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國浩集團有限公司
Guoco Group Limited

(Incorporated in Bermuda with limited liability)
(Stock Code: 53)

Discloseable Transaction
Update on the Proposed Acquisition of Gala Casinos Limited by The Rank Group Plc

Reference is made to the discloseable transaction announcements (“**Announcements**”) of Guoco Group Limited (the “**Company**”) dated 13 May 2012 and 19 September 2012 and the relevant overseas regulatory announcements regarding the proposed acquisition of Gala Casino Limited by The Rank Group Plc, a subsidiary of the Company and listed on London Stock Exchange, Plc. Capitalised terms used in this announcement have the same meanings as those defined in the Announcements unless the context requires otherwise.

On 12 May 2012 Rank announced that it had conditionally agreed to acquire Gala Casinos from Gala Coral Group. The Proposed Acquisition envisaged Rank purchasing 23 casinos and three non-operating casino licences. The Acquisition Agreement anticipated the possibility of the Office of Fair Trading (“**OFT**”) requiring a limited number of casinos to be excluded from the Proposed Acquisition. Approval of Rank Shareholders for the Proposed Acquisition was obtained at a general meeting of Rank held on 26 July 2012.

On 20 August 2012 the OFT referred the Proposed Acquisition to the Competition Commission for an in-depth merger review and therefore the Acquisition Agreement lapsed on 19 September 2012.

The Competition Commission has today published its final report following completion of its review of the Proposed Acquisition. Rank will be able to proceed with the purchase of 19 of the 23 casinos originally comprised within the Proposed Acquisition, as well as three non-operating licences (subject to agreeing in the next few weeks appropriate remedy undertakings with the Competition Commission in relation to Rank’s non-operating licence in Edinburgh and the four casinos to be retained by Gala Coral Group).

Rank and Gala Coral Group are continuing their discussions in relation to appropriate amendments to the terms of the Proposed Acquisition in light of today’s Competition Commission report. Further announcement(s) will be made as and when appropriate.

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 as executive director; Mr. Kwek Leng San as non-executive director and Mr. Volker Stoeckel and Mr. Roderic N. A. Sage as independent non-executive directors.

Rank’s announcement regarding the update on the Proposed Acquisition is posted by Guoco as an overseas regulatory announcement on the websites of the Stock Exchange (<http://www.hkexnews.hk>) and Guoco (<http://www.guoco.com>).

By Order of the Board
Stella Lo Sze Man
Company Secretary

Hong Kong, 19 February 2013