

Unlimited

behind you



UNITED OVERSEAS BANK LIMITED

Summary Financial Report 2005

United behind you

"United Behind You" is not only a powerful promise; it demonstrates the UOB Group's total commitment to our customers and our shareholders. It also reflects our corporate policy of working as a team at all times.

In 2005, we further enhanced our regional platform. With the integration of our operations in Thailand and our increased stake in Bank Buana in Indonesia, we are closer to achieving our vision of becoming a premier bank in Asia-Pacific. Looking ahead, we will continue to grow with our customers, shareholders and staff.

Whatever your goals and aspirations, we are united behind you.



Singapore 2006

UOB is proud to be a Lead Partner of Singapore 2006 which will be held in September 2006. Singapore 2006 is a series of meetings and seminars in Singapore, the highlight of which will be the Annual Meetings of the Boards of Governors of the International Monetary Fund and World Bank Group.

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All figures in this Summary Financial Report are in Singapore dollars unless otherwise specified.

The Group			
	2005	2004	Increase/ decrease
Profit for the financial year (\$'000)			
Profit before tax	2,203,725	1,916,865	15.0%
Net profit after tax[^]	1,709,206	1,451,769	17.7%
Selected balance sheet items as at year-end (\$'000)			
Customer loans (net)*	67,142,153	64,300,016	4.4%
Customer deposits	85,502,760	79,018,770	8.2%
Total assets	145,072,770	134,878,566	7.6%
Shareholders' equity[#]	14,928,662	13,438,752	11.1%
Financial ratios			
Basic earnings per share (cents)			
– Including intangible assets	111.2	92.6	20.1%
– Excluding intangible assets	115.1	106.3	8.3%
Return on average shareholders' equity (ROE) (%)			
– Including intangible assets	12.4	10.8	1.6% points
– Excluding intangible assets	12.9	12.4	0.5% point
Return on average assets (ROA) (%)			
– Including intangible assets	1.25	1.19	0.06% point
– Excluding intangible assets	1.29	1.36	-0.07% point
Expense/income ratio (%)	37.9	37.6	0.3% point
Dividend per share (cents)			
– Interim	20.0	20.0	–
– Special dividend in specie	28.5	–	NM
– Final	40.0	40.0	–
Net asset value per share (\$)	9.71	8.75	11.0%
Capital adequacy ratios (%)			
– Tier 1 capital	11.0	11.0	–
– Total capital	16.1	15.6	0.5% point

[^] Net profit after tax refers to profit attributable to equity holders of the Bank.

* Including amount pledged under repurchase agreements.

[#] Shareholders' equity refers to equity attributable to equity holders of the Bank.

"NM" denotes not meaningful.

United Overseas Bank (UOB) was incorporated on 6 August 1935 as the United Chinese Bank. Founded by Datuk Wee Kheng Chiang, the Bank catered mainly to the Fujian community in its early years. The change of name was effected in 1965.

Over the past 71 years, UOB has grown with Singapore. Through a series of acquisitions, it is now a leading bank in Singapore with banking subsidiaries in Malaysia, Thailand and Indonesia. Today, the UOB Group has a network of 502 offices in 18 countries and territories in Asia-Pacific, Western Europe and North America.

Besides Far Eastern Bank in Singapore, UOB's banking subsidiaries include United Overseas Bank (Malaysia), United Overseas Bank (Thai), PT Bank UOB Indonesia, PT Bank Buana Indonesia and United Overseas Bank Philippines.

UOB provides a wide range of financial services through its global network of branches/offices and subsidiaries/associates: personal financial services, private banking, trust services, commercial and corporate banking, investment banking, corporate finance, capital market activities, treasury services, futures broking, asset management, venture capital management, general insurance, life assurance and stockbroking services.

In Singapore, UOB is a recognised leader in the personal loans business and its total card base of 1.3 million firmly places it in the top position in credit and debit cards. It is also the market



Our Mission

To be a premier bank in the Asia-Pacific region, committed to providing quality products and excellent service.

leader in loans to small and medium-sized enterprises. Its fund management arm, UOB Asset Management, has the distinction of being Singapore's most awarded fund manager.

Through other subsidiaries, as well as associates, UOB also has diversified interests in travel, leasing, property development and management, hotel operations and general trading.

UOB is rated among the world's top banks by Moody's Investors Service, receiving B for Bank Financial Strength, and Aa3 and Prime-1 for long-term and short-term deposits respectively.

In 2005, UOB was again awarded recognition by leading publications, organisations and the investment community. They include: Best Corporate Governance – Singapore (Euromoney), Best Domestic Bank for local currency cash management services – Thailand THB for Fls (Asiamoney), Best Deposit-Linked Product Award 2004 – UOB FirstZero Home Loan (The Asian Banker), Most Valuable Singapore Brand (International Enterprise Singapore), Innovation in Data Warehousing (Informatica), SuperBrands Award – Gold (Reader's Digest).

Singapore	69
Indonesia	204
Thailand	155
Malaysia	39
China	10
Hong Kong	7
Taiwan	3
USA	3
Australia	2
Brunei	2
Canada	1
France	1
Japan	1
Myanmar	1
Philippines	1
South Korea	1
United Kingdom	1
Vietnam	1

As at 31 December 2005

502 offices around the world





Wee Cho Yaw
Chairman & Chief Executive Officer

“Leveraging on our strengths in SME lending and consumer banking in Singapore, I am confident that we will be able to grow these two businesses in the region.”

Overview of 2005

2005 was a year of “有惊无险” (many fears but no major catastrophe). There were fears of an avian flu pandemic and rising oil prices derailing the world economy. Bombings in London and Bali were grim reminders of the threats posed by terrorists around the world. Despite all these, however, the world economy moved at a steady course. In Asia, China reported a sterling growth of 9.9%, while Singapore registered GDP growth of 6.4%, exceeding the government’s earlier forecast of 3% to 5%.

In line with our focus on the Asian region, the UOB Group further extended its operations in the area in 2005. Our 23% equity interest in PT Bank Buana Indonesia (Bank Buana) was raised to 61.1% in December. A listed bank with 190 branches in Indonesia, Bank Buana will work closely with our 99%-owned PT Bank UOB Indonesia (UOB Indonesia).

In Thailand, the year was spent on merging and integrating the operations of our two banking subsidiaries, the former Bank of Asia and UOB Radanasin Bank. Thanks to the hard work and dedication of our Thai colleagues and their Singapore counterparts, legal merger and operational integration were successfully completed on 28 November 2005. The merged bank, United Overseas Bank (Thai) Public Company Limited [UOB (Thai)] had total assets of \$8.2 billion and 154 branches at end December 2005.

In the Philippines, we have converted our banking subsidiary to a thrift bank (with wholesale banking and fee-based business) following the sale of the branches of United Overseas Bank Philippines (UOB Philippines) to Banco de Oro Universal Bank Group.

In December, the Bank’s wholly-owned subsidiary, UOB Cayman I Limited issued US\$500 million non-cumulative non-convertible guaranteed preference shares. The issue qualified as Tier 1 capital for the Bank, strengthening the Bank’s capital base and helping it to manage its capital structure more efficiently. The issue was oversubscribed, attesting to investor confidence in the long-term future of the Bank and the Group.

As a consequence of all these corporate developments, the Group's assets grew by 7.6% in 2005, from \$134.9 billion to \$145.1 billion. Our overseas network has grown to 502 branches and offices covering 18 countries and territories.

Profit & Dividend

In 2005, the Group's after tax profit grew by 17.7% to a record high of \$1.7 billion (2004: \$1.5 billion). Our return on shareholders' equity improved from 10.8% to 12.4%.

The new high in profit was attributable to higher income of \$3.8 billion (2004: \$3.3 billion) and lower impairment charges (excluding intangible assets) of \$173.5 million (2004: \$208.7 million).

The Group's shareholders' equity rose by 11.1% to \$14.9 billion (2004: \$13.4 billion). Non-bank loans as at end-2005 stood at \$67.1 billion, representing an increase of 4.4% over 2004's \$64.3 billion. Non-bank deposits increased by 8.2% to \$85.5 billion (2004: \$79.0 billion). Non-Performing Loans were managed down by 28.3% to \$3.9 billion (2004: \$5.5 billion). Expense to income ratio increased slightly from 37.6% to 37.9% during the year, while total staff strength rose from 13,574 to 18,816, due mainly to the inclusion of Bank Buana.

Our overseas operations (including Bank Buana) achieved a 12.6% improvement in pretax profit, from \$451 million in 2004 to \$508 million in 2005. Their contribution to the Group's total pretax profit rose from 21.2% to 22.4%.

United Overseas Bank (Malaysia) Group achieved higher net interest and fee income, but this was offset by a three-fold increase in impairment charges (excluding intangible assets). As a consequence, after tax profit dropped from \$162.2 million to \$157.1 million. Profit before impairment charges (excluding intangible assets) amounted to \$282.8 million, representing an increase of 24.4% over 2004's \$227.3 million.

In Thailand, the merged UOB (Thai) achieved a 29.4% increase in net profit, from \$38.7 million to \$50.1 million in 2005. Our two Indonesian subsidiaries, UOB Indonesia and Bank Buana reported a combined profit of \$73.8 million compared with \$8.5 million achieved by the former in 2004. UOB Philippines, whose branch network was sold off in December, recorded a loss of \$22.1 million (2004: \$21.2 million).

Among our Singapore subsidiaries, Far Eastern Bank Group doubled its after tax profit to \$12.8 million (2004: \$6.2 million) mainly because of higher net interest income. United Overseas Insurance also had a sterling performance, with after tax profit of \$20.7 million (2004: \$12.1 million).

The Board proposes the transfer of \$300 million to reserves. It also recommends a final dividend of 40 cents per share less 20% income tax. Together with the interim dividend of 20 cents and the special dividend in specie of United Overseas Land Limited (UOL) shares of 28.5 cents, the total dividend for 2005 would amount to 88.5 cents per share.

Corporate Developments

The Monetary Authority of Singapore has given local banks up to July 2006 to reduce their shareholdings in non-core businesses to not more than 10%.

As part of its divestment programme for its holdings in UOL, in April the Bank issued \$276.25 million exchangeable bonds due January 2006, and in July the Bank completed the distribution in specie of about 20% of the issued share capital of UOL to our shareholders. The exchangeable bonds were exchanged into around 15% of the issued share capital of UOL in December 2005 and January 2006.

The Board is studying various options to divest its holdings in Overseas Union Enterprise and Hotel Negara in the best interest of our shareholders.

2006 Prospects

Notwithstanding concerns about rising oil prices, the bird flu pandemic and more terrorist attacks, the business community is upbeat about the world economy in general and Singapore's growth in particular. Official estimate for Singapore is 4% to 6% GDP growth in 2006, but we believe that it is likely to come in at the stronger end of the range.

In 2005, Singapore's external trade hit a record high of \$716 billion. With the US economy expected to sustain its GDP growth, and widespread agreement that China, India and Japan will be the growth engines of Asia, this momentum should be maintained. Other positive indicators include the fall of unemployment rate to 2.5% and the upward trend of the property market.

At the same time, however, competition in the banking sector will continue to squeeze margins. We intend to retain market share, especially in the SME and consumer markets by improving our service standards and introducing innovative products to facilitate the business of our customers.

The ASEAN countries are also forecasting steady growth this year. I am optimistic, therefore, that our banking subsidiaries in Malaysia, Thailand and Indonesia should be able to improve on their performance. Leveraging on our strengths in SME lending and consumer banking in Singapore, I am confident that we will be able to grow these two businesses in the region.

Recognising that every business carries attendant risks, the Group will continue to bolster its risk management and compliance functions. Singapore's high standard of corporate governance will be extended to our regional banking subsidiaries and overseas operations.

The Bank targets to adopt the Basel II – Foundation Internal Rating Based (FIRB) Approach for Credit Risk and the Standardised Approach for Operational Risk by 2008.

Over the past year, we have made significant progress in this framework and are already in the advanced stage of system implementation. The Bank has started its internal validation process on its systems, models and processes, and is targeting to engage the Monetary Authority of Singapore for supervisory validation in the second half of 2006.

Acknowledgements

I thank the Board Directors for their wise counsel during the past year. In particular, I would like to record my deep appreciation to Mrs Margaret Lien Wen Hsien who resigned from the Board in April 2005.

On behalf of the Board, I would also like to thank Mr Ernest Wong Yuen Weng for his contributions as a Director from 1990. Mr Wong resigned from the Board in December 2005 to avoid any possible conflict of interest that might arise in his new career.

