## IMPORTANT NOTICE

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You are reminded that the Pricing Supplement has been delivered to you on the basis that you are a person into whose possession the Pricing Supplement may be lawfully delivered in accordance with the laws of the jurisdiction in which you are located and you may not, nor are you authorized to, deliver the Pricing Supplement to any other person.

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Pricing Supplement dated [●] 2026

**OVERSEA-CHINESE BANKING CORPORATION LIMITED**
**(acting through its registered office in Singapore)**
Issue of U.S.$[●] [●] per cent. Subordinated Notes due 20[●]
under the Oversea-Chinese Banking Corporation Limited
**U.S.$30,000,000,000 Global Medium Term Note Programme**

This document constitutes the Pricing Supplement relating to the issue of Notes described herein.

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions of the Notes other than the Perpetual Capital Securities (the "**Conditions**") set forth in the Offering Memorandum dated 28 March 2025 (the "**Offering Memorandum**"). This Pricing Supplement, together with the information set out in the Schedules hereto, contains the final terms of the Notes and must be read in conjunction with such Offering Memorandum.

Where interest, discount income, early redemption fee or redemption premium is derived from any of the Notes by any person who is not resident in Singapore and who carries on any operations in Singapore through a permanent establishment in Singapore, the tax exemption available for qualifying debt securities (subject to certain conditions) under the Income Tax Act 1947 of Singapore (the "**Income Tax Act**"), shall not apply if such person acquires such Notes using the funds and profits of such person's operations through a permanent establishment in Singapore. Any person whose interest, discount income, early redemption fee or redemption premium derived from the Notes is not exempt from tax (including for the reasons described above) shall include such income in a return of income made under the Income Tax Act.

Pursuant to the Financial Services and Markets Act 2022 of Singapore (the "**FSM Act**") and the Financial Services and Markets (Resolution of Financial Institutions) Regulations 2024 (the "**FSM Regulations**"), the Subordinated Notes would be eligible instruments (as defined in the FSM Regulations). Accordingly, should a Bail-in Certificate (as defined in the FSM Act) be issued, Subordinated Notes may be subject to cancelation, modification, conversion and/or change in form, as set out in such Bail-in Certificate.

**MIFID II PRODUCT GOVERNANCE/PROFESSIONAL INVESTORS AND ECPS ONLY TARGET MARKET** – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, "**MiFID II**"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "**distributor**") should take into consideration the manufacturer's target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

**UK MiFIR PRODUCT GOVERNANCE/PROFESSIONAL INVESTORS AND ECPS ONLY TARGET MARKET** – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook ("**COBS**"), and professional clients, as defined in Regulation (EU) No

600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (the "**EUWA**"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "**UK distributor**") should take into consideration the manufacturers' target market assessment; however, a UK distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS** – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("**EEA**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of MiFID II; or (ii) a customer within the meaning of Directive (EU) 2016/97 (the "**Insurance Distribution Directive**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

**PROHIBITION OF SALES TO UK RETAIL INVESTORS** – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom ("**UK**"). For these purposes, a retail investor means a person who is not a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA. Consequently, no key information document required by the PRIIPs Regulation as it forms part of domestic law by virtue of the EUWA (the "**UK PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

**PROHIBITION OF SALES TO RETAIL INVESTORS IN SINGAPORE –** In accordance with the requirements of MAS Notice 637 on Risk Based Capital Adequacy Requirements for Banks Incorporated in Singapore, the Notes, and any investment products that reference the Notes, are not to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in Singapore. For these purposes, a retail investor means an investor in Singapore that is not an accredited investor (as defined in Section 4A of the Securities and Futures Act 2001 of Singapore ("**SFA**")) or institutional investor (as defined in Section 4A of the SFA).

**Paragraph 21 of the Hong Kong SFC Code of Conduct** – As paragraph 21 of the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission applies to this offering of Notes, prospective investors should refer to the section on "*Important Notice – Important Notice to Prospective Investors*" appearing on pages 1 to 2 of the Offering Memorandum, and CMIs (as defined in the Offering Memorandum) should refer to the section on "*Plan of Distribution – Important Notice to CMIs (including private banks)*" appearing on pages 431 to 433 of the Offering Memorandum.

| | | | |
|---|---|---|---|
| 1 | Issuer: | | Oversea-Chinese Banking Corporation Limited (acting through its registered office in Singapore) |
| 2 | (i) | Series Number: | 69 |
| | (ii) | Tranche Number: | 001 |
| 3 | Specified Currency or Currencies: | | United States dollars (“**U.S.$**”) |
| 4 | Aggregate Principal Amount: | | |
| | (i) | Series: | U.S.$[●] |
| | (ii) | Tranche: | U.S.$[●] |
| 5 | Issue Price: | | [●]% of the Aggregate Principal Amount |
| 6 | (i) | Specified Denominations: | U.S.$200,000 and, in excess thereof, integral multiples of U.S.$1,000 |
| | (ii) | Calculation Amount: | U.S.$1,000 |
| 7 | (i) | Issue Date: | [●] 2026 |
| | (ii) | Interest Commencement Date: | Issue Date |
| | (iii) | Trade Date: | [●] 2026 |
| | (iv) | First Call Date: | [●] 20[●] |
| 8 | Maturity Date: | | [●] 20[●] |
| 9 | Interest Basis: | | Fixed Rate, subject to paragraph 16(i) below (further particulars specified below) |
| 10 | Redemption/Payment Basis: | | Redemption at par |
| 11 | Change of Interest or Redemption/ Payment Basis: | | Applicable, see paragraph 16(i) below |
| 12 | Put/Call Options: | | Issuer Call (further particulars specified below) |
| 13 | Listing: | | SGX-ST |
| 14 | Status of Notes: | | Subordinated |
| 15 | Method of distribution: | | Syndicated |

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

| | | | |
|---|---|---|---|
| 16 | **Fixed Rate Note Provisions** | | Applicable |
| | (i) | Rate(s) of Interest: | [●]% per annum payable semi-annually in arrear from (and including) the Interest Commencement Date to (but excluding) the First Call Date (as specified in paragraph 7(iv)).<br>From (and including) the First Call Date to (but excluding) the Maturity Date, at a fixed rate per annum (expressed as a percentage) equal to the aggregate of (a) the then-prevailing US Treasury Rate and (b) the Initial Spread. If such fixed rate in |

the aggregate is negative, it shall be deemed to be 0 per cent.

For the purposes of this Pricing Supplement:

"**Calculation Business Day**" means any day, excluding a Saturday and a Sunday, on which banks are open for general business (including dealings in foreign currencies) in New York City and Singapore.

"**Calculation Date**" means the second Calculation Business Day preceding the First Call Date.

"**Comparable Treasury Issue**" means the U.S. Treasury security selected by an independent financial institution of international repute (which is appointed by the Issuer and notified by the Issuer to the Trustee) as having a maturity of five years that would be utilised, at the time of selection and in accordance with customary financial practice, in pricing new issues of corporate debt securities with a maturity of five years.

"**Comparable Treasury Price**" means, with respect to any Calculation Date, the average of three Reference Treasury Dealer Quotations for such Calculation Date.

"**Initial Spread**" means: [●] per cent.

"**Reference Treasury Dealer**" means each of the three nationally recognised investment banking firms selected by the Issuer that are primary U.S. Government securities dealers.

"**Reference Treasury Dealer Quotations**" means with respect to each Reference Treasury Dealer and any Calculation Date, the average, as determined by the Calculation Agent, of the bid and asked prices for the Comparable Treasury Issue, expressed in each case as a percentage of its principal amount, quoted in writing to the Calculation Agent by such Reference Treasury Dealer at 10.00 p.m. New York City time, on such Calculation Date.

"**US Treasury Rate**" means the rate in percentage per annum notified by the Calculation Agent to the Issuer and the Noteholders (in accordance with the Conditions) equal to the yield on U.S. Treasury securities having a maturity of five years as is derived from H.15 under the caption "Treasury constant maturities", as displayed on Reuters page "FRBCMT" (or any successor page or service displaying yields on U.S. Treasury

securities as agreed between the Issuer and the Calculation Agent) at 5 p.m. (New York time) on the Calculation Date. If such page (or any successor page or service does not display the relevant yield at 5 p.m. (New York time) on the Calculation Date, U.S. Treasury Rate shall mean the rate in percentage per annum equal to the semi-annual equivalent yield to maturity of the Comparable Treasury Issue, calculated using a price for the Comparable Treasury Issue (expressed as a percentage of its principal amount) equal to the Comparable Treasury Price for the Calculation Date.

If there is no Comparable Treasury Price on the Calculation Date for whatever reason, U.S. Treasury Rate shall mean the rate in percentage per annum notified by the Calculation Agent to the Issuer and the Noteholders (in accordance with the Conditions) equal to the yield on U.S. Treasury securities having a maturity of five years as is derived from H.15 under the caption "Treasury constant maturities", as was displayed on Reuters page "FRBCMT" (or any successor page or service displaying yields on U.S. Treasury securities as agreed between the Issuer and the Calculation Agent), at 5 p.m. (New York time) on the last available date preceding the Calculation Date on which such rate was displayed on Reuters page "FRBCMT" (or any successor page or service displaying yields on U.S. Treasury securities as agreed between the Issuer and the Calculation Agent).

| | | | |
|---|---|---|---|
| | (ii) | Interest Payment Date(s): | [●] and [●] in each year, provided that if any date for payment falls on a day which is not a Business Day, the date for payment will be the next succeeding Business Day. For the avoidance of doubt, Condition 7(j) applies to the Notes |
| | (iii) | Fixed Coupon Amount(s): | Not Applicable |
| | (iv) | Broken Amount(s): | Not Applicable |
| | (v) | Day Count Fraction (Condition 4(l)): | 30/360 |
| | (vi) | Other terms relating to the method of calculating interest for Fixed Rate Notes: | Not Applicable |
| 17 | **Floating Rate Provisions** | | Not Applicable |

| | | |
|---|---|---|
| 17A | **Singapore Dollar Notes**: | Not Applicable |
| 18 | **Zero Coupon Note Provisions** | Not Applicable |
| 19 | **Credit Linked Note Provisions** | Not Applicable |
| 20 | **Equity Linked Note Provisions** | Not Applicable |
| 21 | **Bond Linked Note Provisions** | Not Applicable |
| 22 | **Index Linked Interest Note Provisions** | Not Applicable |
| 23 | **Dual Currency Note Provisions** | Not Applicable |

**PROVISIONS RELATING TO REDEMPTION**

| | | | |
|---|---|---|---|
| 24 | **Call Option** | | Applicable |
| | (i) | Optional Redemption Date(s): | The First Call Date only, subject to regulatory approval (paragraph (ii) of Condition 5(d)(ii) shall not apply to the Notes) |
| | (ii) | Optional Redemption Amount(s) of each Note and specified denomination method, if any, of calculation of such amount(s): | U.S.$1,000 per Calculation Amount |
| | (iii) | If redeemable in part: | Not Applicable |
| | (iv) | Notice period: | As provided for in the Conditions |
| 25 | **Put Option** | | Not Applicable |
| 26 | **Variation instead of Redemption (Condition 5(h))** | | Applicable |
| 27 | **Final Redemption Amount of each Note** | | U.S.$1,000 per Calculation Amount |
| 28 | **Early Redemption Amount** | | |
| | Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons (Condition 5(c)) or an event of default (Condition 10) and/or the method of calculating the same (if required or if different than that set out in the Conditions): | | U.S.$1,000 per Calculation Amount |

**PROVISIONS RELATING TO LOSS ABSORPTION**

| | | |
|---|---|---|
| 29 | Loss Absorption Option: Write-off on a Trigger Event (Condition 6(b)): | Applicable |
| 30 | Loss Absorption Option: Conversion: | Not Applicable |

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

| | | |
|---|---|---|
| 31 | Form of Notes: | **Registered Notes:**<br>Regulation S Unrestricted Global Certificate (U.S.$[●] nominal amount) registered in the name of a nominee for a common depositary for Euroclear and Clearstream |
| 32 | Financial Centre(s) (Condition 7(j)) or other special provisions relating to Payment Dates: | New York City and Singapore<br>For the avoidance of doubt, "business day" for the purposes of Condition 7(j) shall include New York City and Singapore |
| 33 | Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): | No |
| 34 | Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment: | Not Applicable |
| 35 | Details relating to Instalment Notes: amount of each Instalment, date on which each payment is to be made: | Not Applicable |
| 36 | Redenomination, renominalisation and reconventioning provisions: | Not Applicable |
| 37 | Consolidation provisions: | Not Applicable |
| 38 | Other terms or special conditions: | Not Applicable |

**DISTRIBUTION**

| | | | |
|---|---|---|---|
| 39 | (i) | If syndicated, names of Managers: | Citigroup Global Markets Singapore Pte. Ltd.<br>ING Bank N.V., Singapore Branch<br>J.P. Morgan Securities Asia Private Limited<br>Oversea-Chinese Banking Corporation Limited<br>The Toronto-Dominion Bank<br>Wells Fargo Securities International Limited |
| | (ii) | Stabilisation Manager (if any): | J.P. Morgan Securities Asia Private Limited |
| 40 | | If non-syndicated, name of Dealer: | Not Applicable |
| 41 | | Whether TEFRA D or TEFRA C was applicable or TEFRA rules not applicable: | TEFRA not applicable |
| 42 | | Additional selling restrictions: | Not Applicable |

**HONG KONG SFC CODE OF CONDUCT**

| | | | |
|---|---|---|---|
| 43 | (i) | Rebates | Not Applicable |
| | (ii) | Contact email addresses of the Overall Coordinators where | DCM.Omnibus@citi.com<br>gcmasiapacific@ing.com |

| | | |
|---|---|---|
| | underlying investor information in relation to omnibus orders should be sent: | investor.info.hk.bond.deals@jpmorgan.com |
| (iii) | Marketing and Investor Targeting Strategy: | As indicated in the Offering Memorandum |

**OPERATIONAL INFORMATION**

| | | |
|---|---|---|
| 44 | ISIN Code: | XS3307229321 |
| 45 | Common Code: | 330722932 |
| 46 | CUSIP: | Not Applicable |
| 47 | CMU Instrument Number: | Not Applicable |
| 48 | Legal Entity Identifier (LEI): | 5493007O3QFXCPOGWK22 |
| 49 | Any clearing system(s) other than CDP, the CMU, Austraclear, Euroclear and Clearstream and/or DTC and the relevant identification number(s): | Not Applicable |
| 50 | Delivery: | Delivery against payment |
| 51 | Additional Paying Agent(s) (if any): | Not Applicable |
| 52 | The Agents appointed in respect of the Notes are: | Not Applicable |

**GENERAL INFORMATION**

| | | |
|---|---|---|
| 53 | Applicable Governing Document: | Amended and Restated Trust Deed dated 28 March 2025 |
| 54 | Governing law of Notes: | English, save that the provisions of the subordination, set-off and payment void, default and enforcement Conditions in Condition 3(b), Condition 3(c), Condition 3(d), Condition 10(b)(ii) and Condition 10(b)(iii) are governed by, and shall be construed in accordance with, Singapore law |

**PURPOSE OF PRICING SUPPLEMENT**

This Pricing Supplement comprises the final terms required for the issue and admission to trading on the SGX-ST of the Notes described herein pursuant to the U.S.$30,000,000,000 Global Medium Term Note Programme of Oversea-Chinese Banking Corporation Limited.

**RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in this Pricing Supplement.

Signed on behalf of the Issuer:

By: _________________________

Duly authorised

By: _________________________

Duly authorised

## SCHEDULE

The Offering Memorandum is hereby supplemented with the following information, which shall be deemed to be incorporated in, and to form part of, the Offering Memorandum. Save as otherwise defined herein, terms defined in the Offering Memorandum have the same meaning when used in this Schedule.

### PRESENTATION OF FINANCIAL INFORMATION

On 25 February 2026, OCBC published its condensed consolidated financial statements for the year ended 31 December 2025 (the "**FY2025 Financials**"). The FY2025 Financials shall be deemed to be incorporated in, and to form part of, the Offering Memorandum.

On 25 February 2026, OCBC also published its Full Year 2025 Media Release and Financial Highlights, which shall be deemed to be incorporated in, and to form part of, the Offering Memorandum.

### RISK FACTORS TO THE CURRENT FINANCIAL ENVIRONMENT

The second paragraph of the risk factor entitled "*Global and regional geopolitical economic and financial conditions could adversely affect our operations, asset quality and growth and cause our business to suffer.*" Appearing on page 33 of the Offering Memorandum shall be deemed to be replaced in its entirety with the following:

> "*There are several uncertainties ahead in the global markets. The changes in United States trade policy have injected uncertainties into international trade dynamics, impacting OCBC's strategic outlook. Since early 2025, the United States have implemented higher tariffs, including a 10% baseline reciprocal tariff, 40% transshipment penalty and higher country-specific rates as well as product-specific tariffs on steel, aluminium, automobiles and parts, copper and certain wood products. Certain countries and economies, such as China, Canada and the European Union, have responded with reciprocal measures, including retaliatory tariffs to varying degrees. Such movements are vital to OCBC as they tie closely to inflationary trends and interest rate policies that shape economic conditions, particularly affecting export-driven markets within Asia, including Singapore, Hong Kong, South Korea, and Taiwan. The path ahead remains unpredictable, impacting OCBC's operations in interconnected global markets.*"

### RECENT DEVELOPMENTS

#### Partial disposal of equity interest in Maxwealth Fund Management Company Limited

On 26 November 2025, OCBC announced that it has disposed of 3.51% of equity interest held in the registered capital of Maxwealth Fund Management Company Limited ("**Maxwealth FMC**"). The total cash consideration for the transaction is RMB100 million (approximately S$18 million). Following the completion of the transaction, OCBC's equity interest in Maxwealth FMC has reduced from 28.51% to 25.00%. The transaction did not have a material impact on the net tangible assets or earnings per share of OCBC Group for the financial year ended 31 December 2025.

