

**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 notices 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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<b>Notice of a Director's (including a director who is a substantial shareholder) Interest and Change in Interest *</b>	
* Asterisks denote mandatory information	
Name of Announcer *	GUOCOLAND LIMITED
Company Registration No.	197600660W
Announcement submitted on behalf of	GUOCOLAND LIMITED
Announcement is submitted with respect to *	GUOCOLAND LIMITED
Announcement is submitted by *	DAWN PAMELA LUM
Designation *	GROUP COMPANY SECRETARY
Date & Time of Broadcast	07-Aug-2008 19:45:04
Announcement No.	00143

**>> Announcement Details**

The details of the announcement start here ...

**>> PART I [Please complete this part]**

1. Date of notice to issuer *	07-08-2008
2. Name of Director *	QUEK LENG CHAN
3. Please tick one or more appropriate box(es): *	<input checked="" type="checkbox"/> Notice of a Director's (including a director who is a substantial shareholder) Interest and Change in Interest. [Please complete Part II and IV]

**>> PART II**

1. Date of change of Deemed Interest	06-08-2008
2. Name of Registered Holder	GuocoLand Assets Pte. Ltd. ("GAPL")
3. Circumstance(s) giving rise to the interest or change in interest	# Others
# Please specify details	Open Market Purchases of GuocoLand Limited ("GLL") shares on 6 August 2008 and 7 August 2008 by GAPL. Deemed to be interested in the shares of GLL held by GAPL by virtue of the provisions of Section 7 of the Companies Act, Cap. 50.
4. Information relating to shares held in the name of the Registered Holder	
No. of Shares held before the change	575,325,320
As a percentage of issued share capital	64.82 %
No. of Shares which are subject of this notice	117,000
As a percentage of issued share capital	0.0132 %
Amount of consideration (excluding brokerage and stamp duties) per share paid or received	2.1651
No. of Shares held after the change	575,442,320
As a percentage of issued share capital	

64.84 %
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**>> PART III**

1. Date of change of [Select Option]	
2. The change in the percentage level	From % To %
3. Circumstance(s) giving rise to the interest or change in interest	[Select Option]
# Please specify details	
4. A statement of whether the change in the percentage level is the result of a transaction or a series of transactions:	

**>> PART IV**

1. Holdings of Director , including direct and deemed interest :

	Direct	Deemed
No. of shares held before the change	20,062,965	575,325,320
As a percentage of issued share capital	2.26 %	64.82 %
No. of shares held after the change	20,062,965	575,442,320
As a percentage of issued share capital	2.26 %	64.84 %

Footnotes

The percentage of the issued share capital before and after the transaction is based on the Company's issued ordinary share capital of 887,529,957 as at 6 August 2008.

Attachments

Total size = 0  
(2048K size limit recommended)

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* Asterisks denote mandatory information	
Name of Announcer *	GUOCOLAND LIMITED
Company Registration No.	197600660W
Announcement submitted on behalf of	GUOCOLAND LIMITED
Announcement is submitted with respect to *	GUOCOLAND LIMITED
Announcement is submitted by *	DAWN PAMELA LUM
Designation *	GROUP COMPANY SECRETARY
Date & Time of Broadcast	07-Aug-2008 19:51:14
Announcement No.	00144

**>> Announcement Details**

The details of the announcement start here ...

**>> PART I [Please complete this part]**

1. Date of notice to issuer *	07-08-2008
2. Name of Director *	QUEK LENG CHAN
3. Please tick one or more appropriate box(es): *	<input checked="" type="checkbox"/> Notice of a Director's (including a director who is a substantial shareholder) Interest and Change in Interest. [Please complete Part II and IV]

**>> PART II**

1. Date of change of <u>Deemed Interest</u>	05-08-2008
2. Name of Registered Holder	(1) Hong Leong Assurance Berhad & (2) Hong Leong Bank Berhad
3. Circumstance(s) giving rise to the interest or change in interest	# Others
# Please specify details	Purchases by (1) Hong Leong Assurance Berhad (HLA) of 5,000,000 GuocoLand Limited (GLL) Convertible Bonds (CBs) on 5 August 2008 and 2,000,000 CBs on 6 August 2008 and (2) Hong Leong Bank Berhad (HLB) of 2,000,000 CBs on 6 August 2008. The CBs are convertible into new ordinary shares in the capital of GLL at the conversion price of \$5.507 per share. Deemed to be interested in the CBs held by HLA and HLB respectively by virtue of Section 7 of the Companies Act, Cap. 50.
4. Information relating to shares held in the name of the Registered Holder	
No. of <u>Options</u> held before the change	56,000,000
As a percentage of issued share capital	0 %
No. of Options which are subject of this notice	9,000,000
As a percentage of issued share capital	0 %
Amount of consideration (excluding brokerage and stamp duties) per share paid or received	0.7356

No. of Options held after the change	65,000,000
As a percentage of issued share capital	0 %

>> PART III

1. Date of change of [Select Option]
2. The change in the percentage level
3. Circumstance(s) giving rise to the interest or change in interest   
# Please specify details
4. A statement of whether the change in the percentage level is the result of a transaction or a series of transactions:

>> PART IV

1. Holdings of Director , including direct and deemed interest :

	Direct	Deemed
No. of shares held before the change	0	56,000,000
As a percentage of issued share capital	0 %	0 %
No. of shares held after the change	0	65,000,000
As a percentage of issued share capital	0 %	0 %

Footnotes

The CBs are convertible into fully paid ordinary shares of GuocoLand Limited (GLL) pursuant to the terms and conditions of GLL's offering circular dated 4 May 2007.

Attachments

Total size = 0  
(2048K size limit recommended)

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