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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.

As at the date of this announcement, the board of directors of Guoco Group Limited comprises Mr. KWEK Leng Hai as Executive Chairman; Mr. CHEW Seong Aun as Executive Director; Mr. KWEK Leng San as Non-executive Director; Mr. Roderic N. A. SAGE, Mr. David Michael NORMAN and Mr. Lester G. HUANG, SBS, JP as Independent Non-executive Directors.

DELISTING OF SECURITY::MANDATORY**Issuer & Securities****Issuer/ Manager**

GL LIMITED

Security

GL LIMITED - BMG392401094 - B16

Announcement Details**Announcement Title**

Delisting of Security

Date & Time of Broadcast

10-Jun-2021 11:00:22

Status

New

Announcement Reference

SG210610DLSTBJOH

Submitted By (Co./ Ind. Name)

Susan Lim

Designation

Company Secretary

Narrative Type	Narrative Text
Additional Text	Please refer to the attachment.

Event Dates**Effective Date and Time of the Delisting**

14/06/2021 09:00:00

Attachments
 [SGX Annoc-Delisting from SGX-ST.pdf](#)

Total size = 179K MB



ANNOUNCEMENT

VOLUNTARY UNCONDITIONAL CASH OFFER BY DBS BANK LTD. FOR AND ON BEHALF OF GUOCOLEISURE HOLDINGS LIMITED FOR ALL THE ISSUED ORDINARY SHARES IN THE CAPITAL OF GL LIMITED

DATE OF DELISTING FROM THE OFFICIAL LIST OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (“SGX-ST”)

1. INTRODUCTION

1.1 The board of directors (“**Board**”) of GL Limited (“**Company**”) refers to:

- 1.1.1 the announcement dated 15 January 2021 made by DBS Bank Ltd. (“**DBS**”), for and on behalf of GuocoLeisure Holdings Limited (“**Offeror**”), in relation to a voluntary conditional cash offer (“**Offer**”) to acquire all the issued ordinary shares (“**Shares**”) in the capital of the Company (“**Offer Announcement**”);
- 1.1.2 the announcement dated 15 January 2021 made by the Company in response to the Offer Announcement;
- 1.1.3 the announcement dated 25 January 2021 made by the Company in relation to the appointment of W Capital Markets Pte. Ltd. as the independent financial adviser to advise the Directors who are considered independent for the purposes of the Offer;
- 1.1.4 the offer document dated 4 February 2021 in connection with the Offer (“**Offer Document**”) issued by DBS for and on behalf of the Offeror in accordance with Rule 15 of the Singapore Code of Take-overs and Mergers;
- 1.1.5 the offeree circular in connection with the Offer dated 18 February 2021 issued by the Board to Shareholders in accordance with Rules 22.2 and 24 of the Code (“**Offeree Circular**”);
- 1.1.6 the announcement dated 4 March 2021 made by DBS, for and on behalf of the Offeror, in relation to the extension of the closing date of the Offer from 4 March 2021 to 18 March 2021;



- 1.1.7 the announcement dated 15 March 2021 (“**Offer Revision Announcement**”) made by DBS, for and on behalf of the Offeror, in relation to the dealings disclosure, revision of the Offer Price, no further price increase, waiver of the Minimum Acceptance Condition, the Offer being declared unconditional and the extension of the closing date of the Offer from 18 March 2021 to 1 April 2021;
- 1.1.8 the announcement dated 15 March 2021 made by the Company in response to the Offer Revision Announcement;
- 1.1.9 the announcement dated 17 March 2021 made by DBS, for and on behalf of the Offeror, in relation to the written notification in respect of the revision of the Offer Price, the notification of the final Offer Price, the waiver of the Minimum Acceptance Condition and the extension of the closing date to 1 April 2021 being despatched to the Shareholders on 17 March 2021;
- 1.1.10 the announcement dated 18 March 2021 made by DBS, for and on behalf of the Offeror, in relation to, *inter alia*, the number of valid acceptances of the revised Offer which has been received by the Offeror, and the Offeror’s intentions in relation to the compulsory acquisition of the Shares (“**Compulsory Acquisition**”), the trading suspension and listing status of the Company (“**Compulsory Acquisition Announcement**”);
- 1.1.11 the announcement dated 19 March 2021 made by the Company in response to the Compulsory Acquisition Announcement;
- 1.1.12 the supplemental letter to the Offeree Circular dated 23 March 2021 (“**Supplemental Letter**”);
- 1.1.13 the announcement dated 1 April 2021 made by DBS, for and on behalf of the Offeror, in relation to, *inter alia*, the close of the Offer (“**Close of Offer Announcement**”);
- 1.1.14 the announcement dated 1 April 2021 made by the Company in response to the Close of Offer Announcement;
- 1.1.15 the announcement dated 5 April 2021 made by the Company in relation to the suspension of the trading of the Company’s shares with effect from 9:00 am (Singapore time) on 5 April 2021;
- 1.1.16 the announcement dated 30 April 2021 made by DBS, for and on behalf of the Offeror, in relation to the despatch of the compulsory acquisition notice;
- 1.1.17 the announcement dated 7 May 2021 made by the Company in relation to the approval granted by SGX-ST for the proposed delisting of the Company; and



1.1.18 the announcement dated 2 June 2021 made by DBS, for and on behalf of the Offeror, in relation to the completion of the Compulsory Acquisition.

1.2 Electronic copies of the above announcements and the Offer Document, Offeree Circular and Supplemental Letter are available on the website of the SGX-ST at <http://www.sgx.com> and on the Company's corporate website at www.gl-grp.com/voluntary-conditional-offer.

1.3 Unless otherwise defined, all capitalised terms not defined herein shall have the same meanings ascribed to them in the Offeree Circular and the relevant announcements.

2. DATE OF DELISTING FROM THE OFFICIAL LIST OF THE SGX-ST

The Board wishes to announce that with the completion of the Compulsory Acquisition, the Company will be delisted from the Official List of the SGX-ST on **14 June 2021 with effect from 9:00 am (Singapore time)**.

3. DIRECTORS' RESPONSIBILITY STATEMENT

The directors of the Company ("**Directors**") (including any who may have delegated detailed supervision of the preparation of this announcement) have taken all reasonable care to ensure that the facts stated in this announcement are accurate and that no material facts have been omitted from this announcement, and jointly and severally accept full responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources, the sole responsibility of the Directors has been to ensure, through reasonable enquiries, that such information has been accurately extracted from such sources or, as the case may be, reflected or reproduced in this announcement.

BY ORDER OF THE BOARD

SUSAN LIM
Company Secretary
10 June 2021