GuocoLand Limited

Statement Pursuant to SGX Listing Rule 705(4) 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 interim consolidated financial results of GuocoLand Limited for the first quarter ended 30 September 2008, to be false or misleading in any material respect.

On behalf of the Board of Directors

Sat Pal Khattar
Chairman

Quek Chee Hoon
Group President &
Chief Executive Officer

Singapore
17 October 2008

GuocoLand Limited
(REG. NO. 197600660W)

UNAUDITED FIRST QUARTER FINANCIAL STATEMENT ANNOUNCEMENT FOR THE PERIOD ENDED 30 SEPTEMBER 2008

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

	Group First Quarter Ended 30/09/2008 S$'000	Group First Quarter Ended 30/09/2007 S$'000	Increase/ (Decrease) %
Revenue	153,106	190,981	(20)
Cost of sales	(120,345)	(140,094)	(14)
Gross profit	32,761	50,887	(36)
Other income	3,592	15,846	(77)
Administrative expenses	(9,031)	(8,611)	5
Other expenses	(22,313)*	(4,002)	458
Finance costs	(7,110)	(12,626)	(44)
Share of profit/(loss) (net of tax)			
- associates	273	(360)	N/M
- jointly-controlled entities	1,673	899	86
(Loss)/Profit before income tax	(155)	42,033	(100)
Income tax expense	(2,178)	(13,484)	(84)
(Loss)/Profit for the period	(2,333)	28,549	(108)
Attributable to:			
Equity holders of the Company	**(2,827)**	**27,687**	**(110)**
Minority interests	494	862	(43)
(Loss)/Profit for the period	(2,333)	28,549	(108)

N/M : Not meaningful.

* Please refer to Note 1 under Section 1(a)(i) on Page 2.

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

	Group First Quarter Ended 30/09/2008 S$'000	Group First Quarter Ended 30/09/2007 S$'000	Increase/ (Decrease) %
Investment profit	132	966	(86)
Other income including interest income	1,590	6,827	(77)
Depreciation of property, plant and equipment	(980)	(723)	36
Gain on disposal of property, plant and equipment	34	1	N/M
Gain on disposal of available-for-sale securities	-	112	(100)
Provision for doubtful receivables	(9)	-	N/M
Writeback of provision for foreseeable losses on development properties	-	1,294	(100)
Mark-to-market loss on derivative financial instruments	(2,638)	(3,889)	(32)
Net foreign exchange (loss)/gain	(19,234)[1]	13,099	(247)
Adjustments for over/(under)provision of tax in respect of prior years	43	(13)	N/M

N/M : Not meaningful.

Note:-

1. The net foreign exchange loss of $19.2 million comprised primarily unrealised mark-to-market loss on unhedged USD300 million bank loans as the USD had appreciated against the SGD. In the financial year ended 30 June 2008, the Group had a net foreign exchange gain of $28.0 million. These bank loans were deployed to fund the Group's investments in China.

   The RMB is closely pegged to the USD and both currencies had moved in tandem against SGD. Hence, the underlying RMB assets had appreciated in this quarter ended 30 September 2008, resulting in a corresponding unrealised gain of $21.1 million recognised in the exchange translation reserve in the balance sheet.

   This net foreign exchange loss is classified as Other Expenses in the income statement.

Exceptional and Extraordinary Items

There were no exceptional and extraordinary items during the financial period.

