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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)

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

**MAJOR TRANSACTION
in respect of**

**(1) proposed acquisition of 48.5% of the registered capital of
China Popular Computer Week Management Company Limited
(重慶電腦報經營有限責任公司)**

**(2) proposed subscription of shares in
Chongqing Zhongkepu Media Development Joint Stock Company Limited
(重慶中科普傳媒發展股份有限公司)**

Despatch of the Circular to the Shareholders in respect of the Major Transaction will be further deferred as additional time is required for the preparation of the accountants' reports to be contained in the Circular. It is currently expected that the Circular will be despatched to the Shareholders on or before 10 September 2004.

Reference is made to the announcement of the Company dated 5 July 2004 in respect of the proposed acquisition of 48.5% of the registered capital of the Joint Venture and the proposed subscription of shares in China Science Media ("Major Transaction") and the announcement of the Company dated 23 July 2004 ("Deferral Announcement") in respect of the deferral of despatch of the Circular (collectively referred to as the "Announcements"). Unless otherwise defined herein, terms used herein shall have the same meanings as defined in the Announcements.

As detailed in the Deferral Announcement, the deadline for despatching the Circular to the Shareholders was extended to 20 August 2004.

It is required that an accountants' report on each of China Science Media and the Joint Venture be included in the Circular. As at the date hereof, the accountants' report on China Science Media has been completed, but additional time is required for the preparation of the accountants' report on the Joint Venture. In view of the above, the Company has applied for a waiver giving a further extension for the despatch of the Circular to 10 September 2004 in compliance with the Listing Rules. It is currently expected that the Circular will be despatched to the Shareholders on or before 10 September 2004.

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

Hong Kong, 23 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; Mr. Sing Wang and Ms. Tommei Tong are executive Directors; and Mr. Henry Cheong, Ms. Anna Wu and Mr. James Sha are the independent non-executive Directors.

* for identification purpose