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## **MAJOR TRANSACTION**

### **Mandatory Cash Offer by All Global Investments Limited for The Rank Group Plc**

#### **Offer Becomes Unconditional**

Guoco is pleased to announce that the Acceptance Condition has now been satisfied and the Offer is therefore unconditional in all respects.

The Offer will remain open for acceptance until further notice, and at least 14 days' notice will be given of the closing of the Offer.

Reference is made to the announcements of Guoco dated 9 May 2011 and 31 May 2011 (the "Announcements") regarding the possible major transaction in relation to the Offer. Terms used herein shall have the same meanings as those defined in the Announcements unless defined otherwise.

#### **Offer Becomes Unconditional**

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#### **Level of Acceptances**

As at 1:00 p.m. (London time) on 7 June 2011, the Offeror had received valid acceptances from Rank Shareholders in respect of 60,738,410 Rank Shares representing approximately 15.6% of the existing issued share capital of Rank. The Offeror may count 220,225,312 Rank Shares (representing approximately 56.4% of the existing issued share capital of Rank) towards the satisfaction of the Acceptance Condition.

The Offer will remain open for acceptance until further notice, and at least 14 days' notice will be given of the closing of the Offer.

#### **General**

Referring to the announcement of Guoco dated 31 May 2011, an initial circular containing information required under Rule 14.67A(2) of the HK Listing Rules will be despatched to the

Shareholders no later than 24 June 2011. A supplemental circular containing information required under Rule 14.67A(3) of the HK Listing Rules will be despatched to the Shareholders within 45 days of the earlier of (1) Guoco being able to gain access to Rank's books and records for the purpose of complying with the disclosure requirements under the HK Listing Rules in respect of Rank and the enlarged group; and (2) Guoco being able to exercise control over Rank.

Guoco will issue further announcement(s) on the progress of the Offer as appropriate in due course.

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 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, 8 June 2011