



國浩集團有限公司
GUOCO GROUP LIMITED
(Incorporated in Bermuda with limited liability)
(Stock Code: 00053)

OVERSEAS REGULATORY ANNOUNCEMENT

This announcement is made by Aseambankers Malaysia Berhad for and on behalf of Brightspring Holdings Limited (“BSH”), a wholly owned subsidiary of Guoco Group Limited, on 13 May 2005 regarding the close of the mandatory offer by BSH on the securities of Camerlin Group Berhad. This notice is released to Securities Commission, Bursa Malaysia Securities Berhad and the press in Malaysia on even date.

Mandatory Offer Pursuant To The Provisions Of The Malaysian Code On Take-Overs And Mergers, 1998 As Amended By The Malaysian Code On Take-Overs And Mergers (Amendment) 2004 (“Code”), By BSH To Acquire All Securities Of Camerlin Group Berhad (“CGB”) Not Already Held By BSH (“Offer”)

We refer to the Offer and the offer document for the Offer from BSH to the securities holders of CGB dated 22 April 2005 (“Offer Document”). Definitions in the Offer Document apply throughout this announcement or unless otherwise indicated.

Aseambankers Malaysia Berhad (“Aseambankers”), on behalf of BSH, hereby announces that the Offer closed at 5.00 p.m. (Malaysian time) on 13 May 2005 (“Closing Date”).

Pursuant to the provisions of the Code, Aseambankers, on behalf of BSH, is pleased to announce that up to 5.00 p.m. (Malaysian time) on 13 May 2005, BSH has received acceptances of 10,427,862 ordinary shares of RM1.00 each in CGB, RM1,288,553 nominal value of irredeemable convertible unsecured loan stocks (“ICULS”) in CGB and 11,500 warrants in CGB from the securities holders of CGB.

Details of the CGB securities held by BSH and persons acting in concert with BSH as at the time of the posting of the Offer Document, details of the CGB securities acquired by BSH and persons acting in concert with BSH during the offer period (in addition to the CGB Acquisitions and those acquired via receipt of acceptances of the Offer), the position and total acceptances received by BSH in respect of the Offer as at the Closing Date and details of the CGB Securities held by BSH up to the Closing Date are set out in the tables below. This announcement has also been sent to the press in accordance with the provisions of the Code.

Details of the CGB securities held by BSH and persons acting in concert with BSH as at the time of the posting of the Offer Document are as follows:

	Number of CGB shares	% of the issued and paid-up share capital of CGB	Nominal value of CGB ICULS (RM)	% of the outstanding nominal value of CGB ICULS	Number of CGB Warrants	% of the outstanding CGB Warrants
CGB securities held by BSH as at the time of posting of the Offer Document on 22 April 2005	224,620,017	57.56	130,200	0.40	-	-
CGB securities held by persons acting in concert with BSH as at the time of posting of the Offer Document on 22 April 2005	217,000	0.06	108,500	0.34	2,641,000	6.04

Details of the CGB securities acquired by BSH and persons acting in concert with BSH during the offer period (in addition to the CGB Acquisitions and those acquired via receipt of acceptances of the Offer) are as follows:

	Number of CGB shares	% of the issued and paid-up share capital of CGB	Nominal value of CGB ICULS (RM)	% of the outstanding nominal value of CGB ICULS	Number of CGB Warrants	% of the outstanding CGB Warrants
CGB securities acquired by BSH [^] during the offer period	105,062,167*	26.92	2,106,900**	6.50	-	-

Notes:

[^] BSH has not agreed to acquire any other CGB securities other than those already acquired and none of the persons acting in concert acquired or agreed to acquire any CGB securities during the offer period

* Comprising 13,518,500 CGB shares acquired in the open market (in addition to 119,557,850 CGB shares under the CGB Acquisitions) and 91,543,667 new CGB shares issued to BSH pursuant to the conversion by BSH of its ICULS holdings (including the RM89,566,967 nominal value of ICULS acquired pursuant to the CGB Acquisitions and RM1,976,700 nominal value of ICULS acquired in the open market)

** Including RM1,976,700 nominal value of ICULS already converted into new CGB shares

The position and total acceptances received by BSH in respect of the Offer as at the Closing Date is as follows:

	Number of CGB shares	% of the issued and paid-up share capital of CGB	Nominal value of CGB ICULS (RM)	% of the outstanding nominal value of CGB ICULS	Number of CGB Warrants	% of the outstanding CGB Warrants
CGB securities for which acceptances have been received up to 5.00 p.m. on 13 May 2005 that have been verified as valid acceptances	10,427,862*	2.68	1,288,553*	3.98	11,500	0.03

Note:

* *Includes the acceptances of 217,000 CGB shares and RM108,500 nominal value of ICULS received from persons acting in concert with BSH*

Details of the CGB Securities held by BSH up to the 5.00 p.m. on 13 May 2005 is as follows:

	Number of CGB shares	% of the issued and paid-up share capital of CGB	Nominal value of CGB ICULS (RM)	% of the outstanding nominal value of CGB ICULS	Number of CGB Warrants	% of the outstanding CGB Warrants
Total holding of CGB securities held by BSH up to 5.00 p.m. on 13 May 2005	235,047,879	60.24	1,418,753	4.38	11,500	0.03

Yours faithfully
For and on behalf of
Aseambankers Malaysia Berhad

Raja Sharidah
Executive
Corporate Finance

Azlin Arshad
Assistant Vice President
Corporate Finance

Hong Kong, 13 May 2005