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

	Group As At 30/09/2008 S$'000	Group As At 30/06/2008 S$'000	Company As At 30/09/2008 S$'000	Company As At 30/06/2008 S$'000
Non-current assets				
Property, plant and equipment	141,594	141,304	-	-
Investment properties	448,942	449,086	-	-
Interests in subsidiaries	-	-	3,233,141	3,214,105
Interests in associates and jointly-controlled entities	190,074	189,531	8,022	7,837
Amounts due from minority shareholders of subsidiaries	16,515	16,419	-	-
Investment securities	2,102	2,504	-	-
Deferred tax assets	546	485	-	-
	799,773	799,329	3,241,163	3,221,942
Current assets				
Inventories	4,539,142	4,461,662	-	-
Trade and other receivables	120,774	77,522	688	747
Cash and cash equivalents	623,322	654,461	243,440	282,717
	5,283,238	5,193,645	244,128	283,464
Total assets	**6,083,011**	**5,992,974**	**3,485,291**	**3,505,406**
Equity attributable to equity holders of the Company				
Share capital	1,394,047	1,394,047	1,394,047	1,394,047
Reserves	659,992	581,528	171,351	191,614
	2,054,039	1,975,575	1,565,398	1,585,661
Minority interests	153,647	152,956	-	-
Total equity	2,207,686	2,128,531	1,565,398	1,585,661
Non-current liabilities				
Amounts due to subsidiaries	-	-	439,663	469,537
Interest bearing loans and borrowings	2,156,683	2,127,334	867,511	857,066
Deferred tax liabilities	23,633	22,109	-	-
	2,180,316	2,149,443	1,307,174	1,326,603
Current liabilities				
Trade and other payables	785,262	771,884	17,696	13,931
Interest bearing loans and borrowings – current portion	869,409	905,657	588,256	572,444
Current tax payable	40,338	37,459	6,767	6,767
	1,695,009	1,715,000	612,719	593,142
Total liabilities	3,875,325	3,864,443	1,919,893	1,919,745
Total equity and liabilities	**6,083,011**	**5,992,974**	**3,485,291**	**3,505,406**

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

Amount repayable in one year or less, or on demand

As at 30/09/2008 (S$'000)		As at 30/06/2008 (S$'000)	
Secured	Unsecured	Secured	Unsecured
163,754	705,655	251,804	653,853

Amount repayable after one year

As at 30/09/2008 (S$'000)		As at 30/06/2008 (S$'000)	
Secured	Unsecured	Secured	Unsecured
1,285,026	871,657	1,266,108	861,226

Details of any collateral

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

	Group As At 30/09/2008 S$'000	**Group As At 30/06/2008 S$'000**
At carrying amounts:-		
Property, plant and equipment	105,730	105,284
Investment properties	15,340	15,390
Inventories	2,669,936	2,748,331

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

	Group First Quarter Ended 30/09/2008 S$'000	Group First Quarter Ended 30/09/2007 S$'000
Operating activities		
(Loss)/Profit before income tax	(155)	42,033
Adjustments for:-		
Amortisation of transaction costs of convertible bonds	250	251
Depreciation of property, plant and equipment	980	723
Gain on disposal of property, plant and equipment	(34)	(1)
Share of (profit)/loss of associates (net of tax)	(273)	360
Share of profit of jointly-controlled entities (net of tax)	(1,673)	(899)
Finance costs	7,110	12,626
Interest income	(1,590)	(6,827)
Dividend income	(132)	(966)
Writeback of provision for foreseeable losses on development properties	-	(1,294)
Gain on disposal of available-for-sale securities	-	(112)
Mark-to-market loss on derivative financial instruments	2,638	3,889
Property, plant and equipment written off	-	60
Share option expense	855	1,003
	8,131	8,813
Operating profit before working capital changes	7,976	50,846
Changes in working capital:-		
Inventories	40,066	(244,728)
Trade and other receivables	(40,083)	48,339
Trade and other payables	(28,513)	18,468
Balances with holding companies and related corporations	1,025	2,050
	(27,505)	(175,871)
Cash used in operations	(19,529)	(125,025)
Income taxes received/(paid)	761	(1,765)
Subscription/Purchase of shares by the Trust for Executives' Share Option Scheme	-	(46,240)
Consideration received upon exercise of share options	2,974	5,650
Cash flows from operating activities	(15,794)	(167,380)
Investing activities		
Proceeds from disposal of property, plant and equipment	41	128
Purchase of property, plant and equipment	(1,552)	(4,764)
Dividends received	132	966
Net proceeds from disposal of available-for-sale securities	-	527
Interests in associates and jointly-controlled entities	124	(27,902)
Net cash outflow on acquisition of interest in subsidiary	(81)	-
Cash flows from investing activities	(1,336)	(31,045)