#### Changes in OCBC's Board of Directors, senior management and Audit Committee

On 5 November 2025, OCBC announced the appointment of Mr. Melvyn Low as Group Chief Strategy and Transformation Officer, with effect from 10 November 2025.

On 15 October 2025, OCBC announced the appointment of Mrs. Tan Ching Yee as Non-Executive and Independent Director with effect from 1 November 2025.

On 24 September 2025, OCBC announced the retirement of Mr. Noel Gerald Dcruz as Group Chief Risk Officer on 31 December 2025 and the appointment of Ms. Carina Lee as Group Chief Risk Officer succeeding Mr. Noel Gerald DCruz and a member of the Management Committee with effect from 1 January 2026.

Effective 1 January 2026, Mr. Tan Teck Long assumed the role of Group Chief Executive Officer of OCBC, succeeding Ms. Helen Wong who retired on 31 December 2025, as announced on 11 July 2025. As part of a smooth transition pursuant to Ms. Helen Wong's retirement, Mr. Tan Teck Long, who joined OCBC as Head of Global Wholesale Banking in March 2022, served concurrently as Deputy Chief Executive Officer from 11 July 2025 till 31 December 2025. Ms. Helen Wong will remain the Chairman of OCBC China and a director of OCBC Bank (Hong Kong) Limited ("**OCBC Hong Kong**") post-retirement.

On 1 July 2025, OCBC announced the appointment of Mr. Lian Wee Cheow (Independent Director) as member of the Audit Committee.

On 27 May 2025, OCBC announced that Ms. Elaine Heng would succeed Mr. Linus Goh as Head of Global Commercial Banking. Mr. Tan Yuen Siang, who ran the global financial institutions business and reported to Mr. Linus Goh, would join the Global Wholesale Banking Leadership Team. Mr. Linus Goh retired on 30 September 2025. The aforementioned changes took effect on 1 October 2025.

**Voluntary winding-ups of Hong Kong-incorporated entities**

On 14 November 2025, OCBC announced that the members of each of Chekiang First Bank (Nominees) Limited, OCBC Commodities Company (Hong Kong) Limited and OCBC Insurance Agency (Hong Kong) Limited passed special resolutions for members' voluntary winding-up. These companies are wholly-owned subsidiaries of OCBC Hong Kong.

On 27 October 2025, OCBC announced that the shareholder of OCBC Trustee (Hong Kong) Limited passed a special resolution for members' voluntary winding-up. OCBC Trustee (Hong Kong) Limited is a wholly-owned subsidiary of OCBC Hong Kong, which is itself as wholly-owned subsidiary of OCBC.

The above voluntary winding-ups were part of the on-going rationalisation of OCBC Group and did not have any material impact on the net tangible assets or earnings per share of OCBC Group for the year ended 31 December 2025.

**Completion of sale of stake in Hong Kong Life Insurance Limited**

On 9 October 2025, OCBC announced that its wholly-owned subsidiary, OCBC Hong Kong has completed the sale of its entire 33.33% stake in the capital of Hong Kong Life Insurance Limited ("**Hong Kong Life**") for a consideration of HK$589.3 million. Following the completion of the transaction, Hong Kong Life has ceased to be an associated company of OCBC and OCBC Hong Kong with immediate effect. The transaction did not have a material impact on the net tangible assets or earnings per share of OCBC Group for the financial year ended 31 December 2025.

**Voluntary winding-up of KIM Limited**

On 17 September 2025, OCBC announced that the sole shareholder of KIM Limited, a wholly-owned subsidiary of OCBC, passed a special resolution for members' voluntary winding-up, which did not have any material impact on the net tangible assets or earnings per share of OCBC Group for the year ended 31 December 2025.

**Amalgamation of wholly-owned subsidiaries**

On 25 February 2026, OCBC announced that with effect from 19 November 2025, the following wholly-owned subsidiaries of OCBC have amalgamated with Oversea-Chinese Bank Nominees Private Limited continuing as the surviving entity:

- Four Seas Nominees Private Limited;
- KB Nominees Pte Ltd;

- KF Nominees Pte Ltd;
- SIB Nominees Pte. Ltd.; and
- OSPL Nominees Private Limited.

The amalgamation was undertaken to streamline the OCBC Group's organisational structure and is not expected to have any material impact on the net tangible assets per share and earnings per share of OCBC Group for the financial year ending 31 December 2026.

On 4 September 2025, OCBC announced that that with effect from 1 October 2025, OCBC Hong Kong and OCBC Credit (Hong Kong) Limited, two of OCBC's direct and indirect wholly-owned subsidiaries respectively, would be amalgamated, with OCBC Hong Kong continuing as the surviving entity. The amalgamation was undertaken to streamline the Group's organisational structure and did not have any material impact on the net tangible assets or earnings per share of OCBC Group for the year ended 31 December 2025.

**Establishment of a U.S.$1,000,000,000 digital U.S. commercial paper programme and the first tokenised issuance thereunder**

It was announced on 25 August 2025 that OCBC had recently established a U.S.$1,000,000,000 digital U.S. commercial paper programme, under which the proceeds raised will be used for general funding purposes. The first tokenised issuance of U.S. commercial papers under the programme took place on 20 August 2025.

**Great Eastern Holdings Limited – Proposed Voluntary Delisting and Subsequent Resumption of Trading**

On 6 June 2025, OCBC and GEH jointly announced the proposed voluntary delisting of GEH with a conditional exit offer by OCBC for the GEH shares it does not own (the **"Offer"**). Given that the delisting resolution was not approved at GEH's Extraordinary General Meeting held on 8 July 2025 ("**EGM**"), the exit offer has lapsed. As the bonus issue resolutions were approved at the EGM, the proposed bonus issue (comprising new ordinary shares and newly-created class C non-voting shares) (the "**Proposed Bonus Issue**") will proceed. Trading of GEH shares will resume on the SGX-ST if the free float requirement is met upon completion of the Proposed Bonus Issue.

OCBC has undertaken to receive class C non-voting shares pursuant to the Proposed Bonus Issue and will retain its rights to 93.72% of the economic interests in GEH irrespective of the outcome of the Proposed Bonus Issue.

On 14 August 2025, GEH announced the completion of the Proposed Bonus Issue and OCBC received such class C non-voting shares pursuant to the Proposed Bonus Issue. Upon such completion, the percentage of GEH's total issued shares (excluding treasury shares, preference shares and convertible equity securities) held by the public was approximately 11.76% and consequently, the free float requirement was satisfied. On 21 August 2025, the trading of GEH shares on the SGX-ST resumed.

**Redemption of Tier 2 subordinated notes issued under the Programme**

On 18 August 2025, OCBC gave notice of redemption (the "**Notice of Redemption**") to the holders of the U.S.$1,000,000,000 1.832 per cent. Tier 2 subordinated notes due 2030 callable in 2025 issued under the Programme that OCBC has elected to, and will, redeem all of the outstanding notes on 10 September 2025. The notes have been cancelled and de-listed from the SGX-ST pursuant to the procedures thereof.

**Incorporation of wholly-owned subsidiaries**

On 25 February 2026, OCBC announced that it has incorporated a wholly-owned subsidiary, OCBC Group Private Limited, on 23 October 2025 in Singapore with an issued and paid-up share capital of S$4.00 comprising 1 ordinary share ("**OCBC GPL**"). OCBC GPL's principal activity is that of financial holding and related activities.

The incorporation of OCBC GPL was funded through internal resources and will not have any material impact on the net tangible assets or earnings per share of OCBC Group for the financial year ending 31 December 2026.

On 24 July 2025, Great Eastern Holdings Limited ("**GEH**") announced that it has incorporated an indirect wholly-owned subsidiary, Great Eastern Labuan Company Limited in Labuan, Malaysia with an issued and paid-up share capital of U.S.$1,000. The principal activities are to provide life insurance and life reinsurance services.

**OCBC expands securities business with integration into Global Markets division**

On 14 May 2025, OCBC announced that it will integrate its securities business under stockbroking subsidiaries, OCBC Securities Pte Ltd, OCBC Securities Brokerage (Hong Kong) Limited and PT OCBC Sekuritas (Indonesia) into the bank's Global Markets division on 1 July 2025. This strategic move seeks to better leverage its strong securities capabilities to serve a wider spectrum of customer segments across the Group. All existing staff will continue to serve in their current roles with no impact to customers. Mr Kenneth Lai, Head of Global Markets, will oversee the securities business as part of the enlarged division. Collectively, Global Markets will then have centralised, end-to-end oversight over the entire suite of financial markets products – equities, FX, rates and credit.

**Issuances under OCBC's existing programmes**

On 15 January 2026, OCBC issued A$1,200,000,000 floating rate notes due 2029 under the Programme. The notes were listed on SGX-ST on 16 January 2026.

On 8 September 2025, OCBC issued U.S.$1,000,000,000 4.55 per cent. subordinated notes due 2035 under the Programme. The notes were listed on SGX-ST on 9 September 2025.

On 14 August 2025, OCBC issued A$1,000,000,000 floating rate green notes due 2028 under the Programme. The notes were listed on SGX-ST on 15 August 2025.

On 10 April 2025, OCBC issued EUR500,000,000 2.481 per cent. covered bonds due 2028 under its U.S.$10 billion global covered bond programme. The bonds were listed on SGX-ST on 11 April 2025.

**SUPERVISION AND REGULATION**

The section "*SUPERVISION AND REGULATION*" beginning on page 357 of the Offering Memorandum shall be deleted in its entirety and replaced with the following:

**"SUPERVISION AND REGULATION**

## Singapore Banking Industry

***Introduction***

Singapore licensed banks come within the ambit of the Banking Act and the MAS, as the administrator of the Banking Act, supervises and regulates the banks and their operations. In addition to provisions in the Banking Act and the subsidiary legislation issued thereunder, banks have to comply with notices,

circulars, guidelines, practice notes and codes issued by the MAS from time to time, which may be issued to the banking industry generally or to a Singapore licensed bank specifically.

A licensed bank's operations may include the provision of capital markets services and financial advisory services. A bank licensed under the Banking Act is exempt from holding a capital markets services licence under the SFA and from holding a financial adviser's licence under the Financial Advisers Act 2001 of Singapore (the "**FAA**"). However, a licensed bank will nonetheless have to comply with the SFA and the FAA and the subsidiary legislation issued thereunder, as well as notices, circulars, guidelines, practice notes and codes issued by the MAS from time to time, as may be applicable to it in respect of these regulated activities, and its conduct of any other activities that fall within the ambit of the SFA and FAA.

### *The Monetary Authority of Singapore*

The MAS is banker and financial agent to the Singapore government and is the central bank of Singapore. Following its merger with the Board of Commissioners of Currency, Singapore on 1 October 2002, the MAS has also assumed the functions of currency issuance. The MAS' functions include: (a) to act as the central bank of Singapore, including the conduct of monetary policy, the issuance of currency, the oversight of payment systems and serving as banker to and financial agent of the Singapore government; (b) to conduct integrated supervision of financial services and financial stability surveillance; (c) to manage the official foreign reserves of Singapore; and (d) to develop Singapore as an international financial centre.

## The Regulatory Environment

### *Framework for Systemically Important Banks in Singapore*

OCBC was designated as a D-SIB in Singapore on 30 April 2015. The framework for D-SIBs is set out in the MAS' Framework for Impact and Risk Assessment of Financial Institutions (revised in March 2024), which builds on the proposals set out in the MAS Consultation Paper on the Proposed Framework for Systemically Important Banks in Singapore dated 25 June 2014. Broadly, D-SIBs will be subject to more intensive supervision by the MAS than banks which are not so designated. In particular, locally-incorporated D-SIBs are subject to higher loss absorbency requirement, which may have an adverse effect on OCBC's return on capital and profitability.

### *Capital Adequacy Ratios ("CAR")*

In December 2010, the Basel Committee published Basel III which presents the details of global regulatory standards on bank capital adequacy and liquidity, aimed at strengthening global capital standards and promoting a more resilient banking sector.

Basel III sets out higher capital standards for banks, and introduced two global liquidity standards: the "Liquidity Coverage Ratio", intended to promote resilience to potential liquidity disruptions over a 30-day horizon and the "Net Stable Funding Ratio", which requires a minimum amount of stable sources of funding at banks relative to the liquidity profiles of their assets and potential for contingent liquidity needs arising from off-balance sheet commitments over a one-year horizon. In January 2011, the Basel Committee has also published requirements for all classes of capital instruments issued on or after 1 January 2013 to be loss absorbing at the point of non-viability. In July 2012, the Basel Committee further published the interim framework for capitalisation of bank exposures to central counterparties.

MAS Notice 637 implements Basel III capital standards for Singapore-incorporated banks and sets out the current requirements relating to the minimum capital adequacy ratios for Singapore-incorporated banks and the methodology such banks shall use for calculating these ratios. MAS Notice 637 also sets out the expectations of the MAS in respect of the internal capital adequacy assessment process of Singapore-incorporated banks under the supervisory review process and specifies the minimum disclosure requirements for Singapore-incorporated banks in relation to its capital adequacy.

Pursuant to MAS Notice 637, the MAS has imposed capital adequacy ratio requirements on a Singapore-incorporated bank at two levels:

(a) the bank standalone ("**Solo**") level capital adequacy ratio requirements, which measure the capital adequacy of a Singapore-incorporated bank based on its standalone capital strength and risk profile; and

(b) the consolidated ("**Group**") level capital adequacy ratio requirements, which measure the capital adequacy of a Singapore-incorporated bank based on its capital strength and risk profile after consolidating the assets and liabilities of its subsidiaries and any other entities which are treated as part of the bank's group of entities according to SFRS (collectively called "**banking group entities**") taking into account any exclusions of certain bank group entities or any adjustments pursuant to securitisation required under MAS Notice 637.

In addition to complying with the above capital adequacy ratio requirements in MAS Notice 637, a Singapore-incorporated bank should consider as part of its internal capital adequacy assessment process whether it has adequate capital at both the Solo and Group levels to cover its exposure to all risks.

Under MAS Notice 637, D-SIBs will be required to meet capital adequacy requirements that are higher than the Basel Committee's requirements. MAS Notice 637 sets out a minimum Common Equity Tier 1 ("**CET1**") CAR of 6.5%, Tier 1 CAR of 8.0% and a Total CAR of 10.0% for D-SIBs incorporated in Singapore. The minimum capital requirements under MAS Notice 637 are two percentage points higher than the Basel III minima specified by the Basel Committee, and are aimed to reduce the probability of failure of D-SIBs by increasing their going-concern loss absorbency.

Under the requirements of the Basel Committee, banks are required to maintain minimum CET1 CAR, Tier 1 CAR and Total CAR of 4.5%, 6.0% and 8.0%, respectively, from 1 January 2015. In addition, banks are required to hold a Capital Conservation Buffer ("**CCB**") of 2.5% above the minimum capital adequacy requirements to weather periods of high stress. This CCB is to be met with CET1 capital and began at 0.625% on 1 January 2016, increasing by an additional 0.625 percentage points in each subsequent year, and reached 2.5% on 1 January 2019.

Furthermore, banks may be subject to a countercyclical buffer ranging from 0% to 2.5% which will be implemented by each country when there has been a build-up of system-wide risk associated with excessive aggregate credit growth in their systems, with discretion on the implementation according to their national circumstances. The countercyclical buffer was phased in from 1 January 2016 to 1 January 2019. It is not an ongoing requirement but only applied as and when specified by the relevant national banking supervisors. The countercyclical buffer is to be maintained in the form of CET1 capital.

In line with the Basel Committee's requirements, the MAS has introduced in MAS Notice 637 a CCB of 2.5% above the minimum capital adequacy requirements. The CCB will be met with CET1 capital and begins at 0.625% on 1 January 2016, increasing by an additional 0.625% in each subsequent year, to reach its final level of 2.5% on 1 January 2019. The MAS has also introduced in MAS Notice 637 a countercyclical buffer requirement in the range of 0% to 2.5% to be met with CET1 capital. The actual magnitude of the countercyclical buffer applicable to a Singapore-incorporated bank is the weighted average of the country-specific countercyclical buffer requirements that are being applied by the regulators in the countries to which the bank has private sector credit exposures.

The table below summarises the capital requirements under MAS Notice 637 for D-SIBs.

| From 1 January | 2015 | 2016 | 2017 | 2018 | 2019 |
|---|---|---|---|---|---|
| **Minimum CARs %** | | | | | |
| CET1 (a) ................................................ | 6.5 | 6.5 | 6.5 | 6.5 | 6.5 |
| CCB (b)................................................. | – | 0.625 | 1.25 | 1.875 | 2.5 |

| From 1 January | 2015 | 2016 | 2017 | 2018 | 2019 |
|---|---|---|---|---|---|
| CET1 including CCB (a) + (b) .................. | 6.5 | 7.125 | 7.75 | 8.375 | 9.0 |
| Tier 1 including CCB ................................ | 8.0 | 8.625 | 9.25 | 9.875 | 10.5 |
| Total including CCB ................................. | 10.0 | 10.625 | 11.25 | 11.875 | 12.5 |
| Maximum Countercyclical Buffer.............. | – | 0.625 | 1.25 | 1.875 | 2.5 |

Under MAS Notice 637, Singapore-incorporated banks are also required to maintain, at both the Solo and Group levels, a minimum leverage ratio of 3% at all times.

