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TOM Online Inc.

TOM 在線有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8282)

ANNOUNCEMENT

The board of directors (the “Board”) of TOM Online Inc. (the “Company”) hereby announces that a meeting of the Board will be held at the Board Room, 48th Floor, The Center, 99 Queen’s Road Central, Central, Hong Kong on Friday, 17 March 2006 at 9:30 a.m. for the following purposes:-

1. To consider and approve the audited final results of the Company and its subsidiaries for the year ended 31 December 2005 and approve the draft announcement in respect of the final results to be published on the GEM website and the website of the Company;
2. To consider the payment of a final dividend, if any;
3. To consider the closure of the Register of Members, if necessary;
4. To consider the time and venue of the forthcoming annual general meeting of the members of the Company; and
5. To transact any other business.

By Order of the Board
TOM ONLINE INC.
Angela Mak
Company Secretary

Hong Kong, 24 February 2006

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

Executive Directors:

Mr. Wang Lei Lei

Mr. Jay Chang

Mr. Peter Schloss

Ms. Elaine Feng

Mr. Fan Tai

Mr. Wu Yun

Non-executive Directors:

Mr. Frank Sixt (Chairman)

Ms. Tommei Tong (Vice Chairman)

Alternate Director:

Mrs. Susan Chow

(Alternate to Mr. Frank Sixt)

Independent non-executive Directors:

Mr. Gordon Kwong

Mr. Ma Wei Hua

Dr. Lo Ka Shui

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited 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.tom.com.

**for identification purpose*