I extend a very warm welcome to Mr Michael Lien Jown Leam, grandson of the late Dr George Lien Ying Chow, who joined the Board last May.

My appreciation also goes to management and staff members of the Group who, in their individual ways, have contributed towards the success of the Group in 2005.

Wee Cho Yaw

Chairman & Chief Executive Officer

February 2006

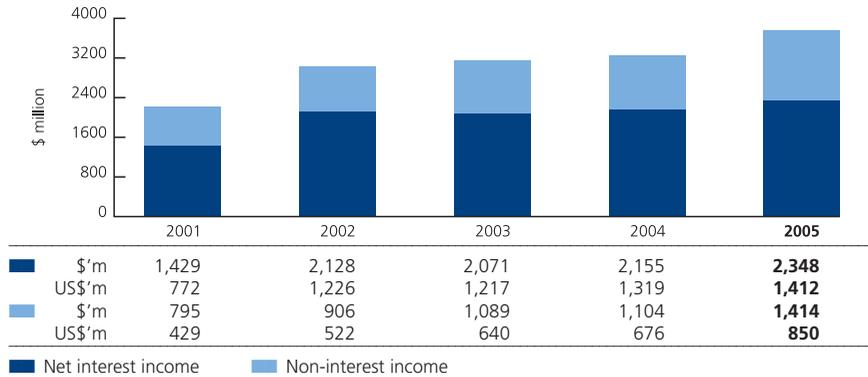
Group total income

Net interest income

2005: \$2,348 million ■ +8.9%
2004: \$2,155 million

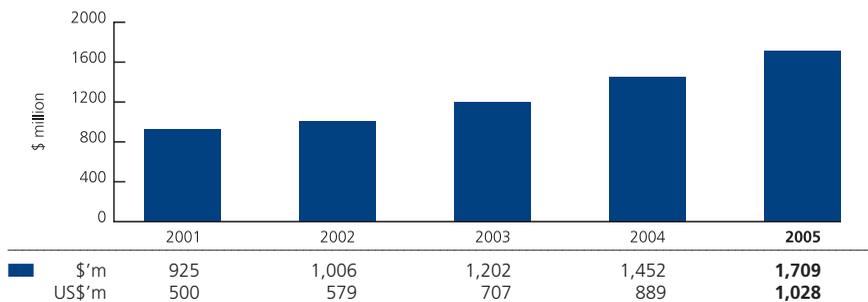
Non-interest income

2005: \$1,414 million ■ +28.1%
2004: \$1,104 million



Group net profit after tax

2005: \$1,709 million ■ +17.7%
2004: \$1,452 million



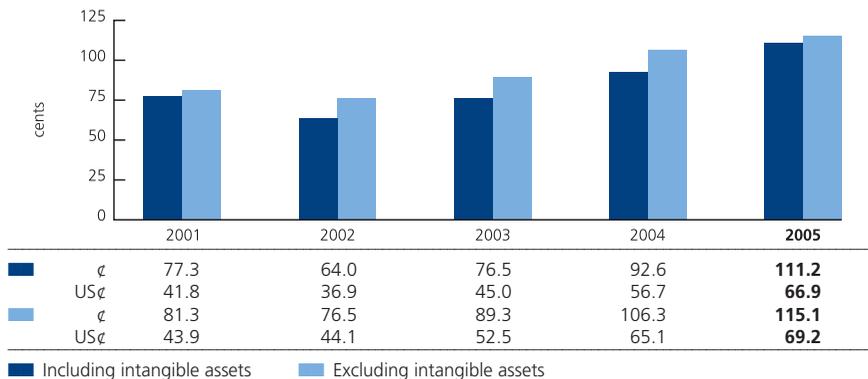
Group earnings per share

Including intangible assets

2005: 111.2 cents ■ +20.1%
2004: 92.6 cents

Excluding intangible assets

2005: 115.1 cents ■ +8.3%
2004: 106.3 cents

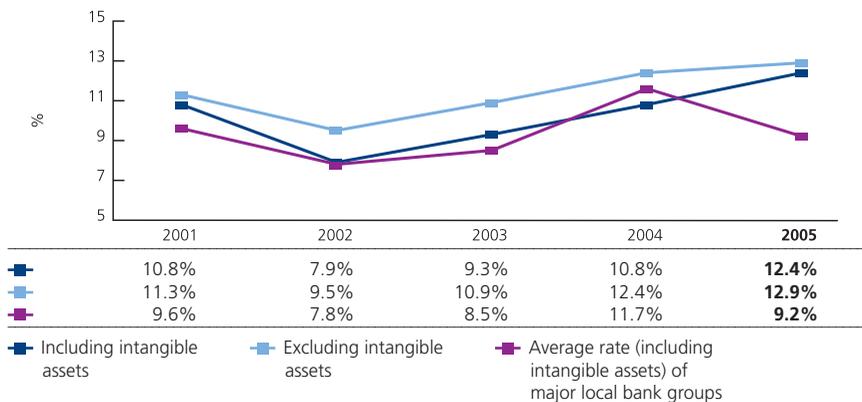


Financial Highlights

Group return on average shareholders' equity (ROE)

Including intangible assets
2005: 12.4% ■ +1.6% points
2004: 10.8%

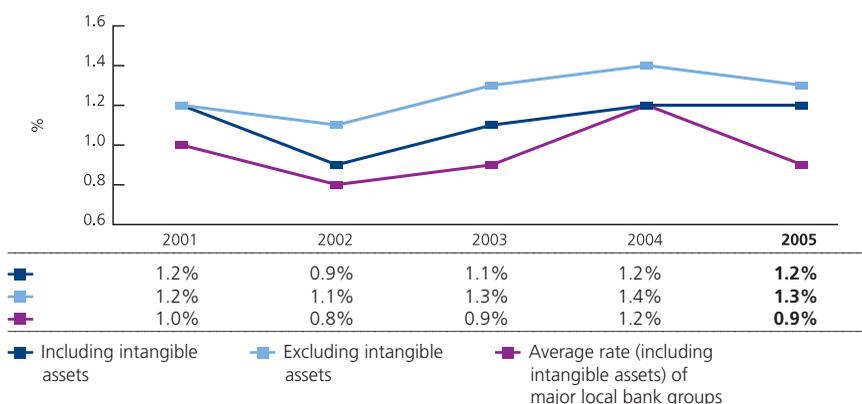
Excluding intangible assets
2005: 12.9% ■ +0.5% point
2004: 12.4%



Group return on average assets (ROA)

Including intangible assets
2005: 1.25% ■ +0.06% point
2004: 1.19%

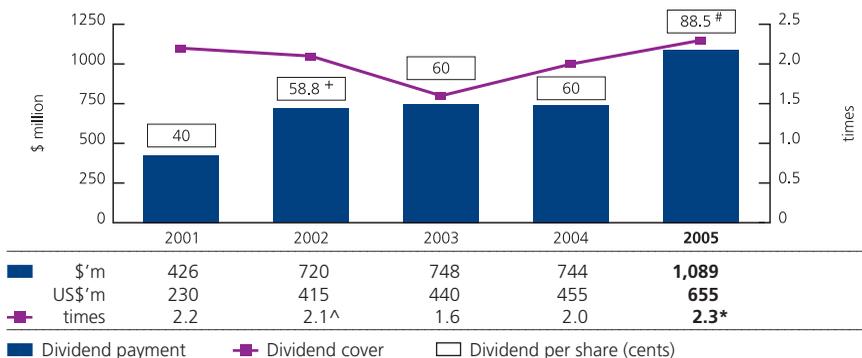
Excluding intangible assets
2005: 1.29% ■ -0.07% point
2004: 1.36%



Dividends

Dividend payment
2005: \$1,089 million ■ +46.4%
2004: \$744 million

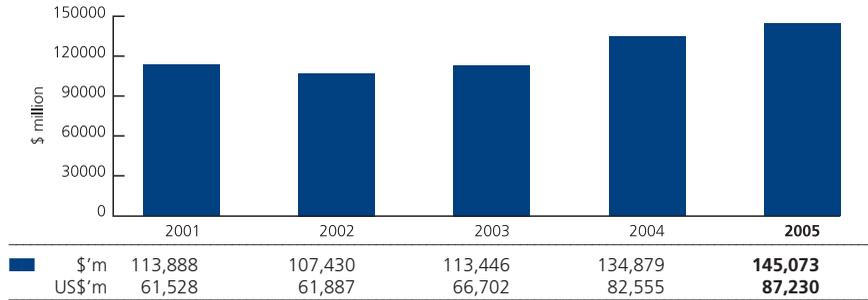
Dividend cover
2005: 2.3 times
2004: 2.0 times



+ Includes special dividend in specie of 18.8 cents.
[^] Dividend cover is 1.4 times for 2002 if the special dividend in specie of 18.8 cents is included.
[#] Includes special dividend in specie of 28.5 cents.
^{*} Dividend cover is 1.6 times for 2005 if the special dividend in specie of 28.5 cents is included.

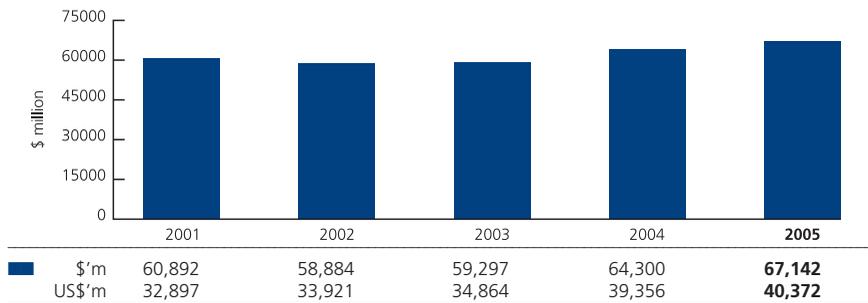
Group assets

2005: \$145,073 million ■ +7.6%
 2004: \$134,879 million



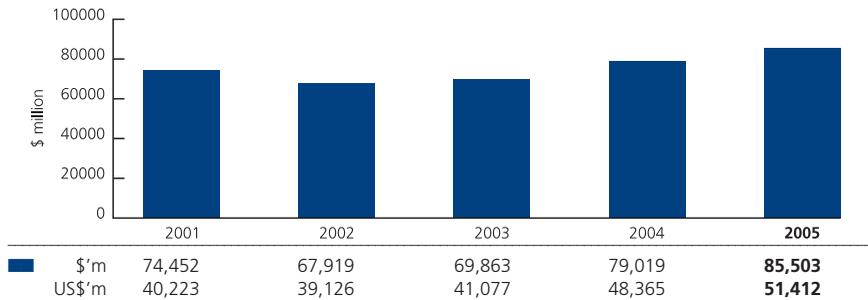
Group customer loans

2005: \$67,142 million ■ +4.4%
 2004: \$64,300 million



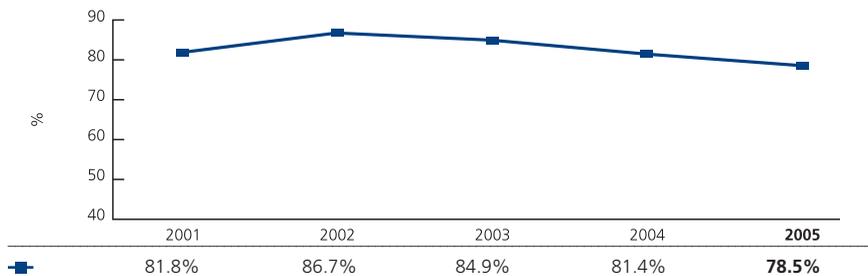
Group customer deposits

2005: \$85,503 million ■ +8.2%
 2004: \$79,019 million



Group loans/deposits ratio

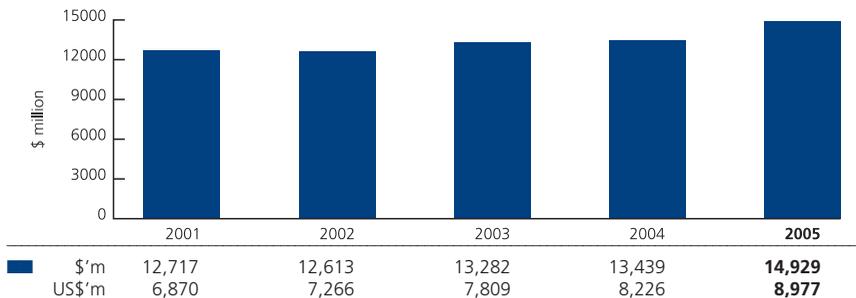
2005: 78.5% ■ -2.9% points
 2004: 81.4%



Financial Highlights

Group shareholders' equity

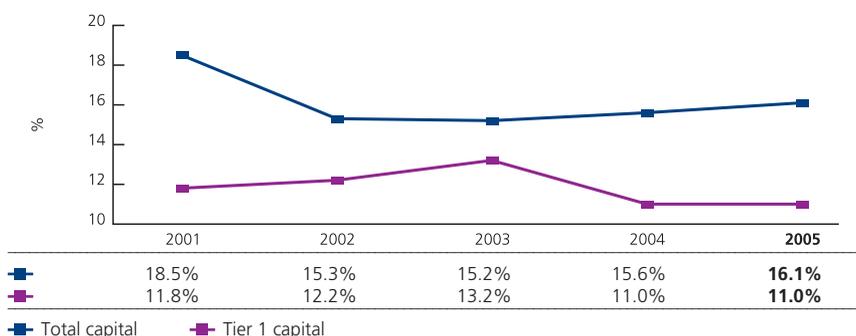
2005: \$14,929 million ■ +11.1%
 2004: \$13,439 million