In addition to changes in minimum capital requirements, Basel III also mandates various adjustments in the calculation of capital resources. These adjustments include items such as goodwill, intangible assets, deferred tax assets and investments in unconsolidated financial institutions in which the bank holds a major stake and are fully-phased in as at 1 January 2018.

With effect from 1 July 2021, MAS Notice 637 was amended to specify the transitional arrangements for the adoption of the standardised approach for counterparty credit risk ("**SA-CCR**") and to indicate that the revised capital requirements for bank exposures to central counterparties will cease on 31 December 2021. It also reflects amendments setting out an alternative treatment for the measurement of derivative exposures for leverage ratio calculation, using a modified version of SA-CCR as well as other amendments to implement technical revisions to the credit risk framework. Further amendments to MAS Notice 637 were made with effect from 18 August 2021 to implement the framework for the treatment of major stake investments in financial institutions at the Solo level.

MAS Notice 637 was further amended to incorporate edits in relation to the insertion of a new charge to be held by the Housing and Development Board under the Prime Location Public Housing model on 2 December 2021. Further amendments effective from 1 January 2022 were also made to MAS Notice 637 to: (a) incorporate clarifications to the SA-CCR framework and the revised capital requirements for bank exposures to central counterparties, (b) implement revisions to the internal ratings-based approach application process and (c) implement technical revisions to the disclosure framework.

With effect from 1 January 2023, MAS Notice 637 was amended to: (a) implement the revised Pillar 3 disclosure requirements for interest rate risk in the banking book published by the Basel Committee on Banking Supervision; (b) implement a -100bps interest rate floor on the post-shock interest rates under the standardised interest rate shock scenarios set out in Annex 10C of MAS Notice 637; (c) provide additional clarity on the application of interest rate floors, interest rate caps, and pass-through rates when computing IRRBB under the standardised interest rate shock scenarios; and (d) implement various other technical revisions.

With effect from 1 July 2024, MAS Notice 637 was revised to implement the final Basel III reforms in Singapore. The revised MAS Notice 637 sets out revised standards on (a) operational risk capital and leveraged ratio requirements; (b) credit risk capital and output floor requirements; (c) market risk capital and capital reporting requirements; and (d) public disclosure requirements. Under the revised MAS Notice 637, all standards other than the revised market risk and credit valuation adjustment ("**CVA**") standards took effect from 1 July 2024. The revised market risk and CVA standards (a) for compliance with supervisory reporting requirements took effect from 1 July 2024, and (b) for the compliance with capital adequacy and disclosure requirements took effect from 1 January 2025. The output floor transitional arrangement has commenced at 50% from 1 July 2024 and will reach full phase-in at 72.5% from 1 January 2029, with the phase-in timing being as follows:

- 50% with effect from 1 July 2024;
- 55% with effect from 1 January 2025;
- 60% with effect from 1 January 2026;
- 65% with effect from 1 January 2027;

- 70% with effect from 1 January 2028; and
- 72.5% with effect from 1 January 2029.

On 9 October 2025, MAS issued a revised version of MAS Notice 637 which (i) incorporates the Basel Committee on Banking Supervision's revised methodology used to calculate interest rates shocks in the interest rate risk in the banking book ("**IRRBB**") standard and updates the IRRBB standardised interest rate shock scenarios based on the revised methodology; (ii) revises the minimum requirements for Additional Tier 1 and Tier 2 capital instruments to disqualify those which are issued to retail investors in Singapore as regulatory capital; and (iii) enhances the clarity of the computation of the capital conservation buffer and countercyclical buffer, and recognition of credit risk mitigation under synthetic securitisations. As of 1 January 2026, all of these amendments have taken effect.

***Other Key Prudential Provisions***

***Liquidity Coverage Ratio and Net Stable Funding Ratio***

On 28 November 2014, the MAS issued MAS Notice 649. MAS Notice 649, which took effect on 1 January 2015, introduces a new liquidity requirement framework to implement the Basel III LCR rules and applies to banks in Singapore. Under MAS Notice 649, a D-SIB which is incorporated in Singapore and whose head office or parent bank is incorporated in Singapore shall maintain at all times, a Singapore Dollar LCR requirement of at least 100% and an all-currency LCR requirement of at least 60% by 1 January 2015, with the all-currency LCR requirement increasing by 10% each year to 100% by 2019.

On 14 December 2015, the MAS issued MAS Notice 651 on Liquidity Coverage Ratio Disclosure ("**MAS Notice 651**"), which took effect on 1 January 2016.

On 10 July 2017, the MAS issued a new MAS Notice 652 on Net Stable Funding Ratio ("**MAS Notice 652**") to implement the proposals set out in the consultation paper on Local Implementation of Basel III Liquidity Rules – Net Stable Funding Ratio ("**NSFR**") and NSFR Disclosure Requirements which was released in November 2016. MAS Notice 652 applies to D-SIBs and internationally active banks and took effect from 1 January 2018 (save for the Required Stable Funding add-on for derivative liabilities, which took effect from 1 October 2019). Under MAS Notice 652, a D-SIB incorporated and whose head office or parent bank is incorporated in Singapore must maintain an all-currency NSFR of at least 100% on a consolidated level (excluding certain banking group entities such as an insurance subsidiary).

The MAS consulted on the implementation of NSFR disclosure requirements as part of the public consultation on Proposed Amendments to Disclosure Requirements under MAS Notice 637, 651 and 653 which was separately issued on 10 July 2017. The proposed amendments to the disclosure frequencies under MAS Notice 651 on Liquidity Coverage Ratio Disclosure and MAS Notice 653 on Net Stable Funding Ratio Disclosure have been included in accordance with the Basel Committee's revised standards. On 28 December 2017, the MAS issued the revised MAS Notices 637 and 651 and a new MAS Notice 653 on Net Stable Funding Ratio Disclosure ("**MAS Notice 653**") to implement disclosure requirements for Singapore-incorporated banks that are consistent with the Basel Committee's revised standards on Pillar 3 disclosures under the Basel III framework. The amendments to MAS Notice 637 took effect on 1 January 2018 (except where indicated otherwise). The revised MAS Notice 651 took effect from 31 December 2017 and MAS Notice 653 took effect from 1 January 2018. Subsequently, MAS Notice 651 and MAS Notice 653 were revised again with effect from 1 October 2019, to, among other things, clarify the scope of their application. MAS Notice 653 was last revised on 24 June 2022.

MAS Notice 651 and MAS Notice 653 set out requirements applicable to banks incorporated in Singapore that are D-SIBs or internationally active banks for the disclosure of quantitative and qualitative information about LCR and NSFR respectively. Under the revised MAS Notice 651, a D-SIB that is incorporated in Singapore and whose head office or parent bank is incorporated in Singapore, or an internationally active bank, is required to disclose quantitative and qualitative information about its LCR on a consolidated level (excluding certain banking group entities such as an insurance subsidiary)

on a quarterly basis. MAS Notice 651 also sets out additional disclosure requirements on quantitative and qualitative information, such as the annual disclosure of information relating to its internal liquidity risk measurement and management framework.

Under MAS Notice 653, a D-SIB that is incorporated in Singapore and whose head office or parent bank is incorporated Singapore, or an internationally active bank, is required to disclose quantitative and qualitative information about its NSFR on a consolidated level (excluding certain banking group entities such as an insurance subsidiary) on a semi-annual basis.

On 1 July 2024, revised versions of MAS Notices 649, 651, 652 and 653 took effect. These revised Notices reflects consequential amendments arising from the re-issuance of MAS Notice 637 on 20 September 2023 and implements other technical revisions.

On 27 March 2025, MAS issued a consultation paper on Prudential Treatment of Cryptoasset Exposures and Requirements for Additional Tier 1 and Tier 2 Capital Instruments for Banks proposing amendments to the standards relating to the regulatory framework for capital and large exposures for Singapore-incorporated banks, and the regulatory framework for liquidity for banks in Singapore as set out in MAS Notices 637, 649, 651, 652, 653 and 656. The proposed amendments are aimed at implementing the standards relating to the prudential treatment and disclosure of cryptoasset exposures published by the Basel Committee on Banking Supervision. On 9 October 2025, MAS published the response paper stating that due to feedback received from the industry, it will defer the implementation of the prudential treatment and disclosures of cryptoasset exposures to 1 January 2027 or later and will provide updates on the final cryptoasset standards and implementation date in due course. However, in the interim, from now up till the implementation date of the cryptoasset standards, MAS will require banks with cryptoasset exposures or intending to take on cryptoasset exposures to notify and engage MAS on the appropriate prudential treatment for their cryptoasset exposures.

In addition, the MAS has on 29 August 2025 published a consultation paper "Consultation Paper on Guidelines on Liquidity Risk Management (Banks)" proposing to issue an updated set of Guidelines on Liquidity Risk Management for banks, merchant banks and finance companies in Singapore. The proposed guidelines will build on the Guidelines on Risk Management Practices – Liquidity Risks which were issued in 2013 and applies to all financial institutions in Singapore, and will provide greater clarity on MAS' supervisory expectations on the management of liquidity risk by banks. The guidelines will apply on a group-basis for locally incorporated banks, and the extent and degree to which a bank adopts the principles set out in the guidelines should be commensurate with the nature, size and complexity of its activities. MAS has proposed that these guidelines will come into effect six months after the final guidelines are published.

***Minimum Cash Balance***

Under Section 39 of the Banking Act and MAS Notice 758 on Minimum Cash Balance ("**MAS Notice 758**"), a bank is also required to maintain, during a maintenance period, in its current account and custody cash account an aggregate minimum cash balance with MAS of at least an average of 3.0% of its average Singapore Dollar Qualifying Liabilities (as defined in paragraph 7 of MAS Notice 649 on Minimum Liquid Assets and Liquidity Coverage Ratio ("**MAS Notice 649**")) computed during the relevant two-week period beginning on a Thursday and ending on a Wednesday (the "**MCB requirement**"). A bank may, on a day-to-day basis, maintain in its current account and custody cash account, an aggregate cash balance within a band of 1% above or below the MCB requirement at the close of business. A bank must, at all times, maintain in its current account and custody cash account, an aggregate minimum cash balance of at least 2% of the average of the Singapore Dollar Qualifying Liabilities computed during the computation period, at the close of business of every day during the maintenance period.

***Exposures and Credit Facilities***

Under Section 29 of the Banking Act, the MAS may, by notice in writing to any bank in Singapore, or any class of banks in Singapore, impose such requirements as may be necessary or expedient for the purposes of:

(a) identifying any person or class of persons, where exposure of the bank, or a bank within the class of banks, to the person or class of persons may result in concentration risk to the bank; or

(b) limiting the exposure of the bank, or a bank within the class of banks, to any person or class of persons, where the exposure may result in concentration risk to the bank.

For the purposes of this paragraph, "exposure" means the maximum loss that a bank may incur as a result of the failure of a counterparty to meet any of its obligations.

On 3 January 2018, the MAS released a Consultation Paper on Proposed Revisions to the Regulatory Framework for Large Exposures of Singapore-incorporated Banks. The proposed revisions take into account relevant aspects of the "Supervisory framework for measuring and controlling large exposures" published by the Basel Committee in April 2014, and will apply only to Singapore-incorporated banks. The MAS released the Response to Feedback Received – Proposed Revisions to the Large Exposures Framework for Singapore-Incorporated Banks on 31 August 2018 which, among other things, tightened the large exposures limit from 25% of eligible total capital to 25% of Tier 1 capital.

On 14 August 2019, the MAS issued MAS Notice 656 on Exposures to Single Counterparty Groups for Banks Incorporated in Singapore ("**MAS Notice 656**") implementing the revised requirements. MAS Notice 656 provides that, among other things, a bank incorporated in Singapore must not permit:

(a) at the Solo level, the aggregate of its exposures to any single counterparty group to exceed 25% of its Tier 1 capital; and

(b) at the Group level, the aggregate of the exposures of the banking group to any counterparty, any director group, any substantial shareholder group or any connected counterparty group to exceed 25% of the Tier 1 capital of the banking group. On 1 July 2021, MAS Notice 656 was amended to, amongst others, reflect that the transitional arrangements for the adoption of the standardised approach for credit risk under MAS Notice 637 will cease on 31 December 2021 and to clarify the treatment for an exempt exposure that is secured by eligible financial collateral or eligible credit protection.

On 1 July 2024, MAS Notice 656 was amended to implement consequential amendments arising from the issuance of the revised MAS Notice 637 on 20 September 2023 which implements the final Basel III reforms.

On 15 July 2025, MAS issued a Consultation Paper on Proposed Amendments to Regulatory Framework for Large Exposures of Singapore-incorporated Merchant Banks and Singapore-incorporated Banks proposing amendments to MAS Notice 656 to refine the scope of exposures to related corporations, to more adequately address contagion risk arising from exposures to related counterparties which are not subject to minimum prudential standards, while taking into consideration the operating structures of Singapore-incorporated banks. Under the proposed amendments, a Singapore-incorporated bank's exposures to its holding company would be exempted from the large exposures limit only where the holding company is a bank, or is part of a group subject to minimum prudential standards (including risk-based capital standards and liquidity standards) and supervision on a consolidated basis by a bank regulatory agency. Exposures to other types of holding companies would need to comply with the large exposure limits. Further, a Singapore-incorporated bank's exposures to a bank or merchant bank subsidiary of its holding company would be exempted only where the holding company fulfils the same condition.

On 1 July 2021 a new Section 29A to the Banking Act intended to enhance the monitoring and control of the risk of conflict between the interests of a bank in Singapore and the interests of certain persons,

branches or head offices that are related to the bank took effect. The new Section 29A provides that the MAS may, by written notice, impose requirements that are reasonably necessary for the purposes of identifying credit facilities from, exposures of and transactions of, the bank, to or with certain persons, branches, entities or head offices that may give rise to any conflict of interest, and for monitoring, limiting and restricting such credit facilities, exposures and transactions. Among other things, the notice may prohibit the bank from granting any credit facility, creating any exposure or entering into any transaction to or with such a person, branch, entity or head office.

### *Credit Loss Allowance*

On 29 December 2017, the MAS issued the revised MAS Notice 612 on Credit Files, Grading and Provisioning (which took effect on 1 January 2018) in relation to the changes in the recognition and measurement of allowance for credit losses introduced in SFRS(I) 9. The regulatory requirement on minimum impairment provisions for credit-impaired exposures has been removed, and banks are to measure and recognise loss allowances for expected credit losses in accordance with the requirements of SFRS(I) 9. In addition, locally-incorporated banks which are designated by the MAS as D-SIBs are to maintain Minimum Regulatory Loss Allowances. Where the Accounting Loss Allowance falls below the Minimum Regulatory Loss Allowance, a locally-incorporated D-SIB is required to recognise the additional loss allowance by establishing a non-distributable regulatory loss allowance reserve account through appropriation of retained earnings. Every bank in Singapore is required to make adequate provisions for bad and doubtful debts and before any profit or loss is declared, ensure that the provision is adequate.

### *Related Party Transactions*

MAS Notice 643 on Transactions with Related Parties ("**MAS Notice 643**") was issued pursuant to Section 29A(1) of the Banking Act and took effect on 1 July 2021. It sets out requirements relating to transactions of banks in Singapore with related parties and the responsibilities of banks in relation to transactions of branches or entities in the bank's group with related parties, which seek to minimise the risk of abuse arising from conflicts of interest in such transactions.

Under MAS Notice 643, a bank in Singapore is also required to obtain the approval of a special majority of three-fourths of its board and ensure that every branch or entity in its bank group obtains the approval of a special majority of three-fourths of the entity's board before entering into related party transactions that pose material risks to the bank (unless otherwise exempt), or write off any of its exposure to any of the bank's related parties, in order to provide more effective oversight over banks' related party transactions.

In addition, MAS has issued MAS Notice 643A on Exposures and Credit Facilities to Related Concerns ("**MAS Notice 643A**") which sets out requirements on banks for preparing statements of exposures and credit facilities to related concerns, and this includes related parties of the bank in Singapore.

On 14 October 2025, MAS issued a Consultation Paper on Proposed Amendments to Related Party Transaction Requirements for Banks proposing amendments to MAS Notice 643, MAS Notice 643A and MAS Notice 656 to enhance oversight of related party transactions of banks, address the risk of conflicts of interest, and for alignment with international best practices. In particular, MAS is proposing to update the definition of related parties to include (a) persons who can exert influence over executive officers and directors, supplementing current rules that cover entities under these officers' influence; and (b) indirect controllers (and their affiliates and family members) to capture persons with influence. In addition, MAS is proposing to refine the scope of intragroup transactions excluded from the related party transaction governance requirements that are currently set out in MAS notice 643, and to rationalise the related party transaction requirements across the notices by incorporating the existing related party group exposure limits set out in MAS Notice 656 into MAS Notice 643, and to impose exposure limits on additional related party groups in MAS Notice 643 over the bank beyond interest in shares and control of voting rights. MAS is aiming for the proposed amendments to MAS Notices 643,

643A and 656 to be effective from 30 November 2026, or at least six months from the issuance of MAS Notice 643, whichever is later.

