

**THE STOCK EXCHANGE OF HONG KONG LIMITED***(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)***FORMS RELATING TO LISTING****FORM F****THE GROWTH ENTERPRISE MARKET (GEM)****COMPANY INFORMATION SHEET****Case Number: 20100101-F08100-0004**

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**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 Capital Reorganisation as announced on 15 October 2010

## A. General

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 31 December 2001

Name of Sponsor(s) : Not Applicable

Names of directors : Executive Directors  
*(please distinguish the status of the directors – Executive, Non-Executive or Independent Non-Executive)* Mr. Chi Chi Hung Kenneth  
Mr. Ng Kay Kwok  
*Independent Non-executive Directors*  
Mr. Billy B Ray Tam  
Mr. Yu Pak Yan, Peter  
Ms. Chan Hoi Ling

Name(s) of substantial shareholder(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 of shareholder	Number of shares held	Approximate percentage of interests in the Company's issued share capital
	Ample Field Limited <i>(Note1)</i>	54,666,666	20.85%
	Mr. Yu Shu Kuen <i>(Note1)</i>	54,666,666	20.85%
	Kingston Finance Limited <i>(Note2)</i>	54,666,666	20.85%
	Ample Cheer Limited <i>(Note 2, 3)</i>	54,666,666	20.85%
	Best Forth Limited <i>(Note 2, 3)</i>	54,666,666	20.85%
	Mrs. Chu Yuet Wah <i>(Note 2, 3)</i>	54,666,666	20.85%

### Notes

1. These shares are beneficially owned by Ample Field Limited of which the entire issued capital is beneficially owned by Mr. Yu Shu Kuen. Accordingly, Mr. Yu Shu Kuen is deemed to be interested in these shares.

2. The 54,666,666 shares in the Company held by Ample Field Limited is charged to Kingston Finance Limited. Accordingly, Kingston Finance Limited is deemed to have a security interest in these 54,666,666 shares.
3. Kingston Finance Limited is wholly owned by Ample Cheer Limited which is 80% owned by Best Forth Limited, and Best Forth Limited is wholly owned by Mrs. Chu Yuet Wah. Accordingly, Ample Cheer Limited, Best Forth Limited and Mrs. Chu Yuet Wah are deemed to be interested in the 54,666,666 shares in the Company which Kingston Finance Limited is deemed to have a security interest.

Name(s) of company(ies)  
listed on GEM or the Main  
Board of the Stock  
Exchange within the same  
group as the Company : N/A

Financial year end date : 31 December

Registered address : P.O. Box 309, Uglan House  
Grand Cayman  
KY1-1104  
Cayman Islands

Head office and principal  
place of business : Block C, 10 Floor  
Cheong Wah Factory Building  
39-41 Sheung Heung Road  
To Kwa Wan, Kowloon, Hong Kong

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

Share registrar : Tricor Tengis Limited

Auditors : Baker Tilly Hong Kong Limited

**B. Business activities**

The Company together with its subsidiaries is principally engaged in the following businesses:

- Sale of display equipment, components and related technology
- Sale of website development, electronic learning products and services

**C. Ordinary shares**

Number of ordinary shares in issue : 262,223,581

Par value of ordinary shares in issue : HK\$0.05

Board lot size (in number of shares) : 20,000

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

**D. Warrants**

Stock code : N/A

Board lot size : N/A

Expiry date : N/A

Exercise price : N/A

Conversion ratio : N/A  
*(Not applicable if the warrant is  
denominated in dollar value  
of conversion right)*

No. of warrants outstanding : N/A

No. of shares falling to be issued  
upon the exercise of outstanding  
warrants : N/A

## **E. Other securities**

Details of any other securities in issue.

*(i.e. other than the ordinary shares described in C above and warrants described in D above but including options granted to executives and/or employees).*

*(Please include details of stock code if listed on GEM or the Main Board or the name of any other stock exchange(s) on which such securities are listed).*

If there are any debt securities in issue that are guaranteed, please indicate name of guarantor.

N/A

## **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 or deceptive 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:

Chi Chi Hung, Kenneth

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Ng Kay Kwok

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Billy B Ray Tam

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Yu Pak Yan, Peter

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Chan Hoi Ling

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*Notes*

- (1) This information sheet must be signed by or pursuant to a power of attorney for and on behalf of each of the Directors of the Company.
- (2) Pursuant to rule 17.52 of the GEM Listing Rules, the Company must submit to the Exchange (in the electronic format specified by the Exchange from time to time) for publication on the GEM website a revised information sheet, together with a hard copy duly signed by or on behalf of each of the Directors, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.
- (3) Please send a copy of this form by facsimile transaction to Hong Kong Securities Clearing Company Limited (on 2815-9353) or such other number as may be prescribed from time to time) at the same time as the original is submitted to the Exchange.