Group capital adequacy ratios*

Total capital
 2005: 16.1% ■ +0.5% point
 2004: 15.6%

Tier 1 capital
 2005: 11.0% ■
 2004: 11.0%

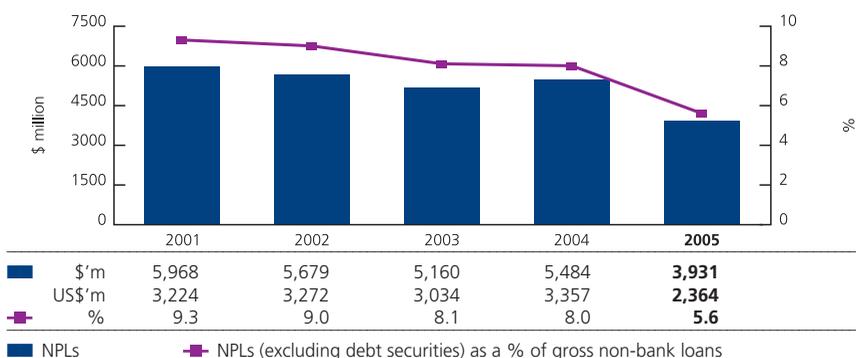


* Computed based on revised capital framework issued by MAS for 2003 to 2005, and BIS guidelines for 2001 and 2002.

Group total non-performing loans (NPLs)

NPLs
 2005: \$3,931 million ■ -28.3%
 2004: \$5,484 million

NPL ratio
 2005: 5.6% ■ -2.4% points
 2004: 8.0%

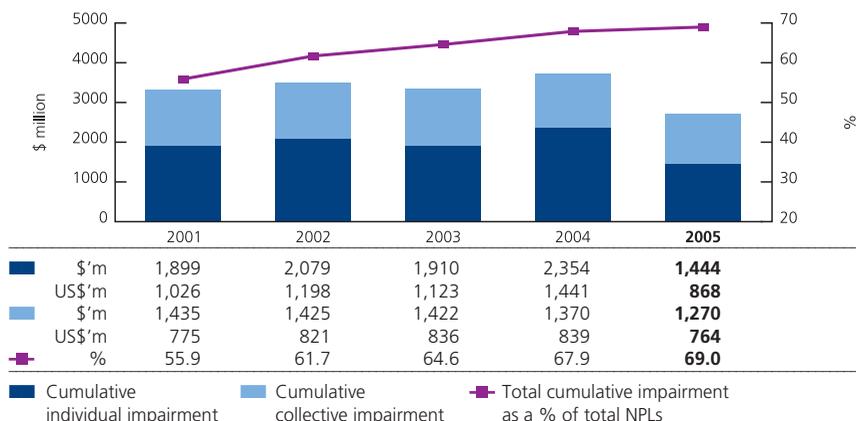


Group total cumulative impairment

Cumulative individual impairment
 2005: \$1,444 million ■ -38.7%
 2004: \$2,354 million

Cumulative collective impairment
 2005: \$1,270 million ■ -7.3%
 2004: \$1,370 million

Total cumulative impairment as a % of total NPLs
 2005: 69.0% ■ +1.1% points
 2004: 67.9%



Board of Directors

Mr Wee Cho Yaw
(Chairman & Chief Executive Officer)

Mr Wee Ee Cheong
(Deputy Chairman & President)

Mr Ngiam Tong Dow

Prof Cham Tao Soon

Mr Wong Meng Meng

Mr Philip Yeo Liat Kok

Mr Tan Kok Quan

Prof Lim Pin

Mr Ng Boon Yew

Mr Michael Lien Jown Leam
(Appointed on 3.5.2005)

Executive Committee

Mr Wee Cho Yaw
(Chairman)

Mr Wee Ee Cheong

Mr Ngiam Tong Dow

Prof Cham Tao Soon

Mr Philip Yeo Liat Kok
(Appointed on 10.2.2006)

Audit Committee

Prof Cham Tao Soon
(Appointed as Chairman on 10.2.2006)

Mr Philip Yeo Liat Kok

Mr Tan Kok Quan

Mr Ng Boon Yew
(Appointed on 10.2.2006)

Nominating Committee

Mr Wong Meng Meng
(Chairman)

Mr Wee Cho Yaw

Mr Ngiam Tong Dow

Prof Cham Tao Soon

Prof Lim Pin

Mr Wee Ee Cheong
(alternate to Mr Wee Cho Yaw)

Remuneration Committee

Mr Wee Cho Yaw
(Chairman)

Prof Cham Tao Soon

Mr Philip Yeo Liat Kok

Prof Lim Pin

Secretary

Mrs Vivien Chan

Share Registrar

Lim Associates (Pte) Ltd
10 Collyer Quay
#19-08 Ocean Building
Singapore 049315
Telephone: (65) 6536 5355
Facsimile: (65) 6536 1360

Auditors

Ernst & Young
10 Collyer Quay
#21-01 Ocean Building
Singapore 049315
Partner-in-charge: Mr Winston Ngan

Registered Office

80 Raffles Place
UOB Plaza
Singapore 048624
Company Registration Number:
193500026Z
Telephone: (65) 6533 9898
Facsimile: (65) 6534 2334
Telex: RS 21539 TYEHUA
SWIFT: UOVBSGSG
Website: www.uobgroup.com

Investor Relations

28B Boat Quay
Singapore 049818
Telephone: (65) 6539 3940/6539 4439
Facsimile: (65) 6538 0270
Email: InvestorRelations@UOBgroup.com

Board of Directors

from left to right:

MR WEE CHO YAW

Chairman & Chief Executive Officer

MR WEE EE CHEONG

Deputy Chairman & President

MR NGIAM TONG DOW

PROF CHAM TAO SOON

MR WONG MENG MENG

MR WEE CHO YAW

Chairman & Chief Executive Officer

Age 77. A career banker with more than 40 years of experience. Received Chinese high school education. Chairman & CEO of United Overseas Bank (UOB) since 1974.

Appointed to the Board on 14 May 1958. Last re-appointed as a Director on 27 April 2005.

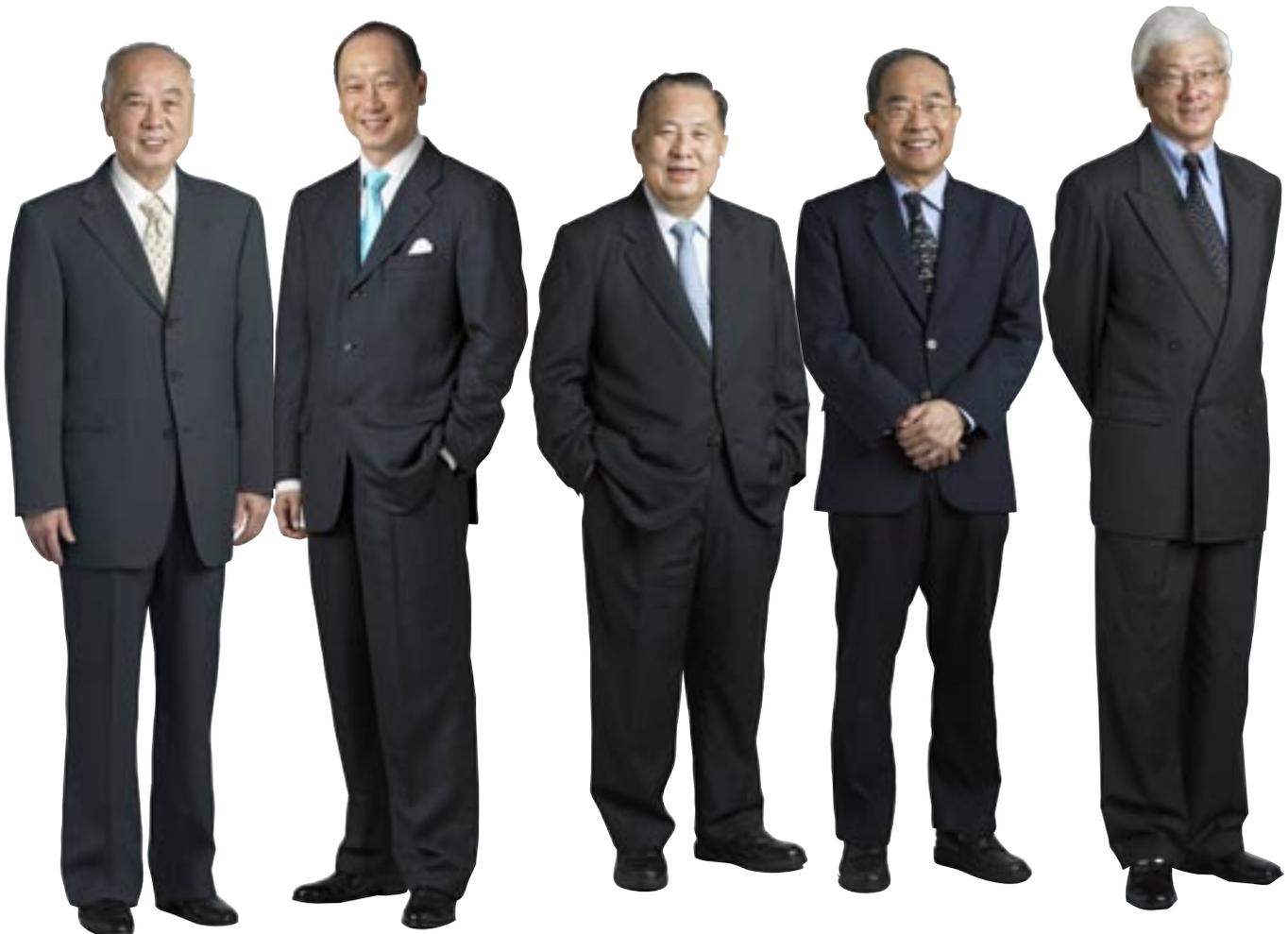
Chairman of the Executive Committee since 1976. Chairman of the Bank's Remuneration Committee and member of its Nominating Committee.

Chairman of UOB subsidiaries – Far Eastern Bank, United Overseas Insurance, United Overseas Bank (Malaysia), PT Bank UOB Indonesia (*President Commissioner*), PT Bank

Buana Indonesia (*President Commissioner*) and United Overseas Bank (Thai) Public Company. Chairman of United International Securities, Haw Par Corporation, United Overseas Land, Hotel Plaza, Overseas Union Enterprise, United Industrial Corporation, and Singapore Land and its subsidiary, Marina Centre Holdings. Former Director of Singapore Press Holdings.

Honorary President of Singapore Chinese Chamber of Commerce & Industry and Pro-Chancellor of Nanyang Technological University.

Awarded Businessman Of The Year in 2001 and 1990 in the Singapore Business Awards that recognise outstanding achievements by Singapore's business community.



MR WEE EE CHEONG

Deputy Chairman & President

Age 53. A professional banker who joined United Overseas Bank (UOB) in 1979. Deputy Chairman & President of UOB since 2000.

Appointed to the Board on 3 January 1990. Last re-elected as a Director on 30 May 1998. Executive Director since 1990. Member of the Bank's Executive Committee.

Director of several UOB subsidiaries and affiliates, including Far Eastern Bank, United Overseas Insurance, United Overseas Bank (Malaysia), PT Bank UOB Indonesia (*Commissioner*), United Overseas Bank (Thai) Public Company, United International Securities, United Overseas Land and Hotel Plaza.

Director of Visa International (Asia Pacific Regional Association) and the Institute of Banking & Finance. Chairman of the Association of Banks in Singapore and ASEAN Banking Council. Council member of the Singapore Chinese Chamber of Commerce & Industry as well as member of the Board of Governors of the Singapore-China Foundation and the Advisory Board of the INSEAD East Asia Council.

