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## **PROPOSED AMENDMENTS TO THE BYE-LAWS OF THE COMPANY**

The board of directors (the “Board”) of Guoco Group Limited (the “Company”) announces that a special resolution will be proposed at the Annual General Meeting of the Company to be held on Monday, 21 November 2016 (“2016 AGM”) to amend the Bye-Laws of the Company (“Bye-Laws”).

The Company proposes certain amendments to the Bye-Laws (“Proposed Amendments”) to bring them in line with current practices and procedures that have been adopted by the Company pursuant to relevant requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, to remove certain provisions that are no longer applicable to the Company, and to incorporate certain house-keeping amendments.

Full text of the Proposed Amendments are set out in the notice of 2016 AGM, which is included in the circular to be dispatched to the shareholders of the Company (the “Shareholders”) on or about 14 October 2016.

The Bye-Laws are currently published on the websites of the Company at [www.guoco.com](http://www.guoco.com) and Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk). Upon the relevant special resolution has been approved by the Shareholders, the revised Bye-Laws will be made available on the aforesaid two websites accordingly.

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

Hong Kong, 11 October 2016

*As at the date of this announcement, the Board comprises Mr. Kwek Leng Hai as Executive Chairman; Mr. Tang Hong Cheong 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.*