	Group First Quarter Ended 30/09/2008 S$'000	Group First Quarter Ended 30/09/2007 S$'000
Financing activities		
Balances with minority shareholders of subsidiaries	(1,869)	(6,594)
Interest paid	(11,125)	(26,097)
Interest received	1,350	4,932
Net proceeds from rights issue	-	554,331
Proceeds from bank loans	110,210	146,567
Repayment of bank loans	(125,060)	(35,000)
Cash flows from financing activities	(26,494)	638,139
Net (decrease)/increase in cash and cash equivalents	(43,624)	439,714
Cash and cash equivalents at 1 July	651,848	1,092,044
Exchange differences on translation of balances held in foreign currency	12,440	(7,163)
Cash and cash equivalents at 30 September	620,664	1,524,595

Cash and cash equivalents comprise cash in hand, bank balances and deposits with financial institutions. For the purpose of the consolidated statement of cash flows, cash and cash equivalents exclude cash collaterals and are presented net of bank overdrafts which are payable on demand and form an integral part of the Group's cash management.

For the first quarter ended 30 September 2008, the Group recorded cash outflows of $15.8 million from the operating activities mainly due to the payment of development costs accrued for property development projects in Singapore and China.

1(d)(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.

	Group First Quarter 30/09/2008 S$'000	Group First Quarter 30/09/2007 S$'000	Company First Quarter 30/09/2008 S$'000	Company First Quarter 30/09/2007 S$'000
Share Capital				
At 1 July	1,394,047	839,716	1,394,047	839,716
Issue of 221,882,489 ordinary shares at $2.50 each ("Rights Issue")	-	554,706	-	554,706
Rights Issue expenses	-	(375)	-	(375)
At 30 September	1,394,047	1,394,047	1,394,047	1,394,047

	Group First Quarter 30/09/2008 S$'000	Group First Quarter 30/09/2007 S$'000	Company First Quarter 30/09/2008 S$'000	Company First Quarter 30/09/2007 S$'000
Reserve for Own Shares				
At 1 July	(143,230)	(104,487)	(143,230)	(104,487)
Transfer of shares to employees upon exercise of share options	3,946	7,497	3,946	7,497
Subscription of shares under Rights Issue by the Trust for Executives' Share Option Scheme	-	(46,240)	-	(46,240)
At 30 September	(139,284)	(143,230)	(139,284)	(143,230)
Share Option Reserve				
At 1 July	7,884	3,874	7,884	3,874
Value of employee services received for issue of share options	855	1,003	855	1,003
At 30 September	8,739	4,877	8,739	4,877
Capital Reserve				
At 1 July	63,149	64,996	63,066	64,913
Excess of purchase cost over consideration received from employees upon exercise of share options	(972)	(1,847)	(972)	(1,847)
At 30 September	62,177	63,149	62,094	63,066
Exchange Translation Reserve				
At 1 July	(66,805)	(26,673)	-	-
Translation differences relating to financial statements of foreign subsidiaries and associates	8,714	3,944	-	-
Exchange differences on monetary items forming part of net investments in foreign subsidiaries and associates	69,017	(17,247)	-	-
At 30 September	10,926	(39,976)	-	-
Revaluation Reserve				
At 1 July and 30 September	8,341	8,341	-	-

	Group First Quarter 30/09/2008 S$'000	Group First Quarter 30/09/2007 S$'000	Company First Quarter 30/09/2008 S$'000	Company First Quarter 30/09/2007 S$'000
Mark-to-market Reserve				
At 1 July	(735)	3,648	-	-
Change in fair value of available-for-sale securities	(270)	2,797	-	-
Transfer to income statement upon disposal of available-for-sale securities	-	(112)	-	-
Exchange differences on translation	1	(122)	-	-
At 30 September	(1,004)	6,211	-	-
Unappropriated Profits				
At 1 July	712,924	616,600	263,894	107,587
(Loss)/Profit attributable to equity holders of the Company	(2,827)	27,687	(24,092)	(19,528)
At 30 September	710,097	644,287	239,802	88,059
Equity attributable to equity holders of the Company	**2,054,039**	**1,937,706**	**1,565,398**	**1,406,819**
Minority Interests				
At 1 July	152,956	165,200	-	-
Profit attributable to minority interests	494	862	-	-
Change in fair value of available-for-sale securities	(128)	1,323	-	-
Exchange differences on translation	325	(2,265)	-	-
At 30 September	153,647	165,120	-	-
Total Equity	**2,207,686**	**2,102,826**	**1,565,398**	**1,406,819**

