



**OVERSEA-CHINESE BANKING CORPORATION LIMITED**

(Incorporated in Singapore)

Company Registration Number: 193200032W

**ANNUAL GENERAL MEETING TO BE HELD ON 25 APRIL 2023**

1. **Background.** Oversea-Chinese Banking Corporation Limited (**OCBC** or the **Bank**) refers to:
  - (a) the COVID-19 (Temporary Measures) Act 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to convene, hold or conduct general meetings;
  - (b) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the **Order**) which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies; and
  - (c) the joint statement by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation of 13 April 2020 (and subsequently updated on 27 April 2020, 22 June 2020, 1 October 2020 and 4 February 2022), read together with the FAQs on “The Holding of General Meetings” dated 23 May 2022 issued by Singapore Exchange Regulation, which provides guidance on the conduct of general meetings amid the evolving COVID-19 situation.
2. **Date, time and place of Annual General Meeting.** OCBC is pleased to announce that pursuant to the Order, its Eighty-Sixth Annual General Meeting (**AGM**) will be held, in a wholly physical format, at Sands Expo & Convention Centre, Level 4, Roselle and Simpor Ballrooms, 10 Bayfront Avenue, Singapore 018956, on **Tuesday, 25 April 2023 at 2.00 p.m.** (Singapore time). **There will be no option for shareholders to participate virtually.**
3. **Notice of AGM and proxy form.** The Notice of AGM and proxy form will be sent to shareholders by electronic means via publication on the Bank’s website and the SGX website<sup>1</sup>. Printed copies of these documents will not be sent to shareholders.
4. **Presentation by Management.** OCBC will also be conducting a presentation by Management (**Presentation by Management**) on the Group’s financial performance before the AGM, for shareholders to pose questions that they may have on the Group but which do not relate to the formal agenda items in the Notice of AGM. The Presentation by Management will be held at the same venue as the AGM and will commence at 1.00 p.m. and end at 1.45 p.m. prior to the commencement of the AGM. Registration for the Presentation by Management will commence at 12.15 p.m..
5. **Arrangements for participation in the AGM.** Shareholders (including CPF and SRS investors) may participate in the AGM by:
  - (a) attending the AGM in person;
  - (b) submitting questions to the Chairman of the Meeting in advance of, or at, the AGM; and/or
  - (c) voting at the AGM (i) themselves; or (ii) through duly appointed proxy(ies)<sup>2</sup>.

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<sup>1</sup> The Notice of AGM and proxy form may be accessed on the Bank’s website at the URL <https://www.ocbc.com/group/investors/annual-report-and-agm.page> and the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

<sup>2</sup> For the avoidance of doubt, CPF and SRS investors will not be able to appoint third party proxy(ies) (i.e., persons other than the Chairman of the Meeting) to attend, speak and/or vote at the AGM on their behalf.

Details of the steps for registration, submission of questions and voting at the AGM by shareholders, including CPF and SRS investors, are set out in the Appendix to this announcement. In particular, CPF and SRS investors who wish to request their CPF Agent Banks or SRS Operators to appoint the Chairman of the Meeting as their proxy in respect of the OCBC shares held by such CPF Agent Banks or SRS Operators on their behalf should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **5.00 p.m. on 13 April 2023**.

6. **Persons who hold shares through relevant intermediaries.** Persons who hold OCBC shares through relevant intermediaries (as defined in Section 181 of the Companies Act 1967), other than CPF and SRS investors, and who wish to participate in the AGM by:

- (a) attending the AGM in person;
- (b) submitting questions to the Chairman of the Meeting in advance of, or at, the AGM; and/or
- (c) voting at the AGM (i) themselves; or (ii) by appointing the Chairman of the Meeting as proxy in respect of the OCBC shares held by such relevant intermediary on their behalf,

should contact the relevant intermediary through which they hold such shares as soon as possible in order for the necessary arrangements to be made for their participation in the AGM.

