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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	06-Dec-2010 17:43:01
Announcement No.	00076

>> ANNOUNCEMENT DETAILS

The details of the announcement start here ...

Announcement Title *	RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE OF SHARES
Description	
Attachments	<p> GLLRightsSharesListing-061210.pdf Total size = 23K (2048K size limit recommended)</p>

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RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE OF SHARES

- 1. LISTING AND QUOTATION OF 295,843,319 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY (THE "RIGHTS SHARES")**
- 2. S\$7.2 MILLION IN PRINCIPAL AMOUNT OF TRANCHE 1 CONVERTIBLE BONDS DUE 2012 AND S\$345 MILLION IN PRINCIPAL AMOUNT OF TRANCHE 2 CONVERTIBLE BONDS DUE 2012 (COLLECTIVELY, THE "CONVERTIBLE BONDS") – ADJUSTMENT TO CONVERSION PRICE**
- 3. SHARE OPTIONS GRANTED UNDER THE GUOCOLAND LIMITED EXECUTIVES' SHARE OPTION SCHEME 2008 ("ESOS 2008") AND THE GUOCOLAND LIMITED EXECUTIVES' SHARE OPTION SCHEME 2004 ("ESOS 2004") (COLLECTIVELY, THE "SHARE OPTIONS") – ADJUSTMENT TO EXERCISE PRICE AND NUMBER**

Unless otherwise defined, terms used in this announcement bear the same meanings as defined in the Company's Offer Information Statement dated 10 November 2010.

1. LISTING AND QUOTATION OF THE RIGHTS SHARES

Further to the announcement dated 2 December 2010 made by GuocoLand Limited (the "**Company**"), the Company is pleased to announce that the Rights Shares have been allotted and issued by the Company pursuant to the Rights Issue. The Rights Shares will be listed and quoted on the Main Board of the SGX-ST with effect from 9.00 a.m. on 7 December 2010.

2. ADJUSTMENT TO THE CONVERSION PRICE OF THE CONVERTIBLE BONDS

Further to the Company's announcement dated 3 November 2010, the Company wishes to announce that, following the issue of the Rights Shares today, the conversion price of the Convertible Bonds has been adjusted from S\$5.507 per Share to **S\$5.284 per Share** with effect from today.

3. ADJUSTMENT TO THE EXERCISE PRICE AND NUMBER OF THE SHARE OPTIONS

The Company wishes to announce that, following the issue of the Rights Shares today, the Company has adjusted the exercise price and the number of the outstanding Share Options as follows:

	Date of Grant	Original Number of Share Options	Adjusted Number of Share Options	Original Exercise Price	Adjusted Exercise Price
ESOS 2004	19 January 2007	24,186,750	25,862,893	S\$2.328	S\$2.177
ESOS 2008	28 September 2009	8,250,000	8,821,725	S\$2.290	S\$2.142

Separate notifications regarding the above adjustments to the Share Options will be sent to the holders of the Share Options.

BY ORDER OF THE
BOARD OF DIRECTORS

Dawn Pamela Lum
Group Company Secretary

6 December 2010

Submitted by Dawn Pamela Lum, Group Company Secretary on 06/12/2010 to the SGX-ST.