### *Permitted businesses and holdings*

A bank in Singapore is prohibited from carrying on or entering into any partnership, joint venture or other arrangement with any person to carry on any business except:

(a) banking business;

(b) business which is regulated or authorised by the MAS or, if carried on in Singapore, would be regulated or authorised by the MAS under any written law;

(c) business which is incidental to (a) or (b);

(d) business or a class of business prescribed by the MAS; or

(e) any other business approved by the MAS (Section 30 of the Banking Act).

This reflects the anti-commingling policy of the MAS which is intended to ensure that banks remain focused on their core banking business and competencies, and avoid potential contagion from the conduct of non-financial businesses. In 2011, the anti-commingling policy was fine-tuned through the introduction of regulation 23G of the Banking Regulations which gives banks flexibility to carry on businesses that are related or complementary to their core financial businesses.

On 1 July 2021, the anti-commingling framework was further enhanced to streamline the conditions and requirements under regulation 23G of the Banking Regulations to make it easier for banks to conduct or invest in permissible non-financial businesses that are related or complementary to their core financial businesses, and to allow banks to engage in the operation of digital platforms that match buyers and sellers of consumer goods or services, as well as the online sale of such goods or services. As part of the enhancements, MAS has prescribed a list of permissible non-financial businesses which banks may carry on if the business is related or complementary to any of the core financial business which is carried on by the bank, subject to conditions such as the requirement for the bank to put in place risk management and governance policies and procedures that are commensurate with the risks posed by such business, and obtain the approval of the board of directors (or an authorised person, in the case of a bank incorporated outside Singapore and its head office has carried on the business before) for such policies and procedures.

### *Major stake and investment restrictions*

A bank in Singapore, either directly or through any subsidiary of the bank or any other company in the bank group, can hold any beneficial interest in the share capital of a company (and such other investment, interest or right as may be prescribed by the MAS) ("**equity investment**"), whether involved in financial business or not, so long as such equity investment does not exceed in the aggregate 2% of the capital funds of the bank or such other percentage as the MAS may prescribe. Such a restriction on a bank's equity investment does not apply to any interest held by way of security for the purposes of a transaction entered in the ordinary course of the bank's business in Singapore or to any shareholding or interest acquired or held by a bank in the course of satisfaction of debts due to the bank, where such interest is disposed of at the earliest suitable opportunity. This restriction on a bank's equity investment will also not apply in respect of any equity investment in a single company acquired or held by a bank in Singapore for the purposes of carrying on businesses that have been prescribed as a related or complementary business under regulation 23G(1) of the Banking Regulations. In addition, any major stake approved by the MAS under Section 32 of the Banking Act and any equity investment in a single company acquired or held by a bank when acting as a stabilising bank in relation to an offer of securities issued by the company will not be subject to the restrictions on equity investment described above.

Under Section 32 of the Banking Act, a bank in Singapore cannot hold or acquire, directly or indirectly, a major stake in any entity without obtaining the prior approval of MAS. A "**major stake**" means: (i) any beneficial interest exceeding 10% of the total number of issued shares or such other measure corresponding to shares in a company as may be prescribed; (ii) control over more than 10% of the voting power or such other measure corresponding to voting power in a company as may be prescribed; or (iii) any interest in the entity, by reason of which the management of the entity is accustomed or under an obligation, whether formal or informal, to act in accordance with the bank's directions, instructions or wishes, or where the bank is in a position to determine the policy of the entity. For the purposes of this Section 32 of the Banking Act, "**entity**" means any body corporate or unincorporated, whether incorporated, formed or established in or outside Singapore.

No bank incorporated in Singapore shall hold or acquire, directly or through a subsidiary of the bank or any other company in the bank group, interests in or rights over immovable property, wherever situated, the value of which exceeds in the aggregate 20% of the capital funds of the bank or such other percentage as the MAS may prescribe (Section 33 of the Banking Act). The Banking Regulations further provide that the property sector exposure of a bank in Singapore shall not exceed 35% of the total eligible assets of that bank. Under the Banking Act and the Banking Regulations, a bank can invest in properties subject to an aggregate of 20% of its capital funds, but it is not allowed to engage in property development or management. However, a bank incorporated in Singapore such as OCBC is permitted to carry on property management and property enhancement services in relation to investment properties that are owned by any entity in its bank group, foreclosed properties that have been acquired or are held by any entity in its bank group and buildings (the whole or any part which is) occupied and used by any entity in its bank group for the carrying on of that entity's business. For this purpose, "**bank group**", in relation to a bank incorporated in Singapore, refers to the group of entities comprising (a) the bank; (b) every subsidiary of the bank; (c) every branch of the bank; and (d) every other entity that is treated as part of the bank's group of entities for accounting purposes according to the Accounting Standards (as defined in the Banking Regulations).

### *Corporate Governance Regulations and Guidelines*

The Guidelines on Corporate Governance for Financial Holding Companies, Banks, Direct Insurers, Reinsurers and Captive Insurers which are Incorporated in Singapore (dated 3 April 2013) (the "**2013 Guidelines**") comprises the Code of Corporate Governance 2012 (the "**Corporate Governance Code**") for companies listed on the SGX-ST and supplementary principles and guidelines from the MAS. The 2013 Guidelines and the Banking (Corporate Governance) Regulations 2005 define what is meant by an independent director and set out the requirements for the composition of the board of directors and board committees, such as the Nominating Committee, Remuneration Committee, Audit Committee and Risk Management Committee. The 2013 Guidelines also set out, *inter alia*, the principle that there should be a clear division of responsibilities between the leadership of the board of directors of a bank and the executive responsibilities of a bank, as well as the principle that there should be a strong and independent element on the board of directors of a bank, which is able to exercise objective judgement on corporate affairs independently, in particular, from the management of the bank and 10% shareholders of the bank (as defined in the 2013 Guidelines). The 2013 Guidelines also encourage the separation of the roles of Chairman and CEO and outline how this is to be applied. The 2013 Guidelines further set out the principle that the board of directors of a bank should ensure that the bank's related party transactions are undertaken on an arm's length basis.

The Corporate Governance Code was revised on 6 August 2018. The revised Corporate Governance Code sets out, amongst other things, the principles that there should be (i) a clear division of responsibilities between the leadership of the board of directors and the executive responsibilities of a company's business, and no one individual has unfettered powers of decision-making and (ii) an appropriate level of independence and diversity of thought and background in the composition of the board of directors of the company, to enable it to make decisions in the best interests of the company.

The revised Corporate Governance Code also requires the separation of the roles of Chairman and Chief Executive Officer.

The Corporate Governance Code was further amended on 11 January 2023 to reflect amendments made by the Singapore Exchange Regulation to the listing rules of the SGX-ST. The amendments introduced a nine-year tenure limit for independent directors and mandatory remuneration disclosure for each individual director and CEO. The revisions are in line with the recommendations made by the Corporate Governance Advisory Committee.

On 9 November 2021, the MAS published the Guidelines on Corporate Governance for Designated Financial Holding Companies, Banks, Direct Insurers, Reinsurers and Captive Insurers which are incorporated in Singapore (the "**2021 Guidelines**"), which supersedes and replaces the 2013 Guidelines. The revisions take into account international standards and industry good practices. The MAS has incorporated the Code of Corporate Governance 2018 into the 2021 Guidelines. The 2021 Guidelines also include additional guidelines added by the MAS to take into account the unique characteristics of the business of banking in light of the diverse and complex risks undertaken by financial institutions conducting banking business and the responsibilities to depositors and other customers. The guidelines that relate to disclosures took effect from 1 January 2022 and apply to the annual reports covering financial years commencing from that date, with the bulk of the other guidelines taking effect from 1 April 2022.

To further enhance the corporate governance of banks, the Banking Act:

(a) requires a Singapore-incorporated bank to seek the MAS' approval before it appoints certain key appointment holders (including directors and chief executive officers), and in doing so, the MAS has the power to prescribe the duties of the appointment holders and to specify the maximum term of each appointment;

(b) empowers the MAS to remove key appointment holders of banks if they are found to be not fit and proper. The grounds for removal of such key appointment holders will be aligned with the criteria for approving their appointment. A Singapore-incorporated bank must also immediately inform the MAS if a key appointment holder is (in accordance with the Guidelines on Fit and Proper Criteria (last revised on 30 May 2025)) no longer a fit and proper person to hold the appointment;

(c) provides a provision to protect banks' external auditors who disclose, in good faith, information to the MAS in the course of their duties from any liability that may arise from such disclosure;

(d) empowers the MAS to direct banks to remove their external auditors if they have not discharged their statutory duties satisfactorily and protect banks' external auditors who disclose, in good faith, information to the MAS in the course of their duties from any liability that may arise from such disclosure; and

(e) empowers the MAS to prohibit, restrict or direct a bank to terminate any transaction that the bank enters into with its related parties if it is deemed to be detrimental to depositors' interests.

## Other Requirements

### *Licensing*

The MAS issues licences under the Banking Act to banks to transact banking business in Singapore. Such licences may be revoked if the MAS is satisfied, among other things, that the bank holding that licence: (a) has ceased to transact banking business in Singapore; (b) has provided information or documents to the MAS in connection with its application for a bank licence which is or are false or misleading in a material particular; (c) if it is a bank incorporated outside Singapore, has had its bank licence or authority to operate withdrawn by the supervisory authority which is responsible, under the laws of the country or territory where the bank is incorporated, formed or established, for supervising

the bank; (d) proposes to make, or has made, any composition or arrangement with its creditors or has gone into liquidation or has been wound up or otherwise dissolved; (e) is carrying on its business in a manner likely to be detrimental to the interests of the depositors of the bank or has insufficient assets to cover its liabilities to its depositors or the public; (f) is contravening or has contravened any provision of the Banking Act; (g) has been convicted of any offence under the Banking Act or any of its directors or officers holding a managerial or executive position has been convicted of any offence under the Banking Act; (h) is contravening or has contravened any provision of the Deposit Insurance and Policy Owners' Protection Schemes Act 2011 of Singapore (the "**Deposit Insurance and Policy Owners' Protection Schemes Act**") or any Rules issued by the deposit insurance and policy owners' protection fund agency under the Deposit Insurance and Policy Owners' Protection Schemes Act; (i) is contravening or has contravened any provision of the Monetary Authority of Singapore 1970 Act of Singapore (the "**MAS Act**"), or any direction issued by the MAS under the MAS Act; or (j) is contravening or has contravened any provision of the FSM Act, or any direction issued by the MAS under the FSM Act.

The MAS may also revoke an existing licence if, upon the MAS exercising any power under Section 49(2) of the Banking Act or the Minister exercising any power under Division 2, 4, 5 or 6 of Part 8 of the FSM Act in relation to the bank, the MAS considers that it is in the public interest to revoke the license.

### *Priority of liabilities in winding up*

Section 61(1) of the Banking Act provides that, where a bank becomes unable to meet its obligations or becomes insolvent or suspends payment, the assets of that bank in Singapore are available to meet all liabilities in Singapore of the bank specified in Section 62(1) of the Banking Act (the "**Specified Liabilities**"). The Specified Liabilities have priority over all unsecured liabilities of the bank, other than the preferential debts specified in Section 203(1) of the IRDA.

Under Section 62(1) of the Banking Act, the Specified Liabilities are (and in the event of a winding up of a bank will, among themselves, rank in the following order of priority notwithstanding the provisions of any written law or any rule of law relating to the winding up of companies): (i) firstly, any premium contributions due and payable by the bank under the Deposit Insurance and Policy Owners' Protection Schemes Act; (ii) secondly, liabilities incurred by the bank in respect of insured deposits, up to the amount of compensation paid or payable out of the Deposit Insurance Fund by the Singapore Deposit Insurance Corporation Limited ("**SDIC**") under the Deposit Insurance and Policy Owners' Protection Schemes Act in respect of such insured deposits; (iii) thirdly, deposit liabilities incurred by the bank with non-bank customers, other than those specified in paragraph (ii) above which are incurred (a) in Singapore dollars; or (b) on terms under which the deposit liabilities may be discharged by the bank in Singapore dollars; (iv) fourthly, deposit liabilities incurred by the bank with non-bank customers other than liabilities referred to in paragraphs (ii) and (iii); and (v) fifthly, any sum claimed by the trustee of a resolution fund (within the meaning of Section 107 of the FSM Act) from the bank under Section 112, 113, 114 or 115 of the FSM Act. As between Specified Liabilities of the same class referred to in each of paragraphs (i) to (v) above, such liabilities shall rank equally between themselves and are to be paid in full unless the assets of the bank are insufficient to meet them in which case they are to abate in equal proportions between themselves.

### *Deposit Insurance Scheme*

SDIC administers the Deposit Insurance Scheme ("**DI Scheme**") in accordance with the Deposit Insurance and Policy Owners' Protection Schemes Act for the purposes of providing limited compensation to insured depositors under certain circumstances. All licensed full banks in Singapore are DI Scheme members unless exempted by the MAS. The Deposit Insurance and Policy Owners' Protection Schemes Act was amended pursuant to the Deposit Insurance and Policy Owners' Protection Schemes (Amendment) Act 2018 with effect from 1 April 2019. Following the amendments, the deposit insurance coverage limit was raised from S$50,000 to S$75,000.

Pursuant to the Deposit Insurance and Policy Owners' Protection Schemes Act 2011 (Amendment of First Schedule Order) 2023, the deposit insurance coverage limit was raised from S$75,000 to S$100,000 with effect from 1 April 2024. The amendment seeks to restore the percentage of fully-covered insured depositors to 91%.

DI Scheme members are required to submit returns relating to their deposit insurance asset maintenance ratio and insured deposit base in line with the requirements set out in MAS Notice DIA-N01.

On 19 November 2024, MAS published the second part of its Feedback Received on Proposed Enhancements to the Deposit Insurance Scheme in Singapore, stating that it will not proceed with the proposal to introduce powers in the Deposit Insurance and Policy Owners' Protection Schemes Act for the MAS to stipulate a quantification time where deposit balances are taken as final, and deposit insurance compensation will instead be determined based on the end-of-day deposit balances. MAS will also require the declaration of quantification date to be accompanied by the immediate cessation of new payment activities to and from the failed DI Scheme member. MAS has also stated that it will proceed with its proposal to require DI Scheme members to maintain a continually updated register of insured deposits with SDIC, remove the current requirements for annual submissions and notifications to SDIC as and when there are changes to the register of insured deposits, and require DI Scheme members to publish and maintain a list of all its products which are insured deposits on its website. MAS will also proceed with its proposal for SDIC to take over the administration of unclaimed DI monies from the Public Trustee's office. MAS has stated that there will be a subsequent consultation on the necessary legislative changes to effect the proposals.

***Notification of material adverse development***

Section 48AA of the Banking Act (with effect from 30 November 2018) requires banks to inform the MAS of any development that materially affects the bank adversely, and in the case of Singapore-incorporated banks, any development that materially affects the bank or its related entities adversely.

***Removal of Domestic Banking Unit and Asian Currency Unit***

Banks in Singapore previously had to maintain separate accounting units for their domestic banking unit ("**DBU**") and their Asian currency unit ("**ACU**"). On 4 November 2019, the Banking (Amendment) Bill (B35/2019) was introduced in Parliament to (among other things) remove the DBU-ACU divide, and make consequential amendments to regulatory requirements following the removal of the DBU-ACU divide.

The MAS has previously noted that the removal of the DBU-ACU divide would require significant amendments to changes in banks' regulatory reporting systems. In this regard, the MAS issued an updated MAS Notice 610 on Submission of Statistics and Returns ("**MAS Notice 610**") on 17 May 2018 that was intended to take effect from 1 October 2020 providing a 30-month implementation timeline. However, the MAS Notice 610 dated 17 May 2018 was cancelled and superseded by a new MAS Notice 610 issued on 16 July 2019, which took effect from 1 July 2021. MAS Notice 610 was last revised on 1 July 2024 to implement consequential amendments arising from the issuance of the revised MAS Notice 637 which implements the final Basel III reforms.

***Privacy of customer information***

Unless otherwise expressly provided in the Banking Act, a bank in Singapore and its officers may not disclose customer information to any other person without the written consent of the customer. On 29 June 2021, the MAS published MAS Notice 657 Privacy of Customer Information – Conditions for Disclosure of Customer Information by Auditors ("**MAS Notice 657**") which applies to all banks and their external auditors. MAS Notice 657 sets out the conditions which an auditor must comply with before disclosing any customer information to an employee of the Accounting and Corporate Regulatory Authority referred to in the Third Schedule of the Banking Act. MAS Notice 657 took effect from 1 July 2021.

## Resolution Powers

Under the resolution regime for financial institutions in Singapore, the MAS has resolution powers in respect of Singapore licensed banks and insurers. These resolution powers are set out in Parts 7 and 8 of the FSM Act as well as the Financial Services and Markets (Resolution of Financial Institutions) Regulations 2024 (the "**RFI Regulations**"). Broadly speaking, the MAS has powers to (a) impose moratoriums; (b) apply for court orders against winding-up or judicial management of the bank, against commencement or continuance of proceedings by or against the bank in respect of any business of the bank, against commencement or continuance of an enforcement order, distress or other legal processes against any property of the bank, or against enforcement of security; (c) apply to court for the winding-up of the bank; (d) order compulsory transfers of business or business of shares; (e) order compulsory restructurings of share capital; (f) bail-in eligible instruments; (g) temporarily stay termination rights of counterparties; (h) impose requirements relating to recovery and resolution planning and (i) give directions to significant associated entities of the bank. In addition, the MAS has powers under the Banking Act to assume control of a bank if MAS is of the opinion that the bank is unable to meet its obligations or is conducting business to the detriment of depositors.

