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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 13.10(B) 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 as executive director; Mr. Kwek Leng San as non-executive director and Mr. Volker Stoeckel, Mr. Roderic N. A. Sage and Mr. David Michael Norman as independent non-executive directors.

FIRST QUARTER RESULTS * FINANCIAL STATEMENT AND RELATED ANNOUNCEMENT



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	25-Oct-2013 17:55:09
Announcement No.	00123

>> ANNOUNCEMENT DETAILS

The details of the announcement start here

For the Financial Period Ended *	30-09-2013
Description	
Attachments	SGX-Sep2013.pdf Total size =207K (2048K size limit recommended)



UNAUDITED FIRST QUARTER FINANCIAL STATEMENT ANNOUNCEMENT FOR THE PERIOD ENDED 30 SEPTEMBER 2013

1(a) An income statement (for the Group) together with a comparative statement for the corresponding period of the immediately preceding financial year.

	The Group		
	First Quarter Ended		Increase/
	30/09/2013	30/09/2012	(Decrease)
	S\$'000	S\$'000	%
Revenue	233,947	181,604	29
Cost of sales	(189,678)	(141,180)	34
Gross profit	44,269	40,424	10
Other income	110,879	7,499	N/M
Administrative expenses	(17,164)	(14,297)	20
Other expenses	(9,565)	(6,106)	57
Finance costs	(23,165)	(13,799)	68
Share of profit of associates and jointly-controlled entities (net of tax)	1,863	2,828	(34)
Profit before tax	107,117	16,549	N/M
Tax expense	(22,415)	(7,392)	N/M
Profit for the period	84,702	9,157	N/M
Profit attributable to:			
Equity holders of the Company	83,696	9,039	N/M
Non-controlling interests	1,006	118	N/M
	84,702	9,157	N/M
			1

N/M: Not meaningful.

1(a)(i) Breakdown and explanatory notes to the income statement:-

	The G First Quar 30/09/2013 S\$'000	ter Ended	Increase/ (Decrease) %
Dividend income from equity securities	2	145	(99)
Interest income	1,942	385	N/M
Depreciation of property, plant and equipment	(2,129)	(1,822)	17
Gain on disposal of property, plant and equipment	95	-	N/M
Writeback of allowance for doubtful receivables	41	-	N/M
Net fair value gain on derivative financial instruments	8,346	4,475	87
Net foreign exchange loss	(8,668)	(5,426)	60
Gain on disposal of interests in subsidiaries	98,935	-	N/M

N/M : Not meaningful.



1(b)(i) A statement of financial position (for the issuer and Group), together with a comparative statement as at the end of the immediately preceding financial year.

	The Group As At		The Company As At	
	30/09/2013 S\$'000	30/06/2013 S\$'000	30/09/2013 S\$'000	30/06/2013 S\$'000
Non-current assets				
Property, plant and equipment	395,866	398,849	-	-
Investment properties	2,070,590	2,056,102	-	-
Subsidiaries	-	-	2,529,728	2,527,676
Associates and jointly-controlled entities	480,972	492,365	-	=
Other receivables, including derivatives Other investments	2,670 1,502	1,931 1,582	- -	-
Deferred tax assets	54,499	62,310	_	_
	3,006,099	3,013,139	2,529,728	2,527,676
Current assets		-,,	,, -	,- ,
Inventories	4,641,010	4,826,747	-	-
Trade and other receivables, including				
derivatives	352,694	380,657	9,027	9,006
Cash and cash equivalents	1,126,811	934,340	557	7,138
	6,120,515	6,141,744	9,584	16,144
Total assets	9,126,614	9,154,883	2,539,312	2,543,820
Equity				
Share capital	1,926,053	1,926,053	1,926,053	1,926,053
Reserves	596,161	520,509	86,860	91,374
Equity attributable to ordinary equity				
holders of the Company	2,522,214	2,446,562	2,012,913	2,017,427
Perpetual securities	201,776	199,406	-	-
	2,723,990	2,645,968	2,012,913	2,017,427
Non-controlling interests	125,510	129,133	-	-
Total equity	2,849,500	2,775,101	2,012,913	2,017,427
Non-current liabilities				
Other payables, including derivatives	139,784	131,356	384,217	464,591
Loans and borrowings	3,913,786	3,868,331	-	-
Deferred tax liabilities	61,833	58,522	=	=
	4,115,403	4,058,209	384,217	464,591
Current liabilities				
Trade and other payables, including				
derivatives	637,644	747,480	1,118	738
Loans and borrowings	1,466,685	1,504,004	140,000	60,000
Current tax liabilities	57,382	70,089	1,064	1,064
	2,161,711	2,321,573	142,182	61,802
Total liabilities	6,277,114	6,379,782	526,399	526,393
Total equity and liabilities	9,126,614	9,154,883	2,539,312	2,543,820

