

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

OVERSEAS REGULATORY ANNOUNCEMENT

(This overseas regulatory announcement is issued pursuant to Rule 13.09(2) 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.

The board of directors of Guoco currently 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.



Form Version 2.0

General Announcement

Submitted by MB_ARAB-MALAYSIAN on 09/05/2007 06:47:26 PM
Reference No MM-070905-61289

Submitting Merchant Bank (if applicable) : **AmInvestment Bank Berhad**
Submitting Secretarial Firm Name (if applicable) :
* Company name : **Camerlin Group Berhad**
* Stock name : **CAMERLN**
* Stock code : **3751**
* Contact person : **Jeanie Lim/Sharon Chung**
* Designation : **Director, Capital Mrkts/
Assoc Director, CF**

* Type : **Announcement** Reply to query

* Subject :
CAMERLIN GROUP BERHAD ("CGB" OR "COMPANY")

* **Contents :-**

(I) PROPOSED CAPITAL DISTRIBUTION OF UP TO 303,144,609 ORDINARY SHARES OF UNITED STATES DOLLAR ("USD") 0.20 IN BIL INTERNATIONAL LIMITED ("BIL") TO THE SHAREHOLDERS OF CGB, THE BASIS OF WHICH SHALL ONLY BE FIXED AT AN ENTITLEMENT DATE TO BE DETERMINED LATER, VIA A REDUCTION OF THE SHARE CAPITAL OF CGB AND BY CANCELLING CGB'S SHARE PREMIUM RESERVE, WHICH WILL RESULT IN THE REDUCTION OF THE PAR VALUE OF ORDINARY SHARES OF CGB FROM RM1.00 TO BETWEEN RM0.13 AND RM0.16 ("PROPOSED CAPITAL DISTRIBUTION");

(II) PROPOSED CONSOLIDATION OF THE ENTIRE ISSUED AND PAID-UP SHARE CAPITAL OF CGB, AFTER THE PROPOSED CAPITAL DISTRIBUTION, INTO ORDINARY SHARES WITH PAR VALUE OF RM1.00 EACH IN CGB ("PROPOSED CONSOLIDATION"); AND

(III) PROPOSED REDUCTION IN THE SHARE PREMIUM OF CGB OF UP TO RM838,723,347 PURSUANT TO SECTIONS 60(2) AND 64 OF THE COMPANIES ACT, 1965 TO SET-OFF ACCUMULATED LOSSES OF CGB ("PROPOSED CANCELLATION OF ACCUMULATED LOSSES")

(HEREINAFTER COLLECTIVELY KNOWN AS THE "PROPOSALS")

We refer to the above and the announcement made on behalf of CGB by AmInvestment Bank Berhad (formerly known as AmMerchant Bank Berhad) ("**AmInvestment Bank**") on 18 June 2007 whereby it was announced that the Securities Commission ("**SC**") had approved the Proposed Capital Distribution and the Proposed Consolidation vide its letter dated 15 June 2007 subject to, amongst others, the following conditions:

- (i) CGB is to surrender its listing status upon completion of the Proposed Capital Distribution ("**Listing Condition**"); and
- (ii) CGB is to provide its shareholders with the option to receive BIL shares or cash under the Proposed Capital Distribution. The cash amount should be based on the market price of BIL shares at a date close to but no later than the date of completion of the Proposed Capital Distribution ("**Cash Condition**").

(collectively the "**SC Conditions**")

Following thereto, AmInvestment Bank on behalf of CGB, had subsequently submitted an application to the SC to revise the Listing Condition and to waive the Cash Condition.

In this respect, AmInvestment Bank on behalf of CGB wishes to announce that the SC (via its letter dated 3 September 2007) had :-

- (i) Rejected the Company's application to revise the Listing Condition; and
- (ii) Approved the Company's appeal to waive the Cash Condition.

This announcement is dated 5 September 2007.

Tables Section - This section is to be used to create and insert tables. Please make the appropriate reference to the table(s) in the Contents of the Announcement:
