

**GUOCO GROUP LIMITED**  
*(Incorporated in Bermuda with limited liability)*  
(Stock Code: 53)

**OVERSEAS REGULATORY ANNOUNCEMENT**

*(This overseas regulatory announcement is issued pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.)*

Please refer to the attached notice on the next page.



**Notice of a Director's (including a director who is a substantial shareholder) Interest and Change in Interest \***

\* Asterisks denote mandatory information

Name of Announcer *	GUOCOLAND LIMITED
Company Registration No.	197600660W
Announcement submitted on behalf of	GUOCOLAND LIMITED
Announcement is submitted with respect to *	GUOCOLAND LIMITED
Announcement is submitted by *	Dawn Pamela Lum
Designation *	Group Company Secretary
Date & Time of Broadcast	25-Oct-2006 18:48:24
Announcement No.	00077

**>> Announcement Details**

The details of the announcement start here ...

**>> PART I [Please complete this part]**

1. Date of notice to issuer *	25-10-2006
2. Name of Director *	Violet Lee (Subsidiary Director)
3. Please tick one or more appropriate box(es): *	<input checked="" type="checkbox"/> Notice of a Director's (including a director who is a substantial shareholder) Interest and Change in Interest. [Please complete Part II and IV]

**>> PART II**

1. Date of change of Interest	23-10-2006
2. Name of Registered Holder	Violet Lee
3. Circumstance(s) giving rise to the interest or change in interest	Exercise of Share Options/Convertibles
# Please specify details	
4. Information relating to shares held in the name of the Registered Holder	
No. of Options held before the change	9,000,000
As a percentage of issued share capital	1.35 %
No. of Options which are subject of this notice	2,000,000
As a percentage of issued share capital	0.30 %
Amount of consideration (excluding	

brokerage and stamp duties) per share paid or received	1.32
No. of Options held after the change	7,000,000
As a percentage of issued share capital	1.05 %

**>> PART III**

1. Date of change of [Select Option]
2. The change in the percentage level
3. Circumstance(s) giving rise to the interest or change in Interest   
 # Please specify details
4. A statement of whether the change in the percentage level is the result of a transaction or a series of transactions:

**>> PART IV**

1. Holdings of Director , including direct and deemed interest :

	Direct	Deemed
No. of shares held before the change	240,000	0
As a percentage of issued share capital	0.036 %	0 %
No. of shares held after the change	2,240,000	0
As a percentage of issued share capital	0.337 %	0 %

Footnotes

Percentage of issued share capital is based on the Company's issued ordinary share capital of 665,647,468 as at 23 October 2006.

**Attachments:**

Total size = 0  
(2048K size limit recommended)

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