

Proxy Form

Oversea-Chinese Banking Corporation Limited (Incorporated in Singapore)

IMPORTANT:

1. The Annual Report will be sent only upon the request of ordinary stockholders.
2. The Annual Report will also be sent upon the request of holders of all classes of non-cumulative non-convertible preference shares FOR INFORMATION ONLY.
3. This Proxy Form is not valid for use by CPF investors who have used their CPF monies to buy OCBC ordinary stock units and holders of all classes of non-cumulative non-convertible preference shares and shall be ineffective for all intents and purposes if used or purported to be used by them.

I/We, _____
of _____
being a stockholder/stockholders of the abovenamed Bank, hereby appoint

Name	Address	NRIC/Passport Number	Proportion of Stockholdings (%)
and/or (delete as appropriate)			

as my/our proxy/proxies to attend and to vote for me/us on my/our behalf and, if necessary, to demand a poll, at the annual general meeting of the Bank to be held at 65 Chulia Street, #50-00 OCBC Centre, Singapore 049513, on 15 April 2004 at 10.30 am and at any adjournment thereof.

I/We have indicated with an "X" in the appropriate box against such item how I/we wish my/our proxy/proxies to vote. If no specific direction as to voting is given or in the event of any item arising not summarised below, my/our proxy/proxies may vote or abstain at the discretion of my/our proxy/proxies.

No.	Resolutions	For	Against
1	Adoption of Report and Accounts		
2	(a) Reappointment of Directors under section 153(6) of the Companies Act, Cap. 50	(i) Mr Lee Seng Wee	
		(ii) Mr Michael Wong Pakshong	
	(b) Election of Directors retiring by rotation	(i) Dr Cheong Choong Kong	
		(ii) Datuk Fong Weng Phak	
	(iii) Col (Ret) David Wong Cheong Fook		
3	Approval of final dividend		
4	Approval of amount proposed as Directors' Fees		
5	Appointment of Auditors and fixing their remuneration		
6	Special Business	(a) Authority to issue ordinary shares (General Share Issue Mandate)	
		(b) Authority to allot and issue ordinary shares (OCBC Executives' Share Option Scheme 1994)	
		(c) Authority to grant options and allot and issue ordinary shares (OCBC Share Option Scheme 2001)	
		(d) Conversion of ordinary shares into stock units	
		(e) Authority to issue preference/non-voting shares (Preference/Non-Voting Share Issue Mandate)	

Dated this _____ day of _____ 2004.

Total Number of Stock Units Held

Signature(s) of Stockholder(s) or Common Seal

IMPORTANT: PLEASE READ NOTES OVERLEAF

NOTES:

- 1 Please insert the total number of stock units held by you. If you have stock units entered against your name in the Depository Register (as defined in section 130A of the Companies Act, Cap. 50 of Singapore), you should insert that number of stock units. If you have stock units registered in your name in the Register of Members, you should insert that number of stock units. If you have stock units entered against your name in the Depository Register and stock units registered in your name in the Register of Members, you should insert the aggregate number of stock units entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the stock units held by you.
- 2 A stockholder of the Bank entitled to attend and vote at a meeting of the Bank is entitled to appoint one or two proxies to attend and vote on his behalf. Such proxy need not be a stockholder of the Bank.
- 3 Where a stockholder appoints two proxies, the appointments shall be invalid unless he specifies the proportion of his stockholding (expressed as a percentage of the whole) to be represented by each proxy.
- 4 The instrument appointing a proxy or proxies must be deposited at the registered office of the Bank at 65 Chulia Street, #29-02/04 OCBC Centre, Singapore 049513, not less than 48 hours before the time set for holding the annual general meeting.
- 5 The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal or under the hand of a director or an officer or attorney duly authorised.
- 6 A corporation which is a stockholder may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the annual general meeting, in accordance with section 179 of the Companies Act, Cap. 50 of Singapore.
- 7 The Bank shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies. In addition, in the case of a stockholder whose stock units are entered in the Depository Register, the Bank may reject any instrument appointing a proxy or proxies lodged if the stockholder, being the appointor, is not shown to have stock units entered against his name in the Depository Register as at 48 hours before the time appointed for holding the annual general meeting, as certified by The Central Depository (Pte) Limited to the Bank.

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**BUSINESS REPLY SERVICE
PERMIT NO. 07548**



The Company Secretary
Oversea-Chinese Banking Corporation Limited
65 Chulia Street, #29-02/04
OCBC Centre, Singapore 049513

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