7. **2022 Annual Report and Letter to Shareholders.** The 2022 Annual Report and the Letter to Shareholders dated 31 March 2023 (in relation to the proposed renewal of the share purchase mandate and the proposed extension of, and alterations to, the OCBC Employee Share Purchase Plan) may be accessed at the Bank's website as follows:

- (a) the 2022 Annual Report may be accessed at the URL <https://www.ocbc.com/group/investors/annual-report-and-agm.page> by clicking on the links for "2022 Annual Report – English" or "2022 Annual Report – Chinese" (as appropriate); and
- (b) the Letter to Shareholders dated 31 March 2023 may be accessed at the URL <https://www.ocbc.com/group/investors/annual-report-and-agm.page> by clicking on the link for "Letter to shareholders dated 31 March 2023".

The above documents may also be accessed at the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

8. **Key dates/deadlines.** In summary, the key dates/deadlines which shareholders should take note of are set out in the table below:

Key dates/deadlines	Actions
<b>5.00 p.m. on 13 April 2023 (Thursday)</b>	Deadline for CPF and SRS investors who wish to appoint the Chairman of the Meeting as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes.
<b>5.00 p.m. on 13 April 2023 (Thursday)</b>	Deadline for shareholders to submit questions in advance.  Responses to the substantial and relevant questions (which are related to the resolutions to be tabled for approval at the AGM) received from shareholders by the 13 April 2023 submission deadline will be published on the Bank's website and the SGX website prior to the AGM.
<b>2.00 p.m. on 22 April 2023 (Saturday)</b>	Deadline for shareholders to submit instruments appointing a proxy(ies).

<p><b>Date and time of Presentation by Management – 1.00 p.m. to 1.45 p.m. on 25 April 2023 (Tuesday)</b></p> <p>Registration commences at 12.15 p.m.</p> <p><b>Date and time of AGM – 2.00 p.m. on 25 April 2023 (Tuesday)</b></p>	<p>Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies may attend the Presentation by Management and the AGM in person at Sands Expo &amp; Convention Centre, Level 4, Roselle and Simpor Ballrooms, 10 Bayfront Avenue, Singapore 018956. <b><u>There will be no option to participate virtually.</u></b></p> <p>Please bring along your NRIC/passport so as to enable the Bank to verify your identity.</p> <p>Please arrive early to facilitate the registration process.</p>
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9. **Further information.** For more information, shareholders can refer to the Bank's website at the URL <https://www.ocbc.com/group/investors/annual-report-and-agm.page>.
10. **Important reminder.** Shareholders are reminded to check the Bank's website at the URL <https://www.ocbc.com/group/investors/annual-report-and-agm.page> or the SGX website at the URL <https://www.sgx.com/securities/company-announcements> for the latest updates on the status of the AGM.

Peter Yeoh  
Secretary

Singapore  
31 March 2023

## APPENDIX

### Steps for registration, submission of questions and voting at the AGM

Shareholders (including CPF and SRS investors) can attend the AGM in person, submit questions to the Chairman of the Meeting in advance of, or at, the AGM and/or vote at the AGM by themselves or through duly appointed proxy(ies)<sup>3</sup>.

To do so, they will need to complete the following steps:

No.	Steps	Details
1	<b>Register in person to attend the AGM</b>	<p><b>Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies can attend the AGM in person.</b></p> <p>To do so, they will need to register in person at the registration counter(s) at the AGM venue on the day of the event. Registration will commence at 12.15 p.m. on that day. Please bring along your NRIC/passport to enable the Bank to verify your identity.</p> <p>Shareholders who register for the Presentation by Management do not need to re-register for the AGM.</p> <p>Shareholders are requested to arrive early to facilitate the registration process. They are advised not to attend the Presentation by Management and the AGM if they are feeling unwell.</p>
2	<b>Submit questions in advance of, or at, the AGM</b>	<p><b>Shareholders, including CPF and SRS investors, can submit questions in advance of, or at, the AGM.</b></p> <p><b>Submission of substantial and relevant questions in advance of the AGM.</b> Shareholders, including CPF and SRS investors, can submit substantial and relevant questions related to the resolutions to be tabled for approval at the AGM to the Chairman of the Meeting, in advance of the AGM, in the following manner:</p> <p><b>(a) Via email.</b> Shareholders may submit their questions via email to the Bank at <a href="mailto:OCBCAGM2023@ocbc.com">OCBCAGM2023@ocbc.com</a>.</p> <p><b>(b) By post.</b> Shareholders may submit their questions by post to the Bank, at OCBC Bank, Group Secretariat, 65 Chulia Street, #08-00 OCBC Centre, Singapore 049513.</p> <p>When submitting questions via email or by post, the shareholder would also need to provide the following details:</p> <ul style="list-style-type: none"> <li>• full name;</li> <li>• address;</li> <li>• number of shares held; and</li> <li>• the manner in which his/her/its shares in OCBC are held (e.g., via CDP, CPF, SRS and/or scrip).</li> </ul> <p><b>Deadline to submit questions in advance of the AGM.</b> All questions submitted in advance of the AGM via any of the above channels must be received by <b>5.00 p.m. on 13 April 2023.</b></p>