Has served as Deputy Chairman of Housing & Development Board and Director of Port of Singapore Authority.

Holds a Bachelor of Science (Business Administration) and a Master of Arts (Applied Economics) from The American University, Washington DC.

MR NGIAM TONG DOW

Age 68. Chairman of Surbana Corporation Pte Ltd. Served as Chairman of Housing & Development Board from 1998 to 2003. Has a distinguished public service career, having held the post of Permanent Secretary in the Prime Minister's Office, Ministries of Finance, Trade & Industry, National Development, and Communications.

Appointed to the Board on 1 October 2001. Last re-elected as a Director on 27 April 2005. An independent and non-executive Director. Member of the Bank's Executive Committee and Nominating Committee. Director of Singapore Press Holdings and Yeo Hiap Seng. Has served as Chairman of Central Provident Fund Board, Development Bank of Singapore, Economic Development Board and Telecommunication Authority of Singapore, and as Deputy Chairman of the Board of Commissioners of Currency, Singapore.

Holds a Bachelor of Arts (Economics, Honours) from the University of Malaya, Singapore, and a Master of Public Administration from Harvard University, USA.

PROF CHAM TAO SOON

Age 66. University Distinguished Professor of Nanyang Technological University (NTU). Held the post of President of NTU from 1981 to 2002.

Appointed to the Board on 4 January 2001. Last re-elected as a Director on 8 May 2003. An independent and non-executive Director. Appointed as Chairman of the Bank's Audit Committee on 10 February 2006. Member of the Bank's Executive Committee, Nominating Committee and Remuneration Committee.

Director of UOB subsidiary, Far Eastern Bank. Chairman of NatSteel, Singapore Symphonia Company and Singapore-China Foundation. Deputy Chairman of Singapore Press Holdings, and Director of Robinson & Company, TPA Strategic Holdings and WBL Corporation. Board Member of Land Transport Authority and Singapore International Foundation. A member of the Council of Presidential Advisers. Former Director of Adroit Innovations and Keppel Corporation.

Holds a Bachelor of Engineering (Civil, Honours) from the University of Malaya, a Bachelor of Science (Mathematics, Honours) from the University of London and a Doctor of Philosophy (Fluid Mechanics) from the University of Cambridge, UK. Fellow of the Institution of Engineers, Singapore and the Institution of Mechanical Engineers, UK.

MR WONG MENG MENG

Age 57. Senior Partner of Wong Partnership. Notary Public and Senior Counsel, Supreme Court of Singapore.

Appointed to the Board on 14 March 2000. Last re-elected as a Director on 27 April 2005. An independent and non-executive Director. Chairman of the Bank's Nominating Committee. Director of UOB subsidiary, Far Eastern Bank. Director of Hi-P International Limited and Mapletree Logistics Trust Management Ltd. Honorary Legal Adviser to the Real Estate Developers' Association of Singapore.

Holds a Bachelor of Law (Honours) from the University of Singapore. Member of the Singapore International Arbitration Centre's Main Panel of Arbitrators.

Board of Directors

from left to right:

MR PHILIP YEO LIAT KOK

MR TAN KOK QUAN

PROF LIM PIN

MR NG BOON YEOW

MR MICHAEL LIEN JOWN LEAM

MR PHILIP YEO LIAT KOK

Age 59. Chairman of the Agency for Science, Technology & Research (A*STAR). Recognised for his contributions to Singapore's economic development and his pioneering role in the promotion and development of the country's information technology, semiconductor, chemical and pharmaceutical industries. Brings to the Bank wide government and private sector experience over a 35-year career.

Appointed to the Board on 26 May 2000. Last re-elected as a Director on 8 May 2003. An independent and non-executive Director. Member of the Bank's Audit Committee, and

Remuneration Committee. Appointed as Member of the Bank's Executive Committee on 10 February 2006. Director of UOB subsidiary, Far Eastern Bank. Chairman of Accuron Technologies Limited, an aerospace and precision engineering company based in Singapore.

Holds a Bachelor of Applied Science (Industrial Engineering), an Honorary Doctorate of Engineering from the University of Toronto, an Honorary Doctorate of Medicine from the Karolinska Institutet, Sweden, a Master of Science (Systems Engineering) from the University of Singapore and a Master of Business Administration from Harvard University, USA.



MR TAN KOK QUAN

Age 67. Senior Partner of Tan Kok Quan Partnership. Notary Public and Senior Counsel, Supreme Court of Singapore.

Appointed to the Board on 1 October 2001. Last re-elected as a Director on 27 April 2005. An independent and non-executive Director. Member of the Bank's Audit Committee. Director of Network Foods International. Has served as Deputy Chairman of Public Utilities Board. Former Director of NH Ceramics.

Holds a Bachelor of Law (Honours) from the University of Singapore.

PROF LIM PIN

Age 70. University Professor and Professor of Medicine at the National University of Singapore (NUS). Senior Consultant at the National University Hospital.

Appointed to the Board on 1 October 2001. Last re-elected as a Director on 29 April 2004. An independent and non-executive Director. Member of the Bank's Nominating Committee and Remuneration Committee. Chairman of National Wages Council and Chairman of Bioethics Committee, Singapore. Director of Raffles Medical Group. Has served as Vice-Chancellor of NUS and Deputy Chairman of Economic Development Board. Former Board Member of Singapore Institute of Labour Studies.

Holds a Master of Arts and a Doctor of Medicine from the University of Cambridge, UK. Fellow of the Academy of Medicine of Singapore (FAMS), FRCP (London) and FRACP.

MR NG BOON YEOW

Age 51. A Certified Public Accountant and Member of the Institute of Certified Public Accountants of Singapore, with more than 20 years of accounting and auditing experience in both the private and public sectors.

Appointed to the Board on 1 October 2001. Last re-elected as a Director on 29 April 2004. An independent and non-executive Director. Appointed as Member of the Bank's Audit Committee on 10 February 2006. Director of Datapulse Technology, Fischer Tech, RSH and the National Kidney Foundation. Deputy Chairman of the Practice Monitoring Sub-Committee (Accounting & Corporate Regulatory Authority). Member of the Securities Industry Council, the Board of Trustees of the Cancer Research and Education Fund and the NCC Research Fund and Council of the Association of Chartered Certified Accountants.

Former Partner-in-charge of corporate finance services and former Head of Singapore banking practice at major international accounting firm, KPMG. Has served as Chairman of the Disclosure and Accounting Standards Committee, Member of the Council on Corporate Disclosure and Governance and Council on Governance of Institutions of a Public Character and Group Chief Financial Officer of Singapore Technologies.

Fellow of the Association of Chartered Certified Accountants. Associate Member of the Institute of Chartered Accountants in England and Wales, Chartered Institute of Management Accountants, Institute of Chartered Secretaries and Administrators and Chartered Institute of Taxation.

MR MICHAEL LIEN JOWN LEAM

Age 42. Mr Lien has been a Director of UOB since May 2005. He is Executive Director of Wah Hin and Company, and Managing Director of Fundamental Capital Advisors, an Asian equity advisory company. Mr Lien was a Managing Director of Morgan Stanley, and headed its Singapore corporate finance business up to 2002. Mr Lien built up Morgan Stanley's Singapore and Indonesian corporate finance franchise from 1994, focusing on cross border mergers and acquisitions, and international financings. He has advised companies including Temasek Holdings, Singapore Technologies Group, PSA Corporation, Singapore Airlines, and PT Telkom. Before he joined Morgan Stanley, Mr Lien was responsible for equity origination at Standard Chartered Merchant Bank Asia, Singapore. Mr Lien started his career as an Assistant Director in Singapore's Ministry of Trade and Industry (MTI) in the late eighties. At MTI, he co-ordinated the implementation of the \$1 billion Tourism Masterplan, and represented the Ministry on the boards of Singapore Tourism Board (then Singapore Tourist Promotion Board) and Sentosa Development Corporation.

Mr Lien was a Colombo Plan Scholar and holds a Bachelor of Economics (First Class Honours) with double majors in Finance and Econometrics from Monash University, Australia.

Principal Officers

from left to right:

MR CHONG KIE CHEONG

MR FRANCIS LEE CHIN YONG

MR TERENCE ONG SEA ENG

MR SAMUEL POON HON THANG

MR BILL CHUA TECK HUAT

MS SUSAN HWEE

MR CHONG KIE CHEONG

*Senior Executive Vice President,
Investment & Private Banking*

Mr Chong joined UOB in January 2005. He oversees the Bank's corporate finance, capital markets, venture management and private banking businesses. Mr Chong holds a Bachelor of Social Sciences (Honours) degree in Economics from the University of Singapore. He has more than 25 years of experience in the financial industry, having held senior appointments in investment banking, international banking and finance and directorships in banks in the region.

MR FRANCIS LEE CHIN YONG

*Senior Executive Vice President,
Personal Financial Services & International*

Mr Lee joined UOB in 1980. He oversees the Bank's individual banking business and is responsible for driving the Bank's businesses outside Singapore. Prior to his appointment in Singapore in 2003, Mr Lee was heading the Bank's operations in Malaysia as Chief Executive Officer of United Overseas Bank (Malaysia). He holds a Malaysia Certificate of Education. Mr Lee has spent 26 years in UOB, holding senior positions in operations, consumer services and corporate lendings.



MR TERENCE ONG SEA ENG

*Senior Executive Vice President,
Global Treasury & Asset Management*

Mr Ong, who joined UOB in 1982, has overall responsibility for the management and growth of the Bank's global treasury and fund management businesses. He holds a Bachelor of Accountancy from the University of Singapore and has more than 20 years of experience in treasury services and operations.

MR SAMUEL POON HON THANG

*Senior Executive Vice President,
Group Credit*

Mr Poon joined UOB in 1988. He oversees credit cases arising from the consumer, corporate and SME segments. Mr Poon holds a Bachelor of Commerce (Honours) from Nanyang University and has over 25 years of experience in banking and finance. Prior to joining UOB, Mr Poon worked in other financial institutions.

MR BILL CHUA TECK HUAT

*Executive Vice President,
Delivery Channels & Operations*

Mr Chua joined UOB in 2002. He oversees the Bank's delivery channels and operational areas to ensure quality service delivery and operational efficiency. Mr Chua holds a Bachelor of Arts (Economics) and a Bachelor of Engineering (Industrial, Honours) from the University of Newcastle, Australia. He has more than 26 years of experience in wholesale and consumer banking. Prior to joining UOB, he worked in Overseas Union Bank (prior to its merger into UOB), Citibank N.A. and the Ministry of Foreign Affairs.

MS SUSAN HWEE

*Executive Vice President,
Information Technology*

Ms Hwee joined UOB in 2001. She is responsible for the strategy and provision of Information Technology (IT) services to support the growth of the Bank globally. Ms Hwee holds a Bachelor of Science from the National University of Singapore. She has over 20 years of experience in IT, and has held senior positions in technology and financial services companies, including IBM and Citibank N.A.



Principal Officers

from left to right:

MR EDDIE KHOO BOO JIN

MR LEE WAI FAI

MR QUEK CHER TECK

MR WEE JOO YEOW

MR YEO ENG CHEONG

MR EDDIE KHOO BOO JIN

*Executive Vice President,
Personal Financial Services*

Mr Khoo joined UOB in 2005. As Global Head of Personal Financial Services, he is responsible for strategising and growing the consumer banking franchise. He holds a Bachelor of Business Administration in Finance and Management from the University of Oregon, USA. Prior to joining UOB, he had 19 years of experience in consumer banking with DBS and Citibank N.A.

MR LEE WAI FAI

*Chief Financial Officer
Executive Vice President, Corporate Services*

Mr Lee joined UOB in 1989. His key responsibilities include the management of a diverse range of portfolios, from capital management, finance, tax, investor relations, group communications, property to general services. Mr Lee holds a Bachelor of Accountancy (Honours) from the National University of Singapore and a Master in Banking and Finance from the Nanyang Technological University, Singapore. He has more than 20 years of experience in finance and administration.



MR QUEK CHER TECK

*Executive Vice President,
International – Greater China*

Mr Quek joined UOB in 1979. He oversees the Bank's business in Greater China (including Hong Kong and Taiwan). Over his 27 years with the Bank, Mr Quek has held positions in various business divisions. Prior to his current appointment, he was heading the Bank's private equity business as Managing Director of UOB Venture Management Pte Ltd, a subsidiary of UOB. Mr Quek holds a Bachelor of Business Administration from the University of Singapore.

