

# Proxy Form

Oversea-Chinese Banking Corporation Limited  
(Incorporated in Singapore)  
Company Registration Number: 193200032W

## IMPORTANT:

### Alternative Arrangements for Annual General Meeting

1. The Annual General Meeting is being convened, and will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of the Notice of Annual General Meeting will not be sent to members. Instead, the Notice of Annual General Meeting will be sent to members by electronic means via publication on the Bank's website at the URL <https://www.ocbc.com/group/investors/annual-reports.html>. The Notice of Annual General Meeting will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

2. Alternative arrangements relating to attendance at the Annual General Meeting via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the Meeting in advance of the Annual General Meeting, addressing of substantial and relevant questions at the Annual General Meeting and voting by appointing the Chairman of the Meeting as proxy at the Annual General Meeting, are set out in the accompanying Bank's announcement dated 26 April 2020. This announcement may be accessed at the Bank's website at the URL <https://www.ocbc.com/group/investors/annual-reports.html>, and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

3. Due to the current Covid-19 restriction orders in Singapore, a member will not be able to attend the Annual General Meeting in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Annual General Meeting if such member wishes to exercise his/her/its voting rights at the Annual General Meeting.

4. Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of the Chairman of the Meeting as a member's proxy to attend, speak and vote on his/her/its behalf at the Annual General Meeting.

### CPF/SRS Investors

5. CPF/SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 5 May 2020.

### Personal Data

6. By submitting an instrument appointing the Chairman of the Meeting as proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 26 April 2020.

I/We, (Name) \_\_\_\_\_

(NRIC/Passport/Co. Reg. No.) \_\_\_\_\_ of (Address) \_\_\_\_\_

being a shareholder/shareholders of Oversea-Chinese Banking Corporation Limited (the Bank), hereby appoint:

the Chairman of the Meeting

as my/our proxy to attend, speak and vote for me/us on my/our behalf at the Annual General Meeting of the Bank to be convened and held by way of electronic means on Monday, 18 May 2020 at 2.00 p.m. (Singapore time) and at any adjournment thereof.

I/We have indicated with an "X" in the appropriate box against each item below how I/we wish the Chairman of the Meeting as my/our proxy to vote, or to abstain from voting.

No.	Ordinary Resolutions	For	Against	Abstain
	<b>Routine Business</b>			
1	Adoption of Directors' statement and audited financial statements for the financial year ended 31 December 2019 and Auditors' report			
2(a)	Re-election of Mr Ooi Sang Kuang			
2(b)	Re-election of Dr Lee Tih Shih			
2(c)	Re-election of Mr Wee Joo Yeow			
3(a)	Re-election of Mr Koh Beng Seng			
3(b)	Re-election of Ms Tan Yen Yen			
4	Approval of final one-tier tax exempt dividend			
5(a)	Approval of amount proposed as Directors' remuneration			
5(b)	Approval of allotment and issue of ordinary shares to the non-executive Directors			
6	Appointment of PricewaterhouseCoopers LLP as the new Auditors in place of the retiring Auditors, KPMG LLP, and authorisation for Directors to fix their remuneration			
	<b>Special Business</b>			
7	Authority to issue ordinary shares, and make or grant instruments convertible into ordinary shares			
8	Authority to (I) allot and issue ordinary shares under the OCBC Share Option Scheme 2001; and/or (II) grant rights to acquire and/or allot and issue ordinary shares under the OCBC Employee Share Purchase Plan			
9	Authority to allot and issue ordinary shares pursuant to the OCBC Scrip Dividend Scheme			
10	Approval of renewal of the Share Purchase Mandate			

Note: Voting will be conducted by poll. If you wish the Chairman of the Meeting as your proxy to cast all your votes "For" or "Against" a resolution, please indicate with an "X" in the "For" or "Against" box provided in respect of that resolution. Alternatively, please indicate the number of votes "For" or "Against" in the "For" or "Against" box provided in respect of that resolution. If you wish the Chairman of the Meeting as your proxy to abstain from voting on a resolution, please indicate with an "X" in the "Abstain" box provided in respect of that resolution. Alternatively, please indicate the number of ordinary shares that the Chairman of the Meeting as your proxy is directed to abstain from voting in the "Abstain" box provided in respect of that resolution. **In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the Meeting as your proxy for that resolution will be treated as invalid.**

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2020

Total Number of Ordinary Shares Held

\_\_\_\_\_  
Signature(s) of Shareholder(s) or Common Seal

IMPORTANT: PLEASE READ NOTES OVERLEAF

**NOTES:**

1. Please insert the total number of ordinary shares (Shares) held by you. If you have Shares entered against your name in the Depository Register (maintained by The Central Depository (Pte) Limited), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members (maintained by or on behalf of the Bank), you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares. If no number is inserted, this instrument of proxy shall be deemed to relate to all the Shares held by you.
2. **Due to the current Covid-19 restriction orders in Singapore, a member will not be able to attend the Annual General Meeting in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Annual General Meeting if such member wishes to exercise his/her/its voting rights at the Annual General Meeting.** This proxy form may be accessed at the Bank's website at the URL <https://www.ocbc.com/group/investors/annual-reports.html>, and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Where a member (whether individual or corporate) appoints the Chairman of the Meeting as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

CPF/SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 5 May 2020.

3. The Chairman of the Meeting, as proxy, need not be a member of the Bank.
4. The instrument appointing the Chairman of the Meeting as proxy must be submitted to the Bank in the following manner:
  - (a) if submitted by post, be deposited at the Share Registration Office of the Bank at M & C Services Private Limited, 112 Robinson Road #05-01, Singapore 068902; or
  - (b) if submitted electronically, be submitted via email to the Share Registration Office of the Bank at [GPC@mncsingapore.com](mailto:GPC@mncsingapore.com),in either case not less than 72 hours before the time appointed for holding the Annual General Meeting.

A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

**In view of the current Covid-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.**

5. The instrument appointing the Chairman of the Meeting as proxy must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing the Chairman of the Meeting as proxy 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. The Bank shall be entitled to reject the instrument appointing the Chairman of the Meeting as proxy 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 the Chairman of the Meeting as proxy (including any related attachment). In addition, in the case of a member whose Shares are entered in the Depository Register, the Bank may reject any instrument appointing the Chairman of the Meeting as proxy if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 72 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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Oversea-Chinese Banking Corporation Limited  
c/o M & C Services Private Limited  
112 Robinson Road  
#05-01  
Singapore 068902

3rd fold along this line and glue overleaf. Do not staple. Glue all sides firmly.