



TOM Group Limited

TOM集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2383)

RESULTS OF ANNUAL GENERAL MEETING

At the Annual General Meeting of TOM Group Limited (the "Company") held on 12 May 2006 (the "AGM"), all the resolutions were duly passed by the shareholders of the Company by way of poll and the voting details are as follows:

ORDINARY RESOLUTIONS	For	Against
1. To receive and consider the audited financial statements and the reports of the directors and auditors for the year ended 31 December 2005.	2,553,926,134	20,000
2. (a) To re-elect Mr. Frank John Sixt as a director.	2,553,097,434	858,700
(b) To re-elect Ms. Tong Mei Kuen, Tommei as a director.	2,553,097,434	858,700
(c) To re-elect Ms. Mak Soek Fun, Angela as a director.	2,553,097,434	858,700
(d) To re-elect Mr. Cheong Ying Chew, Henry as a director.	2,491,091,134	57,645,000
(e) To re-elect Ms. Wu Hung Yuk, Anna as a director.	2,553,936,134	20,000
(f) To re-elect Mr. James Sha as a director.	2,553,171,434	858,700
(g) To re-elect Ms. Chang Pui Vee, Debbie as a director.	2,554,014,134	20,000
(h) To re-elect Mrs. Chow Woo Mo Fong, Susan as a director.	2,553,177,434	858,700
(i) To re-elect Mr. Ip Tak Chuen, Edmond as a director.	2,553,175,434	858,700
(j) To re-elect Mrs. Lee Pui Ling, Angelina as a director.	2,532,300,134	21,734,000
(k) To re-elect Mr. Wang Lei Lei as a director.	2,543,664,504	10,371,630
3. To re-appoint PricewaterhouseCoopers as auditors and authorize the board of directors to fix their remuneration.	2,553,175,434	20,000
4. To grant a general mandate to the directors to allot, issue and deal with additional shares not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company at the date of passing of this resolution.	2,436,783,846	112,462,288
5. To grant a general mandate to the directors to repurchase shares not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company at the date of passing of this resolution.	2,553,091,434	858,700
6. To extend the general mandate granted to the directors to allot, issue and deal with additional shares by the amount representing the aggregate nominal amount of the share capital of the Company repurchased by the Company.	2,499,437,434	54,512,700
7. To approve the refreshment of 10 per cent. limit on the grant of options under the share option scheme of TOM Online Inc.	2,475,624,916	73,541,218

The total number of shares entitling the holders to attend and vote for or against all the resolutions at the AGM was 3,893,270,558.

No shareholders were required to abstain from voting on any of the resolutions at the AGM nor any person has indicated in the circular containing the notice of the AGM that he/she/it intends to abstain from voting on or voting against any of the resolutions at the AGM.

Computershare Hong Kong Investor Services Limited acted as scrutineer for the vote-taking at the AGM.

By Order of the Board
TOM GROUP LIMITED
Pessy Yu
Company Secretary

Hong Kong, 12 May 2006

As at the date hereof, the directors of the Company are:

Executive Directors:

Ms. Tommei Tong
Ms. Angela Mak

Independent non-executive Directors:

Mr. Henry Cheong
Ms. Anna Wu
Mr. James Sha

Non-executive Directors:

Mr. Frank Sixt (Chairman)
Ms. Debbie Chang
Mrs. Susan Chow
Mr. Edmond Ip
Mrs. Angelina Lee
Mr. Wang Lei Lei

* For identification purpose