1(b)(ii) Aggregate amount of Group's borrowings and debt securities.

Amount repayable in one year or less, or on demand

As at 30/09/2013 (S\$'000)	As at 30/06/2013 (S\$'000)

Secured	Unsecured	Secured	Unsecured
	0.15 500	0.17.000	000 100
551,146	915,539	617,808	886,196

Amount repayable after one year

As at 30/09/2013 (S\$'000	As at 30/06/2013 (S\$'000)

Secured	Unsecured	Secured	Unsecured
2,175,060	1,738,726	2,179,163	1,689,168

Details of any collateral

The Group's assets pledged/mortgaged to secure loan facilities granted to the Group are as follows:-

	The Group As At	
	30/09/2013 S\$'000	30/06/2013 S\$'000
At carrying amounts:-		
Property, plant and equipment	269,233	271,199
Investment properties	1,537,135	1,522,091
Inventories	2,118,938	2,447,628



1(c) A cash flow statement (for the Group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

	The Group First Quarter Ended	
	30/09/2013 S\$'000	30/09/2012 S\$'000
Cash flows from operating activities Profit before tax	107,117	16,549
Adjustments for:- Amortisation of transaction costs on loans and borrowings Depreciation of property, plant and equipment Dividend income from equity securities Gain on disposal of property, plant and equipment Net fair value gain on derivative financial instruments Finance costs Interest income Writeback of allowance for doubtful receivables Gain on disposal of interests in subsidiaries Share of profit of associates and jointly-controlled entities (net of tax) (Writeback of share-based payments)/Share-based payments	1,159 2,129 (2) (95) (8,346) 23,165 (1,942) (41) (98,935) (1,863) (6)	951 1,822 (145) - (4,475) 13,799 (385) - (2,828) 412
Changes in:- Inventories Trade and other receivables Trade and other payables Balances with holding companies and related corporations	22,340 (37,926) 31,996 (18,864) 3,114	25,700 30,473 (30,684) (73,185) 1,339
Cash generated from operating activities Tax paid	660 (20,516)	(46,357) (12,431)
Net cash from operating activities	(19,856)	(58,788)
Cash flows from investing activities Additions to investment properties Additions to property, plant and equipment Balances with associates and jointly-controlled entities Dividends received from associates and jointly-controlled entities Dividends received from equity securities Proceeds from disposal of interests in subsidiaries Proceeds from disposal of property, plant and equipment	(8,770) (1,053) (1,222) 7,310 2 244,708 96	(8,101) (1,144) (464) 1,869 145
Net cash from investing activities	241,071	(7,695)

	The G First Quai 30/09/2013 S\$'000	roup 'ter Ended 30/09/2012 S\$'000
Cash flows from financing activities		
Dividends paid to non-controlling interests	-	(9, 267)
Interest paid	(48,840)	(41,461)
Interest received	967	416
Proceeds from loans and borrowings	160,082	163,978
Proceeds from loans from non-controlling interests of subsidiaries	2,010	1,600
Repayment of loans and borrowings	(140,545)	(111,046)
Net cash from financing activities	(26,326)	4,220
Net increase/(decrease) in cash and cash equivalents	194,889	(62,263)
Cash and cash equivalents at beginning of the period	353,125	291,238
Exchange differences on translation of balances held in foreign currencies	(3,176)	(6,038)
Cash and cash equivalents at end of the period	544,838	222,937

For the purpose of the consolidated statement of cash flows, cash and cash equivalents are presented net of bank overdrafts repayable on demand, and exclude an amount of \$581.5 million pledged to financial institutions for bank loans in China as at 30 September 2013.

