

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



國浩集團有限公司

**Guoco Group Limited**

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 53)

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND  
MEMBER OF BOARD COMMITTEES**

The board of directors (the “Board”) of Guoco Group Limited (the “Company”) is pleased to announce that Mr. Roderic N. A. Sage has been appointed as an Independent Non-executive Director (“INED”) of the Company as well as a member of the Board Audit Committee (“BAC”) and Board Remuneration Committee (“BRC”) with effective from 2 October 2009.

Mr. Roderic N. A. Sage (“Mr. Sage”), aged 56, is the Chief Executive Officer of a specialist tax, corporate services and trust consultancy firm in Hong Kong. Prior to that, Mr. Sage had worked with KPMG Hong Kong over 20 years until 2003, as a senior partner and member of the management board of KPMG. He has been granted fellow status with the Institute of Chartered Accountants in England and Wales and with the Hong Kong Institute of Certified Public Accountants. He is also an associate member of the Institute of Taxation in England. He has over 30 years’ experience in accounting, international tax planning and investment structuring enhanced by considerable knowledge of cross-boarder and onshore and offshore transactions and structures.

Mr. Sage is a Convenor of the Financial Reporting Review Panel of Hong Kong’s Financial Reporting Council, an independent body tasked to investigate auditing and accounting irregularities in respect of listed entities. He is an INED of Tai Ping Carpets International Limited listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and an INED of the Alpha Tiger Fund listed on London’s Alternative Investment Market. Save as disclosed herein, Mr. Sage did not hold any directorship in other listed public companies in the past three years or any other positions with the Company and other members of the Company’s group.

There is no service contract between Mr. Sage and the Company. Mr. Sage is not appointed for a specific term of service with the Company but will be subject to retirement by rotation and re-election at the annual general meetings pursuant to the Company’s Bye-laws. He will be entitled to a director’s fee which will be proposed by the Board and subject to shareholders’ approval at the annual general meetings of the Company. As at the date hereof, Mr. Sage does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. He does not have any relationship with any other directors, senior management or substantial or controlling shareholders of the Company.

Save as disclosed above, there is no other matter that needs to be brought to the attention of the shareholders of the Company and there is no information to be disclosed pursuant to any of the requirements of Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”).

Following the appointment of Mr. Sage as an INED and a member of the BAC and BRC, the Company has complied with the minimum number of INEDs required under Rules 3.10(1) and 3.21 of the Listing Rules and the requirement to have a majority of the BRC members being INEDs as set out in the Code of Corporate Governance Practices of the Company.

The Company takes this opportunity to welcome Mr. Sage to join the Board.

As at the date of this announcement, the Board comprises Mr. Quek Leng Chan as Executive Chairman; Mr. Kwek Leng Hai as President and CEO; Mr. Tan Lim Heng, Mr. James Eng, Jr. and Mr. Ding Wai Chuen as executive directors; Mr. Kwek Leng San as non-executive director and Mr. Sat Pal Khattar, Mr. Volker Stoeckel and Mr. Roderic N. A. Sage as independent non-executive directors.

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

Hong Kong, 2 October 2009