

Appendix 5

FORMS RELATING TO LISTING

FORM F

The Growth Enterprise Market (GEM)

Company Information Sheet

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this information sheet, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this information sheet.

Company name: TOM.COM LIMITED

Stock code (ordinary shares): 8001

This information sheet contains certain particulars concerning the above company (the “Company”) which is listed on the Growth Enterprise Market (“GEM”) of the Stock Exchange of Hong Kong Limited (the “Exchange”). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”). They will be displayed at the GEM website on the Internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of 24th July, 2003.

A. General

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 1st March, 2000

Name of Sponsor(s) : NIL

Name of directors: : *Executive Directors*
Sing Wang
Tommei Tong

Non-executive Directors

Frank Sixt
Debbie Chang
Susan Chow
Edmond Ip
Holger Kluge
James Sha
Wang Lei Lei

Independent non-executive Directors

Cheong Ying Chew, Henry
Lee Pui Ling, Angelina

| Name(s) of substantial shareholder(s) (as such term is defined in rule 1.01 of the GEM Listing Rules) and their respective interests in the ordinary shares and other securities of the Company | Shareholder | No. of Shares | Percentage of issued share capital= |
|---|-----------------|---------------|-------------------------------------|
| | Easterhouse | 952,683,363 | 24.911 |
| | Romefield | 476,341,182 | 12.455 |
| | Schumann | 580,000,000 | 15.166 |
| | Handel | 348,000,000 | 9.100 |
| | Hutchison*** | 952,683,363 | 24.911 |
| | Cheung Kong** | 476,341,182 | 12.455 |
| | Cranwood # | 952,683,363 | 24.911 |
| | Chau Hoi Shuen* | 952,683,363 | 24.911 |

* *By reason of her controlling Schumann, Handel and Cranwood.*

** *By reason of its controlling Romefield.*

*** *By reason of its controlling Easterhouse.*

By reason of its controlling Schumann and Handel.

= *This represents the number of Shares over which the shareholders, directly or indirectly, exercise control.*

Name(s) of company(ies) listed on GEM or the Main Board of the Stock Exchange within the same group as the Company : Nil

Financial year end date : 31st December

Registered address : P.O. Box 309,
Ugland House, George Town,
Grand Cayman, Cayman Islands,
British West Indies

Head office and principal place of business : 48th Floor, The Center,
99 Queen's Road Central,
Central,
Hong Kong

Web-site address (if applicable) : www.tomgroup.com

Share registrar : Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17th Floor,
Hopewell Centre,
183 Queen's Road East,
Hong Kong

Auditors : PricewaterhouseCoopers
Certified Public Accountants
22nd Floor, Prince's Building,
Central,
Hong Kong

B. Business activities

The business of TOM.COM LIMITED Group includes cross-media strategy and telecom value added services which include an internet portal delivering internet infotainment content and services, e-commerce propositions, development of software and computer network systems, provision of related services and event production, broadband content and service provision, sports-related content, event management and advertising, web-based e-mail service provision, outdoor media, online media businesses and publishing businesses.

C. Ordinary shares

Number of ordinary shares in issue : 3,824,383,452

Par value of ordinary shares in issue : HK\$382,438,345.20

Board lot size (in number of shares) : 2,000

Name of other stock exchange(s) on which ordinary shares are also listed : NIL

D. Warrants

NIL

E. Other securities

Number of share options granted and outstanding : 123,974,000

Responsibility statement

The directors of the Company (the “Directors”) as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet (the “Information”) and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading and that there are not other matters the omission of which would make any Information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Stock Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed:

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Frank Sixt
By his lawful attorney
Tommei Tong

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Sing Wang

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Tommei Tong

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Angelina Lee
By her lawful attorney
Tommei Tong

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Henry Cheong
By his lawful attorney
Tommei Tong

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Debbie Chang
By her lawful attorney
Tommei Tong

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Susan Chow
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