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M DREAM INWORLD LIMITED

聯夢活力世界有限公司*

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 8100)

EFFECTIVENESS OF CHANGE OF DOMICILE; CHANGE OF PRINCIPAL REGISTRAR; CHANGE OF REGISTERED OFFICE; AND

ADOPTION OF MEMORANDUM OF CONTINUANCE AND BYE-LAWS

CHANGE OF DOMICILE, PRINCIPAL REGISTRAR AND REGISTERED OFFICE AND ADOPTION OF MEMORANDUM OF CONTINUANCE AND BYE-LAWS

The Board is pleased to announce that the Company has been deregistered in the Cayman Islands and duly continued in Bermuda as an exempted company under the laws of Bermuda and the Change of Domicile became effective on 9 January 2014 (Bermuda Time).

With effect from the Change of Domicile becoming effective, (i) the registered office of the Company has been changed to Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda; and (ii) Codan Services Limited has been appointed as the principal share registrar and share transfer agent of the Company in Bermuda. Tricor Tengis Limited remains as the branch share registrar and transfer office of the Company in Hong Kong.

In connection with the Change of Domicile, the memorandum of continuance and Bye-laws have been adopted by the Company with effect from 9 January 2014 (Bermuda Time).

Reference is made to (i) the circular (“**Circular**”) of M Dream Inworld Limited (“**Company**”) dated 26 November 2013 in respect of the proposed Change of Domicile, the adoption of memorandum of continuance and Bye-laws and the Cancellation of Share Premium Account; and (ii) the poll results announcement of the Company dated 19 December 2013. Unless otherwise specified herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

* *For identification purposes only*

CHANGE OF DOMICILE, PRINCIPAL REGISTRAR AND REGISTERED OFFICE AND ADOPTION OF MEMORANDUM OF CONTINUANCE AND BYE-LAWS

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With effect from the Change of Domicile becoming effective, (i) the registered office of the Company has been changed to Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda; and (ii) Codan Services Limited of Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda has been appointed as the principal share registrar and share transfer agent of the Company in Bermuda. Tricor Tengis Limited of 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, remains as the branch share registrar and transfer office of the Company in Hong Kong.

In connection with the Change of Domicile, the memorandum of continuance and Bye-laws have been adopted by the Company with effect from 9 January 2014 (Bermuda Time).

FREE EXCHANGE OF SHARE CERTIFICATES

In connection with the Change of Domicile, Shareholders may submit the existing share certificates (in green colour) ("**Existing Share Certificates**") to the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong for exchange from Friday, 10 January 2014 to Friday, 7 February 2014 (both dates inclusive), at the expense of the Company, for the new share certificates (in gold colour) ("**New Share Certificates**"). Thereafter, the Existing Share Certificates (in green colour) will be accepted for exchange only on payment of a fee of HK\$2.50 (or such higher amount as may from time to time be specified by the Stock Exchange) by the Shareholder(s) for each Existing Share Certificate cancelled or each New Share Certificate issued, whichever number of share certificates cancelled/issued is higher. It is expected that the New Share Certificates will be available for collection within a period of ten business days after the submission of the Existing Share Certificates.

The Existing Share Certificates (in green colour) will be valid for delivery, trading and settlement purposes for the period up to 7 February 2014 and thereafter will not be accepted for delivery, trading and settlement purposes. Nevertheless, the Existing Share Certificates (in green colour) will continue to be good evidence of legal title to the Shares and may be exchanged for the New Share Certificates (in gold colour) at any time in accordance with the foregoing paragraph.

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

Hong Kong, 10 January 2014

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. Yu Pak Yan, Peter, Ms. Chan Hoi Ling, Mr. Lam Kit Sun and Mr. Yip Chi Fai Stevens 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 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 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 at <http://www.mdreaminworld.com.hk>.