MR WEE JOO YEOW

*Executive Vice President,
Corporate Banking – Singapore*

Mr Wee joined UOB in 2002. He is responsible for managing and developing the Bank's corporate banking business in Singapore. He holds a Bachelor of Business Administration (Honours) from the University of Singapore and a Master of Business Administration from New York University, USA. A career banker with more than 30 years of corporate banking experience, Mr Wee has held senior appointments in Overseas Union Bank (prior to its merger into UOB) and First National Bank of Chicago.

MR YEO ENG CHEONG

*Executive Vice President,
Commercial Credit*

Mr Yeo joined UOB in 1986. He leads and manages the Bank's SME business. Mr Yeo holds a Bachelor of Business Administration (Honours) from the University of Singapore. He is a career banker with more than 30 years of experience in credit and marketing, including 10 years with Chase Manhattan Bank (now known as JP Morgan Chase & Co).



United Overseas Bank Limited

(Incorporated in Singapore)
and its Subsidiaries

Summary Financial Statements

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Important

The following Summary Financial Statements set out on pages 21 to 37 contain only the Directors' Report and a summary of the information in the financial statements of the Bank's Annual Report. The Summary Financial Statements do not contain sufficient information to allow for a full understanding of the results and state of affairs of the Bank and of the Group. For further information, the full financial statements, Auditors' Report on the full financial statements and the Directors' Report should be consulted. Shareholders may request a copy of the Annual Report at no cost, by using the Request Form at the end of the Summary Financial Report.



The directors are pleased to present their report to the members together with the audited financial statements of United Overseas Bank Limited (the "Bank") and its subsidiaries (the "Group") for the financial year ended 31 December 2005.

Directors

The directors of the Bank in office at the date of this report are:

Mr Wee Cho Yaw (*Chairman*)
Mr Wee Ee Cheong (*Deputy Chairman*)
Mr Ngiam Tong Dow
Prof Cham Tao Soon
Mr Wong Meng Meng
Mr Yeo Liat Kok Philip
Mr Tan Kok Quan
Prof Lim Pin
Mr Ng Boon Yew
Mr Lien Jown Leam Michael (*appointed on 3 May 2005*)

Arrangements to enable directors to acquire shares or debentures

Neither at the end of nor at any time during the financial year was the Bank a party to any arrangement whose object was to enable the directors of the Bank to acquire benefits by means of the acquisition of shares in, or debentures of, the Bank or any other body corporate, other than those issued in connection with the UOB 1999 Share Option Scheme as set out in this report.

Directors' interests in shares or debentures

(a) The following directors, who held office at the end of the financial year, had, according to the register of directors' shareholdings required to be kept under Section 164 of the Singapore Companies Act, an interest in shares of the Bank or related corporations as stated below:

	Direct interest		Deemed interest	
	At 31.12.2005	At 1.1.2005 or date of appointment, if later	At 31.12.2005	At 1.1.2005 or date of appointment, if later
Ordinary shares of \$1 each				
The Bank				
Mr Wee Cho Yaw	16,390,248	16,390,248	245,208,142	211,708,142
Mr Wee Ee Cheong	2,794,899	2,794,899	146,085,251	146,085,251
Mr Ngiam Tong Dow	–	–	8,600	8,600
Prof Cham Tao Soon	–	–	6,520	6,520
Mr Wong Yuen Weng Ernest (<i>resigned on 1 January 2006</i>)	50,000	50,000	–	–
Mr Tan Kok Quan	–	–	74,475	74,475
Mr Ng Boon Yew	–	–	5,280	5,280
United Overseas Insurance Limited				
Mr Wee Cho Yaw	25,400	25,400	–	–

(b) There was no change in any of the above-mentioned interests between the end of the financial year and 21 January 2006 (being the 21st day after the end of the financial year).

Directors' Report

for the financial year ended 31 December 2005

Directors' contractual benefits

Except as disclosed in the financial statements, since the end of the previous financial year, no director of the Bank has received or become entitled to receive a benefit by reason of a contract made by the Bank or a related corporation with the director, or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest, except that certain directors received remuneration from related corporations in their capacity as directors and/or executives of those corporations.

Directors' fees and other remuneration

Details of the total fees and other remuneration paid/payable by the Group to the directors of the Bank for the financial year ended 31 December 2005 are as follows:

	Directors' fees %	Base or fixed salary %	Variable/ performance bonus %	Benefits-in- kind and other %	Total %
\$8,250,000 to \$8,499,999					
Mr Wee Cho Yaw	3.0	9.7	86.9	0.4	100.0
\$3,000,000 to \$3,249,999					
Mr Wee Ee Cheong	3.8	19.8	73.0	3.4	100.0
Below \$250,000					
Mr Koh Beng Seng <i>(resigned on 16 February 2005)</i>	11.1	80.7	–	8.2	100.0
Mr Ngiam Tong Dow	100.0	–	–	–	100.0
Prof Cham Tao Soon	100.0	–	–	–	100.0
Mr Wong Yuen Weng Ernest <i>(resigned on 1 January 2006)</i>	100.0	–	–	–	100.0
Mr Wong Meng Meng	100.0	–	–	–	100.0
Mr Yeo Liat Kok Philip	100.0	–	–	–	100.0
Mr Tan Kok Quan	100.0	–	–	–	100.0
Prof Lim Pin	100.0	–	–	–	100.0
Mrs Lien Wen Hsien Margaret <i>(resigned on 30 April 2005)</i>	100.0	–	–	–	100.0
Mr Ng Boon Yew	100.0	–	–	–	100.0
Mr Lien Jown Leam Michael <i>(appointed on 3 May 2005)</i>	100.0	–	–	–	100.0

Share options

(a) On 6 October 1999, the Bank's equity holders approved the adoption of the UOB 1999 Share Option Scheme (hereinafter called the "Scheme") to replace the UOB Executives' Share Option Scheme. Under the Scheme, options may be granted to employees in the corporate grade of Vice President (or equivalent rank) and above and selected employees below the corporate grade of Vice President (or equivalent rank) of the Bank and its subsidiaries, and to directors and controlling equity holders, subject to certain conditions. Share options granted under the Scheme in 1999 had expired at the end of its option period on 26 December 2004. Particulars of the share options granted under the Scheme in 2000, 2003 and 2004 (hereinafter called "Options 2000", "Options 2003" and "Options 2004" respectively) have been set out in the Directors' Reports for the financial years ended 31 December 2000, 2003 and 2004 respectively.

(b) Statutory and other information regarding the options under the Scheme is as follows:

(i) Options	Option period	Offer price \$
2000	11 December 2001 to 10 December 2005	12.90
2003	6 June 2004 to 5 June 2008	11.67
2004	29 November 2005 to 28 November 2009	13.67

(ii) The share options expire at the end of the respective option periods unless they lapse earlier in the event of death, bankruptcy or cessation of employment of the participant or the take-over or winding up of the Bank. Further details of the Scheme are set out in the circulars to equity holders dated 10 September 1999.

(iii) Since the commencement of the Scheme, no participant received 5% or more of the total options available under the Scheme and no options were granted to controlling equity holders (or their associates). No options were granted at a discount during the financial year. No options were granted to the directors of the Bank during the financial year and no options granted to the directors of the Bank since the commencement of the Scheme remained outstanding at the balance sheet date.

(iv) The holders of the Bank's options have no right to participate, by virtue of the options, in any share issue of any other company.

(c) The Scheme is administered by the Remuneration Committee, which comprises the following directors:

Mr Wee Cho Yaw (*Chairman*)

Prof Cham Tao Soon

Mr Yeo Liat Kok Philip

Prof Lim Pin

Directors' Report

for the financial year ended 31 December 2005

Share options (cont'd)

- (d) During the financial year, the Bank issued 1,588,000 ordinary shares of \$1 each to option holders who exercised their rights in connection with the Scheme as follows:

Year options granted	Subscription price per share, paid in cash	Number of ordinary shares of \$1 each in the Bank
	\$	
2000	12.90	722,000
2003	11.67	806,000
2004	13.67	60,000
		<hr/>
		1,588,000

All newly issued shares rank *pari passu* in all respects with the previously issued shares.

- (e) Unissued ordinary shares of \$1 each under option in connection with the Scheme as at 31 December 2005 comprise the following:

Year options granted	Exercise price	Expiry date	Number of shares
	\$		
2003	11.67	6 June 2008	563,000
2004	13.67	29 November 2009	1,907,000
			<hr/>
			2,470,000

Audit Committee

The Audit Committee comprises four members, all of whom are non-executive independent directors. The members of the Audit Committee at the date of this report are as follows:

Prof Cham Tao Soon (*Chairman*)

Mr Yeo Liat Kok Philip

Mr Tan Kok Quan

Mr Ng Boon Yew (*appointed on 10 February 2006*)

The Audit Committee has reviewed the financial statements, the internal and external audit plans and audit reports, the external auditors' evaluation of the system of internal accounting controls, the scope and results of the internal and external audit procedures, the adequacy of internal audit resources, the cost effectiveness, independence and objectivity of external auditors, the significant findings of internal audit investigations and interested person transactions. The reviews were made with the internal and external auditors, the financial controller and/or other senior management staff, as appropriate. The Audit Committee has also carried out the functions required of the Committee under the Code of Corporate Governance and the Guidelines on Corporate Governance for Banks, Financial Holding Companies and Direct Insurers which are incorporated in Singapore.

The Audit Committee has also considered the financial, business and professional relationships between the external auditors and the Bank. It is of the view that the relationships are not incompatible with maintaining the independence of the external auditors.

Auditors

The Audit Committee has nominated Messrs Ernst & Young for re-appointment as auditors of the Bank and Messrs Ernst & Young have expressed their willingness to be re-appointed.

The Summary Financial Statements as set out on pages 21 to 37 were approved by the Board of Directors and signed on its behalf by:

Wee Cho Yaw

Chairman

Wee Ee Cheong

Deputy Chairman

Singapore

23 February 2006

Auditors' Report

for the financial year ended 31 December 2005

We have examined the Summary Financial Statements set out on pages 21 to 37.

In our opinion, the Summary Financial Statements are consistent with the full financial statements and Directors' Report of the United Overseas Bank Limited and its subsidiaries for the financial year ended 31 December 2005 from which they were derived, and comply with the requirements of Section 203A of the Singapore Companies Act, and the regulations made thereunder, applicable to Summary Financial Statements.

For a full understanding of the results and state of affairs of the Bank and the Group, the Summary Financial Statements should be read in conjunction with the full financial statements of United Overseas Bank Limited and its subsidiaries for the financial year ended 31 December 2005.

We have issued our Auditors' Report dated 23 February 2006 on the full financial statements of United Overseas Bank Limited and its subsidiaries for the financial year ended 31 December 2005. The Auditors' Report is reproduced as follows:

"AUDITORS' REPORT TO THE MEMBERS OF UNITED OVERSEAS BANK LIMITED

We have audited the accompanying financial statements of United Overseas Bank Limited (the "Bank") and its subsidiaries (the "Group") as set out on pages # to # for the financial year ended 31 December 2005. These financial statements are the responsibility of the Bank's directors. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Singapore Standards on Auditing. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the directors, as well as evaluating the overall financial statements presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion,

- (a) the financial statements of the Bank and the consolidated financial statements of the Group are properly drawn up in accordance with the provisions of the Singapore Companies Act, Cap. 50 (the "Act") and Singapore Financial Reporting Standards, including the modification of the requirements of FRS39 Financial Instruments: Recognition and Measurement in respect of loan loss provisioning by Notice to Banks No. 612 'Credit Files, Grading and Provisioning' issued by the Monetary Authority of Singapore, so as to give a true and fair view of the state of affairs of the Bank and of the Group as at 31 December 2005, the results of the Bank and of the Group and changes in equity of the Bank and of the Group and cash flows of the Group for the financial year ended on that date; and
- (b) the accounting and other records required by the Act to be kept by the Bank and by its subsidiaries incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act."

ERNST & YOUNG

Certified Public Accountants

Singapore

23 February 2006

The page numbers are as stated in the Auditors' Report dated 23 February 2006 included in United Overseas Bank Limited's Annual Report for the financial year ended 31 December 2005.

