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GUOCO GROUP LIMITED
(Incorporated in Bermuda with limited liability)
(stock code: 53)

OVERSEAS REGULATORY ANNOUNCEMENT

(This overseas regulatory announcement is issued pursuant to Rule 13.10(B) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.)

Please refer to the attached announcement on the next page.

As at the date of this announcement, the board of directors of Guoco Group Limited comprises Mr. Quek Leng Chan as Chairman; Mr. Kwek Leng Hai as President, CEO; Mr. Kwek Leng San and Mr. Tan Lim Heng as non-executive directors and Mr. Volker Stoeckel, Mr. Roderic N. A. Sage and Mr. David Michael Norman as independent non-executive directors.

Asset Acquisitions and Disposals::DISPOSAL OF INTERESTS IN SUBSIDIARIES

Issuer & Securities

Issuer/ Manager	GUOCOLAND LIMITED
Securities	GUOCOLAND LIMITED - SG1R95002270 - F17
Stapled Security	No

Announcement Details

Announcement Title	Asset Acquisitions and Disposals
Date & Time of Broadcast	20-Aug-2015 19:15:28
Status	New
Announcement Sub Title	DISPOSAL OF INTERESTS IN SUBSIDIARIES
Announcement Reference	SG150820OTHRDEG0
Submitted By (Co./ Ind. Name)	Mary Goh Swon Ping
Designation	Group Company Secretary
Effective Date and Time of the event	20/08/2015 19:00:00
Description (Please provide a detailed description of the event in the box below)	Please refer to the attachment.
Attachments	Ann-DZM-200815.pdf Total size =70K

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DISPOSAL OF INTERESTS IN SUBSIDIARIES

GuocoLand Limited (the “**Company**” or “**GLL**”) wishes to announce that its wholly-owned subsidiary, GuocoLand (China) Limited (“**GLC**”), has today entered into a Master Transaction Agreement (the “**Agreement**”) with China Cinda Asset Management Co., Ltd, Beijing Branch Office, a party unrelated to the Company, for the disposal of all the equity, contractual and loan interests of GLL Group in or relating to the integrated mixed-use development (“**DZM Project**”) (hereinafter referred to as the “**Transaction**”). The DZM Project is located in the Dong Cheng District of Beijing City, the People’s Republic of China, and has a usable area of 91,287.7 square metres to be used for office, commercial, apartment and underground parking lot purposes. Following the completion of the Transaction, the companies relating to the DZM Project including Vantage Beauty Limited, Vantage Beauty (HK) Limited, Hainan Jinghao Asset Ltd and Beijing Cheng Jian Dong Hua Real Estate Development Company Limited would cease to be subsidiaries of the Company.

The aggregate consideration for the Transaction amounting to Rmb10.5 billion comprises Rmb4,563,116,000 for the DZM Project Rights and Rmb5,936,884,000 for the DZM Project Liabilities. The said consideration is arrived at on a willing-buyer and willing-seller basis after arms-length negotiations, and will be satisfied wholly in cash with Rmb9.45 billion paid upon signing of the Agreement and the balance payable on the last day of the 18th month from the date of the Agreement or dealt with in accordance with the tax provisions in the Agreement, as the case may be.

The net book value of the DZM Project as at 30 June 2015 is approximately Rmb8.46 billion (approximately S\$1.72 billion). The Transaction is expected to generate a net gain of approximately Rmb1.58 billion (approximately S\$0.48 billion). The net proceeds from the Transaction will be used for general working capital (including repayment of debts) of GLL Group. The Transaction is carried out in the ordinary course of the Company’s business and provides an opportunity to realise the capital value of the DZM Project.

Save for any interest arising by virtue of their interest in the Company, none of the Directors or controlling shareholders of the Company has any interest, direct or indirect, in the Transaction.

By Order of the Board

Mary Goh Swon Ping
Group Company Secretary
20 August 2015