On 22 March 2023, the MAS issued a statement on Additional Tier 1 instruments issued by Singapore-incorporated banks. The MAS announced that in exercising its powers to resolve a financial institution, it intends to abide by the hierarchy of claims in liquidation, which means that equity holders will absorb losses before holders of Additional Tier 1 and Tier 2 capital instruments. Creditors who receive less in a resolution compared to what they would have received had the financial institution been liquidated would be able to claim the difference from a resolution fund that would be funded by the financial industry. The creditor compensation framework will also apply in the exceptional situation where MAS departs from the creditor hierarchy to contain the potential systemic impact of the financial institution's failure or to maximise the value of the financial institution for the benefit of all creditors as a whole.

*Statutory Bail-in*

Under Division 6 of Part 8 of the FSM Act, the MAS has statutory bail-in powers to write down or convert a financial institution's debt into equity. The entities subject to the statutory bail-in powers of the MAS were previously limited to Singapore-incorporated banks and Singapore-incorporated bank holding companies but have been extended to include Singapore-incorporated insurers and Singapore-incorporated insurer holding companies with effect from 31 December 2024 (each a "**Division 6 FI**"). The classes of instruments subject to the statutory bail-in powers of the MAS are provided under regulation 28 of the **RFI Regulations**. For Singapore-incorporated banks and Singapore-incorporated bank holding companies, the classes of instruments subject to the bail-in include:

(i) any equity instrument or other instrument that confers or represents a legal or beneficial ownership in the Division 6 FI, except an ordinary share;

(ii) any unsecured liability or other unsecured debt instrument that is subordinated to unsecured creditors' claims of the Division 6 FI that are not so subordinated; and

(iii) any instrument that provides for a right for the instrument to be written down, cancelled, modified, changed in form or converted into shares or another instrument of ownership, when a specified event occurs,

but do not include any instrument issued before 29 November 2018 or a derivatives contract as defined in regulation 9(2) of the RFI Regulations.

In the event of bail-in, all shareholders' voting rights on matters which require shareholders' approval will be suspended until the Minister has published a notice in the Gazette that the moratorium ceases to apply. In respect of any person who becomes a significant shareholder (i.e. if they have reached the relevant shareholding thresholds) as a result of the bail-in, the Minister may serve a written notice on that person if:

(a) the MAS is not satisfied that:

    (i) the person is, in accordance with the Guidelines on Fit and Proper Criteria, a fit and proper person to be a significant shareholder; and

    (ii) having regard to the likely influence of the person on it, the Division 6 FI or an entity established or incorporated to do one or both of the following: (A) temporarily hold and manage the assets and liabilities of the Division 6 FI; and/or (B) do any act for the orderly resolution of the Division 6 FI ("**resulting financial institution**") will or will continue to conduct its business prudently and comply with the provisions of the FSM Act and the relevant Act applicable to it; or

(b) the Minister is not satisfied that:

    (i) in a case where the Division 6 FI or resulting financial institution is a bank incorporated in Singapore, it is in the national interest for the person to remain a significant shareholder of the Division 6 FI or resulting financial institution, as the case may be; or

    (ii) in any other case, it is in the public interest for the person to remain a significant shareholder of the Division 6 FI or resulting financial institution, as the case may be.

Where the Minister has served such a notice, then, until the person has disposed of or transferred the shares specified in the notice and in accordance with the notice:

(i) no voting rights are exercisable in respect of the specified shares except with the permission of the Minister, whether or not a notice under Section 86(2) is published that the provision has ceased to apply;

(ii) no shares of the Division 6 FI or resulting financial institution (as the case may be) may be issued or offered (whether by way of rights, bonus or otherwise) in respect of the specified shares except with the permission of the Minister; and

(iii) except in a liquidation of the Division 6 FI or resulting financial institution (as the case may be), the Division 6 FI or resulting financial institution may not make any payment (whether by way of dividends or otherwise) in respect of the specified shares except with the permission of the Minister.

This will ensure that only fit and proper persons can exercise voting rights attached to significant stakes in the financial institution. When exercising its bail-in powers, the MAS must have regard to the desirability of giving each pre-resolution creditor or pre-resolution shareholder of the Division 6 FI the priority and treatment the pre-resolution creditor or pre-resolution shareholder would have enjoyed had the Division 6 FI been wound up.

In addition, a Division 6 FI is required to insert contractual bail-in clauses into instruments which fall within the scope of the MAS' statutory bail-in powers but which are governed by foreign laws, to the effect that the parties to the contract agree that the instrument may be the subject of the MAS' bail-in powers. In addition, unless granted an extension of time by MAS, the bank must prior to any issuance of an eligible instrument, also provide MAS with a legal opinion from a person qualified to practice law in the jurisdiction of the governing law of the contract, as to the enforceability of the contractual recognition provisions.

*Temporary Stay of Termination Rights*

MAS also has the power to temporarily stay termination rights of counterparties under Section 93 of the FSM Act. Contracts which are subject to such powers include contracts where one of the parties is a pertinent financial institution (as defined in regulation 5 of the RFI Regulations) that is the subject or a proposed subject of a resolution measure. Any entity that is part of the same group of a pertinent financial institution is also caught to the extent the obligations of that entity under the relevant contract

are guaranteed or otherwise supported by such pertinent financial institution and such contract has a termination right that is exercisable if the pertinent financial institution becomes insolvent or is in a certain financial condition. OCBC qualifies as a pertinent financial institution.

The MAS also has the power to subject a bank to recovery and resolution planning requirements by issuing a direction under Section 52 of the FSM Act to the bank (a "**notified bank**"). A notified bank must comply with the recovery and resolution planning requirements under MAS Notice 654 on Recovery and Resolution Planning, including the requirement to prepare, review and keep up-to-date a recovery plan that sets out a framework of recovery triggers (i.e. points at which appropriate recovery options may be taken) and an escalation process upon the occurrence of a trigger event, among other things. The MAS has also published the Guidelines to MAS Notice 654 on Recovery and Resolution Planning and provides guidance to notified banks on the recovery and resolution planning requirements set out in MAS Notice 654. Both MAS Notice 654 and the Guidelines to MAS Notice 654 were previously issued under the MAS Act but have since been migrated and issued under the FSM Act with effect from 10 May 2024.

In addition, as provided under regulation 33 of the RFI Regulations, a "qualifying pertinent financial institution" and its subsidiaries must include enforceable provisions in their financial contracts governed by foreign laws which contain termination rights, the exercise of which may be suspended or the applicability of which may be disregarded under the FSM Act if the financial contracts had been governed by Singapore law (each, a "**specified contract**"). A "qualifying pertinent financial institution" is defined as a bank that is incorporated in Singapore and to which a direction had been issued under section 52(1) of the FSM Act (concerning directions for recovery planning and implementation). The effect of the provisions is to have all parties to the specified contract agree that their exercise of termination rights will be subject to MAS' powers under sections 92 and 93 of the FSM Act. The contractual recognition requirement will apply where the qualifying pertinent financial institution or subsidiary enters into the specified contract on or after 1 November 2024 or where the qualifying pertinent financial institution or subsidiary executes any transaction under the specified contract on or after 1 November 2024.

The MAS has stated that having provisions in the specified contract expressly recognising MAS' authority to temporarily stay termination rights under Section 93 of the FSM Act provides greater legal certainty and serves to support an orderly resolution. The contractual recognition requirement also ensures that the parties to the contract agree to be bound by Section 92 of the FSM Act, such that any resolution action taken by MAS would not trigger termination rights under the contract only because of the resolution measure, even if the contract is governed by foreign laws.

*Ex-post Resolution Levies Framework*

On 30 June 2025, MAS issued a Consultation Paper on Proposed Framework for Ex-post Resolution Levies for Banking Sector proposing a framework to impose ex-post levies on the banking sector, comprising banks, merchant banks and finance companies to recover the cost of resolving a distressed bank under the FSM Act. The cost of resolving such a bank will initially be covered by a resolution fund set up under the FSM Act to fund the costs of any resolution measures taken by MAS and administered by an independent trustee. MAS is proposing to use uninsured deposit balances of a bank to compute the levies, and for the resolution levies of banks within the banking sector to be proportionate to their share in the Singapore market. MAS has also proposed to begin levy collection approximately two years after the resolution fund obtains funding to carry out its mandate of funding resolution measures taken in respect of a distressed bank, with MAS having the flexibility to determine the collection commencement date. For banks that cease operations after imposition of levies, as they would have

benefited from the resolution measures taken, MAS is proposing for such bank to make lump sum payments.

## Examinations and Reporting Arrangements for Banks

The MAS conducts on-site examinations of banks. Banks are also subject to annual audit by an external auditor approved by the MAS, who, aside from the annual balance sheet and profit and loss account must report to the MAS immediately if in the course of the performance of his duties as an auditor of the bank, he is satisfied that: (a) there has been a serious breach or non-observance of the provisions of the Banking Act or that otherwise a criminal offence involving fraud or dishonesty has been committed; (b) in the case of a bank incorporated in Singapore, losses have been incurred which reduce the capital funds of the bank by 50%; (c) serious irregularities have occurred, including irregularities that jeopardise the security of the creditors of the bank; (d) he is unable to confirm that the claims of creditors of the bank are still covered by the assets; or (e) any development has occurred or is likely to occur which has materially and adversely affected, or is likely to materially and adversely affect, the financial soundness of the bank.

In the Banking Act Consultation Paper published on 7 February 2019, as a consequence of the impending removal of the DBU-ACU divide, the MAS had proposed to introduce a new reporting benchmark wherein the auditor must report to the MAS immediately if he becomes aware of any development that has occurred or is likely to occur which he has reasonable grounds to believe has materially affected adversely, or is likely to materially affect adversely, the financial soundness of the bank. With the new reporting benchmark, limb (b) above would no longer apply to all banks, but only to banks incorporated in Singapore.

The MAS has discontinued the mandatory audit firm rotation policy for local banks. On 17 July 2018, the MAS cancelled MAS Notice 615 on Appointment of Auditors ("**MAS Notice 615**") dated 27 March 2002 and issued a new MAS Notice 615 (which took effect on 18 July 2018) pursuant to which banks incorporated and headquartered in Singapore will have to conduct a public tender for the reappointment of an auditor who has been appointed for a period of ten or more consecutive financial years following the last conduct of a public tender. The implementation timeline will be the financial year ending 31 December 2020 for banks with incumbent auditors for more than ten consecutive years; and the financial year ending 31 December 2022 or ten years after the commencement of the audit engagement, whichever is later, for banks with incumbent auditors for up to ten consecutive years as of 31 December 2017.

Under Section 58 of the Banking Act, the MAS is empowered to direct banks to remove their external auditors if the MAS is not satisfied with the performance of any duty by the auditors of those banks.

All banks in Singapore are required to submit periodic statistical returns, financial reports and auditors' reports to the MAS, including returns covering minimum cash balances and liquidity returns, statements of assets and liabilities and total foreign exchange business transacted.

The MAS may also require ad hoc reports to be submitted.

### *Inspection and Investigative Powers*

The MAS' inspection and investigative powers are set out under Section 43 to Section 44A of the Banking Act which allow the MAS to, under conditions of secrecy: (a) inspect the books of each bank in Singapore and of any branch, agency or office outside Singapore opened by a bank incorporated in Singapore; (b) inspect the books of each subsidiary incorporated in Singapore of a bank incorporated in Singapore, where the subsidiary is not regulated or licensed by the MAS under any other Act; and (c) investigate the books of any bank in Singapore if the MAS has reason to believe that the bank is carrying on its business in a manner likely to be detrimental to the interests of its depositors and other creditors, has insufficient assets to cover its liabilities to the public or is contravening the provisions of the Banking Act.

In addition, MAS has enhanced investigative powers over financial institutions under the FSM Act, which is an omnibus statute for the sector-wide regulation of financial services and markets. The FSM Act was gazetted on 11 May 2022 and MAS has indicated that it will be implemented in phases. The MAS' investigative powers, which are set out in Part 10A of the FSM Act, came into effect on 24 January 2025. These powers are broad-ranging and allow MAS to conduct an investigation despite the provision in any other prescribed written law (which includes the Banking Act) or any requirement imposed thereunder or any rule of law. The MAS is empowered to require any person to provide information for the purposes of investigation, require any person to appear for examination, allow the MAS to enter premises without warrant and be able to transfer evidence between the MAS and other agencies.

Aside from Part 10A of the FSM Act, the first phase of the FSM Act was commenced on 28 April 2023 and relates to the porting over of the provisions from the MAS Act covering the following areas: (a) general powers over financial institutions, including inspection powers, offences and other miscellaneous provisions; (b) the anti-money laundering and countering the financing of terrorism framework for financial institutions; and (c)the Financial Dispute Resolution Schemes framework, into the FSM Act. Phase 2A of the FSM Act which commenced on 10 May 2024 introduced new provisions on technology and risk management and migrated provisions relating to the control and resolution of financial institutions and certain miscellaneous provisions from the MAS Act to the FSM Act. Phase 2B of the FSM Act commenced on 31 July 2024 and introduce a harmonised and expanded power for the MAS to issue prohibition orders against persons who are not fit and proper from engaging in financial activities regulated by the MAS or performing any key roles of functions in the financial industry that are prescribed, in order to protect a financial institution's customers, investors or the financial sector. This broadens the categories of persons who may be subject to prohibition orders and widens the scope of prohibition to cover functions critical to the integrity and functions of financial institutions. The MAS has stated that it will continue to exercise its prohibition order powers judiciously taking into account the nature and severity of each misconduct, and its actual and potential impact on trust in the financial sector. These expanded powers apply to persons working in banks including D-SIBs. Phase 3 of the FSM Act, which was commenced on 30 June 2025, implements a framework to regulate digital token service providers, i.e. persons created or incorporated in Singapore that provide digital token services outside Singapore, under Part 9 of the FSM Act as well as commences certain miscellaneous provisions (section 183(b) and (c)) of the FSM Act.

### *Directors and Executive Officers of Banks*

A bank incorporated in Singapore must not permit a person who is subject to certain circumstances set out in Section 54(1) of the Banking Act (for example where the person is an undischarged bankrupt, whether in Singapore or elsewhere) to act as its executive officer or director without the prior written consent of the MAS. The MAS may also direct the removal of a director of a bank in Singapore which is incorporated in Singapore or executive officer of a bank in Singapore if the MAS is satisfied that the director or executive officer (as the case may be) is not a fit and proper person under Section 54(2) of the Banking Act – this has been aligned with the criteria for approving their appointment. Banks are required under Section 53A of the Banking Act to notify the MAS of any development that could affect the fitness and propriety of their key appointment holders.

### *Financial Benchmarks*

The SFA Amendment Act was gazetted on 16 February 2017, and came into force on 8 October 2018. Among other things, the SFA Amendment Act introduced a legislative framework for the regulation of financial benchmarks through a new Part 6AA in the SFA. The SFA Amendment Act (a) introduces specific criminal and civil sanctions under the SFA for manipulation of any financial benchmark (including SIBOR, SOR and Foreign Exchange spot benchmarks), and (b) subjects the setting of key financial benchmarks (which are designated as "designated benchmarks" by the MAS) to regulatory oversight. Benchmark administrators and benchmark submitters of designated benchmarks are subject to regulatory requirements under the SFA.

The Securities and Futures (Financial Benchmark) Regulations 2018 were issued on 8 October 2018, and set out the admission, ongoing conduct and other requirements which apply to benchmark administrators and benchmark submitters of designated benchmarks. Pursuant to the Securities and Futures (Designated Benchmarks) Order 2018, the MAS designated the SIBOR and SOR as designated benchmarks with effect from 8 October 2018.

On 30 August 2019, the MAS announced the establishment of the SC-STS to oversee an industry-wide benchmark transition from SOR to SORA. Following which, the ABS and the Singapore Foreign Exchange Market Committee ("**SFEMC**") issued a proposed transition roadmap and approach to achieve a smooth transition from SOR to SORA as the new interest rate benchmark for the SGD cash and derivatives markets. The SC-STS finalised in December 2020 that SIBOR would be discontinued after 31 December 2024, which is 18 months after the discontinuation of SOR which took place on 30 June 2023.

On 18 July 2022, the SC-STS released a paper setting out the finalised approach for: (a) setting the adjustment spreads within the MAS Recommended Rate in ISDA IBOR 2020 Fallbacks Protocol, Supplement number 70 to the 2006 ISDA Definitions and the 2021 ISDA Interest Rate Derivatives Definitions as well as the SC-STS' recommended contractual fallbacks for bilateral and syndicated corporate loans. These fallbacks will apply when Fallback Rate (SOR) is discontinued after 31 December 2024; (b) supplementary guidance on adjustments spreads for the period until 31 December 2024; and (c) application of the SC-STS supplementary guidance to active transition across various product types.

