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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)**

### **CLARIFICATION ANNOUNCEMENT**

Reference is made to the announcement of M Dream Inworld Limited (“**Company**”) dated 14 July 2010 (“**Announcement**”) in relation to the acquisition of the entire issued share capital of KanHan Educational Services Limited (“**KanHan EDU**”) and the 2012 annual report of the Company (“**2012 Annual Report**”). Unless defined otherwise, all capitalised terms used herein shall have the same meanings as defined in the Announcement.

In accordance with the Agreement, the Vendor of KanHan EDU irrevocably warrants and guarantees to the Group, among other matters, that the audited net profits before tax and any extraordinary or exceptional items (“**Actual Profit**”) of KanHan EDU will not be less than HK\$6,500,000 for the year ended 31 December 2012 (“**Guaranteed Profit**”). If the Actual Profit is less than the Guaranteed Profit, the Vendor shall pay to the Group in cash an amount representing the difference between the Guaranteed Profit and the Actual Profit (“**Shortfall Amount**”) within ten business days after the delivery of the audited accounts of KanHan EDU to the Vendor.

As disclosed in the 2012 Annual Report, the audited profit before tax of KanHan EDU for the 12 months ended 31 December 2012 was approximately HK\$2,265,000, and therefore the Actual Profit could not meet the Guaranteed Profit. The Company has delivered the audited accounts of KanHan EDU to the Vendor on 24 April 2013. After repeated attempts in collecting the Shortfall Amount from the Vendor, the Company received the Shortfall Amount of approximately HK\$4,235,000 from the Vendor in cash on 13 June 2013.

On behalf of the Board  
**M Dream Inworld Limited**  
**Chi Chi Hung, Kenneth**  
*Chairman*

Hong Kong, 22 July 2013

\* For identification purpose only

*As at the date of this announcement, the Board consists of Mr. Chi Chi Hung, Kenneth and Mr. Xue Qiushi being the Executive Directors, and Mr. Billy B Ray Tam, Mr. Yu Pak Yan, Peter and Ms. Chan Hoi Ling being the Independent Non-executive Directors.*

*This announcement, for which the directors of the Company 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 the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*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 and on the website of the Company.*