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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)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 4 JUNE 2014
AND
RETIREMENT OF EXECUTIVE DIRECTOR AND CHAIRMAN
OF THE BOARD AND CHANGE OF AUTHORISED REPRESENTATIVE
AND COMPLIANCE OFFICER**

POLL RESULTS OF THE AGM

The Board is pleased to announce that at the AGM held on 4 June 2014, all resolutions as set out in the notice of the AGM were duly passed by poll.

RETIREMENT OF EXECUTIVE DIRECTOR AND CHAIRMAN OF THE BOARD AND CHANGE OF AUTHORISED REPRESENTATIVE AND COMPLIANCE OFFICER

The Board announces that Mr. Chi Chi Hung, Kenneth retired as the executive Director of the Company and Chairman of the Board at the conclusion of the AGM held on 4 June 2014. Mr. Chi Chi Hung, Kenneth also resigned as the Authorised Representative and the Compliance Officer with effect from 4 June 2014.

Mr. Xue Qiushi, has temporarily taken up the role as Chairman of the Board while carrying out his duties as the chief executive officer with effect from 4 June 2014. Mr. Xue Qiushi, was also appointed as the Authorised Representative and the Compliance Officer with effect from 4 June 2014.

References are made to the circular (“**Circular**”) of M Dream Inworld Limited (the “**Company**”) dated 30 April 2014 in relation to, among other matters, the AGM. Unless otherwise specified, capitalised terms used in this announcement shall have the same meaning as those defined in the Circular.

* *For identification purpose only*

POLL RESULTS OF THE AGM

The Board is pleased to announce that at the AGM held on 4 June 2014, all resolutions as set out in the notice of AGM, including but not limited to the grant of the General Mandate and the Repurchase Mandate, refreshment of the 10% General Limit under the Share Option Scheme and proposed re-election of Directors, were all duly passed by the Shareholders by way of poll.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no Shareholders had a material interest in the resolutions proposed at the AGM and were required to abstain from voting at the AGM in accordance with the GEM Listing Rules and there was no Share entitling the Shareholders to attend and abstain from voting in favour of the resolutions proposed at the AGM as set out in Rule 17.47A of the GEM Listing Rules. No Shareholder has stated in the Circular that he/she/it intended to vote against or would abstain from voting in respect of any resolutions proposed at the AGM.

As at the date of the AGM, the total number of Shares in issue was 4,925,620,935 Shares, representing 100% of the issued share capital of the Company, which entitled 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.

The poll results of the resolutions are as follows:

Ordinary Resolutions		Number of votes cast (Percentage of total number of votes cast)	
		For	Against
1.	To receive and approve the audited consolidated financial statements and the reports of the directors (the "Directors") and auditors of the Company for the year ended 31 December 2013	445,207,922 Shares (100%)	0 Share (0%)
2(a).	To re-elect Mr. Xue Qiushi as Executive Director and the Chairman of the Board	445,207,922 Shares (100%)	0 Share (0%)
2(b).	To re-elect Mr. Lam Kit Sun as Independent Non-executive Director	445,207,922 Shares (100%)	0 Share (0%)
2(c).	To re-elect Mr. Yip Chi Fai, Stevens as Independent Non-executive Director	445,207,922 Shares (100%)	0 Share (0%)
2(d).	To re-elect Ms. Xiao Yiming as Independent Non-executive Director	445,207,922 Shares (100%)	0 Share (0%)
2(e).	To authorise the board (the "Board") of Directors to fix the Directors' remuneration	445,207,922 Shares (100%)	0 Share (0%)
3.	To re-appoint RSM Nelson Wheeler as the auditors of the Company and authorise the Board to fix their remuneration	445,207,922 Shares (100%)	0 Share (0%)

Ordinary Resolutions		Number of votes cast (Percentage of total number of votes cast)	
		For	Against
4.	To grant a general mandate to the Directors to repurchase the Company's Shares	445,207,922 Shares (100%)	0 Share (0%)
5.	To grant a general mandate to the Directors to issue, allot and otherwise deal with the Company's Shares	444,347,922 Shares (99.81%)	860,000 Shares (0.19%)
6.	To add the nominal amount of the shares repurchased by the Company to the mandate granted to the Directors under resolution no. 5	444,347,922 Shares (99.81%)	860,000 Shares (0.19%)
7.	To approve the Refreshed Scheme Mandate under the Share Option Scheme	445,107,922 Shares (100%)	0 Share (0%)

Note: The number of votes and percentage of the voting as stated above are based on the total number of Shares held by the Shareholders who attended and voted at the AGM in person, by authorised corporate representative or by proxy.

As over 50% of the votes were cast in favour of the resolutions, the resolutions were duly passed without modification at the AGM.

RETIREMENT OF EXECUTIVE DIRECTOR AND CHAIRMAN OF THE BOARD

Mr. Chi Chi Hung, Kenneth (“**Mr. Chi**”) retired as the executive Director of the Company and Chairman of the Board at the conclusion of the AGM held on 4 June 2014 in accordance with the Bye-Laws. Mr. Chi retired from the Board and did not offer himself for re-election due to his personal commitments which require more of his time. Mr. Chi also resigned as the authorised representative of the Company under the GEM Listing Rules (“**Authorised Representative**”) and the compliance officer of the Company (“**Compliance Officer**”) with effect from 4 June 2014. Mr. Chi has confirmed that he has no disagreement with the Board and there are no matters in relation to his retirement or resignation which should be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its appreciation to Mr. Chi's valuable contributions to the Company during his tenure of office.

**APPOINTMENT OF CHAIRMAN OF THE BOARD AND CHANGE OF
AUTHORISED REPRESENTATIVE AND COMPLIANCE OFFICER AND PROCESS
AGENT**

The executive Director of the Company, Mr. Xue Qiushi, has temporarily taken up the role as Chairman of the Board while carrying out his duties as the chief executive officer with effect from 4 June 2014. Mr. Xue Qiushi, was also appointed as the Authorised Representative and the Compliance Officer with effect from 4 June 2014.

On behalf of the Board
M Dream Inworld Limited
Xue Qiushi
Chairman

Hong Kong, 4 June 2014

As at the date of this announcement, the Board consists of one Executive Director, namely Mr. Xue Qiushi; and three Independent Non-Executive Directors, namely Mr. Lam Kit Sun, Mr. Yip Chi Fai Stevens and Ms. Xiao Yiming.

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 notice 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 <http://www.mdreaminworld.com.hk>.