



國浩集團有限公司

Guoco Group Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 53)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of Guoco Group Limited (the “Company”) will be held at 50th Floor, The Center, 99 Queen’s Road Central, Hong Kong on Friday, 1 June 2007 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolutions which will be proposed as ordinary resolutions:

ORDINARY RESOLUTION NO. 1

“**THAT** the conversion rights attached to the unsecured convertible bonds due 2012 of GuocoLand Limited (“GLL”) and the allotment and issue by GLL of new shares in the capital of GLL upon conversion of the said convertible bonds pursuant to the terms and conditions of the convertible bond issue, details of which are described in the circular of the Company dated 8 May 2007, be and are hereby approved.”

ORDINARY RESOLUTION NO. 2

“**THAT** the grant of share option by GuocoLand Limited (“GLL”) for 3.35 million GLL shares to Mr. Quek Chee Hoon pursuant to The GuocoLand Limited Executives’ Share Option Scheme be and is hereby approved.”

ORDINARY RESOLUTION NO. 3

“**THAT** the modified Executive Share Option Scheme of GuocoLand (Malaysia) Berhad (a draft copy of which has been produced to this meeting marked “A” and signed by the Chairman of this meeting for the purpose of identification) be and is hereby approved.”

By Order of the Board
Stella Lo Sze Man
Company Secretary

Hong Kong, 7 May 2007

Principal office:

50th Floor, The Center
99 Queen’s Road Central
Hong Kong

Notes:

1. A shareholder entitled to attend and vote at the meeting convened by this notice is entitled to appoint one or more proxies to attend and vote on his behalf. A proxy does not need to be a shareholder of the Company.
2. In order to be valid, the proxy form, together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the principal place of business of the Company at 50th Floor, The Center, 99 Queen’s Road Central, Hong Kong not less than 48 hours before the time appointed for holding the meeting or adjourned meeting thereof, as the case may be. Completion and return of the proxy form will not preclude the shareholders from attending and voting at the meeting (or any adjourned meeting thereof) if shareholders so wish.

As at the date of this announcement, the board of directors of the Company 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.

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