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**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 Group Limited currently comprises Mr. Quek Leng Chan as Executive Chairman; Mr. Kwek Leng Hai as President, CEO; Mr. Tan Lim Heng 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.

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Miscellaneous	
* 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	03-Nov-2010 18:01:00
Announcement No.	00133

[>> Announcement Details](#)  
 The details of the announcement start here ...

Announcement Title \* ADJUSTMENT TO THE CONVERSION PRICE OF THE S\$7.2 MILLION TRANCHE 1 CONVERTIBLE BONDS DUE 2012 AND S\$345 MILLION TRANCHE 2 CONVERTIBLE BONDS DUE 2012

Description

**Attachments**  
 [Rights-CB-PriceAdjustment.pdf](#)  
 Total size = **24K**  
 (2048K size limit recommended)

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**THE PROPOSED RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE OF 295,843,319 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY (THE "RIGHTS SHARES") AT AN ISSUE PRICE OF S\$1.80 FOR EACH RIGHTS SHARE, ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY THREE (3) EXISTING ORDINARY SHARES IN THE CAPITAL OF THE COMPANY ("SHARES") HELD AS AT THE BOOKS CLOSURE DATE, FRACTIONAL ENTITLEMENTS TO BE DISREGARDED (THE "RIGHTS ISSUE")**

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**ADJUSTMENT TO THE CONVERSION PRICE OF THE S\$7.2 MILLION TRANCHE 1 CONVERTIBLE BONDS DUE 2012 AND S\$345 MILLION TRANCHE 2 CONVERTIBLE BONDS DUE 2012 (COLLECTIVELY, THE "CONVERTIBLE BONDS")**

*Unless otherwise defined, capitalised terms used herein shall bear the same meaning ascribed to them as in the circular dated 29 September 2010 issued by GuocoLand Limited (the "**Company**") to its shareholders (the "**Shareholders**") in relation to the Rights Issue.*

Further to the Company's announcements on SGXNET dated 27 August 2010, 22 September 2010, 29 September 2010, 15 October 2010 and 22 October 2010 in relation to the Rights issue, the Company wishes to announce that upon completion of the Rights Issue, the existing conversion price of the Convertible Bonds (the "**Conversion Price**") of S\$5.507 per Share will be adjusted to S\$5.284 per Share in accordance with the terms and conditions of the Convertible Bonds. The adjustment to the Conversion Price is expected to take effect on 6 December 2010, being the expected date of issue of the Rights Shares.

A copy of this announcement will be despatched to The Hongkong and Shanghai Banking Corporation Limited, the trustee for the Convertible Bonds, for distribution to the holders of the Convertible Bonds.

BY ORDER OF THE  
BOARD OF DIRECTORS

Dawn Pamela Lum  
Group Company Secretary

3 November 2010

Submitted by Dawn Pamela Lum, Group Company Secretary on 03/11/2010 to the SGX-ST.