On 14 December 2022, the SC-STS published an implementation paper setting out technical details for the implementation of SC-STS' supplementary guidance on adjustment spreads for the conversion of SOR contracts to SORA. SC-STS' supplementary guidance applied to the active transition of unhedged SOR loans and was to be used up till end-2024. The implementation paper only covers the setting of adjustment spreads for the conversion of wholesale SOR contracts to Compounded-in-arrears SORA, and did not apply to the setting of adjustment spreads for the conversion of legacy SOR retail loans to Compounded-in-advance SORA. The SC-STS had also published an Adjustment Spread calculator which market participants were encouraged to use for the purpose of supporting the active transition of SOR loans to SORA. On 10 July 2023, the SC-STS announced that Bloomberg Index Services Limited had begun publishing the MAS Recommended Rate ("**MRR**") as well as the Adjusted Risk-Free Rate and the Spread Adjustment used in the computation of the MRR. SC-STS has stated that Bloomberg's computations will prevail for the daily computation of the MRR rates that will apply as contractual fallbacks after end-2024.

On 30 June 2023, the SC-STS published a paper setting out its finalised approach for the setting of adjustment spreads for the conversion of legacy SIBOR loans to SORA in respect of both corporate loans and retail loans. For corporate loans, the SC-STS recommended the adjustment spreads to be based on the 5-year historical median spreads between SIBOR and compounded SORA. For retail loans, the SC-STS recommended the transition to take place in two phases. On 25 February 2025, the SC-STS announced the successful completion of the transition from SOR to SORA, and SORA has now become the main and de-facto interest rate benchmark used in Singapore dollar financial products.

### *Outsourcing*

Under Section 47A of the Banking Act, a bank in Singapore which obtains or receives any relevant service on or after 1 July 2021 from (a) a branch or office of the bank (including its head office) that is located outside Singapore; or (b) any person, is required to take certain steps specified by the MAS by written notice to the bank to evaluate the ability of the branch or office or the person from whom the relevant service is being obtained from to perform certain functions. These functions include whether the branch or office or the person from whom the relevant service is being obtained from is able (i) to provide the relevant service; (ii) to ensure continuity of the relevant service; (iii) to safeguard the

confidentiality, integrity and availability of information related to the provision of the relevant service that is in the custody of the branch or office or the person from whom the relevant service is being obtained from; (iv) to comply with written laws related to the provision of the relevant service; and (v) to manage the legal, reputational, technology and operational risks to the branch or office or person from whom the relevant service is being obtained from related to the provision of the relevant service. In addition, when the bank in Singapore receives a relevant service from its branch or office, it will be required to implement policies and procedures by which the branch or office is to provide the relevant service that satisfy the requirement specified by the MAS by written notice to the bank. For relevant services obtained from a person, the bank in Singapore will be required to enter into a contract with the person which satisfies the requirements specified by the MAS by written notice to the bank.

A "relevant service" is defined under Section 47A(12) of the Banking Act as any service obtained or received by the bank, other than a service provided in the course of employment by an employee of the bank or a service provided by a director or an officer of the bank in the course of the director's or officer's appointment, and does not include any service specified by the MAS by written notice.

On 11 December 2023, the MAS published MAS Notice 658 on Management of Outsourced Relevant Services for Banks ("**MAS Notice 658**") which sets out requirements that a bank in Singapore will have to comply with for the purposes of managing the risks associated with the bank's outsourced relevant services. A bank in Singapore will be required to maintain a register which list all ongoing outsourced relevant services obtained or received from a service provider, and outsourced relevant services obtained or received from a service provider, which involves the disclosure of customer information. Further, a bank in Singapore will be required to exercise greater supervision and control over material ongoing outsourced relevant services. With the exception of paragraphs 7.1 and 12.8, the requirements in MAS Notice 658 have taken effect from 11 December 2024.

In addition, the MAS has also on 11 December 2023 published the Guidelines on Outsourcing (Banks) which set out the MAS' expectations of a bank or merchant bank that has entered into or is planning to enter into, an arrangement for ongoing outsourced relevant services, with the exception of, amongst others, certain exempted Outsourced Relevant Services set out in Annex D of MAS Notice 658. Banks are expected to conduct a self-assessment of all outsourcing arrangements against these guidelines. The MAS expects banks to ensure that outsourced services (whether provided by a service provider or its sub-contractor) continue to be managed as if the services were still managed by the bank. Where the MAS is not satisfied with the bank's observance of the expectations in the guidelines, MAS may require the bank to take additional measures to address the deficiencies noted, which could include pre-notification of new material ongoing outsourced relevant services.

***Anti-Money Laundering and Countering the Financing of Terrorism ("AML/CFT") Requirements***

A bank in Singapore is subject to AML/CFT requirements which are both of general application and applies to all persons in Singapore as well as those of sectoral application and which apply only to financial institutions in Singapore. The AML/CFT requirements which are of general application are set out in the Corruption, Drug Trafficking and Other Serious Crimes (Confiscation of Benefits) Act 1992 of Singapore ("**CDSA**") and the Terrorism (Suppression of Financing) Act 2002 of Singapore ("**TSOFA**") and applies to all persons in Singapore, including a bank in Singapore.

Separately, as a financial institution regulated by the MAS, a bank in Singapore is subject to AML/CFT requirements issued by the MAS which are of sectoral application. A bank in Singapore is required to implement robust controls to detect and deter the flow of illicit funds through Singapore's financial system. The MAS has issued MAS Notice 626 on Prevention of Money Laundering and Countering the Financing of Terrorism – Banks ("**MAS Notice 626**") and the Guidelines thereto which sets out the AML/CFT requirements which a bank in Singapore is required to put in place. This includes performing customer due diligence on all customers, conducting regular account reviews, performing record

keeping and reporting any suspicious transactions to the Suspicious Transaction Reporting Office, Commercial Affairs Department of the Singapore Police Force.

MAS Notice 626 has been revised with effect from 1 April 2024 following the launch of a secure digital platform Collaborative Sharing of ML/TF Information & Cases ("**COSMIC**") aimed at mitigating money laundering, terrorism financing, and proliferation financing by MAS. COSMIC is a centralised digital platform which allows financial institutions to share information on customers who exhibit multiple "red flags" that may indicate potential financial crime concerns if stipulated thresholds are met. The legal basis for and safeguards for such information sharing is set out in Part 4A of the FSM Act and the Financial Services and Markets (Information Sharing Scheme for Prescribed Financial Institutions) Regulations 2024 which were also commenced on 1 April 2024. The FSM Act requires participant financial institutions to have policies and operational safeguards to protect the confidentiality of information shared. This will allow participant financial institutions to share information on potential criminal behaviour to make informed risk assessments, while protecting the interests of the vast majority of customers who are legitimate. Information sharing is currently voluntary and focused on three key financial crime risks in commercial banking, namely: (a) misuse of legal persons; (b) misuse of trade finance for illicit purposes; and (c) proliferation financing.

OCBC is one of the six commercial banks in Singapore which are initial participant financial institutions of COSMIC.

On 30 June 2025, MAS Notice 626 was re-issued under the FSM Act. The revised MAS Notice 626 which came into effect on 1 July 2025 makes clear that money laundering includes proliferation financing, and clarifies the scope of customer due diligence measures to be performed for customers that are legal persons or legal arrangements. Paragraph 9 of MAS Notice 626 has also been amended to clarify that a bank cannot rely on an entity or financial institution which only holds a payment services licence or a digital token service provider licence (or equivalent foreign licence) to perform the customer due diligence measures required under MAS Notice 626.

The MAS has also issued the MAS Guidelines for Financial Institutions to Safeguard the Integrity of Singapore's Financial System (the "**FI Guidelines**"), which apply to financial institutions generally, including a bank in Singapore. These guidelines reiterate Singapore's commitment to safeguard its financial system from being used as a haven to harbour illegitimate funds or as a conduit to disguise the flow of such funds, and further elaborate on the role of financial institutions in preserving the integrity of the financial system.

In addition, the MAS gives effect to targeted financial sanctions under the UN Security Council Resolutions ("**UNSCR**") through regulations issued under the FSM Act (the "**FSM Regulations**") which apply to all financial institutions in Singapore. Broadly, the FSM Regulations require financial institutions to (a) immediately freeze funds, other financial assets or economic resources of designated individuals and entities; (b) not enter into financial transactions or provide financial assistance or services in relation to: (i) designated individuals, entities or items; or (ii) proliferation, nuclear or other sanctioned activities; and (iii) inform MAS of any fact or information relating to the funds, other financial assets or economic resources owned or controlled, directly or indirectly, by a designated individual or entity.

In response to Russia's invasion of Ukraine, the Singapore government has imposed financial measures targeted at designated Russian banks, entities and activities in Russia, and fund-raising activities benefiting the Russian government. These measures apply to all financial institutions in Singapore including a bank in Singapore. These financial measures are set out in MAS Notice SNR-N01 on Financial Measures in Relation to Russia and MAS Notice SNR-N02 on Financial Measures in Relation to Russia – Non-prohibited Payments and Transactions which were first issued on 14 March 2022, but have been cancelled and re-issued on 30 June 2025, with the updated notices having taken effect from 1 July 2025.

In addition, the MAS has on 21 November 2025 issued MAS Notice SNR-N03 on Financial Measures in Relation to Violent Israeli Settlers which imposes targeted financial sanctions on four Israeli individuals for their involvement in acts of violence against Palestinians in the West Bank. These financial measures apply to all financial institutions in Singapore including a bank in Singapore.

***Security of Digital Banking***

The MAS and the ABS introduced a set of additional measures to bolster the security of digital banking following a spate of SMS-phishing scams targeting bank customers. Banks were expected to put in place more stringent measures related to digital security, including but not limited to the removal of clickable links in emails or SMSes sent to retail customers, notification to existing mobile number or email address registered with the bank whenever there is a request to change a customer's mobile number or email address and the setting up of dedicated and well-resourced customer assistance teams to deal with feedback on potential fraud cases on a priority basis. OCBC has implemented these additional measures.

On 2 June 2022, the MAS and ABS announced additional measures to further safeguard bank customers from digital banking scams. These additional measures include, amongst others, requiring additional customer confirmations to process significant changes to customer accounts and other high-risk transaction identified through fraud surveillance; providing an emergency self-service "kill switch" for customers to suspend their accounts quickly if they suspect their bank accounts have been compromised and facilitating rapid account freezing and fund recovery operations by co-locating bank staff at the Singapore Police Force Anti-Scam Centre. The additional measures have been progressively implemented by banks in Singapore and took full effect on 31 October 2022.

On 24 October 2024, the MAS and the Infocomm Media Development Authority ("**IMDA**") jointly published guidelines on a Shared Responsibility Framework ("**SRF**") for sharing responsibility for scam losses amongst financial institutions, telecommunication operators and consumers for unauthorised transactions arising from a defined set of phishing scams (the "**SRF Guidelines**"). The SRF Guidelines, which have taken effect from 16 December 2024, will operate as part of the wider efforts by the Singapore government and industry to protect consumers against scam losses. The SRF Guidelines applies to all banks and relevant payment service providers that have issued a protected account and mobile network operators under the Telecommunications Act 1999 which provide cellular mobile telephone services. It sets out the MAS' expectations of responsible financial institutions in relation to their duties to mitigate the risk of seemingly authorised transactions, as well as duties of consumers as account users, and the expectations of the IMDA of responsible telecommunication companies in relation to responsible telecommunication duties to mitigate the risk of subscribers receiving SMS which facilitate seemingly authorised transactions. The SRF Guidelines also clarifies the allocation of responsibility for losses arising from seemingly authorised transactions under the SRF, and the operational workflow for reporting a seemingly authorised transaction by an account user.

On 24 October 2024, the MAS also introduced amendments to the E-Payments User Protection Guidelines ("**E-Payments Guidelines**") in three main areas: (a) alignment of the financial industry with established anti-scam industry practices implemented by major retail banks; (b) additional duties of responsible financial institutions to facilitate prompt detection of scams by consumers and a fairer dispute resolution process; and (c) reinforcement of consumers' responsibility to take necessary precautions against scams. These amendments came into effect from 16 December 2024. The SRF and the E-Payments Guidelines are intended to complement each other, with the SRF duties drawing from the E-Payments Guidelines.

The Protection from Scams Act 2025 ("**Protection from Scams Act**") came into operation on 1 July 2025. The Protection from Scams Act aims to better protect targets of ongoing scams by empowering specified officers, including Police officers and Commercial Affairs officers, to issue Restriction Orders ("**ROs**") to banks to restrict the banking transactions of an individual, if there is reason to believe that he

will make money transfers to a scammer, withdraw any money and give it to a scammer, or apply for or draw down from any credit facility with the intention of benefitting a scammer. This will enable the Police to have more time to engage and convince the individual that he is being scammed, including through enlisting the help of his family members. Operationally, the RO will be issued to D-SIBs as they account for the vast majority of consumer bank accounts in Singapore, although this may also be issued to a non-DSIB bank if there is reasonable suspicion that the victim will effect transfers to a scammer from a non-DSIB account or withdraw money from it to give it to a scammer. An RO will only be issued as a last resort, and will be in effect for a maximum of 30 days at a time, if all other efforts to convince the individual have failed. If more time is required to put in place the necessary intervention measures, the Police may extend the RO for up to 30 days at a time, up to a maximum of five extensions.

***Technology Risk Management and Cyber Hygiene***

Under section 29 of the FSM Act (which came into force on 10 May 2024), MAS may, from time to time, issue such directions or make such regulations, concerning any financial institution or class of financial institutions as it considers necessary for: (a) the management of technology risks, including cyber security risks; (b) the safe and sound use of technology to deliver financial services; and (c) the safe and sound use of technology to protect data.

Banks in Singapore are subject to technology risk management requirements which include requirements for the bank in Singapore to have in place a framework and process to identify critical systems, to make all reasonable effort to maintain high availability for critical systems, to establish a recovery time objective of not more than four hours for each critical system, to notify the MAS of a system malfunction or IT security incident, which has a severe and widespread impact on the bank's operations or materially impacts the bank's service to its customers, to submit a root cause and impact analysis report to the MAS and to implement IT controls to protect customer information from unauthorised access or disclosure. These requirements were previously set out in MAS Notice 644 issued under the Banking Act but has since been migrated with effect from 10 May 2024 under MAS Notice FSM-N05 on Technology Risk Management issued under the FSM Act.

In addition, banks in Singapore are subject to cyber hygiene requirements. These requirements were previously set out in MAS Notice 655 issued under the Banking Act, but which have since been migrated with effect from 10 May 2024 to MAS Notice FSM-N06 on Cyber Hygiene issued under the FSM Act. MAS Notice FSM-N06 sets out cyber security requirements on securing administrative accounts, applying security patching, establishing baseline security standards, deploying network security devices, implementing anti-malware measures and strengthening user authentication.

The MAS has also issued the Technology Risk Management Guidelines ("**TRM Guidelines**") which sets out risk management principles and best practice standards to guide financial institutions (including banks in Singapore) in respect of (a) establishing a sound and robust technology risk management framework and (b) maintaining cyber resilience. The TRM Guidelines were revised in January 2021 to include new guidance on effective cyber surveillance, secure software development, adversarial attack simulation exercise, and management of cyber risks posed by emerging technologies. It also provides additional guidance on the roles and responsibilities of the board of directors and senior management, including the requirement that the board of directors and senior management to have members with the knowledge to understand and manage technology risks, which include risks posed by cyber threats.

***Artificial Intelligence Risk Management***

MAS has on 13 November 2025 published a Consultation Paper on Proposed Guidelines on Artificial Intelligence Risk Management for Financial Institutions proposing to issue Guidelines on Artificial Intelligence (AI) Risk Management (the "**AI Guidelines**") which will apply to all financial institutions including banks. The AI Guidelines are intended to enhance management of AI risks in financial institutions and to set out MAS' supervisory expectations relating to AI risk management in the financial sector. The AI Guidelines will require financial institutions to establish an AI risk management framework

which encompass key systems, policies and procedures for the identification, inventorisation and risk materiality assessment of AI. Further, MAS expects financial institutions to implement controls covering the entire AI life cycle based on their relevant to the AI model, system or use case and proportionate to the assessed risk materiality of the specific AI model, system or use case. In addition, MAS also expects financial institution to develop its AI risk management capabilities and ensure that its technology infrastructure is adequate for an AI use case, system or model. In terms of its implementation, MAS has proposed to provide a transition period of 12 months after the AI Guidelines are issued, for financial institutions to assess and implement the AI Guidelines as appropriate.

***Environment Risk Management***

On 8 December 2020, the MAS issued the Guidelines on Environmental Risk Management for Banks ("**ERM Guidelines**") which applies on a group basis for locally-incorporated banks. The ERM Guidelines set out MAS' expectations on environmental risk management for all banks and covers governance and strategy, risk management, underwriting, investment and disclosure of environmental risk information. The Board and senior management of the bank is expected to maintain effective oversight of the bank's environmental risk management and disclosure, including the policies and processes to assess, monitor and report such risk, and oversee the integration of the bank's environmental risk exposures into the bank's enterprise risk management framework. Banks were given up to June 2022 to implement its expectations set out in the ERM Guidelines and demonstrate evidence of its implementation progress.

