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OVERSEA-CHINESE BANKING CORPORATION LIMITED

(Incorporated in the Republic of Singapore with limited liability)

OCBC PEARL LIMITED

(Incorporated in the Republic of Singapore with limited liability)



WING HANG BANK, LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 302)

JOINT ANNOUNCEMENT

DESPATCH OF THE COMPOSITE DOCUMENT RELATING TO CONDITIONAL VOLUNTARY GENERAL CASH OFFERS BY MERRILL LYNCH (ASIA PACIFIC) LIMITED AND J.P. MORGAN SECURITIES (ASIA PACIFIC) LIMITED ON BEHALF OF THE OFFEROR TO ACQUIRE ALL OF THE ISSUED WING HANG BANK, LIMITED SHARES HELD BY QUALIFYING WING HANG BANK, LIMITED SHAREHOLDERS AND TO CANCEL ALL THE OUTSTANDING AWARDS OF WING HANG BANK, LIMITED

INTRODUCTION

Reference is made to (i) the joint announcement issued by Oversea-Chinese Banking Corporation Limited ("**OCBC**"), OCBC Pearl Limited (the "**Offeror**"), and Wing Hang Bank, Limited ("**WHB**") regarding the Offers dated 1 April 2014 (the "**Offer Announcement**"); (ii) the joint announcement issued by OCBC, the Offeror and WHB on 27 June 2014 announcing the satisfaction of the Pre-Conditions; and (iii) the composite offer and response document dated 30 June 2014 jointly issued by OCBC, the Offeror and WHB (the "**Composite Document**"). Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as defined in the Composite Document.

DESPATCH OF THE COMPOSITE DOCUMENT

The Composite Document containing, among other things, details of the terms and conditions of the Offers, a letter from BofAML and J.P. Morgan, a letter from the WHB Board, a letter from the Independent Board Committee, a letter from Somerley, the Independent Financial Adviser,

together with the Forms of Acceptance, will be despatched by OCBC, the Offeror and WHB jointly to Qualifying WHB Shareholders and WHB Optionholders on 30 June 2014.

Qualifying WHB Shareholders and WHB Optionholders are advised to read the Composite Document and the Forms of Acceptance carefully, including the advice from the Independent Board Committee and the advice of Somerley, the Independent Financial Adviser, before deciding whether or not to accept the Offers.

EXPECTED TIMETABLE

The timetable set out below assumes that the Offers will become or be declared unconditional in all respects on or before the 7th day after the despatch date of this Composite Document. The timetable is indicative only and any changes to the timetable will be jointly announced by OCBC, the Offeror and WHB.

Despatch date of this Composite Document and commencement of the Offers *(Note 1)*	30 June 2014
The Undertaking Shareholders' and Additional Undertaking Shareholders' acceptance of the Offers under the Irrevocable Undertakings and Additional Irrevocable Undertakings *(Note 2)*	by 7 July 2014
Offer Closing Date *(Note 3)*	29 July 2014
Announcement of the results of the Offers as at the Offer Closing Date to be posted on the website of the Stock Exchange *(Note 4)*	no later than 7:00 p.m. on 29 July 2014
Latest date for posting of remittances for amounts due under the Offers *(Note 5)*	7 August 2014

Notes:

1. The Offers are made on 30 June 2014, being the date of posting of this Composite Document, and are capable of acceptance from and on that date for the whole of the Offer Period.

2. Each of the Undertaking Shareholders and the Additional Undertaking Shareholders has irrevocably undertaken to the Offeror and to BofAML that the Share Offer will be accepted by it in respect of all of its respective IU Shares or AIU Shares not later than seven days after the despatch date of the Composite Document. The percentage of the share capital of WHB made up by all of the IU Shares and AIU Shares is approximately 48.23 per cent. as at the Latest Practicable Date. In addition, the Offeror has completed the acquisition of 7,704,500 WHB Shares on 2 April 2014. These 7,704,500 WHB Shares, together with the 48.23 per cent. of IU Shares and AIU Shares, represent approximately 50.73 per cent. of the issued share capital of WHB as at the Latest Practicable Date. Therefore, once each of the Undertaking Shareholders and Additional Undertaking Shareholders tenders its acceptance of the Share Offer in respect of all of its respective IU Shares or AIU Shares under the Irrevocable Undertakings and Additional Irrevocable Undertakings, the acceptance condition of the Share Offer set out at paragraph 4(a) of the Letter from BofAML and J.P. Morgan will have been met.