Profit and Loss Accounts

for the financial year ended 31 December 2005

	The Group		The Bank	
	2005 \$'000	2004 \$'000	2005 \$'000	2004 \$'000
Interest income	4,881,743	3,661,340	3,833,478	2,866,298
Less: Interest expense	2,534,226	1,506,444	2,118,930	1,171,563
Net interest income	2,347,517	2,154,896	1,714,548	1,694,735
Dividend income	59,594	42,983	239,444	304,497
Fee and commission income	899,600	705,897	448,369	427,381
Rental income	63,897	64,578	36,282	37,427
Other operating income	390,714	290,389	653,803	172,457
Income before operating expenses	3,761,322	3,258,743	3,092,446	2,636,497
Less:				
Staff costs	683,566	587,453	388,450	363,748
Other operating expenses	740,374	639,355	484,055	464,200
Total operating expenses	1,423,940	1,226,808	872,505	827,948
Operating profit before amortisation and impairment charges	2,337,382	2,031,935	2,219,941	1,808,549
Less: Intangible assets amortised/ impaired	59,980	213,630	–	189,959
Less: Other impairment charges	173,531	208,705	5,892	90,685
Operating profit after amortisation and impairment charges	2,103,871	1,609,600	2,214,049	1,527,905
Share of profit of associates	99,854	307,265	–	–
Profit before tax	2,203,725	1,916,865	2,214,049	1,527,905
Less: Tax	472,322	450,432	363,512	337,671
Profit for the financial year	1,731,403	1,466,433	1,850,537	1,190,234
Attributable to:				
Equity holders of the Bank	1,709,206	1,451,769	1,850,537	1,190,234
Minority interests	22,197	14,664	–	–
	1,731,403	1,466,433	1,850,537	1,190,234
Earnings per share:				
Basic	111 cents	93 cents		
Diluted	111 cents	93 cents		

Balance Sheets

as at 31 December 2005

	The Group		The Bank	
	2005	2004	2005	2004
	\$'000	\$'000	\$'000	\$'000
Equity				
Share capital	1,537,843	1,536,255	1,537,843	1,536,255
Subsidiary preference shares	831,550	–	–	–
Capital reserves	4,359,925	4,249,917	4,390,810	4,227,906
Statutory reserve	3,019,865	2,922,297	2,645,722	2,553,172
Revenue reserves	4,962,937	4,606,878	3,907,394	3,395,005
Share of reserves of associates	216,542	123,405	–	–
Equity attributable to equity holders of the Bank	14,928,662	13,438,752	12,481,769	11,712,338
Minority interests	291,056	148,306	–	–
Total equity	15,219,718	13,587,058	12,481,769	11,712,338
Liabilities				
Deposits and balances of				
Banks and agents	29,455,531	28,194,097	27,960,008	26,196,438
Non-bank customers	85,502,760	79,018,770	66,481,295	62,354,537
Subsidiaries	–	–	2,448,464	1,668,594
	114,958,291	107,212,867	96,889,767	90,219,569
Bills and drafts payable	303,181	256,188	93,493	66,091
Derivative financial liabilities	3,775,894	2,703,121	3,706,279	2,637,563
Other liabilities	3,098,291	3,495,491	928,478	1,532,205
Tax payables	537,209	522,827	473,885	476,868
Deferred tax liabilities	71,896	11,717	39,947	273
Debts issued	7,108,290	7,089,297	6,833,994	6,079,974
Total liabilities	129,853,052	121,291,508	108,965,843	101,012,543
Total equity and liabilities	145,072,770	134,878,566	121,447,612	112,724,881
Off-balance sheet items				
Contingent liabilities	11,475,035	10,001,219	9,536,694	8,160,152
Financial derivatives	590,802,496	278,085,916	590,824,336	269,758,270
Commitments	42,545,092	39,275,821	33,049,044	30,593,118

	The Group		The Bank	
	2005	2004	2005	2004
	\$'000	\$'000	\$'000	\$'000
Assets				
Cash, balances and placements with central banks	11,925,148	11,653,014	8,641,415	8,109,433
Singapore Government treasury bills and securities	6,883,521	6,652,762	6,799,634	6,558,506
Other government treasury bills and securities	2,088,563	1,723,186	1,472,680	1,373,878
Trading securities	624,887	438,934	228,461	124,573
Placements and balances with banks and agents	27,969,872	23,942,988	25,983,564	22,349,699
Trade bills	1,135,803	1,497,768	399,064	214,429
Advances to customers	65,326,737	62,720,387	50,875,801	50,356,374
Placements with and advances to subsidiaries	–	–	2,056,019	1,828,628
Derivative financial assets	3,640,632	2,884,689	3,609,187	2,854,211
Assets pledged	4,668,203	4,236,716	2,642,992	2,881,180
Assets held for sale	606,240	–	423,538	–
Investment securities	10,122,392	8,608,545	8,664,671	6,802,650
Other assets	2,871,055	3,006,821	1,342,721	1,410,849
Investment in associates	1,000,174	1,702,393	346,410	842,870
Investment in subsidiaries	–	–	3,664,665	2,697,667
Fixed assets	1,872,205	1,862,434	1,100,220	1,116,994
Deferred tax assets	67,598	72,200	14,751	21,121
Intangible assets	4,269,740	3,875,729	3,181,819	3,181,819
Total assets	145,072,770	134,878,566	121,447,612	112,724,881

Statements of Changes in Equity

for the financial year ended 31 December 2005

The Group Equity attributable to equity holders of the Bank

	Subsidiary Share capital \$'000	preference shares \$'000	Capital reserves \$'000	Statutory reserve \$'000	Revenue reserves \$'000	Share of reserves of associates \$'000	Total \$'000	Minority interests \$'000	Total equity \$'000
2005									
Balance at 1 January 2005									
As previously reported	1,536,255	–	4,249,917	2,922,297	4,606,878	123,405	13,438,752	148,306	13,587,058
Adjustments due to FRS39	–	–	169,378	–	(206,295)	–	(36,917)	8,131	(28,786)
As restated	1,536,255	–	4,419,295	2,922,297	4,400,583	123,405	13,401,835	156,437	13,558,272
Currency translation adjustments	–	–	(16,278)	–	–	–	(16,278)	(2,615)	(18,893)
Available-for-sale assets									
Net change in fair value	–	–	(6,679)	–	–	–	(6,679)	(593)	(7,272)
Transferred to profit and loss account on disposal/impairment	–	–	(68,524)	–	–	–	(68,524)	333	(68,191)
Share of associates' reserves	–	–	17,751	–	–	134,652	152,403	–	152,403
Transfer to revenue reserves upon disposal/liquidation of associates	–	–	–	–	41,515	(41,515)	–	–	–
Other adjustments	–	–	(2,684)	–	(5,268)	–	(7,952)	177	(7,775)
Total gains/(losses) recognised directly in equity	–	–	(76,414)	–	36,247	93,137	52,970	(2,698)	50,272
Profit for the financial year	–	–	–	–	1,709,206	–	1,709,206	22,197	1,731,403
Total recognised gains/(losses) for the financial year	–	–	(76,414)	–	1,745,453	93,137	1,762,176	19,499	1,781,675
Transfer from/(to) revenue reserves	–	–	(3,048)	97,568	(94,520)	–	–	–	–
Change in minority interests	–	–	–	–	–	–	–	119,489	119,489
Dividends	–	–	–	–	(1,088,579)	–	(1,088,579)	(4,369)	(1,092,948)
Grant of share options under share option scheme	–	–	2,140	–	–	–	2,140	–	2,140
Issue of shares under share option scheme	1,588	–	17,952	–	–	–	19,540	–	19,540
Issue of subsidiary preference shares	–	831,550	–	–	–	–	831,550	–	831,550
Balance at 31 December 2005	1,537,843	831,550	4,359,925	3,019,865	4,962,937	216,542	14,928,662	291,056	15,219,718

The Group
Equity attributable to equity holders of the Bank

	Share capital \$'000	Capital reserves \$'000	Statutory reserve \$'000	Revenue reserves \$'000	Share of reserves of associates \$'000	Total \$'000	Minority interests \$'000	Total equity \$'000
2004								
Balance at 1 January 2004	1,571,664	4,242,284	2,859,850	4,464,952	143,285	13,282,035	155,103	13,437,138
Currency translation adjustments	–	(36,731)	–	–	–	(36,731)	(180)	(36,911)
Share of associates' reserves	–	–	–	–	(18,730)	(18,730)	–	(18,730)
Transfer to revenue reserves upon disposal/liquidation of associates	–	–	–	1,150	(1,150)	–	–	–
Other adjustments	–	2,681	–	–	–	2,681	131	2,812
Total gains/(losses) recognised directly in equity	–	(34,050)	–	1,150	(19,880)	(52,780)	(49)	(52,829)
Profit for the financial year	–	–	–	1,451,769	–	1,451,769	14,664	1,466,433
Total recognised gains/(losses) for the financial year	–	(34,050)	–	1,452,919	(19,880)	1,398,989	14,615	1,413,604
Transfer from/(to) revenue reserves	–	(5,834)	62,447	(56,613)	–	–	–	–
Change in minority interests	–	–	–	–	–	–	(18,183)	(18,183)
Dividends	–	–	–	(754,570)	–	(754,570)	(3,229)	(757,799)
Share buy-back	(36,417)	36,417	–	(499,810)	–	(499,810)	–	(499,810)
Issue of shares under share option scheme	1,008	11,100	–	–	–	12,108	–	12,108
Balance at 31 December 2004	1,536,255	4,249,917	2,922,297	4,606,878	123,405	13,438,752	148,306	13,587,058

Statements of Changes in Equity

for the financial year ended 31 December 2005

	Share capital \$'000	Capital reserves \$'000	The Bank Statutory reserve \$'000	Revenue reserves \$'000	Total equity \$'000
2005					
Balance at 1 January 2005					
As previously reported	1,536,255	4,227,906	2,553,172	3,395,005	11,712,338
Adjustments due to FRS39	–	121,874	–	(157,019)	(35,145)
As restated	1,536,255	4,349,780	2,553,172	3,237,986	11,677,193
Currency translation adjustments	–	1,476	–	–	1,476
Available-for-sale assets					
Net change in fair value	–	57,520	–	–	57,520
Transferred to profit and loss account on disposal/impairment	–	(38,058)	–	–	(38,058)
Total gains recognised directly in equity	–	20,938	–	–	20,938
Profit for the financial year	–	–	–	1,850,537	1,850,537
Total recognised gains for the financial year	–	20,938	–	1,850,537	1,871,475
Transfer from/(to) revenue reserves	–	–	92,550	(92,550)	–
Dividends	–	–	–	(1,088,579)	(1,088,579)
Grant of share options under share option scheme	–	2,140	–	–	2,140
Issue of shares under share option scheme	1,588	17,952	–	–	19,540
Balance at 31 December 2005	1,537,843	4,390,810	2,645,722	3,907,394	12,481,769
2004					
Balance at 1 January 2004	1,571,664	4,180,133	2,493,172	3,514,142	11,759,111
Currency translation adjustments	–	5,265	–	–	5,265
Total gains recognised directly in equity	–	5,265	–	–	5,265
Profit for the financial year	–	–	–	1,190,234	1,190,234
Total recognised gains for the financial year	–	5,265	–	1,190,234	1,195,499
Transfer from/(to) revenue reserves	–	(5,009)	60,000	(54,991)	–
Dividends	–	–	–	(754,570)	(754,570)
Share buy-back	(36,417)	36,417	–	(499,810)	(499,810)
Issue of shares under share option scheme	1,008	11,100	–	–	12,108
Balance at 31 December 2004	1,536,255	4,227,906	2,553,172	3,395,005	11,712,338

Consolidated Cash Flow Statement

for the financial year ended 31 December 2005

	2005 \$'000	2004 \$'000
Cash flows from operating activities		
Operating profit before amortisation and impairment charges	2,337,382	2,031,935
Adjustments for		
Depreciation of fixed assets	139,535	124,701
Net gain on disposal of assets	(140,435)	(95,792)
Operating profit before working capital changes	2,336,482	2,060,844
Changes in working capital		
Increase in deposits	5,538,455	12,664,532
Increase in bills and drafts payable	40,675	14,192
Increase/(decrease) in other liabilities	692,062	(359,756)
(Increase)/decrease in trading securities	(142,914)	85,572
Increase in placements and balances with banks and agents	(4,377,479)	(6,384,549)
Increase in trade bills and advances to non-bank customers	(1,396,886)	(935,391)
Decrease/(increase) in government treasury bills and securities not qualifying as cash and cash equivalents	759,115	(835,298)
Increase in other assets	(876,810)	(512,873)
Cash generated from operations	2,572,700	5,797,273
Income tax paid	(415,206)	(366,367)
Net cash provided by operating activities	2,157,494	5,430,906
Cash flows from investing activities		
Net cash flow on (acquisition)/disposal of		
Investment securities and associates	(1,309,691)	(2,993,027)
Fixed assets	(65,655)	(62,993)
Net cash inflow/(outflow) on acquisition of subsidiaries	42,241	(217,321)
Acquisition of additional interests in subsidiaries	(48,924)	(34,637)
Net dividends received from associates	52,004	167,829
Net cash used in investing activities	(1,330,025)	(3,140,149)
Cash flows from financing activities		
Proceeds from issue of shares	851,090	12,108
Net (decrease)/increase in debts issued	(80,596)	2,809,850
Share buy-back	–	(499,810)
Dividends paid by the Bank	(738,002)	(754,570)
Dividends paid by subsidiaries to minority equity holders	(4,369)	(3,229)
Net cash provided by financing activities	28,123	1,564,349
Currency translation adjustments	(16,278)	(36,731)
Net increase in cash and cash equivalents for the financial year	839,314	3,818,375
Cash and cash equivalents at beginning of the financial year	20,057,918*	16,210,587
Cash and cash equivalents at end of the financial year	20,897,232	20,028,962

* Restated upon adoption of FRS39

Notes to the Summary Financial Statements

for the financial year ended 31 December 2005

Corporate information

United Overseas Bank Limited (the "Bank") is a limited liability company incorporated in Singapore. The registered office of the Bank is at 80 Raffles Place, UOB Plaza, Singapore 048624.

