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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 notices 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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**Notice of a Director's (including a director who is a substantial shareholder) Interest and Change in Interest \***

\* Asterisks denote mandatory information

|   |                         |
|---|-------------------------|
| Name of Announcer *                         | GUOCOLEISURE LIMITED    |
| Company Registration No.                    | EC27568                 |
| Announcement submitted on behalf of         | GUOCOLEISURE LIMITED    |
| Announcement is submitted with respect to * | GUOCOLEISURE LIMITED    |
| Announcement is submitted by *              | SEOK HUI BLACKWELL      |
| Designation *                               | GROUP COMPANY SECRETARY |
| Date & Time of Broadcast                    | 19-Nov-2010 17:04:37    |
| Announcement No.                            | 00040                   |

>> **Announcement Details**

The details of the announcement start here ...

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

|   |  |
|---|--|
| 1. Date of notice to issuer *                     | 18-11-2010   |
| 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  | 15-11-2010  |
| 2. Name of Registered Holder  | The Central Depository (Pte) Limited [Beneficiary: GuocoLeisure Assets Limited ("GLAL"), a wholly-owned subsidiary of Guoco Group Limited.]   |
| 3. Circumstance(s) giving rise to the interest or change in interest                      | Open Market Purchase  |
| # Please specify details  | Purchase in the open market by GLAL. Quek Leng Chan is deemed to be interested in the shares of GL held by GLAL by virtue of the operation 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  | 898,496,434   |
| As a percentage of issued share capital   | 65.68 %   |
| No. of Shares which are subject of this notice  | 367,000   |
| As a percentage of issued share capital   | 0.027 %   |
| Amount of consideration (excluding brokerage and stamp duties) per share paid or received | 0.69  |
| No. of Shares held after the change   | 898,863,434   |
| As a percentage of issued share capital   |   |

|  |         |
|--|---------|
|  | 65.70 % |
|--|---------|

**>> PART III**

|  |                 |
|--|-----------------|
| 1. Date of change of <u>[Select Option]</u>  |                 |
| 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    | 735,000 | 898,496,434 |
| As a percentage of issued share capital | 0.05 %  | 65.68 %     |
| No. of shares held after the change     | 735,000 | 898,863,434 |
| As a percentage of issued share capital | 0.05 %  | 65.70 %     |

Footnotes Percentage is based on issued share capital of 1,368,063,633 shares as at 15 November 2010.

**Attachments** Total size = 0  
(2048K size limit recommended)

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**Notice of a Director's (including a director who is a substantial shareholder) Interest and Change in Interest \***

\* Asterisks denote mandatory information

|   |                         |
|---|-------------------------|
| Name of Announcer *                         | GUOCOLEISURE LIMITED    |
| Company Registration No.                    | EC27568                 |
| Announcement submitted on behalf of         | GUOCOLEISURE LIMITED    |
| Announcement is submitted with respect to * | GUOCOLEISURE LIMITED    |
| Announcement is submitted by *              | SEOK HUI BLACKWELL      |
| Designation *                               | GROUP COMPANY SECRETARY |
| Date & Time of Broadcast                    | 19-Nov-2010 17:05:47    |
| Announcement No.                            | 00041                   |

>> **Announcement Details**

The details of the announcement start here ...

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

|   |  |
|---|--|
| 1. Date of notice to issuer *                     | 18-11-2010   |
| 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  | 16-11-2010  |
| 2. Name of Registered Holder  | The Central Depository (Pte) Limited [Beneficiary: GuocoLeisure Assets Limited ("GLAL"), a wholly-owned subsidiary of Guoco Group Limited.]   |
| 3. Circumstance(s) giving rise to the interest or change in interest                      | Open Market Purchase  |
| # Please specify details  | Purchase in the open market by GLAL. Quek Leng Chan is deemed to be interested in the shares of GL held by GLAL by virtue of the operation 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  | 898,863,434   |
| As a percentage of issued share capital   | 65.70 %   |
| No. of Shares which are subject of this notice  | 240,000   |
| As a percentage of issued share capital   | 0.018 %   |
| Amount of consideration (excluding brokerage and stamp duties) per share paid or received | 0.68833   |
| No. of Shares held after the change   | 899,103,434   |
| As a percentage of issued share capital   |   |

|  |         |
|--|---------|
|  | 65.72 % |
|--|---------|

**>> PART III**

|  |                 |
|--|-----------------|
| 1. Date of change of <u>[Select Option]</u>  |                 |
| 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 :

|   | <b>Direct</b> | <b>Deemed</b> |
|---|---------------|---------------|
| No. of shares held before the change    | 735,000       | 898,863,434   |
| As a percentage of issued share capital | 0.05 %        | 65.70 %       |
| No. of shares held after the change     | 735,000       | 899,103,434   |
| As a percentage of issued share capital | 0.05 %        | 65.72 %       |

Footnotes Percentage is based on issued share capital of 1,368,063,633 shares as at 16 November 2010.

**Attachments** Total size = 0  
(2048K size limit recommended)

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