

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.

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Miscellaneous

* Asterisks denote mandatory information

Name of Announcer *	BIL INTERNATIONAL LIMITED
Company Registration No.	EC27568
Announcement submitted on behalf of	BIL INTERNATIONAL LIMITED
Announcement is submitted with respect to *	BIL INTERNATIONAL LIMITED
Announcement is submitted by *	Linda Hoon/Sim Wai Mun
Designation *	Group Company Secretary/Deputy Secretary
Date & Time of Broadcast	26-Sep-2007 17:24:21
Announcement No.	00056


>> Announcement Details

The details of the announcement start here ...

Announcement Title *

Description

Attachments:

 [260907-Notices_of_Annual_and_Special_General_Meetings.pdf](#)
 Total size = **704K**
 (2048K size limit recommended)

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BIL International Limited

A Member of the Hong Leong Group Malaysia
(Continued into Bermuda with limited liability)

RIGISTERED OFFICE
CANON'S COURT
22 VICTORIA STREET
HAMILTON HM 12
BERMUDA

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the 46th Annual General Meeting of the Company will be held at 80 Raffles Place, #25-01 UOB Plaza 1, Singapore 048624 on Friday, 19 October 2007 at 10.00 a.m. for the following purposes:

ORDINARY BUSINESS

- To lay before the meeting the audited Financial Statements of the Company together with the report of the Auditors thereon for the financial year ended 30 June 2007.
- To re-elect the following Directors, each of whom will retire by rotation pursuant to Bye-Law 104 of the Company's Bye-Laws and who, being eligible have offered themselves for re-election:
 - Mr Philip Burdon
 - Mr Tang Kin Fei
- To approve the payment of US\$221,947 as Directors' fees for the financial year ended 30 June 2007 (2006: US\$216,010).
- To appoint KPMG Singapore as Auditors and authorise the Directors to fix their remuneration.

SPECIAL BUSINESS

- To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

That authority be and is hereby given to the Directors of the Company to:

- (i) issue shares in the capital of the Company ("Shares") whether by way of rights, bonus or otherwise; and/or
- (ii) make or grant offers, agreements or options (collectively, "Instruments") that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into Shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

- (b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instrument made or granted by the Directors while this Resolution was in force,

provided that:

- the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 50% of the issued share capital of the Company (as calculated in accordance with paragraph (2) below), of which the aggregate number of Shares to be issued other than on a *pro rata* basis to shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 20% of the issued share capital of the Company (as calculated in accordance with paragraph (2) below);
- (subject to such manner of calculation as may be prescribed by the Singapore Exchange Securities Trading Limited ("SGX-ST")), for the purpose of determining the aggregate number of Shares that may be issued under paragraph (1) above, the percentage of issued share capital shall be based on the issued share capital of the Company at the time this Resolution is passed, after adjusting for:
 - new Shares arising from the conversion or exercise of any convertible securities or Share options or vesting of Share awards which are outstanding or subsisting at the time this Resolution is passed; and
 - any subsequent consolidation or sub-division of Shares;
- in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST (unless such compliance has been waived by the SGX-ST) and the Bye-Laws for the time being of the Company; and
- (unless revoked or varied by the Company in general meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.

By Order of the Board

Linda Hoon
Group Company Secretary
26 September 2007

EXPLANATORY NOTES:

Resolution 2.1 - If re-elected, Mr Philip Burdon will remain as Chairman of the Remuneration and Nominating Committees, member of the Audit and Risk Management Committee and is considered an independent Director.

Resolution 5 - Seeks to empower the Directors to issue shares in the capital of the Company and to make or grant instruments (such as warrants or debentures) convertible into shares, and to issue shares in pursuance of such instruments, up to an amount not exceeding in total 50% of the issued share capital of the Company, with a sub-limit of 20% for issues other than on a *pro rata* basis to shareholders. For the purpose of determining the aggregate number of shares that may be issued, the percentage of issued share capital shall be based on the issued share capital of the Company at the time that Resolution 5 is passed, after adjusting for (a) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time that Resolution 5 is passed, and (b) any subsequent consolidation or sub-division of shares.

NOTES:

- Any Shareholder entitled to attend and vote at the Annual General Meeting shall be entitled to appoint another person as his proxy to attend and vote instead of him. A Shareholder who is a holder of two or more shares may appoint more than one proxy. A proxy need not be a member of the Company.
- A corporation which is a Shareholder may by resolution of its governing body authorise a person to act as its corporate representative at the Annual General Meeting.
- If a Shareholder wishes to appoint a proxy/proxies to attend and vote at the Annual General Meeting in his stead, the Shareholder should complete and submit the form of proxy despatched to Shareholders (the "Shareholder Proxy Form").
- Subject to paragraph 5 below, to allow persons (individually a "Depositor" and collectively the "Depositors") whose names are listed on the depository register (the "Depository Register") maintained by The Central Depository (Pte) Limited ("CDP") as at 10.00 a.m. on 17 October 2007 (the "Cut Off Date") to attend the Annual General Meeting, arrangements have been made for CDP to issue a proxy form appointing each of the Depositors (other than Depositors which are corporations) as at the Cut Off Date, as its proxy/proxies to attend and vote at the Annual General Meeting, in respect of such number of shares set out opposite their respective names in the Depository Register as at the Cut Off Date. Accordingly, a Depositor who wishes to attend and vote in person at the Annual General Meeting may do so without having to submit the form of proxy despatched to Depositors (the "Depositor Proxy Form"), provided that a Depositor which is a corporation and which wishes to attend the Annual General Meeting must submit the Depositor Proxy Form for the nomination of person(s) to attend and vote at the Annual General Meeting on behalf of CDP.
- If a Depositor wishes to nominate person(s) to attend and vote at the Annual General Meeting in his stead on behalf of CDP, the Depositor should complete and submit the Depositor Proxy Form.
- To be valid, the Shareholder Proxy Form must be signed and together with the power of attorney or other authority, if any, under which it is signed, or a notarially/duly certified copy of such power or authority, deposited at any one of the following branch registrars not less than 48 hours before the time appointed for holding the Annual General Meeting or any adjournment thereof:

M & C Services Private Limited 138 Robinson Road #17-00 The Corporate Office Singapore 068906 Facsimile: (65) 6225-1452	Computershare Investor Services Limited Level 2, 159 Hurstmere Road Takapuna, North Shore City 0622 Private Bag 92119 Auckland 1142 New Zealand Facsimile: (649) 488-8787
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- To be valid, the Depositor Proxy Form must be signed and together with the power of attorney or other authority, if any, under which it is signed, or a notarially/duly certified copy of such power or authority, deposited at the office of our branch registrar, M & C Services Private Limited, 138 Robinson Road, #17-00 The Corporate Office, Singapore 068906 not less than 48 hours before the time appointed for holding the Annual General Meeting or any adjournment thereof.
- Where a form of proxy (whether the Shareholder Proxy Form or Depositor Proxy Form or the form of proxy issued by CDP) appoints more than one proxy, please specify the proportion of the shareholding concerned to be represented by each proxy in the form of proxy.



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RIGISTERED OFFICE
CANON'S COURT
22 VICTORIA STREET
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Notice of Special General Meeting

NOTICE IS HEREBY GIVEN that a Special General Meeting ("SGM") of BIL International Limited (the "Company") will be held at 80 Raffles Place, #25-01 UOB Plaza 1, Singapore 048624, on 19 October 2007 at 10.15 a.m. (or as soon thereafter following the conclusion or adjournment of the 46th Annual General Meeting of the Company to be held at 10.00 a.m. on the same day and at the same place) for the purpose of considering and, if thought fit, approving, with or without amendment, the following resolution which will be proposed as a Special Resolution:

SPECIAL RESOLUTION

That:

- the name of the Company be changed from "BIL International Limited" to "GuocoLeisure Limited" and that the name "GuocoLeisure Limited" be substituted for "BIL International Limited" wherever the latter name appears in the Company's Memorandum of Continuance and Bye-Laws; and
- the Directors and any of them be and are hereby authorised to complete and do all such acts and things as they or he may consider necessary, desirable or expedient to give effect to this Resolution as they or he may deem fit.

By Order of the Board

Linda Hoon
Group Company Secretary
26 September 2007

Notes:

- Any Shareholder entitled to attend and vote at the SGM shall be entitled to appoint another person as his proxy to attend and vote instead of him. A Shareholder who is a holder of two or more shares may appoint more than one proxy. A proxy need not be a member of the Company.
- A corporation which is a Shareholder may by resolution of its governing body authorise a person to act as its corporate representative at the SGM.
- If a Shareholder wishes to appoint a proxy/proxies to attend and vote at the SGM in his stead, the Shareholder should complete and submit the form of proxy despatched to Shareholders (the "Shareholder Proxy Form").
- Subject to paragraph 5 below, to allow persons (individually a "Depositor" and collectively the "Depositors") whose names are listed on the depository register (the "Depository Register") maintained by The Central Depository (Pte) Limited ("CDP") as at 10.15 a.m. on 17 October 2007 (the "Cut Off Date") to attend the SGM, arrangements have been made for CDP to issue a proxy form appointing each of the Depositors (other than Depositors which are corporations) as at the Cut Off Date, as its proxy/proxies to attend and vote at the SGM, in respect of such number of shares set out opposite their respective names in the Depository Register as at the Cut Off Date. Accordingly, a Depositor (other than a Depositor which is a corporation) who wishes to attend and vote in person at the SGM may do so without having to submit the form of proxy despatched to Depositors (the "Depositor Proxy Form"), provided that a Depositor which is a corporation and which wishes to attend the SGM must submit the Depositor Proxy Form for the nomination of person(s) to attend and vote at the SGM on behalf of CDP.
- If a Depositor wishes to nominate person(s) to attend and vote at the SGM in his stead on behalf of CDP, the Depositor should complete and submit the Depositor Proxy Form.
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