	Group First Quarter 30/09/2008 S$'000	Group First Quarter 30/09/2007 S$'000	Company First Quarter 30/09/2008 S$'000	Company First Quarter 30/09/2007 S$'000
Note:-				
a. Attributable to equity holders of the Company				
Net gains/(losses) recognised directly in equity	77,462	(10,740)	-	-
(Loss)/Profit attributable to equity holders of the Company	(2,827)	27,687	(24,092)	(19,528)
Total recognised income and expense for the period	74,635	16,947	(24,092)	(19,528)
b. Attributable to minority interests				
Net gains/(losses) recognised directly in equity	197	(942)	-	-
Profit attributable to minority interests	494	862	-	-
Total recognised income and expense for the period	691	(80)	-	-

1(d)(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.

		First Quarter Ended 30/09/2008
(a)	Issued and fully paid ordinary shares (S$'000):-	
	At 1 July and 30 September 2008	1,394,047
(b)	Issue of Executives' share options ('000):-	
	At 1 July	39,837
	Exercise of share options	(2,845)
	At 30 September	36,992

	As At 30/09/2008 '000	As At 30/09/2007 '000
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	162,287	165,701
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	(36,992)	(40,406)
	125,295	125,295

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

The figures have not been audited or 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 for the adoption of various new Interpretations issued by the Accounting Standards Council, which were applicable for financial statements covering periods beginning on or after 1 January 2008 (refer to Section 5), the accounting policies and methods of computation adopted are consistent with those applied in the most recently audited financial statements of the Group.

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 has adopted the following new Interpretations issued by the Accounting Standards Council:

- INT FRS 112 *Service Concession Arrangements*
- INT FRS 113 *Customer Loyalty Programmes*
- INT FRS 114 *FRS 19 - The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction*

The adoption of the above Interpretations does not have a significant impact on the financial statements of the Group and the Company.

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.

		Group First Quarter Ended 30/09/2008	Group First Quarter Ended 30/09/2007
Earnings per ordinary share for the period based on the Group's net profit/(loss):-			
a.	Based on weighted average number of ordinary shares in issue after adjusting for the shares acquired by the Trust for Executives' Share Option Scheme (cents)	(0.34)	3.62
	Weighted average number of ordinary shares ('000)	820,375	765,403
b.	On a fully diluted basis (cents)	(0.34)	3.52
	Adjusted weighted average number of ordinary shares ('000)*	826,075	787,283

* The Group's net profit/(loss) and weighted average number of ordinary shares have been adjusted for the dilutive effect of potential ordinary shares arising from the exercise of outstanding share options. The convertible bonds were not dilutive for the first quarters ended 30 September 2008 and 2007. Certain share options were also not dilutive for the first quarter ended 30 September 2008.

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 As At 30/09/2008 S$	Group As At 30/06/2008 S$	Company As At 30/09/2008 S$	Company As At 30/06/2008 S$
Net asset value per ordinary share based on existing issued share capital after adjusting for the shares acquired by the Trust for Executives' Share Option Scheme	2.50	2.41	1.90	1.94

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) First Quarter Ended 30 September 2008

Income Statement

For the first quarter ended 30 September 2008, the Group reported a net loss of $2.8 million compared to a net profit of $27.7 million in the previous corresponding period. The net loss of $2.8 million was mainly attributable to unrealised mark-to-market foreign exchange loss of $19.2 million arising primarily from the revaluation of USD300 million bank loans as the USD appreciated against the SGD. Please refer to Note 1 under Section 1(a)(i) on Page 2 of this announcement for further details.