On 18 October 2023, the MAS published a consultation paper "Consultation Paper on Guidelines on Transition Planning (Banks)" setting out MAS' proposed Guidelines on Transition Planning to supplement the ERM Guidelines and provide additional granularity in relation to banks' transition planning processes. Transition planning for banks refers to the internal strategic planning and risk management processes undertaken to prepare for both risks and potential changes in business models associated with the transition. The proposed Guidelines on Transition Planning (Banks) (the "**TPG**") sets out the MAS expectation for banks to have a sound transition planning process to enable effective climate change mitigation and adaptation measures by their customers in the global transition to a net zero economy and the expected physical effects of climate change. It is proposed that the TPG will be applicable to banks extending credit to corporate customers, underwriting capital market transactions, and other activities that expose banks to material environmental risk, and will apply on a group basis for locally-incorporated banks.

***Fair Dealing***

With effect from 30 May 2024, the scope of application of the Guidelines on Fair Dealing – Board and Senior Management Responsibilities for Delivering Fair Dealing Outcomes ("**Fair Dealing Guidelines**") has been widened to include all products and services offered by all financial institutions to their customers. The MAS has incorporated key principles and guidance on fair treatment of customers at various stages of the customer journey into the Fair Dealing Guidelines to strengthen financial institutions fair dealing practices. These key principles are (i) transparency; (ii) consideration of customer interests; and (iii) accountability and product governance. While the Fair Dealing Guidelines were written primarily from a retail customers lens, MAS expects financial institutions to apply the principles set out within to all customers.

***Supervision by Other Agencies***

Our overseas operations are also supervised by the regulatory agencies in their respective jurisdictions.

Apart from being supervised by the MAS, our stockbroking and futures trading arms are also supervised by the Singapore Exchange Limited.

## Singapore Insurance Industry

The MAS regulates and supervises licensed insurers in Singapore. The insurance regulatory framework in Singapore consists mainly of the Insurance Act 1966 of Singapore (the "**Insurance Act**") and its

related regulations, as well as the relevant notices, guidelines, circulars and practice notes issued by the MAS. This section sets out certain key regulations applicable to licensed insurers in the conduct of their insurance business, and does not address the regulatory framework applicable to insurance intermediaries (whether or not agents or employees of licensed insurers) whether in respect of life or non-life policies.

The holding company of a Singapore-incorporated licensed insurer could also be subject to regulation if the holding company is designated as a designated financial holding company ("**DFHC**") under Section 4 of the Financial Holding Companies Act 2013 of Singapore (the "**FHC Act**"). The FHC Act, which took effect from 30 June 2022, was introduced to establish the regulatory framework for designated Singapore-incorporated financial holding companies with one or more Singapore-incorporated bank or insurance subsidiaries. The salient provisions in the FHC Act relate to:

(a) a requirement to provide the MAS with information requested by the MAS for supervision purposes;

(b) restrictions on the use of the name, logo and trademark of a DFHC;

(c) restrictions on the activities of a DFHC;

(d) restrictions on the shareholding and control of a DFHC;

(e) limits on exposures and investments;

(f) minimum asset requirements;

(g) minimum capital and capital adequacy requirements;

(h) leverage ratio requirements;

(i) supervision and reporting requirements; and

(j) approval requirements for the appointment of directors and chief executives.

The FHC Act provides for transition periods for DFHCs to comply with various provisions in the specific provisions and a general power for the Minister to prescribe by regulations, for a period of two years from the commencement of operation of any provision, transitional provisions consequent on the enactment of that provision.

Great Eastern Holdings has been designated as a DFHC under Section 4 of the FHC Act, specifically a Tier 1 DFHC (Licensed Insurer) under the Financial Holding Companies (Corporate Governance of Designated Financial Holding Companies with Licensed Insurer Subsidiary) Regulations 2022, and is therefore subject to the requirements thereunder relating to DFHCs.

Great Eastern Holdings' subsidiary, Great Eastern Life is incorporated with limited liability in Singapore and is a direct insurer licensed to carry on life insurance business under the Insurance Act. Great Eastern Holdings' subsidiary GEG is incorporated with limited liability in Singapore and is a licensed direct insurer under the Insurance Act and holds a composite licence to carry on both life insurance business and general insurance business. GEG currently only sells general insurance.

Great Eastern Life is included by the Central Provident Fund ("**CPF**") Board as an insurer under the CPF Investment Scheme, where CPF monies may, subject to certain conditions, be used by CPF members to purchase investment-linked insurance policies issued by Great Eastern Life if such policies are also included under the CPF Investment Scheme.

### *Exempt Financial Adviser Status of Great Eastern Life*

As a company licensed under the Insurance Act, Great Eastern Life is an exempt financial adviser under the FAA in relation to (a) advising others (other than advising on corporate finance within the meaning of the SFA) either directly or through publications or writings, and whether in electronic, print or other

form, concerning life policies, (b) advising others by issuing or promulgating research analyses or research reports, whether in electronic, print or other form, concerning life policies and (c) arranging of any contract of insurance in respect of life policies. As an exempt financial adviser, Great Eastern Life is subject to certain conduct of business and other requirements applicable under the FAA and its related regulations, notices, guidelines, practice notes, circulars and information papers.

***Supervisory Powers of the Monetary Authority of Singapore***

Under the Insurance Act, the MAS has, among other things, the power to impose conditions on a licensed insurer and may add to, vary or revoke any existing conditions of the licence. In addition, the MAS may issue such directions as it may consider necessary for carrying into effect the objects of the Insurance Act and may at any time vary, rescind or revoke any such directions. The MAS may also issue such directions to an insurer as it may consider necessary or assume control of and manage such of the business of the insurer as it may determine, or appoint one or more persons as statutory manager to do so, where, among other things, it is satisfied that the affairs of the insurer are being conducted in a manner likely to be detrimental to the public interest or the interests of the policy owners or prejudicial to the interests of the insurer. The MAS is also empowered to cancel the licence of an insurer on certain grounds.

***Systemically Important Insurers in Singapore***

On 21 September 2023, the MAS published its framework for designating domestic systemically important insurers ("**D-SII**") and the inaugural list of four D-SIIs. Great Eastern Life has been designated as a D-SII under the D-SII framework which came into effect on 1 January 2024.

The focus of the D-SII framework, which is set out in the MAS' Framework for Impact and Risk Assessment of Financial Institutions, is to identify insurers whose individual distress or disorderly failure, would cause significant disruption to Singapore's financial system and economic activity. Insurers whose failures are assessed to have a significant impact on the financial system and broader domestic economy in Singapore will be formally designated as D-SIIs and subject to additional supervisory measures to address the negative externalities which they pose. The D-SII framework adopts an indicator-based approach based on four factors – size, interconnectedness, substitutability and complexity – to assess an insurer's systemic importance. The MAS will assess an insurer's systemic importance on an annual basis. A D-SII will be subject to more intensive supervision and additional policy measures which include, amongst others, higher capital requirements. In terms of capital requirements, a D-SII will be subject to a 25% capital add-on, which will increase a D-SII's higher and lower supervisory intervention levels, as well as Common Equity Tier 1 ("**CET1**") and Tier 1 capital requirements.

***Capital Requirements***

A licensed insurer is required at all times to maintain a minimum level of paid-up ordinary share capital. A licensed insurer incorporated in Singapore must obtain the prior written approval of the MAS to reduce its paid-up ordinary share capital or redeem any preference share. Further, a licensed insurer which is incorporated in Singapore is required to notify the MAS of its intention to issue any preference share or certain instruments prior to the date of issue of the preference share or instrument.

The MAS issued the RBC 2 Review on 22 June 2012 followed by a second and third consultation paper on 26 March 2014 and 15 July 2016 respectively. First introduced in 2004, the risk-based capital framework:

(a) adopts a risk-focused approach to assessing capital adequacy and seeks to reflect the relevant risks that insurers face;

(b) prescribes minimum capital which serves as a buffer to absorb losses; and

(c) provides clearer information on the financial strength of insurers and facilitates early and effective intervention by MAS, where necessary.

The MAS has stated that the RBC 2 Review is not intended to result in a significant overhaul to the existing framework. Instead, it seeks to improve the comprehensiveness of the risk coverage and the risk sensitivity of the framework as well as define more specifically the MAS' supervisory approach with respect to the solvency intervention levels. The MAS has also stated that insurers in Singapore are well-capitalised and the objective of RBC 2 is therefore not to raise the industry's overall regulatory capital requirements, but to ensure that the framework for assessing capital adequacy is more aligned to an insurer's business activities and risk profiles. On 28 February 2020, the MAS concluded the RBC 2 Review by issuing the Insurance (Valuation and Capital) (Amendment) Regulations 2020 (which amend the existing Insurance (Valuation and Capital) Regulations 2004) and the MAS Notice 133 on Valuation and Capital Framework for Insurers ("**MAS Notice 133**"). The Insurance (Valuation and Capital) (Amendment) Regulations 2020 and MAS Notice 133, which specify fund solvency requirements and capital adequacy requirements for a licensed insurer, came into effect on 31 March 2020.

According to the Insurance (Valuation and Capital) Regulations 2004 and MAS Notice 133, a licensed insurer must at all times maintain its fund solvency requirement at the adjusted fund level and the capital adequacy requirement at the insurer level.

Under regulation 4(1) of the Insurance (Valuation and Capital) Regulations 2004 and MAS Notice 133, the fund solvency requirement in respect of an insurance fund established and maintained by a licensed insurer under the Insurance Act is that the total assets of the fund must not at any time be less than the total liabilities of the fund. The fund solvency requirement of an adjusted fund is that the financial resources of the adjusted fund must not at any time be less than:

(a) the amount of the total risk requirement of the adjusted fund at the higher solvency intervention level, where the total risk requirement, also referred to as the prescribed capital requirements ("**PCR**"), are calibrated at 99.5% Value-at-Risk ("**VaR**") over a one year period; and

(b) the amount of the total risk requirement of the adjusted fund at the lower solvency intervention level, where the total risk requirement, also referred to as the minimum capital requirements ("**MCR**"), are determined at 90.0% VaR over a one year period. MCR is set as 50% of PCR.

An adjusted fund is:

(a) a participating fund established and maintained by a licensed insurer under the Insurance Act that relates to Singapore policies;

(b) a participating fund established and maintained by a licensed insurer under the Insurance Act that relates to offshore policies;

(c) the aggregate of the following insurance funds (if any) established and maintained by a licensed insurer under the Insurance Act that relate to Singapore policies:

(i) a non-participating fund;

(ii) an investment-linked fund; and

(iii) a general fund; or

(d) the aggregate of the following insurance funds (if any) established and maintained by a licensed insurer under the Insurance Act that relate to offshore policies:

(i) a non-participating fund;

(ii) an investment-linked fund; and

(iii) a general fund.

A licensed insurer is also required always to satisfy its capital adequacy requirement, which is that its financial resources must not at any time be less than:

(a) the higher of the following:

  (i) the amount of the total risk requirement of the licensed insurer at the higher solvency intervention level, where the total risk requirement, also referred to as the PCR, is calibrated at 99.5% VaR over a one year period; and

  (ii) S$5 million; and

(b) the higher of the following:

  (i) the amount of the total risk requirement of the licensed insurer at the lower solvency intervention level, where the total risk requirement, also referred to as the MCR, is determined at 90.0% VaR over a one year period. MCR is set as 50% of PCR; and

  (ii) S$5 million.

A licensed insurer must also ensure that at all times: (a) where it is an insurer incorporated in Singapore, the Common Equity Tier 1 ("**CET1**") Capital ratio which is determined as the ratio of the CET1 Capital over the sum of total risk requirements (excluding the risk requirements of participating funds) is not less than 60%; and (b) the Tier 1 Capital ratio which is determined as the ratio of the Tier 1 Capital over the sum of total risk requirements (excluding the risk requirements of participating funds) is not less than 80%.

The fund solvency requirement and capital adequacy requirement must be met at two supervisory solvency intervention levels, namely the higher solvency intervention level and the lower solvency intervention level. Each of the "financial resources" of an insurer and insurance fund, the "higher solvency intervention level", "lower solvency intervention level" and the "total risk requirement" is determined, and assets and liabilities are valued, in accordance with the requirements of the Insurance (Valuation and Capital) Regulations 2004, the MAS Notice 133 on Valuation and Capital Framework for Insurers, the MAS Guidelines on the Preparation of Actuarial Investigation Report and the MAS Guidelines on Use of Internal Models for Liability and Capital Requirements for Life Insurance Products Containing Investment Guarantees with Non-Linear Payouts, where applicable.

The total risk requirement of an adjusted fund of an insurer, or (in the case of a licensed insurer incorporated in Singapore) arising from assets and liabilities of an insurer that do not belong to any insurance fund established and maintained by the insurer under the Insurance Act (including assets and liabilities of any of the insurer's branches located outside Singapore) is to be calculated in accordance with MAS Notice 133 and currently comprises the following components:

(a) Component 1 (C1) requirement relating to insurance risks of the insurer's life and general businesses;

(b) Component 2 (C2) requirement relating to market risks, credit risks and risks arising from the mismatch, in terms of interest rate sensitivity and currency exposure, of the assets and liabilities of the insurer;

(c) the risk requirement relating to operational risk of the insurer as described in MAS Notice 133.

The total risk requirement of a licensed insurer is the aggregate of the total risk requirements of every adjusted fund of the insurer and, where the insurer is a licensed insurer incorporated in Singapore, the total risk requirement arising from assets and liabilities of the insurer that do not belong to any insurance fund established and maintained by the insurer under the Insurance Act (including assets and liabilities of any of the insurer's branches located outside Singapore).

In the case of a licensed insurer incorporated in Singapore, in determining the total risk requirement arising from assets and liabilities of an insurer that do not belong to any insurance fund established and maintained by the insurer under the Insurance Act, the value of such assets and liabilities (including that

arising from insurance business) is to be determined in accordance with Parts IV and V of the Insurance (Valuation and Capital) Regulations 2004.

A licensed insurer is required to immediately notify the MAS when it becomes aware that the fund solvency requirement or the capital adequacy requirement is not satisfied or is not likely to be satisfied in accordance with Section 17(1) of the Insurance Act. The MAS has the authority to direct that the insurer satisfy fund solvency or capital adequacy requirements other than those that the insurer is required to maintain under the Insurance Act if the MAS considers it appropriate. The MAS also has the power to impose directions on the insurer, and direct the insurer to carry on its business in such manner and in accordance with such conditions as imposed by the MAS in the event that it is notified of any failure or likely failure, or is aware of any inability, of the insurer to comply with the fund solvency or capital adequacy requirements described above.

The MAS also has the general power to impose asset maintenance requirements.

On 8 December 2025, MAS Notice 133 was revised to recognise a capital instrument issued by an insurer as Additional Tier 1 ("**AT1**") or Tier 2 Capital under the RBC 2 framework if the capital instrument is issued only to a person that is not a retail investor in Singapore. To address the concern of retail access to AT1 or Tier 2 instruments in the secondary market, MAS has included restrictions in Appendix 5B of MAS Notice 133 which provides that when an insurer sells the capital instrument to an intermediary, the agreement governing the sale and purchase of the capital instrument must provide that the intermediary must not sell the capital instrument to a person that is a retail investor in Singapore. These revisions to MAS Notice 133 took effect from 1 January 2026.

The amendments made to MAS Notice 133 implements the proposals which had been consulted on in the Consultation Paper on Proposed Equity Counter-Cyclical Adjustment and Inclusion of Additional Criteria for Additional Tier 1 and Tier 2 Capital Instruments for Insurers published on 27 March 2025 which set out proposed enhancements to the RBC 2 framework to take into account global regulatory changes and market development on 27 March 2025. In addition to the proposal to include additional criteria for AT1 and Tier 2 capital instruments for insurers, the MAS had also proposed to include provisions to ensure loss absorbency at the point of non-viability. However, the MAS had on 9 October 2025 stated that it had decided not to include point of non-viability features in the AT1 and Tier 2 capital instruments within the RBC2 framework at this juncture in view of feedback on the operational challenges and cost implications raised by respondents.

The MAS had further proposed to introduce a counter-cyclical adjustment ("**CCA**") for the equity investment risk requirement which is intended to reduce procyclicality arising from significant equity market movements. On 25 August 2025, the MAS issued the Response to Feedback Received on Proposed Equity Counter-Cyclical Adjustment for Insurers stating its intention to proceed with the implementation of the equity CCA with effect from 1 January 2026.

In addition, on 28 October 2025, the MAS published its Response to Feedback Received on the Consultation Paper on Capital Treatment for Structured Products and Infrastructure Investments for Insurers stating its intention to proceed with the implementation of its proposal to (a) introduce a differentiated capital treatment for infrastructure investments and to (b) revise the capital treatment of structured products, including those which are infrastructure in nature. The introduction of a differentiated capital treatment for infrastructure investments is intended to facilitate long-term infrastructure investments that align with effective asset liability management. The proposed revisions to the capital treatment of structured products include (i) removal of the option to risk charge at 50% of the entire market value of the investment, (ii) recognition of credit rating of securitised products, (iii) removal of loading on interest rate mismatch and foreign currency mismatch risk requirements, (iv) loading on market-related risk requirement (excluding

interest rate mismatch and foreign currency mismatch risk requirements) and (v) treating other structured products as non-standard instruments. MAS Notice 133 will be revised to reflect the finalised capital treatment for structured products and infrastructure investments and is expected to take effect from 31 March 2026.

