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TOM.COM LIMITED

(Incorporated in the Cayman Islands with limited liability)

**CLOSING
OF
A DISCLOSEABLE AND CONNECTED TRANSACTION
INVOLVING ISSUANCE OF NEW SHARES**

**Acquisition of interest in
上海美亞文化傳播有限公司
(Shanghai Maya Cultural Transmission Company Limited)**

Closing of the Acquisition took place on 30th November, 2001.

The Consideration Shares have been allotted and issued to Romefield, Easterhouse and Cranwood on a pro rata basis according to the respective equity interests of CKH, HWL and Cranwood in the Vendor.

Reference is made to the announcements of TOM.COM LIMITED (“Tom”) dated 19th December, 2000, 9th January, 2001, 16th February, 2001, 20th June, 2001 and 31st August, 2001 (the “Announcements”), and the circular dated 15th January, 2001 (the “Circular”) in respect of the Acquisition. Terms used herein shall have the same meanings as defined in the Announcements and the Circular, unless the context otherwise requires.

Closing of the Acquisition

The Directors are pleased to announce that the Closing took place on 30th November, 2001.

According to the Share Purchase Agreement as of 19th December, 2000 between Green Treasure and the Vendor, the Consideration Shares shall be allotted to and issued in the name of the Vendor or as the Vendor may direct in writing, on the Closing Date. The Vendor has

directed Green Treasure to allot and issue the Consideration Shares to the beneficial owners of the Vendor. The Vendor is indirectly owned as to 20% by a wholly-owned subsidiary of CKH, as to 40% by a wholly-owned subsidiary of HWL and as to an aggregate of 40% by two wholly-owned subsidiaries of Cranwood. As such, the Consideration Shares have been allotted and issued to Romefield Limited (“Romefield”) which is an indirectly wholly-owned subsidiary of CKH, Easterhouse Limited (“Easterhouse”) which is an indirectly wholly-owned subsidiary of HWL and Cranwood, on a pro rata basis according to the respective equity interests of CKH, HWL and Cranwood in the Vendor.

6,220,182 Consideration Shares, 12,440,363 Consideration Shares and 12,440,363 Consideration Shares have been allotted and issued to Romefield, Easterhouse and Cranwood respectively.

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

Hong Kong, 30th November, 2001

This announcement, for which the Directors of Tom 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 Tom. The Directors of Tom, 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 Tom at www.tom.com.