The Bank is principally engaged in the business of banking in all its aspects, including the operation of an Asian Currency Unit under the terms and conditions specified by the Monetary Authority of Singapore. The principal activities of its subsidiaries include commercial banking, merchant banking, leasing, insurance, investment, trustee/investment management, nominee services, stockbroking, gold/futures dealing, computer services, general services, consultancy and research services, property, property management and travel. There has been no significant change in the nature of these activities during the financial year.

Basis of preparation

The financial statements of the Bank and its subsidiaries (the "Group") have been prepared in accordance with Singapore Financial Reporting Standards ("FRS") as required by the Companies Act, Cap. 50, including the modification of the requirements of FRS39 Financial Instruments: Recognition and Measurement in respect of loan loss provisioning by Notice to Banks No. 612 'Credit Files, Grading and Provisioning' issued by the Monetary Authority of Singapore ("MAS").

The financial statements have been prepared under the historical cost convention, modified by the revaluation of available-for-sale financial assets, financial assets and financial liabilities at fair value through profit and loss and all financial derivatives. In addition, the carrying amount of assets and liabilities that are designated as hedged items in a fair value hedge are adjusted for fair value changes attributable to the hedged risks.

The financial statements are presented in Singapore Dollars.

Changes in accounting policies

The accounting policies applied by the Group are consistent with those used in the previous financial year except for changes arising from the adoption of the following new and revised FRS with effect from 1 January 2005:

New FRS

- FRS39 Financial Instruments: Recognition and Measurement
- FRS102 Share-based Payment
- FRS103 Business Combinations, FRS36 (revised) Impairment of Assets and FRS38 (revised) Intangible Assets
- FRS105 Non-current Assets Held for Sale and Discontinued Operations

FRS39 was applied prospectively with the opening balances of the financial assets and financial liabilities as at 1 January 2005 restated and the resulting changes adjusted to the equity.

Revised FRS

The Group has also adopted the following revised standards mandatory for annual financial periods beginning on or after 1 January 2005 and comparative figures have been restated where applicable:

- FRS1 Presentation of Financial Statements
- FRS8 Accounting Policies, Changes in Accounting Estimates and Errors
- FRS10 Events after the Balance Sheet Date
- FRS16 Property, Plant and Equipment
- FRS17 Leases
- FRS21 The Effect of Changes in Foreign Exchange Rates
- FRS24 Related Party Disclosures
- FRS27 Consolidated and Separate Financial Statements
- FRS28 Investments in Associates
- FRS31 Interests in Joint Ventures
- FRS32 Financial Instruments: Disclosure and Presentation
- FRS33 Earnings Per Share

The adoption of the above revised FRS did not result in any significant change in the accounting policies.

Major acquisitions and disposals

- (a) On 14 October 2005, the Bank's wholly owned subsidiary, UOB International Investment Private Limited ("UOBII") acquired an additional 30% of the issued common shares of PT Bank Buana Indonesia Tbk ("Bank Buana") for a cash consideration of approximately \$269 million, resulting in UOBII's holdings in Bank Buana increased from 23% to 53% and conversion of Bank Buana from an associate to a subsidiary of the Group.

Following the close of the tender offer on 19 December 2005 for the remaining shares not held by UOBII, an additional 8.1% of the issued common shares of Bank Buana were acquired for a cash consideration of approximately \$75 million, resulting in UOBII holding a total stake of 61.1% in Bank Buana.

- (b) On 8 September 2005, the Bank acquired 208,409,296 or approximately 16.22% of the issued shares of UOB Radanasin Bank Public Company Limited ("UOBR") for a cash consideration of approximately \$122 million, resulting in goodwill of \$73,110,000.

On 16 November 2005, as part of the merger of the Bank's two banking subsidiaries, Bank of Asia Public Company Limited ("BOA") and UOBR, BOA completed a rights issue to raise funds to acquire all the shares in UOBR held by the Bank. Pursuant to the rights issue, the Bank subscribed for 3,117,629,566 new BOA shares.

On 28 November 2005, the merger of UOBR and BOA was completed and the enlarged BOA was renamed as United Overseas Bank (Thai) Public Company Limited.

- (c) During the financial year, the Bank divested its equity interest in United Overseas Land Limited, an associate, through the distribution in specie of shares and redemption of exchangeable notes by way of shares.

Notes to the Summary Financial Statements

for the financial year ended 31 December 2005

Directors' fees and remuneration

Included in the total operating expenses are the following fees and remuneration paid/payable to the directors of the Bank and its subsidiaries:

	The Group		The Bank	
	2005 \$'000	2004 \$'000	2005 \$'000	2004 \$'000
Directors of the Bank				
Fees	1,012	809	760	600
Remuneration	11,373	10,909	11,373	10,909
Directors of the subsidiaries				
Fees	1,241	673	9	10
Remuneration	11,466	6,258	–	–
	25,092	18,649	12,142	11,519

Dividends

	The Group and The Bank	
	2005 \$'000	2004 \$'000
Dividends paid and proposed in respect of the financial year ended 31 December:		
Interim dividend of 20 cents (2004: 20 cents) per share net of tax at 20% (2004: 20%)	246,020	251,594
Special dividend in specie of 28.5 cents per share net of tax at 20%	350,577	–
Proposed final dividend of 40 cents (2004: 40 cents) per share net of tax at 20% (2004: 20%)	492,110	491,602
	1,088,707	743,196
Gross total dividend per share	88.5 cents	60 cents

Related party transactions

Related parties cover the Group's subsidiaries, associates and their subsidiaries, and key management personnel and their related parties. Key management personnel include the Bank's directors and members of its Management Executive Committee which was formed in financial year 2005.

All related party transactions entered into by the Bank and the Group are made in the ordinary course of their business. Related party transactions for the financial year are as follows:

	The Group		The Bank	
	2005	2004	2005	2004
	\$'000	\$'000	\$'000	\$'000
(a) Interest income				
Subsidiaries	–	–	49,800	29,207
Associates	8,060	6,296	8,060	6,282
Interest expense				
Subsidiaries	–	–	53,488	28,521
Associates	5,371	3,339	4,776	2,364
Dividend income				
Subsidiaries	–	–	141,321	98,173
Associates	–	–	50,522	176,315
Rental income				
Subsidiaries	–	–	2,025	2,276
Associates	5,714	10,147	5,633	10,073
Rental expense				
Subsidiaries	–	–	13,990	14,513
Associates	2,722	3,615	2,293	3,615
Fee and commission and other income				
Subsidiaries	–	–	36,367	28,912
Associates	9,103	5,392	2,242	–
Placements, loans and advances				
Subsidiaries	–	–	2,056,019	1,828,628
Associates	398,646	658,328	396,841	656,229
Key management personnel and their related parties	1,450,928	1,037,128	1,450,928	1,037,128
Deposits				
Subsidiaries	–	–	2,448,464	1,668,594
Associates	353,429	1,066,900	348,491	1,035,737
Off-balance sheet credit facilities				
Subsidiaries	–	–	429,228	322,415
Associates	21,366	91,323	21,366	87,646
Key management personnel and their related parties	246,391	35,214	243,068	35,214
(b) Compensation of key management personnel				
Short-term employee benefits	16,836	10,882	16,836	10,882
Other	347	27	347	27
	17,183	10,909	17,183	10,909

Capital Adequacy Ratios

As at 31 December 2005

The Group's capital management policy is to maintain a strong capital position to support its growth, both organically and through acquisitions.

As at 31 December 2005, the Group's total Capital Adequacy Ratio ("CAR") of 16.1% was 6.1% points above the minimum of 10% set by Monetary Authority of Singapore ("MAS"). It was 0.5% point higher than the total CAR of 15.6% as at 31 December 2004, mainly attributed to profit for the financial year and the issuance of the US\$500 million SPV-A preference shares which qualifies for tier 1 capital, partly offset by higher risk-weighted assets as a result of the consolidation of PT Bank Buana Indonesia Tbk. and increase in placements with banks and financial derivatives.

The Group's tier 1 CAR of 11.0% as at 31 December 2005 was the same as that as at 31 December 2004, and 4.0% points higher than the minimum of 7% set by MAS.

	The Group	
	2005 \$ million	2004 \$ million
Capital		
Tier 1 Capital		
Share capital	1,538	1,536
Subsidiary preference shares	832	–
Disclosed reserves / other	12,393	11,910
Deduction of intangible assets	(4,284)	(4,008)
	10,479	9,438
Upper Tier 2 Capital		
Cumulative collective impairment / other	1,171	1,079
Subordinated notes	5,486	5,550
	6,657	6,629
Deductions from Tier 1 and Upper Tier 2 Capital	(1,816)	(2,623)
Total capital	15,320	13,444
Risk-weighted assets (including market risk)	95,285	85,966
Capital adequacy ratios		
Tier 1 capital	11.0%	11.0%
Total capital	16.1%	15.6%

Statistics of Shareholdings

As at 13 March 2006

Size of shareholdings	No. of shareholders	Percentage of shareholders	No. of shares	Percentage of shares
1 – 999	7,730	25.24	2,202,633	0.14
1,000 – 10,000	19,684	64.27	54,315,751	3.54
10,001 – 1,000,000	3,141	10.26	149,342,225	9.74
1,000,001 & above	69	0.23	1,327,400,016	86.58
	30,624	100.00	1,533,260,625	100.00

Public Float

Rule 723 of the Listing Manual of the Singapore Exchange Securities Trading Limited requires that at least 10% of the equity securities (excluding preference shares and convertible equity securities) of a listed company in a class that is listed is at all times held by the public.

Based on information available to the Company as at 13 March 2006, approximately 77% of the issued ordinary shares of the Company was held by the public and therefore, Rule 723 of the Listing Manual has been complied with.

