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TOM Group Limited

TOM集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2383)

**DEFERRAL OF DESPATCH OF CIRCULAR
in relation to**

MAJOR TRANSACTION

**Proposed acquisition of the entire issued share capital of
Treasure Base Investments Limited**

Despatch of the Circular to the Shareholders in respect of the Major Transaction will be deferred as additional time is required for the preparation of the accountants' report on the TBIL Group to be contained in the Circular. It is currently expected that the Circular will be despatched to the Shareholders on or before 24 September 2004.

Reference is made to the joint announcement of TOM Group Limited (the "Company") and TOM Online Inc. dated 11 August 2004 in respect of the proposed acquisition of the entire issued share capital of Treasure Base Investments Limited ("Major Transaction") ("Joint Announcement"). Unless otherwise defined herein, terms used herein shall have the same meanings as defined in the Joint Announcement.

Pursuant to 14.40 of the Main Board Listing Rules, the Company is required to, among other things, send a circular ("Circular") in respect of the Major Transaction to the shareholders of the Company ("Shareholders") and the Stock Exchange within 21 days after the publication of the Joint Announcement, being on or before 1 September 2004.

As additional time is required for the preparation of the accountants' report on the TBIL Group to be contained in the Circular, the Company has applied for a waiver from strict compliance with the requirements under Rule 14.40 of the Main Board Listing Rules for the despatch of the Circular to 24 September 2004. It is currently expected that the Circular will be despatched to the Shareholders on or before 24 September 2004.

By Order of the Board
TOM GROUP LIMITED
Angela Mak
Company Secretary

Hong Kong, 31 August 2004

As at the date hereof, Mr. Frank Sixt (Chairman), Ms. Debbie Chang, Mrs. Susan Chow, Mr. Edmond Ip, Mrs. Angelina Lee, Mr. Holger Kluge and Mr. Wang Lei Lei are non-executive directors of the Company; Mr. Sing Wang and Ms. Tommei Tong are executive directors of the Company; and Mr. Henry Cheong, Ms. Anna Wu and Mr. James Sha are the independent non-executive directors of the Company.

* for identification purpose