For the quarter ended 30 September 2013, net cash used in the Group's operating activities was \$19.9 million. Net cash from investing activities of \$241.1 million was mainly from proceeds from disposal of interests in subsidiaries. For financing activities, net cash used of \$26.3 million was mainly for interest payments.



1(d) Consolidated Statement of Comprehensive Income

	The G Full Yea 30/09/2013 S\$'000	Increase/ (Decrease) %	
Profit for the period	84,702	9,157	N/M
Other comprehensive income Items that are or may be reclassified subsequently to profit or loss: Translation differences relating to financial statements of foreign subsidiaries and associates	(7,628)	(46,391)	(84)
Translation reserve of subsidiaries reclassified to profit or loss upon disposal	(1,976)	-	N/M
Net change in fair value of available-for-sale securities	(80)	2,708	N/M
Other comprehensive income for the period, net of tax	(9,684)	(43,683)	(78)
Total comprehensive income for the period, net of tax	75,018	(34,526)	N/M
Attributable to: Equity holders of the Company	78,026	(34,826)	N/M
Non-controlling interests	(3,008)	300	N/M
Total comprehensive income for the period, net of tax	75,018	(34,526)	N/M

N/M : Not meaningful.



1(e)(i) A statement (for the issuer and Group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

Statement of Changes in Equity for the First Quarter ended 30 September 2013 and 30 September 2012

	←Attributable to ordinary equity holders of the Company→ Total						Non-	
	Share Capital S\$'000	Other Reserves* S\$'000	Accumulated Profits S\$'000	Ordinary Equity S\$'000	Perpetual Securities S\$'000	Total S\$'000	Controlling Interests S\$'000	Total Equity S\$'000
The Group At 1 July 2013	1,926,053	(162,345)	682,854	2,446,562	199,406	2,645,968	129,133	2,775,101
Total comprehensive income for the period Profit for the period	-	-	83,696	83,696	-	83,696	1,006	84,702
Other comprehensive income Translation differences relating to financial statements of		(2.22.1)		(0.00.1)		(0.004)	(0.00=)	(7.000)
foreign subsidiaries and associates Translation reserve of subsidiaries reclassified to profit	-	(3,631)	-	(3,631)	-	(3,631)	(3,997)	(7,628)
or loss upon disposal Net change in fair value of available-for-sale securities	-	(1,976) (63)	-	(1,976) (63)	-	(1,976) (63)	- (17)	(1,976) (80)
Total other comprehensive income, net of tax	-	(5,670)	-	(5,670)	-	(5,670)	(4,014)	(9,684)
Total comprehensive income for the period, net of tax	-	(5,670)	83,696	78,026	-	78,026	(3,008)	75,018
Transactions with equity holders, recorded directly in equity								
Contributions by and distributions to equity holders								
Accrued distribution for perpetual securities	-	-	(2,370)	(2,370)	2,370	-	- (2)	- (0)
Writeback of share-based payments	-	(4)	-	(4)	-	(4)	(2)	(6)
Total contributions by and distributions to equity holders	-	(4)	(2,370)	(2,374)	2,370	(4)	(2)	(6)
Changes in ownership interests in subsidiaries							(04.0)	(040)
Disposal of subsidiaries with non-controlling interests			<u> </u>	<u> </u>	-	-	(613) (613)	(613)
Total changes in ownership interests in subsidiaries	-	-	•	-	-	-	(013)	(613)
Total transactions with equity holders	-	(4)	(2,370)	(2,374)	2,370	(4)	(615)	(619)
At 30 September 2013	1,926,053	(168,019)	764,180	2,522,214	201,776	2,723,990	125,510	2,849,500

^{*} Include reserve for own shares, share option reserve, capital reserve, translation reserve, revaluation reserve, fair value reserve and merger reserve.

