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TOM.COM LIMITED

(Incorporated in the Cayman Islands with limited liability)

DEFERRAL OF DESPATCH OF CIRCULAR AND DEFERRAL OF COMPLETION

**in relation to
VERY SUBSTANTIAL ACQUISITION
INVOLVING THE ISSUE OF SHARES AND
CONNECTED TRANSACTION
Proposed acquisition of 100% of the issued share capital of
Puccini International Limited**

As the information required to be included in the Circular is sourced from a number of different parties, additional time is required to prepare the required information and finalise the information to be contained in the Circular. Despatch of the Circular to the Shareholders in respect of the Acquisition will be deferred. It is currently expected that the Circular will be despatched to the Shareholders on or before 30 October 2003.

In addition, the parties to the Sale and Purchase Agreement have agreed that the Longstop Date will be deferred to 11 November 2003 (or such other date as Cranwood and Bright Horizon may agree in writing) and completion of the Acquisition will take place immediately after the fulfilment (or waiver) of the last of the Conditions (or such other date as Cranwood and Bright Horizon may agree in writing prior to Completion).

Reference is made to the announcement of the Company dated 25 September 2003 (“Announcement”) in respect of the proposed acquisition of 100% of the issued share capital of Puccini. Unless otherwise defined herein, terms used herein shall have the same meaning as defined in the Announcement.

Deferral of despatch of the Circular

Pursuant to Rules 19.43 and 20.37 of the GEM Listing Rules, the Company is required to, among other things, send a circular (“Circular”) in respect of the Acquisition to the shareholders of the Company (“Shareholders”) and the Stock Exchange within 21 days after the publication of the Announcement, being on or before 16 October 2003.

As the information required to be included in the Circular is sourced from a number of different parties, additional time is required to prepare the required information and finalise the information to be contained in the Circular, the Company has applied for, and the Stock Exchange has granted, a waiver from strict compliance with the requirements under Rules 19.43 and 20.37 of the GEM Listing Rules and the Stock Exchange has approved the Company’s application for an extension of time for the despatch of the Circular to 30 October 2003. It is currently expected that the Circular will be despatched to the Shareholders on or before 30 October 2003.

Deferral of Completion

Pursuant to the Sale and Purchase Agreement, completion of the Acquisition is expected to take place on the 5th Business Day after the date of fulfilment (or waiver) of the last of the Conditions on or before 28 October 2003 (“Longstop Date”) (or such other date as Cranwood and Bright Horizon may agree in writing prior to Completion).

The Acquisition is conditional on, among other things, the approval by the Independent Shareholders at an extraordinary general meeting of the Company (“EGM”) to be convened to approve the Acquisition and the issue of the TOM Consideration Shares or the Consideration Shares (as the case may be), which is a condition precedent of the Sale and Purchase Agreement. As the Circular has not been despatched on or before 11 October 2003, the EGM will not be held on or before 28 October 2003.

The Board announces that the parties to the Sale and Purchase Agreement have agreed that the Longstop Date will be deferred to 11 November 2003 (or such other date as Cranwood and Bright Horizon may agree in writing prior to Completion) and completion of the Acquisition will take place immediately after the fulfilment (or waiver) of the last of the Conditions (or such other date as Cranwood and Bright Horizon may agree in writing prior to Completion).

Save for the above, the terms and conditions of the Sale and Purchase Agreement remain unchanged. Further announcement will be made should the completion of the Acquisition not take place in the manner mentioned above or should there be any further changes to the Longstop Date. TOM will also issue an announcement at Completion.

By Order of the Board
TOM.COM LIMITED
Angela Mak
Company Secretary

Hong Kong, 15 October 2003

This announcement, for which the Directors of the Company 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 of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief:- (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement 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 posting and on the website of the Company at www.tomgroup.com.