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Inworld Group Limited

活力世界控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

RESULT AND COMPLETION OF PLACING OF EXISTING SHARES

Reference is made to the announcement of the Company dated 16 February 2004.

The Placing Agent has successfully placed a total of 150 million existing Shares on behalf of Dynamate to 10 placees who are independent of and not connected with any of the directors, chief executives or substantial shareholders or management shareholders of the Company or any of their respective associates (as defined in the GEM Listing Rules). Completion of the Placing took place on 19 February 2004.

Reference is made to the announcement of Inworld Group Limited (the “Company”) dated 16 February 2004 (the “Announcement”). Unless otherwise stated, terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Directors are pleased to announce that the Placing Agent has successfully placed a total of 150 million existing Shares on behalf of Dynamate to 10 placees at the Placing Price of HK\$0.063 per Share. Completion of the Placing took place on 19 February 2004. The Placing Shares represent (i) approximately 12.07% of the existing issued share capital of the Company and (ii) approximately 10.77% of the issued share capital of the Company as enlarged by the Subscription.

The Directors and the Placing Agent have confirmed that the placees and their ultimate beneficial owners (as the case may be) are independent of and not connected with any of the directors, chief executives or substantial shareholders or management shareholders of the Company or any of their respective associates (as defined in the GEM Listing Rules), and that none of the placees fall under any of the categories set out in Note 1 to Rule 10.12(4) of the GEM Listing Rules.

The shareholding interests in the Company held by each of the placees of the Placing immediately following completion of the Placing and of the Subscription are as follows:

Placées	No. of Placing Shares	Approximate % of the Placing Shares	Approximate % of the issued share capital of the Company immediately after completion of the Placing	Approximate % of the issued share capital of the Company immediately after completion of the Placing and the Subscription
1	28,000,000	18.67%	2.25%	2.01%
2	27,000,000	18.00%	2.17%	1.94%
3	21,600,000	14.40%	1.74%	1.55%
4	20,400,000	13.60%	1.64%	1.46%
5	13,200,000	8.80%	1.06%	0.95%
6	13,000,000	8.67%	1.05%	0.93%
7	10,000,000	6.66%	0.81%	0.72%
8	6,000,000	4.00%	0.48%	0.43%
9	6,000,000	4.00%	0.48%	0.43%
10	4,800,000	3.20%	0.39%	0.35%
Total	<u>150,000,000</u>	<u>100%</u>	<u>12.07%</u>	<u>10.77%</u>

By Order of the board of Directors
Inworld Group Limited
Koh Tat Lee, Michael
Chairman

Hong Kong, 19 February 2004

This announcement, for which the Directors 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, 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 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.inworld.com.hk.

** For identification purpose only*