

**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.

**General Announcement**

Initiated by GUOCOLAND on 23/04/2008 03:59:54 PM  
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**Submitted****Company Information**

Main Board/ Second Board Company  
New Announcement

**Submitting Investment****Bank/Advisor (if applicable)****Submitting Secretarial Firm (if applicable)**

* Company name	GUOCOLAND (MALAYSIA) BERHAD
* Stock name	GUOCO
* Stock code	1503
* Contact person	Ms Tanny Lim Yew Yoke
* Designation	Company Secretary
* Contact number	03-21642454
E-mail address	yylim@hongleong.com.my

**Type \*** **Announcement****Subject \*:** PROPOSED ACQUISITION OF 100% EQUITY INTEREST IN RAIKON BUILDING MANAGEMENT CO SDN BHD

**Note:** If the announcement is a long announcement, please summarize the announcement in the contents and enter the details of the announcement in the Announcement Details or attached the full details of the announcement as attachment.

**Contents \*:-**

*(This field is to be used for the summary of the announcement)*

GuocoLand (Malaysia) Berhad ("GLM" or the "Company") writes to inform that the Company had, on 23 April 2008, entered into a conditional Sale of Shares Agreement ("SSA") with Hong Leong Financial Group Berhad ("HLFG") to acquire 100% equity interest in Raikon Building Management Co Sdn Bhd ("Raikon") for a cash consideration based on the net assets ("NA") of Raikon as at the last day of the calendar month on which all the conditions precedent under the SSA have been fulfilled or waived ("Proposed Acquisition").

Raikon is a private limited company incorporated in Malaysia on 18 May 1989. It has an authorised capital of RM1,000,000 divided into 990,000 ordinary shares of RM1.00 each and 1,000,000 redeemable preference shares of par value of RM0.01 each. The issued and paid-up share capital of Raikon is RM501,000 divided into 500,000 ordinary shares of RM1.00 each fully paid up ("Issued Shares") and 100,000 redeemable preference shares ("RPS") of par value RM0.01 each. The RPS has a premium of RM0.99 each. Raikon is principally engaged in property services.

The Issued Shares and RPS shall collectively be referred to as the "Acquisition Shares". The Proposed Acquisition is in relation to the entire Acquisition Shares.

The purchase consideration of the Proposed Acquisition shall be the amount as agreed between GLM and HLFG to be the NA of Raikon as at the last day of the calendar month on which all the conditions precedent under the SSA have been fulfilled or waived, as the case may be ("Completion Date"). For illustration purpose, based on the NA derived from latest management accounts of Raikon as at 31 March 2008, the indicative purchase consideration for the Proposed Acquisition is RM1,666,000.

The audited NA of Raikon as at 30 June 2007 is RM1,138,000 and the audited profit after tax of Raikon for the financial year ended 30 June 2007 is RM1,002,000.

The purchase consideration shall be received from GLM within five (5) business days after the management accounts of Raikon

as at the Completion Date shall have been prepared. The management accounts shall be prepared within 14 days from Completion Date. The purchase consideration will be financed from internally generated funds.

The original cost of investment by HLFM in the Acquisition Shares was RM1.00 in the Issued Shares and RM100,000 in the RPS made on 10 May 2002 and 28 December 2005 respectively.

The Acquisition Shares will be acquired free from all encumbrances and together with all rights, title, benefits and advantages attaching thereto including all dividends and distributions declared with effect from the Completion Date.

The Proposed Acquisition will provide synergistic benefits to the GLM Group.

The Proposed Acquisition will not have any effect on the share capital and substantial shareholding of GLM as the consideration is wholly in cash. The Proposed Acquisition will not have any material effect on the earnings and NA per share and gearing of the GLM Group for the financial year ending 30 June 2008.

Hong Leong Company (Malaysia) Berhad ("HLCM") is a major shareholder of GLM and HLFM. YBhg Tan Sri Quek Leng Chan is a Director and deemed major shareholder of GLM and HLFM. Mr Quek Leng Chye, a deemed major shareholder of GLM and HLFM, also has direct interest in the shares of HLFM. YBhg Tan Sri Quek Leng Chan and Mr Quek Leng Chye are brothers. Save as disclosed, GLM is not aware of any of its other Directors, major shareholders or any persons connected to the Directors and major shareholders having any interest, direct or indirect, in the Proposed Acquisition.

The Proposed Acquisition is subject to the approval of the Foreign Investment Committee. Approval of the shareholders of GLM is not required for the Proposed Acquisition.

The Proposed Acquisition is expected to be completed by end of second quarter of 2008.

The Board of Directors of GLM is of the opinion that the Proposed Acquisition is in the best interest of the GLM Group.

A copy of SSA is available for inspection at the Registered Office of GLM at Level 10, Wisma Hong Leong, 18 Jalan Perak, 50450 Kuala Lumpur during normal office hours from Mondays to Fridays (except public holidays) within three (3) months from the date of this announcement.

This announcement is dated 23 April 2008.

**Announcement Details :-**

*(This field is for the details of the announcement, if applicable)*

**Attachment(s):- (please attach the attachments here)**

- No Attachment Found -

**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:**