



國浩集團有限公司
Guoco Group Limited
(Incorporated in Bermuda with limited liability)
(Stock Code: 00053)

MAJOR TRANSACTION

Mandatory Conditional Cash Offer
by
CIMB-GK Securities Pte. Ltd.
for and on behalf of
High Glory Investments Limited
for
BIL International Limited
CLOSE OF THE OFFERS

The Offeror announced that the Offers have closed at 3:30 p.m. (Singapore time) on 21 October 2005 and have become unconditional.

Reference is made to the announcements issued by Guoco Group Limited dated 14 July 2005 (the “**First Announcement**”), dated 22 July 2005 (the “**Second Announcement**”), dated 4 August 2005, dated 5 September 2005 and dated 30 September 2005 (the “**Extension Announcement**”).

Terms used in this announcement have the same meanings as those defined in the First Announcement, the Second Announcement and the Extension Announcement unless otherwise stated.

THE OFFERS

Close of the Offers

The Offeror announced that the Offers have closed at 3:30 p.m. (Singapore time) on 21 October 2005 (the “**Closing Date**”).

Offers Declared Unconditional

The Offeror announced that the Offers have become unconditional on the Closing Date.

Levels of Acceptance of the Offers

As at 3:30 p.m. (Singapore time) on the Closing Date, the Offeror has received pursuant to the Offers:

- (a) valid acceptances in respect of an aggregate of 55,978,102 BIL Shares, representing approximately 4.09 per cent. of the issued and paid up share capital of BIL as at the date of this announcement; and
- (b) valid acceptances in respect of the Capital Notes of:
 - (i) NZ\$11,185,000 in principal amount of 2005 Notes representing approximately 55.76% of the outstanding principal amount of the 2005 Notes prior to their redemption on 15 October 2005;
 - (ii) NZ\$3,498,000 in principal amount of 2006 Notes representing approximately 48.52% of the outstanding principal amount of the 2006 Notes; and
 - (iii) NZ\$4,496,000 in principal amount of 2007 Notes representing approximately 57.77% of the outstanding principal amount of the 2007 Notes.

Current Shareholdings of the Concert Group

As at 3:30 p.m. (Singapore time) on the Closing Date, the number of BIL Shares owned, controlled or agreed to be acquired by the Concert Group (either before or during the Share Offer and pursuant to the Share Offer or otherwise, including valid acceptances of the Share Offer) amount in aggregate to 694,401,918 BIL Shares, representing approximately 50.76 per cent. of the issued share capital of BIL as at the date of this announcement, the breakdown of which is as follows:

	Number of BIL Shares	Percentage of issued share capital of BIL as at the date of this announcement
BIL Shares held by the Concert Group as at 14 July 2005, being the date of the First Announcement	545,853,324	39.90%
BIL Shares acquired or agreed to be acquired by the Offeror after the release of the First Announcement up to 3:30 p.m. (Singapore time) on the Closing Date	92,570,492	6.77%
Valid acceptances of the Share Offer as at 3:30 p.m. (Singapore time) on the Closing Date	<u>55,978,102</u>	<u>4.09%</u>
Total	<u>694,401,918</u>	<u>50.76%</u>

As at 3:30 p.m. (Singapore time) on the Closing Date, the Capital Notes owned, controlled or agreed to be acquired by the Concert Group are equivalent to the valid acceptances of the Capital Notes Offer set out in the paragraph headed “Levels of Acceptance of the Offers” above.

As at the date of this announcement, the board of directors of Guoco comprises Mr. Quek Leng Chan as Executive Chairman; Mr. Kwek Leng Hai as President, CEO; Mr. Tan Lim Heng and Mr. James Eng, Jr. as executive directors; Mr. Kwek Leng San as non-executive director and Mr. Sat Pal Khattar, Mr. Harry Richard Wilkinson and Mr. Volker Stoeckel as independent non-executive directors.

By Order of the Board
Stella Lo Sze Man
Company Secretary