	←Attributable to ordinary equity holders of the Company→ Total						Non-	
	Share Capital S\$'000	Other Reserves* S\$'000	Accumulated Profits S\$'000	Ordinary Equity S\$'000	Perpetual Securities S\$'000	Total S\$'000	Controlling Interests S\$'000	Total Equity S\$'000
The Group		34 333	34 333		5 7 1 1 1 1 1 1 1 1 1 1		0 4 000	54 555
At 1 July 2012	1,926,053	(228,591)	698,753	2,396,215	-	2,396,215	136,185	2,532,400
Total comprehensive income for the period								
Profit for the period	-	-	9,039	9,039	-	9,039	118	9,157
Other comprehensive income								
Translation differences relating to financial statements of		(45 500)		(45 500)		(45 500)	(222)	/ / 2 2 2 4
foreign subsidiaries and associates	-	(45,702)	-	(45,702)	-	(45,702)	(689)	(46,391
Net change in fair value of available-for-sale securities	-	1,837	-	1,837	-	1,837	871	2,708
Total other comprehensive income, net of tax	-	(43,865)	-	(43,865)	-	(43,865)	182	(43,683
Total comprehensive income for the period, net of tax	-	(43,865)	9,039	(34,826)	-	(34,826)	300	(34,526)
Transactions with equity holders, recorded directly in equity								
Contributions by and distributions to equity holders								
Share-based payments	-	365	-	365	-	365	47	412
Dividends paid to non-controlling interests	-	-	-	-	-	-	(9,267)	(9,267
Total contributions by and distributions to equity holders	-	365	-	365	-	365	(9,220)	(8,855
Total transactions with equity holders	-	365	-	365	-	365	(9,220)	(8,855
At 30 September 2012	1,926,053	(272,091)	707,792	2,361,754	-	2,361,754	127,265	2,489,019

^{*} Include reserve for own shares, share option reserve, capital reserve, translation reserve, revaluation reserve, fair value reserve and merger reserve.

	Share Capital S\$'000	Other Reserves* S\$'000	Accumulated Profits S\$'000	Total Equity S\$'000
The Company At 1 July 2013	1,926,053	(162,047)	253,421	2,017,427
Loss for the period	-	-	(4,514)	(4,514)
Total comprehensive income for the period	-	-	(4,514)	(4,514)
Total transactions with equity holders	-	-	-	-
At 30 September 2013	1,926,053	(162,047)	248,907	2,012,913
At 1 July 2012	1,926,053	(159,141)	254,512	2,021,424
Loss for the period	_	-	(1,753)	(1,753)
Total comprehensive income for the period			(1,753)	(1,753)
Transactions with equity holders, recorded directly in equity				
Contributions by and distributions to equity holders Share-based payments	-	264	-	264
Total transactions with equity holders	-	264	-	264
At 30 September 2012	1,926,053	(158,877)	252,759	2,019,935

^{*}Include reserve for own shares, share option reserve and capital reserve.



1(e)(ii) Details of any changes in the Company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year. State the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year. A statement showing all sales, transfers, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

			As At 30/09/2013
(a)	Issued and fully paid ordinary shares (S\$'000):- At 1 July and 30 September 2013		1,926,053
(b)	Executives' share options issued:- At 1 July and 30 September 2013		
		30/09/2013	As At 30/09/2012
(c)	No. of shares that would be issued on exercise of all share options and assumed conversion of convertible bonds outstanding at end of the period	-	6,148,475
	Less: No. of shares that would be transferred by the Trust to eligible employees to satisfy the outstanding share options under the Executives' Share Option Scheme ("ESOS")	-	(6,148,475)
		-	-
		30/09/2013	As At 30/09/2012
(d)	No. of issued ordinary shares	1,183,373,276	1,183,373,276
	Less: No. of shares acquired by the Trust for ESOS	(73,604,933)	(73,604,933)
		1,109,768,343	1,109,768,343
	The total number of issued ordinary shares excluding shares at 30 September 2013 and 30 June 2013 is 1,109,768,343.	acquired by the Ti	rust for ESOS as
			As At 30/09/2013
(e)	No. of shares acquired by the Trust for ESOS:- At 1 July and 30 September 2013		73,604,933



2. Whether the figures have been audited or reviewed and in accordance with which auditing standard or practice.

The figures have neither been audited nor reviewed by our auditors.

3. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of a matter).

Not applicable.

4. Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied.

Except as disclosed in Item 5 below, the Group has applied the same accounting policies and methods of computation in the financial statements for the current financial period as those applied in the most recently audited financial statements of the Group for the financial year ended 30 June 2013.

5. If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.

The Group adopted various new/revised Financial Reporting Standards ("FRS") which took effect for financial year beginning 1 July 2013. The Group does not expect any significant financial impact on its financial position or performance from the adoption of these amendments to FRS.