3. In order to accept the Offers, Qualifying WHB Shareholders and WHB Optionholders are required to submit the duly completed Forms of Acceptance to the Share Registrar on or before 4:00 p.m. (Hong Kong time) on Tuesday 29 July 2014, being the Offer Closing Date, unless the Offeror revises or extends the Offers in accordance with the Code. Pursuant to Rule 15.3 of the Code, where a conditional offer becomes or is declared unconditional (whether as to acceptances or in all respects), it should remain open for acceptances for not less than 14 days thereafter.

   The Offeror reserves the right to extend the Offers. If the Offeror decides to extend the Offers, an announcement will be made specifying the next closing date or stating that the Offers will remain open until further notice, in which case at least 14 days' notice in writing will be given to those Qualifying WHB Shareholders and WHB Optionholders who have not yet accepted the Offers before the Offer Closing Date.

   Beneficial owners of WHB Shares who hold their WHB Shares in CCASS directly as an investor participant or indirectly via a broker or custodian participant should note the timing requirements (set out in Appendix I of the Composite Document) for causing instructions to be made to CCASS in accordance with the General Rules of CCASS and CCASS Operational Procedures.

4. The announcement of the results of the Offers will be jointly issued by OCBC, the Offeror and WHB and posted on the Stock Exchange's website by 7:00 p.m. on the Offer Closing Date. Such announcement will comply with the disclosure requirements under Rule 19.1 of the Code and will include, among other things, the results of the Offers.

5. Remittances in respect of the WHB Shares and outstanding Awards tendered for acceptance and taken up by the Offeror (or, in the case of Awards, cancelled) under the Offers (after, if applicable, deducting the seller's ad valorem stamp duty arising therefrom and, if applicable, the fees payable to the Share Registrar in respect of lost or unavailable WHB Share certificates) will be posted to the relevant Qualifying WHB Shareholders and WHB Optionholders by ordinary post at their own risk as soon as possible, but in any event within seven business days (as defined in the Code) following the later of (i) the Offer Unconditional Date and (ii) the date of receipt of a duly completed Form of Acceptance by the Share Registrar in respect of the Offers.

All references to times and dates contained in this announcement are to Hong Kong times and dates.

By order of the board of directors
OVERSEA-CHINESE BANKING CORPORATION LIMITED
Peter Yeoh
Company Secretary

By order of the board of directors
WING HANG BANK, LIMITED
Leung Chiu Wah
Company Secretary

Hong Kong, 30 June 2014

As at the date of this announcement, the WHB Directors are Dr Fung Yuk Bun Patrick, Mr Frank John Wang, Mr Fung Yuk Sing Michael, Mr Ho Chi Wai Louis, Mr Stephen Dubois Lackey, Mr Brian Gerard Rogan, Dr Cheng Hon Kwan, Mr Lau Hon Chuen Ambrose, Mr Li Sze Kuen Billy and Mr Tse Hau Yin Aloysius. The WHB Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than information relating to OCBC, the Offeror or any of their associates or any parties acting in concert with any of them) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement (other than opinions expressed by OCBC, the Offeror or any of their associates or any parties acting in concert with any of them) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.

As at the date of this announcement, the directors of OCBC are Dr Cheong Choong Kong, Mr David Philbrick Conner, Mr Lai Teck Poh, Mr Lee Seng Wee, Dr Lee Tih Shih, Dato' Ooi Sang Kuang, Mr Quah Wee Ghee, Mr Pramukti Surjaudaja, Mr Tan Ngiap Joo, Dr Teh Kok Peng, Mr Samuel N. Tsien and Mr Wee Joo Yeow. The directors of OCBC jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than information relating to WHB, the Undertaking Shareholders, the Additional Undertaking Shareholders or any of their associates or any parties acting in concert with any of them) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement (other than opinions expressed by WHB, the Undertaking Shareholders, the Additional Undertaking Shareholders or any of their associates or any parties acting in concert with any of them) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.

As at the date of this announcement, the directors of the Offeror are Mr Ching Wei Hong, Mr Darren Tan Siew Peng and Mr Samuel N. Tsien. The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than information relating to WHB, the Undertaking Shareholders, the Additional Undertaking Shareholders or any of their associates or any parties acting in concert with any of them) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement (other than opinions expressed by WHB,

the Undertaking Shareholders, the Additional Undertaking Shareholders or any of their associates or any parties acting in concert with any of them) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.