<sup>3</sup> See footnote 2 above.

No.	Steps	Details
		<p><b>Asking substantial and relevant questions at the AGM.</b> Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies can also ask the Chairman of the Meeting substantial and relevant questions related to the resolutions to be tabled for approval at the AGM, at the AGM itself.</p> <p><b>Addressing questions.</b> We will address all substantial and relevant questions (which are related to the resolutions to be tabled for approval at the AGM) received from shareholders by the 13 April 2023 submission deadline by publishing our responses to such questions on the Bank's website at the URL <a href="https://www.ocbc.com/group/investors/annual-report-and-agm_page">https://www.ocbc.com/group/investors/annual-report-and-agm_page</a> and the SGX website at the URL <a href="https://www.sgx.com/securities/company-announcements">https://www.sgx.com/securities/company-announcements</a> prior to the AGM. We will address any subsequent clarifications sought, or substantial and relevant follow-up questions (which are related to the resolutions to be tabled for approval at the AGM) received after the 13 April 2023 submission deadline which have not already been addressed prior to the AGM, as well as those substantial and relevant questions received at the AGM, at the AGM itself. Where substantially similar questions are received, we will consolidate such questions and consequently not all questions may be individually addressed.</p> <p><b>Minutes of AGM.</b> We will publish the minutes of the AGM on the Bank's website and the SGX website, and the minutes will include the responses to substantial and relevant questions from shareholders which are addressed during the AGM.</p>

No.	Steps	Details
3	Vote, or submit instruments appointing a proxy(ies) to vote, at the AGM	<p><b>Shareholders can vote at the AGM themselves or through duly appointed proxy(ies)<sup>4</sup>. Shareholders who wish to appoint a proxy(ies) <u>must</u> submit an instrument appointing a proxy(ies).</b></p> <p><b>Submission of instruments appointing a proxy(ies).</b> The instrument appointing a proxy(ies) must be submitted to the Bank in the following manner:</p> <p>(a) if submitted by post, be lodged with the Bank’s Share Registrar, Boardroom Corporate &amp; Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or</p> <p>(b) if submitted electronically, be submitted via email to the Bank’s Share Registrar at <a href="mailto:OCBCAGM2023@boardroomlimited.com">OCBCAGM2023@boardroomlimited.com</a>.</p> <p>in each case, by <b><u>2.00 p.m. on 22 April 2023</u></b>.</p> <p>A shareholder who wishes to submit an instrument appointing a proxy(ies) by post or via email can download a copy of the proxy form from the Bank’s website at the URL <a href="https://www.ocbc.com/group/investors/annual-report-and-agm.page">https://www.ocbc.com/group/investors/annual-report-and-agm.page</a> or the SGX website at the URL <a href="https://www.sgx.com/securities/company-announcements">https://www.sgx.com/securities/company-announcements</a>, and 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.</p> <p><b>Deemed revocation of proxy appointment if shareholder attends the AGM in person.</b> Completion and submission of the instrument appointing a proxy(ies) by a shareholder will not prevent him/her from attending, speaking and voting at the AGM if he/she so wishes. The appointment of the proxy(ies) for the AGM will be deemed to be revoked if the shareholder attends the AGM in person and in such event, the Bank reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the AGM.</p> <p><b>CPF and SRS investors.</b> CPF and SRS investors:</p> <p>(a) may vote at the AGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or</p> <p>(b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by <b><u>5.00 p.m. on 13 April 2023</u></b>.</p>

<sup>4</sup> See footnote 2 above.