To grant the Repurchase mandate to the Directors to repurchase the Company's Shares   | 360,006,371<br>(100%)                           | 0<br>(0%)                |
| 6.                   | To add the nominal amount of the Shares repurchased by the Company to the General Mandate   | 360,001,987<br>(99.999%)                        | 4,384<br>(0.001%)        |

## CHANGE OF DIRECTOR

At the AGM, Mr. Koh Tat Lee, Michael, being eligible, offered himself for re-election but the resolution in relation to his re-election was not passed by the Shareholders as ordinary resolution. The Board is not aware of any matter relating to the retirement of Mr. Koh that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The Board extends its appreciation to Mr. Koh for his past contribution to the Company during his tenure of office.

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

Hong Kong, 29 February 2008

*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. 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.*

*This announcement will remain on the GEM website at <http://www.hkgem.com> on the "Latest Company Announcements" page for at least 7 days from the date of its publication.*

*\* for identification purposes only*