Twenty largest shareholders	No. of shares	Percentage of shares
DBS Nominees Pte Ltd	271,118,801	17.68
United Overseas Bank Nominees (Pte) Ltd	153,164,026	9.99
HSBC (Singapore) Nominees Pte Ltd	115,900,352	7.56
Wee Investments Private Ltd	110,909,184	7.23
Citibank Nominees Singapore Pte Ltd	108,656,650	7.09
DBSN Services Pte Ltd	98,056,182	6.40
Raffles Nominees Pte Ltd	82,789,387	5.40
Wah Hin & Company Pte Ltd	81,221,771	5.30
Tai Tak Estates Sdn Bhd	67,445,739	4.40
C Y Wee & Co Pte Ltd	31,645,653	2.06
Overseas Union Enterprise Limited	22,274,728	1.45
Overseas Union Bank Nominees (Private) Limited	17,087,233	1.11
Wee Cho Yaw	16,390,248	1.07
Tee Teh Sdn Berhad	10,519,954	0.69
DB Nominees (S) Pte Ltd	10,320,241	0.67
Kwan Tee Holdings Pte Ltd	5,562,892	0.36
Overseas Union Insurance, Limited – Offshore Insurance Fund	5,425,760	0.35
Oversea-Chinese Bank Nominees Private Limited	5,416,188	0.35
Ho Sim Guan	5,111,000	0.33
Chew How Teck and Company (Pte) Limited	5,051,455	0.33
	1,224,067,444	79.83

Statistics of Shareholdings

As at 13 March 2006

Substantial shareholders	Shareholdings registered in the name of substantial shareholders	Other shareholdings in which substantial shareholders are deemed to have an interest	Total interest	
			No. of shares	Percentage of shares
Estate of Lien Ying Chow, deceased	316,516	84,388,554 ⁽¹⁾	84,705,070	5.52
Lien Ying Chow (Pte) Ltd	–	84,288,771 ⁽¹⁾	84,288,771	5.50
Wah Hin & Company Pte Ltd	81,221,771	3,067,000 ⁽²⁾	84,288,771	5.50
Sandstone Capital Pte Ltd	–	84,288,771 ⁽³⁾	84,288,771	5.50
Wee Cho Yaw	16,390,248	242,459,557 ⁽⁴⁾	258,849,805	16.88
Wee Ee Cheong	2,794,899	146,051,011 ⁽⁴⁾	148,845,910	9.71
Wee Ee Chao	141,164	115,802,696 ⁽⁴⁾	115,943,860	7.56
Wee Ee Lim	1,606,834	146,033,758 ⁽⁴⁾	147,640,592	9.63
Wee Investments Private Ltd	110,909,021	2,071,021	112,980,042	7.37

Notes:

- (1) Estate of Lien Ying Chow, deceased and Lien Ying Chow (Pte) Ltd are each deemed to have an interest in the 84,288,771 UOB shares in which Wah Hin & Company Pte Ltd has an interest.
- (2) This deemed interest in 3,067,000 UOB shares arises through Sandstone Capital Pte Ltd (as referred to in note 3(a) below).
- (3) This deemed interest in 84,288,771 UOB shares comprises:
 - (a) deemed interest in 3,067,000 UOB shares registered in the name of Citibank Nominees Singapore Pte Ltd, of which Sandstone Capital Pte Ltd is the beneficiary; and
 - (b) deemed interest in 81,221,771 UOB shares held by Wah Hin & Company Pte Ltd.
- (4) Wee Cho Yaw, Wee Ee Cheong, Wee Ee Chao and Wee Ee Lim are each deemed to have an interest in Wee Investments Private Ltd's total direct and deemed interests of 112,980,042 UOB shares.

Notice is hereby given that the **Sixty-Fourth Annual General Meeting** of members of the Company will be held at Marina Mandarin Singapore, Marina Mandarin Ballroom, Level 1, 6 Raffles Boulevard, Marina Square, Singapore 039594 on Thursday 27 April 2006 at 3.00 p.m. to transact the following business:

As Ordinary Business

Resolution 1 To receive the Financial Statements, the Directors' Report and the Auditors' Report for the year ended 31 December 2005.

Resolution 2 To declare a Final Dividend of 40 cents per share less 20% income tax for the year ended 31 December 2005.

Resolution 3 To approve Directors' fees of \$760,000 for 2005 (2004: \$600,000).

Resolution 4 To re-appoint Messrs Ernst & Young as Auditors of the Company and authorise the Directors to fix their remuneration.

To re-elect the following Directors:

Resolution 5 Professor Cham Tao Soon

Resolution 6 Mr Philip Yeo Liat Kok

Resolution 7 Mr Michael Lien Jown Leam

To pass the following resolution under Section 153(6) of the Companies Act, Cap. 50:

"THAT pursuant to Section 153(6) of the Companies Act, Cap. 50, Mr _____ be and is hereby re-appointed as a Director of the Company to hold such office until the next Annual General Meeting of the Company."

In respect of:

Resolution 8 Mr Wee Cho Yaw

Resolution 9 Professor Lim Pin

Notice of Annual General Meeting

As Special Business

To consider and, if thought fit, pass the following ordinary resolutions:

Resolution 10 “THAT authority be and is hereby given to the Directors to:

- (a) (i) issue ordinary shares in the capital of the Company (“shares”) whether by way of rights, bonus or otherwise; and/or
- (ii) make or grant offers, agreements or options (including options under the UOB 1999 Share Option Scheme (the “Scheme”)) (collectively, “Instruments”) that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

- (b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the Directors while this Resolution was in force,

provided that:

- (1) the aggregate number of ordinary shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 50 per cent of the issued shares in the capital of the Company (as calculated in accordance with paragraph (2) below), of which the aggregate number of shares to be issued other than on a pro-rata basis to shareholders of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 20 per cent of the issued shares in the capital of the Company (as calculated in accordance with paragraph (2) below);
- (2) (subject to such manner of calculation as may be prescribed by the Singapore Exchange Securities Trading Limited (“SGX-ST”)) for the purpose of determining the aggregate number of shares that may be issued under paragraph (1) above, the percentage of issued shares shall be based on the number of issued shares in the capital of the Company at the time this Resolution is passed, after adjusting for:
 - (i) new ordinary shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time this Resolution is passed; and
 - (ii) any subsequent consolidation or subdivision of shares;
- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Articles of Association for the time being of the Company; and
- (4) (unless revoked or varied by the Company in General Meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier.”

Resolution 11 “THAT

- (1) authority be and is hereby given to the Directors to:
 - (a) allot and issue any of the preference shares referred to in Articles 7A, 7B and/or 7C of the Articles of Association of the Company; and/or
 - (b) make or grant offers, agreements or options that might or would require the preference shares referred to in sub-paragraph (a) above to be issued,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit and (notwithstanding that the authority conferred by this Resolution may have ceased to be in force) to issue the preference shares referred to in sub-paragraph (a) above in connection with any offers, agreements or options made or granted by the Directors while this Resolution was in force;
- (2) the Directors be authorised to do all such things and execute all such documents as they may consider necessary or appropriate to give effect to this Resolution as they may deem fit; and
- (3) (unless revoked or varied by the Company in General Meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.”

Notes to Resolutions 5, 6, 8 and 9

Resolution 5 is to re-elect Professor Cham Tao Soon. Professor Cham is an independent member and Chairman of the Audit Committee. He is also an independent member of the Nominating and Remuneration Committees.

Resolution 6 is to re-elect Mr Philip Yeo Liat Kok. Mr Yeo is an independent member of the Audit and Remuneration Committees.

Resolution 8 is to re-appoint Mr Wee Cho Yaw. Mr Wee is a non-independent member and Chairman of the Remuneration Committee and a non-independent member of the Nominating Committee.

Resolution 9 is to re-appoint Professor Lim Pin. Professor Lim is an independent member of the Nominating and Remuneration Committees.

Notice of Annual General Meeting

Notes to Resolutions 10 and 11

Resolution 10 is to empower the Directors to issue ordinary shares in the capital of the Company and to make or grant instruments (such as warrants or debentures or options, including options under the UOB 1999 Share Option Scheme (“Scheme”)) convertible into ordinary shares, and to issue ordinary shares in pursuance of such instruments, up to an amount not exceeding in total 50 per cent of the issued shares in the capital of the Company, but with a sub-limit of 20 per cent for issue of shares other than on a pro-rata basis to shareholders (“General Mandate”). For the purpose of determining the aggregate number of ordinary shares that may be issued pursuant to the General Mandate, the percentage of issued shares in the capital of the Company shall be based on the number of issued shares in the capital of the Company at the time that Resolution 10 is passed, after adjusting for (a) new ordinary shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time that Resolution 10 is passed, and (b) any subsequent consolidation or subdivision of ordinary shares. A copy of the Regulations of the Scheme is available for inspection by shareholders during normal office hours at 80 Raffles Place, 4th Storey UOB Plaza 1, Singapore 048624 (Attention: The Company Secretary).

Resolution 11 is to enable the Directors to issue any of the preference shares referred to in Articles 7A, 7B and/or 7C of the Articles of Association of the Company and/or make or grant offers, agreements or options that might or would require such preference shares to be issued at any time. The Directors will only issue such preference shares under this Resolution if they consider it appropriate and in the interest of the Company to do so.

BY ORDER OF THE BOARD

Vivien Chan
Secretary

Singapore, 3 April 2006

Notes:

- (1) A member entitled to attend and vote at the Meeting is entitled to appoint not more than two proxies to attend and vote in his stead. A proxy need not be a member of the Company.
- (2) To be effective, the instrument appointing a proxy must be deposited at 80 Raffles Place, 4th Storey UOB Plaza 1, Singapore 048624 (Attention: The Company Secretary) not less than 48 hours before the time set for holding the Meeting.

PROXY FORM



UNITED OVERSEAS BANK LIMITED

(Incorporated in the Republic of Singapore)
Company Registration No. 193500026Z

IMPORTANT

1. The Annual Report 2005 is sent to investors who have used their CPF monies to buy shares of United Overseas Bank Limited, FOR INFORMATION ONLY.
2. This Proxy Form is not valid for use by CPF investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
3. CPF investors who wish to vote should contact their CPF Approved Nominees.

I/We _____ (Name)

of _____ (Address)

being (a) member/members of United Overseas Bank Limited (the "Company"), hereby appoint

Name		Proportion of shareholdings	
		No. of shares	%
NRIC/Passport No.			
Address			

and/or *

Name		Proportion of shareholdings	
		No. of shares	%
NRIC/Passport No.			
Address			

* Please delete as appropriate.

or failing him/her, the Chairman of the Meeting as my/our proxy, to attend and vote for me/us on my/our behalf at the **Sixty-Fourth Annual General Meeting** of members of the Company, to be held at Marina Mandarin Singapore, Marina Mandarin Ballroom, Level 1, 6 Raffles Boulevard, Marina Square, Singapore 039594 on Thursday, 27 April, 2006 and at any adjournment thereof.

(Please indicate with an "X" in the space provided how you wish your proxy to vote. In the absence of specific directions, the proxy will vote as the proxy deems fit.)

No.	Ordinary Resolutions	For	Against
Resolution 1	Financial Statements, Directors' Report & Auditors' Report		
Resolution 2	Final Dividend		
Resolution 3	Directors' Fees		
Resolution 4	Auditors & their remuneration		
Resolution 5	Re-election (Professor Cham Tao Soon)		
Resolution 6	Re-election (Mr Philip Yeo Liat Kok)		
Resolution 7	Re-election (Mr Michael Lien Jown Leam)		
Resolution 8	Re-appointment (Mr Wee Cho Yaw)		
Resolution 9	Re-appointment (Professor Lim Pin)		
Resolution 10	Authority to issue ordinary shares		
Resolution 11	Authority to issue preference shares		

Dated this _____ day of _____ 2006.

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

Shares in:	No. of Shares
(i) Depository Register	
(ii) Register of Members	
Total	

Notes:

- 1 Please insert the number of shares held by you and registered in your name in the Register of Members and in the Depository Register of The Central Depository (Pte) Limited. If no number is inserted, the instrument of proxy will be deemed to relate to all the shares held by you.
- 2 A member of the Company entitled to attend and vote at a meeting of the Company is entitled to appoint not more than two proxies to attend and vote instead of him. A proxy need not be a member of the Company.
- 3 Where a member appoints two proxies, the appointment shall be invalid unless he specifies the proportion of his shareholding (expressed as a percentage of the whole) to be represented by each proxy.
- 4 Completion and return of this instrument appointing a proxy shall not preclude a member from attending and voting at the Meeting. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the Meeting in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under this instrument of proxy, to the Meeting.
- 5 The instrument appointing a proxy or proxies must be deposited at 80 Raffles Place, 4th Storey, UOB Plaza 1, Singapore 048624, (Attention: The Company Secretary) not less than 48 hours before the time appointed for the Meeting.
- 6 The instrument appointing a proxy or proxies must be signed 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 under its common seal or under the hand of an officer or attorney duly authorised. Where an instrument appointing a proxy is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof (failing previous registration with the Company) must be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.
- 7 A corporation which is a member may authorise by a resolution of its directors or other governing body, such person as it thinks fit to act as its representative at the Meeting, in accordance with its Articles of Association and Section 179 of the Companies Act, Chapter 50 of Singapore.
- 8 The Company shall be entitled to reject the instrument of 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 of proxy. In addition, in the case of shares entered in the Depository Register, the Company may reject any instrument of proxy if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register as at 48 hours before the time appointed for holding the Meeting, as certified by The Central Depository (Pte) Limited to the Company.
9. Agent Banks acting on the request of CPF Investors who wish to attend the meeting as observers are required to submit in writing, a list with details of the investors' name, NRIC/Passport numbers, addresses and numbers of shares held. The list should be signed by an authorised signatory of the agent bank and should reach the Company Secretary, at the registered office of the Company not later than 48 hours before the time appointed for holding the Meeting.

1st FOLD

2nd FOLD

UOB

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The Company Secretary
United Overseas Bank Limited
80 Raffles Place, 4th Storey, UOB Plaza 1
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UNITED OVERSEAS BANK LIMITED

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Facsimile: (65) 6534 2334

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