

**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.)*

This announcement is made by GuocoLand Limited, a subsidiary of Guoco Group Limited, listed on the Singapore Securities Trading Limited, regarding the closing of its general offer for GuocoLand (Malaysia) Berhad.

**GUOCOLAND LIMITED** (REG. NO. 197600660W)

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**GENERAL OFFER FOR GUOCOLAND (MALAYSIA) BERHAD**

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Further to the announcements by GuocoLand Limited ("GLL" or the "Company") on 27 April 2006, 2 May 2006 and 11 May 2006 relating to the mandatory offer by its wholly-owned subsidiary, GLL (Malaysia) Pte. Ltd. ("GLLM") to acquire the shares of GuocoLand (Malaysia) Berhad ("GLM") for a cash consideration of RM0.78 per GLM share ("Offer"), the Company wishes to announce that the Offer has closed at 5.00 p.m. (Malaysian time) on 7 June 2006 ("Closing Date").

As at the Closing Date, GLLM has received valid acceptances in respect of 73,532,963 GLM shares, representing 10.50% of the issued and paid-up share capital of GLM. GLLM's shareholding in GLM has increased from 46.74% as at the launch of the Offer on 27 April 2006 to 64.03% comprising a total of 448,516,220 GLM shares as at the Closing Date.

The net tangible assets ("NTA") per share of the GLM group as at 31 March 2006 was RM1.07 and the earnings per share ("EPS") was 1.07 sen. Based on the latest audited consolidated accounts of GLL as at 30 June 2005, the increase in GLLM's shareholding in GLM is expected to result in an increase in the EPS of the GLL Group from 11.54 cents to 13.89 cents due to recognition of negative goodwill but is not expected to have any material effect on the NTA per share of the GLL Group.

Dated this 7<sup>th</sup> day of June 2006

By Order of the Board

Dawn Pamela Lum  
Group Company Secretary

Submitted by Dawn Pamela Lum, Group Company Secretary on 07/06/2006 to the SGX-ST