The Group's revenue and cost of sales decreased by 20% and 14% to $153.1 million and $120.3 million respectively as compared to the previous corresponding period mainly due to lower revenue and cost of sales recognised for property development projects in China. These lower revenue and cost of sales were partially offset by higher revenue and cost of sales recognised for property development projects in Singapore.

Other income decreased from $15.8 milliion to $3.6 million as the previous corresponding period included a net foreign exchange gain of $13.1 million arising from revaluation of the USD bank loans.

Finance costs decreased by 44% to $7.1 million mainly due to lower interest rates and higher interest capitalised as cost of development for new projects acquired.

Income tax expense decreased from $13.5 million to $2.2 million primarily due to the lower profits from the property development projects in China.

Balance sheet

Inventories increased from $4,461.7 million to $4,539.1 million mainly due to development costs incurred partially offset by progress billings and sale proceeds received for property development projects in Singapore and China.

Trade and other receivables increased from $77.5 million to $120.8 million mainly due to progress billings and sale proceeds receivable from property development projects in Singapore and China.

(ii) Current developments

Singapore

The Group has launched three developments in Singapore: Le Crescendo, The Quartz and The View @ Meyer. As at 16 October 2008, the Group has achieved sales of 93% for Le Crescendo, 91% for The View @ Meyer and 68% for The Quartz. In addition, Goodwood Residence is 17% sold.

China

The residential apartments at West End Point, a 810-unit development located within the Second Ring Road in Feng Sheng, Xicheng District of Beijing, are 97% sold and the retail units are currently being launched for sale.

On 29 August 2008, the Group launched 354 SOHO units in its Changfeng project called Guoson Centre Changfeng in Putuo District of Shanghai. To-date, 11% has been sold.

Construction is in progress for the three developments located in Dong Cheng District of Beijing, Qixia District of Nanjing and Putuo District of Shanghai.

With regard to the legal disputes in relation to the acquisition of the Dongzhimen project in the Dong Cheng District of Beijing, there is currently no further update from the details set out in Note 36 of the Financial Statements in the Company's Annual Report 2008.

Malaysia

The Group's 64.98% subsidiary, GuocoLand (Malaysia) Berhad ("GLM"), currently has eight mixed residential development projects located in Rawang, Sungai Buloh, Cheras, Kajang, Sepang, Damansara Heights and Old Klang Road.

Vietnam

Phase 1 comprising 237 residential units in The Canary, a development located next to Vietnam Singapore Industrial Park in Binh Duong Province, is 96% sold to date. Construction for Phase 1 of this development is in progress.

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.

Singapore

Flash estimates by Urban Redevelopment Authority showed that private property prices decreased by 1.8% in 3Q2008, compared to 0.2% increase in 2Q2008. The property market sentiment in Singapore continues to remain cautious with slower economic growth expected for several quarters.

China

Following the growing global financial crisis, China's economic growth is expected to slow down to about 9% for 2008 compared to 11.4% in 2007. Property buyers are increasingly becoming more cautious with property prices softening and the number of property transactions coming down. In an effort to boost China's economy, the central bank cut its benchmark one-year lending rate and lowered the reserve requirement ratio for banks.

Malaysia

Amid the financial crisis affecting the global economy, the buyer sentiment in the Malaysian property market is becoming softer as the economy is expected to slow down.

Vietnam

Vietnam's economic growth eased to 6.5% in the first nine months of 2008. The global economic crisis, together with the slowing economy and high inflation rate in Vietnam, is expected to negatively affect the property market sentiment in the short term.

General

The growing global financial market meltdown triggered by the US sub-prime crisis in the past year has had a far-reaching impact, affecting both economies and property markets globally. The Group's performance for the next quarter will be challenging.

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 aggregate value of Interested Person Transactions (excluding transactions less than S$100,000) entered into during the first quarter ended 30 September 2008 is as follows:-

Name of interested person	Aggregate value of all interested person transactions during the financial period under review (excluding transactions less than S$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S$100,000)
Hong Leong Group Malaysia	S$1,405,967	N.A.

BY ORDER OF THE BOARD

Dawn Pamela Lum
Group Company Secretary
17 October 2008