



國浩集團有限公司

**Guoco Group Limited**

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 53)

## CONDITIONAL GRANT OF SHARE OPTIONS BY GUOCOLAND LIMITED

The ESOS Committee of GLL had offered on 19 January 2007 to grant conditional options in respect of 10 million GLL shares to Mr. Quek Chee Hoon, the Group President and Chief Executive Officer of GLL, pursuant to the ESOS.

As GLL is a subsidiary of Guoco, the total number of GLL shares to be acquired by an individual upon exercise of options granted to that individual in any 12-month period should not exceed 1% (i.e. approximately 6.65 million) of the shares of GLL in issue. While the grant of option for 6.65 million GLL shares to Mr. Quek is within this limit, the option for the remaining 3.35 million GLL shares was granted conditional, among other things, on the approval of shareholders of Guoco in general meeting.

Guoco Group Limited (“Guoco”) would like to announce that the committee of directors (“ESOS Committee”) of The GuocoLand Limited Executives’ Share Option Scheme (“ESOS”) of GuocoLand Limited (“GLL”), a 63.9% owned subsidiary of Guoco listed on Singapore Exchange Securities Trading Limited (“SGX-ST”), had offered on 19 January 2007 (“Date of Grant”) to grant conditional options in respect of 10 million GLL shares (the “Options”) to Mr. Quek Chee Hoon (“Mr. Quek”), the Group President and Chief Executive Officer of GLL, pursuant to the ESOS. Mr. Quek accepted the Options on 30 January 2007.

Mr. Quek is not a director or substantial shareholder of Guoco or their respective associate (as defined under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

### Details of the Options

The Options are granted subject to, among other things, fulfilment of certain performance targets and vesting conditions pursuant to the terms of the ESOS. The exercise price for each GLL share under the Options is S\$2.65, which is the average of the closing prices of GLL shares as shown in the daily financial news issued by SGX-ST for each of the five market days immediately preceding the Date of Grant.

### Shareholders’ Approval

Pursuant to the relevant provisions of the Listing Rules, the total number of GLL shares to be acquired by an individual upon exercise of options granted to that individual in any 12-month period should not exceed 1% (i.e. approximately 6.65 million) of the shares of GLL in issue. While the grant of option for 6.65 million GLL shares to Mr. Quek is within this limit, the option for the remaining 3.35 million GLL shares (“Excess Grant”) was granted conditional, among other things, on the approval of shareholders of Guoco in general meeting as required under the terms of the ESOS.

The board of directors of Guoco (the “Board”) proposes to seek the approval from its shareholders on the Excess Grant at the forthcoming 2007 annual general meeting or such other general meeting of Guoco as the Board considers practicable. The Excess Grant will not take effect until such shareholders’ approval is obtained.

A circular containing details of the Excess Grant made pursuant to the Listing Rules will be issued to shareholders of Guoco in due course.

As at the date of this announcement, the Board comprises Mr. Quek Leng Chan as Executive Chairman; Mr. Kwek Leng Hai as President, CEO; Mr. Tan Lim Heng and Mr. James Eng, Jr. as executive directors; Mr. Kwek Leng San as non-executive director and Mr. Sat Pal Khattar, Mr. Volker Stoeckel and Mr. Ding Wai Chuen as independent non-executive directors.

By Order of the Board  
**Stella Lo Sze Man**  
*Company Secretary*

Hong Kong, 31 January 2007

*Please also refer to the published version of this announcement in South China Morning Post and Hong Kong Economic Journal.*