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TOM Group Limited

TOM集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2383)

ANNOUNCEMENT IN RELATION TO PUBLIC FLOAT

The Board announced that the public float of the Company has fallen below 25% of the total issued share capital of the Company.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

The board of directors (the “**Board**”) of TOM Group Limited (the “**Company**”) announces that, as at the date of this announcement, the public float of the Company is approximately 23.983%, which is below the minimum 25% of the total issued share capital of the Company required to be held by the public (the “**Minimum Prescribed Percentage**”) pursuant to Rule 8.08(1)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The shortfall in the public float of the Company’s shares is a result of the increase in the shareholding of the Company by Lin Tian Maw (“**Mr. Lin**”), a substantial shareholder of the Company, on 30 September 2015. Mr. Lin’s shareholding was approximately 11.101% before 30 September 2015.

The Company first became aware of the shortfall on 30 September 2015 when it was informed by Mr. Lin that it has purchased in aggregate 94,314,000 shares in the Company on the same day, which increased his shareholding from 11.101% to 13.524%. As a result of the purchase, the public float in the Company’s shares dropped to approximately 23.983% from 26.406%.

Mr. Lin is not the controlling or single largest shareholder of the Company, and he does not have any representation on the Board nor been involved in the management of the Company at any time. He is independent of the Company, directors of the Company and any other substantial shareholders of the Company.

The Company is considering steps to restore the public float of the Company at the Minimum Prescribed Percentage in accordance with the Listing Rules. Further announcement will be made by the Company on the restoration of public float as and when appropriate.

Shareholders of the Company and investors are advised to exercise caution when dealing in the shares of the Company.

By Order of the Board
TOM GROUP LIMITED
Angela Mak
Executive Director

Hong Kong, 30 September 2015

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

Executive Directors:
Mr. Yeung Kwok Mung
Ms. Angela Mak

Non-executive Directors:
Mr. Frank Sixt (Chairman)
Ms. Debbie Chang
Mr. Edmond Ip
Mrs. Angelina Lee

Independent Non-executive Directors:
Mr. Henry Cheong
Mr. James Sha
Mr. Albert Ip

Alternate Director:
Mrs. Susan Chow
(Alternate to Mr. Frank Sixt)