6. Earnings per ordinary share of the Group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends.

		First Quarter End 30/09/2013 30/09	
	ings per ordinary share for the period based on the Group's profit utable to equity holders of the Company*:-		
a.	Based on weighted average number of ordinary shares in issue after adjusting for the shares held by the Trust for ESOS (cents)	7.33	0.81
	Weighted average number of ordinary shares ('000)	1,109,768	1,109,768
b.	On a fully diluted basis (cents)	7.33	0.81
	Weighted average number of ordinary shares ('000)	1,109,768	1,109,768

* After deducting accrued distribution for perpetual securities of \$2,370,000 for the quarter ended 30 September 2013.

The Group



- 7. Net asset value (for the issuer and Group) per ordinary share based on issued share capital of the issuer at the end of the:-
 - (a) current financial period reported on; and
 - (b) immediately preceding financial year.

		Group At	The Company As At		
	30/09/2013 S\$	30/06/2013 S\$	30/09/2013 S\$	30/06/2013 S\$	
Net asset value per ordinary share based on existing issued share capital after adjusting for the shares held by the Trust					
for ESOS	2.27	2.20	1.81	1.82	

- 8. A review of the performance of the Group, to the extent necessary for a reasonable understanding of the Group's business. It must include a discussion of the following:-
 - (a) any significant factors that affected the turnover, costs and earnings of the Group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
 - (b) any material factors that affected the cash flow, working capital, assets or liabilities of the Group during the current financial period reported on.

(i) Income statement

The Group recorded profit attributable to equity holders of \$83.7 million for the first quarter ended 30 September 2013, as compared to a profit of \$9.0 million for the previous corresponding quarter.

Revenue and gross profit for the quarter increased by 29% and 10% respectively. Higher revenue and gross profit were mainly due to revenue recognition for Seasons Park in Tianjin, China, on completed units which were handed over to buyers in September 2013.

Other income increased from \$7.5 million to \$110.9 million in the current quarter mainly due to a gain from sale of the Group's interest in subsidiaries. Other expenses increased by \$3.5 million to \$9.6 million for the current quarter mainly due to higher foreign exchange loss. Although foreign exchange loss had increased by \$3.2 million for the quarter, this had been offset by a higher fair value gain on the foreign exchange hedges.

Finance costs increased by 68% due to higher borrowings and lower capitalisation of interest expenses during the quarter. Tax expense increased by \$15.0 million mainly due to the gain from sale of subsidiaries.

(ii) Statement of financial position

The Group's equity attributable to equity holders increased by \$78.0 million to \$2.72 billion as at 30 September 2013. The increase was mainly attributable to profit recorded by the Group for the first quarter.

Inventories decreased by \$185.7 million mainly because the Group completed the disposal of its interest in a subsidiary during the quarter. Trade and other payables decreased by 15% to \$637.6 million as at 30 September 2013. The drop in trade and other payables was due to decrease in construction cost payable and sales proceeds received for sale of units in projects where revenue was yet to be recognised.

9. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results.

Nil.

10. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the Group operates and any known factors or events that may affect the Group in the next reporting period and the next 12 months.

The Group will continue to focus on strong execution of its current projects and will remain prudent on cost. Whilst the Group remains vigilant in managing its current businesses, the Group will also be watchful for suitable investment opportunities to add value to its portfolio.

11. Dividend

(a) Current Financial Period Reported On

No dividend was declared for the current financial period reported on.

(b) Corresponding Period of the Immediately Preceding Financial Year

No dividend was declared for the corresponding period of the immediately preceding financial year.

(c) Date payable

Not applicable.

(d) Books closure date

Not applicable.

12. Interested Person Transactions

The Company does not have a shareholders' mandate for interested person transactions.

13. Confirmation Pursuant to Rule 705(5) of the Listing Manual

The Directors confirm that, to the best of their knowledge, nothing has come to the attention of the Board of Directors which may render the unaudited consolidated financial results of GuocoLand Limited for the first quarter ended 30 September 2013, to be false or misleading in any material respect.

BY ORDER OF THE BOARD

Dawn Pamela Lum Group Company Secretary 25 October 2013