



OVERSEA-CHINESE BANKING CORPORATION LIMITED

(Incorporated in Singapore)
(Company Registration No. 193200032W)

**DISCUSSIONS ON POTENTIAL ACQUISITION OF SHARES IN WING HANG BANK,
LIMITED**

Oversea-Chinese Banking Corporation Limited ("**OCBC**") refers to the media reports in the Straits Times and the Business Times which were published on 3 January 2014 and 4 January 2014 respectively in respect of a potential acquisition of shares in Wing Hang Bank, Limited ("**WHB**") by OCBC.

OCBC wishes to announce that on 31 December 2013, OCBC entered into an exclusivity agreement (the "**Exclusivity Agreement**") with the substantial shareholders of WHB, being members of the Fung family and their affiliates and related family trusts, and BNY International Financing Corporation (together, the "**Substantial Shareholders**"). Under the terms of the Exclusivity Agreement, the Substantial Shareholders have agreed that, until 31 January 2014, they will engage exclusively with OCBC to seek to finalise the terms for a possible transaction which would, should it proceed, involve OCBC making a general offer for all of the shares of WHB (the "**Possible Offer**").

No binding agreement in relation to the Possible Offer has at this stage been entered into by OCBC with the Substantial Shareholders or WHB. Discussions between OCBC and the Substantial Shareholders are on-going and no definitive terms nor formal legal documentation for the Possible Offer have been agreed at this stage. In addition, any Possible Offer would be subject to obtaining all relevant regulatory and other approvals, including approvals from the Monetary Authority of Singapore and the Hong Kong Monetary Authority. Accordingly, at this stage, there is no certainty that the terms of a Possible Offer will be agreed, or that a Possible Offer or any similar transaction will ultimately be consummated.

Shareholders are further advised to exercise caution when dealing in the shares of OCBC and to refrain from taking any action in respect of their investments which may be prejudicial to their interests. Shareholders who wish to deal in the shares of OCBC should seek their own professional advice.

OCBC will make further announcement(s) as and when appropriate or required in accordance with the SGX-ST Listing Manual and the Hong Kong Code on Takeovers and Mergers.

Issued by

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