Separately, on 24 July 2025, the MAS published the Consultation Paper on Proposed General Insurance Catastrophe Risk Requirement setting out the proposed computation approach to incorporate the general insurance catastrophe risk requirement ("**GI Cat risk charge**") under the enhanced RBC 2 framework for insurers in Singapore. The life insurance catastrophe risk requirement has already been incorporated in the RBC 2 framework. The GI Cat risk charge captures the risk associated with extreme or irregular events whose effects are not sufficiently captured in the requirements for premium liability risk and claim liability risk. MAS has said that all licensed insurers writing general business are required to participate in the quantitative impact study which is intended to gather information to help evaluate the impact of the proposed GI Cat risk framework on insurers. MAS has further stated that insurers will be given sufficient time for consultation and testing before the finalised GI Cat risk charge is implemented.

A DFHC (Licensed Insurer) is also subject to capital requirements. Under Section 35 of the FHC Act, a DFHC is required to have a minimum paid-up ordinary share capital and capital funds of not less than the highest amount of the paid-up capital, which any of its subsidiaries that is a licensed insurer incorporated, formed or established in Singapore is required to hold under the Insurance Act, subject to any other amount as may be required by the MAS. In addition, a DFHC must obtain the prior written approval of the MAS to reduce its paid-up capital, or purchase or otherwise acquire shares issued by the DFHC if such shares are to be held as treasury shares.

MAS Notice FHC-N133, which came into effect on 1 January 2024 applies to all DFHCs that have a subsidiary that is a licensed insurer incorporated, formed or established in Singapore. MAS Notice FHC-N133 sets out the valuation and capital requirements for a DFHC (Licensed Insurer) based on the RBC 2 consolidation approach. MAS Notice FHC-N133 comprises both mandatory requirements and guidelines on the capital adequacy requirement, valuation of assets and policy liabilities in respect of life business and general business, and the calculation of the total risk requirements and financial resources for a financial holding company group. MAS Notice FHC-N133 was last revised on 8 December 2025 to reflect MAS' proposal to recognise capital instruments issued by insurers as AT1 or Tier 2 Capital under the RBC 2 framework, subject to the condition that such capital instruments are only sold to persons who are not retail investors in Singapore, and these amendments took effect from 1 January 2026.

***Policy Owners' Protection Scheme***

The SDIC administers the Policy Owners' Protection Scheme (the "**PPF Scheme**") in accordance with the Deposit Insurance and Policy Owners' Protection Schemes Act for the purposes of compensating (in part or whole) or otherwise assisting or protecting insured policy owners and beneficiaries in respect of the insured policies issued by PPF Scheme members and for securing the continuity of insurance for insured policy owners as far as reasonably practicable. PPF Scheme members essentially comprise direct insurers licensed to carry on life business under the Insurance Act (other than captive insurers) and direct insurers licensed to carry on general business under the Insurance Act (other than captive insurers or specialist insurers), in each case, which are not exempted from the requirement to be a PPF Scheme member.

There are two funds established under the PPF Scheme, namely the Policy Owners' Protection Life Fund (the "**PPF Life Fund**") to cover insured policies comprised in insurance funds established and maintained under Section 16 of the Insurance Act by direct insurers licensed to carry on life business and the Policy Owners' Protection General Fund (the "**PPF General Fund**") to cover insured policies

comprised in insurance funds established and maintained under Section 16 of the Insurance Act by direct insurers licensed to carry on general business.

As PPF Scheme members, Great Eastern Life and GEG are required to pay a levy for any premium year or part thereof in respect of the insured policies issued by it. The levy rates for the purposes of computing the levies payable by PPF Scheme members are assessed and determined by the MAS. Where the MAS is of the opinion that there are insufficient moneys in the PPF Life Fund or the PPF General Fund, as the case may be, to pay any compensation due to insured policy owners or beneficiaries, or to fund any transfer or run-off of the insurance business of any failed PPF Scheme member under the Deposit Insurance and Policy Owners' Protection Schemes Act, the MAS may, with the concurrence of SDIC, require PPF Scheme members to pay additional levies for any premium year or part thereof and determine the levy rate(s) for the purposes of computing the additional levies.

On 7 December 2023, the MAS published the Consultation Paper on Proposed Enhancements to the Policy Owners' Protection Scheme in Singapore setting out recommendations to enhance the PPF Scheme. The proposals are aimed at enhancing the coverage of the PPF Scheme, simplifying its design and improving its operational efficiency. These proposals are part of MAS' regular reviews to ensure that the PPF Scheme remains up to date with market developments. As part of the proposals, the MAS has provided clarifications pertaining to the coverage under the PPF Life Fund and the PPF General Fund as well as addressed issues relating to the operationalisation of the PPF Scheme under different payout scenarios. The MAS has also published proposals intended to align, where useful and practicable, with the DI Scheme. The MAS has stated that there will be a subsequent consultation on the legislative changes to the Deposit Insurance and Policy Owners' Protection Schemes Act to effect the proposals.

***Major Stake and Investment Restrictions***

Under Section 34 of the Insurance Act and Section 31 of the FHC Act, no licensed insurer that is established or incorporated in Singapore or DFHC shall acquire or hold, directly or indirectly, a major stake in any corporation without the prior approval of the MAS and any approval granted by the MAS may be subject to such conditions as determined by the MAS, including any condition relating to the operations or activities of the corporation. A "major stake" means:

(a) any beneficial interest exceeding 10% of the total number of issued shares (or, in the case of an umbrella VCC, either exceeding 10% of the total number of issued shares in the umbrella VCC that are not in respect of any of its sub-funds, or exceeding 10% of the total number of issued shares in the umbrella VCC in respect of any one of its sub-funds) or such other measure corresponding to shares in a corporation as may be prescribed by the MAS;

(b) control of over more than 10% of the voting power (or, in the case of an umbrella VCC, either more than 10% of the voting power in the umbrella VCC that is not in respect of any of its sub-funds, or more than 10% of the voting power in the umbrella VCC in respect of any one of its sub-funds) or such other measure corresponding to voting power in a corporation as may be prescribed by the MAS; or

(c) any interest in a corporation, where the directors of the company or VCC are accustomed or under an obligation, whether formal or informal, to act in accordance with the licensed insurer or DFHC's directions, instructions or wishes, or where the insurer or DFHC is in a position to determine the policy of the corporation.

However, Section 34 of the Insurance Act does not apply to the acquisition or holding of the prescribed interests set out in the Insurance (Prescribed Interests under Section 34(6)) Regulations 2023 which includes: (i) any interest acquired, directly or indirectly, using any policy asset of an insurance fund established and maintained under the Insurance Act by a direct insurer licensed to carry on life business for its participating policies; (ii) any interest held, directly or indirectly, as a policy asset of an insurance fund mentioned in sub-paragraph (i); (iii) any interest that is acquired, directly or indirectly, using any

underlying asset of an insurance fund established and maintained under the Insurance Act by a direct insurer licensed to carry on life business for its investment-linked policies; and (iv) any interest that is held, directly or indirectly, as an underlying asset of an insurance fund mentioned in sub-paragraph (iii).

Similarly, Section 31 of the FHC Act does not apply to any major stake in any company that is acquired or held indirectly through a DFHC's subsidiary, which is a licensed insurer incorporated, formed and established in Singapore if the licensed insurer has obtained MAS' approval under Section 34 of the Insurance Act to acquire or hold a major stake in the company or the acquisition or holding of a major stake by the licensed insurer in the company has been excluded from the operation of Section 34 of the Insurance Act. With the FHC Act entering into force, in accordance with Section 31(3) of the FHC Act, the approval of the MAS in respect of the acquisition or holding of major stakes held by Great Eastern Holdings is deemed to have been granted with effect from 1 July 2022 and is subject to the approval conditions set out by MAS.

***Asset Management***

MAS Notice 125 on Investments of Insurers sets out the basic principles that govern the oversight of investment activities of an insurer and the investments of its insurance funds, and in the case of an insurer that is incorporated or established in Singapore, the investments of both its insurance funds and its shareholders' funds. It contains requirements relating to, among other things, the oversight by the board of directors and senior management, the various reports to be made by the investment committee to the board of directors at the prescribed frequency, duties of the investment committee, asset-liability management and permitted derivatives activities. Appendix A of MAS Notice 125 sets out the main elements that have to be included in the written investment policy of an insurer. With effect from 1 January 2023, Appendix A of MAS Notice 125 was amended to include an additional element which will require an insurer to consider whether the formulation of a counterparty risk appetite statement will be necessary and the factors to take into account for such consideration. MAS Notice FHC-N125 on Investment Activities similarly sets out the requirements and principles that govern a DFHC (Licensed Insurer) oversight over the investment activities within the DFHC (Licensed Insurer) group, including the investments of any entity that is not regulated by the MAS within the FHC group. These requirements are similar to the requirements under MAS Notice 125. A revised version of MAS Notice FHC-N125 which includes amendments to Appendix A has taken effect from 1 January 2025. The amendments apply the revisions made to MAS Notice 125 at the DFHC (Licensed Insurer) and the FHC group level and the changes encompass areas such as establishing asset allocation limits by asset type and credit rating, and developing a counterparty risk appetite statement where necessary.

MAS Notice 105 on Insurer's Appointment of Custodians, requires a licensed insurer to ensure that every custodian and, where applicable, sub-custodian, which holds any asset of its insurance fund established and maintained under Section 16 of the Insurance Act ("**insurance fund asset**"), is licensed, approved, registered or otherwise regulated for its business or activity of providing custodial services by the relevant authority in the jurisdiction where the respective custody account or sub-custody account is maintained. A licensed insurer must also ensure that:

(a) insurance fund assets held by a custodian or sub-custodian, as the case may be, are kept separate from the assets of the custodian or the sub-custodian, respectively;

(b) the extent of the custodian's liability in the event of any loss caused by fraud, wilful default or negligence on the part of the custodian, its sub-custodians or its agents is agreed upon in writing with the insurer;

(c) any material or systemic breach of the custody agreement between the custodian and the insurer must be brought to the insurer's attention as soon as possible; and

(d) except as agreed in writing with the insurer, a custodian or a sub-custodian, with whom the insurance fund assets are held in a custody account or subaccount, does not:

    a. withdraw any of the insurance fund assets; or

b. take any charge, mortgage, lien or other encumbrance over, or in relation to any of the insurance fund assets.

MAS Notice 320 on Management of Participating Life Insurance Business ("**MAS Notice 320**") requires a direct life insurer which has established or will be establishing a participating fund to put in place an internal governance policy on the management of its participating life insurance business. The internal governance policy must contain the items in Appendix A of MAS Notice 320 and must be approved by the board of directors of the insurer. The insurer must, among other things, ensure that the participating fund is managed in accordance with the rules and guiding principles set out in the internal governance policy.

***Separate Insurance Funds***

Every licensed insurer is required to establish and maintain a separate insurance fund (a) for each class of insurance business carried on by the insurer that (i) relates to Singapore policies and (ii) relates to offshore policies; (b) in the case of a direct insurer licensed to carry on life insurance business, for its investment-linked policies and for its non-investment-linked policies; and (c) if, in the case of a direct insurer licensed to carry on life insurance business, no part of the surplus of assets over liabilities from the insurer's non-participating policies is allocated by the insurer by way of bonus to its participating policies, in respect of its non-investment-linked policies (i) for its participating policies and (ii) for its non-participating policies.

MAS Notice 101 on Maintenance of Insurance Funds and MAS Guidelines on Implementation of Insurance Fund Concept provide further guidance and requirements on, among other things, the establishment and maintenance of insurance funds and the segregation of the assets of licensed insurers in Singapore as required under the Insurance Act. The Insurance Act also prescribes requirements relating to, among other things, withdrawals from the insurance funds, and insurance funds consisting wholly or partly of participating policies.

All receipts of the insurer properly attributable to the business to which an insurance fund relates (including the income of the fund) must be paid into that fund, and the assets in the insurance fund shall apply only to meet such part of the insurer's liabilities and expenses as is properly so attributable.

***Reinsurance***

MAS Notice 114 on Reinsurance Management sets forth the mandatory requirement for direct insurers to submit annual returns pertaining to their outward reinsurance arrangements and exposures to their top 10 reinsurance counterparties as well as the guiding principles relating to the oversight of the reinsurance management process of insurers (which includes the principle that the board of directors and senior management of an insurer should develop, implement and maintain a reinsurance management strategy appropriate to the operations of the insurer to ensure that the insurer has sufficient resources to meet obligations as they fall due), the classification of a contract as a reinsurance contract, and the assessment of significant insurance risk transfer. In addition, the MAS has issued the Guidelines on Risk Management Practices for Insurance Business – Core Activities (as last revised on 10 January 2024), which provide further guidance on risk management practices in general, relating to, among other things, reinsurance management.

***Regulation of Products***

A direct insurer licensed to carry on life business may only issue a life policy or a long-term accident and health policy if the premium chargeable under the policy is in accordance with rates fixed with the approval of an appointed actuary or, where no rates have been so fixed, is a premium approved by the actuary.

A direct life insurer is required under MAS Notice 302 on Product Development and Pricing ("**MAS Notice 302**") to exercise prudent management oversight on the pricing and development of insurance products and investment-linked policy sub-funds, and to, before offering certain new products, either obtain the approval of, or notify, the MAS, as the case may be. Such request for approval or notification

shall include information on, among other things, the tables of premium rates. MAS Notice 302 also sets forth prohibited payout features and requirements relating to disclosure to policyholders and persons entitled to payment of the policy moneys under a policy who have exercised a certain settlement option. MAS Notice 302 has been amended to take into account the approval requirements which apply to the Direct Purchase Insurance Products ("**DPIs**"). In relation to DPIs, the MAS issued MAS Notice 321 on Direct Purchase Insurance Products ("**MAS Notice 321**") on 13 May 2016 which imposes specific obligations on a direct life insurer in respect of DPIs and also requires insurers to obtain written approval from the MAS before offering any new or re-priced DPI for sale to the public. On 19 March 2021, amendments were made to MAS Notices 302 and 321 to replace the hardcopy submission requirements for new or revised products, including DPIs with electronic submission (via email) requirements. On 20 November 2024, further amendments were made to MAS Notices 302 and 321 to provide that a direct insurer with life business must seek approval from the MAS only when it is offering a product with any product feature that is entirely new to the life insurance industry in Singapore, or a new direct purchase insurance ("**DPI**") product or re-priced DPI with any product feature that is new to the insurer. Such approval must be sought no later than one month before the proposed official launch date of the product. In seeking the MAS' prior approval for such products, this allows the MAS time to assess the adequacy of the pricing, capital and valuation treatments before the product is sold. In all other cases, the insurer is required to notify the MAS within seven working days after the official launch date of the product or DPI. Such ex-ante notification allows the MAS lead time to review the product materials and to engage the insurer in further discussion (if necessary) before the product is officially launched. On 29 September 2025, Appendix A of MAS Notice 321 was revised to reflect the updated names and definitions set out in the Life Insurance Association's Critical Illness Framework 2024 (which took effect from 1 October 2025), as the MAS noted that the changes made would also be applicable to the 30 critical illnesses listed in the Annex to Appendix A of MAS Notice 321. These revisions took effect from 1 October 2025.

In addition, in the Guidelines on Risk Management Practices for Insurance Business – Core Activities, further guidance on risk management practices relating to the core activities of an insurer in relation to product development, pricing, underwriting, claims handling and reinsurance management have been set out.

There are also mandatory requirements and non-mandatory standards which would apply under MAS Notice 307 on Investment-Linked Policies to investment-linked policies relating to, among other things, disclosure, investment guidelines, borrowing limits and operational practices. Licensed insurers are required to provide for a free-look period for life policies, and accident and health policies with a duration of one year or more. On 28 June 2021, amendments were made to MAS Notice 307 on the Investment-Linked Policy's ("**ILP**") fees and charges and came into effect on 1 July 2021. For any ILP that is issued on or after 8 October 2021, an insurer shall:

(a) consolidate the fees and charges, other than charges for insurance coverage, that are imposed upfront, where such fees or charges are deducted from premiums that are paid on the ILP or deducted via a cancellation of units in an ILP sub-fund ("**upfront deductions**");

(b) disclose the upfront deductions as a single charge, and term it as a "premium charge" in any such disclosure that the insurer is required by the MAS to make or when referring to it in an advertisement or any other communication made to policyholders; and

(c) not use the term "premium allocation rate" in any such disclosure that the insurer is required by the MAS to make or when referring to it in any advertisement.

***Market Conduct Standards***

MAS Notice 306 on Market Conduct Standards for Life Insurers Providing Financial Advisory Services as Defined under the Financial Advisers Act ("**MAS Notice 306**") imposes certain requirements on direct life insurers which provide financial advisory services under the FAA relating to, among other things, training and competency requirements, prohibition against subsidised loans to representatives out of life insurance funds, establishing a compliance unit, taking disciplinary action against representatives

for misconduct, and allocation/non-allocation of income and expenses to the life insurance funds. With effect from 22 February 2021, MAS Notice 306 was amended and an insurer is no longer required to submit information on its provision of financial advisory services annually to the MAS.

MAS Notice 318 on Market Conduct Standards for Direct Life Insurer as a Product Provider ("**MAS Notice 318**") also imposes certain requirements on direct life insurers as product providers of life policies relating to, among other things, standards of disclosure and restrictions on the sales process and the replacement of life policies.

The MAS has also issued the Guidelines on the Online Distribution of Life Policies with No Advice (the "**Distribution Guidelines**") which applies to all direct life insurers. The Distribution Guidelines sets out the MAS' expectations on the safeguards that direct life insurers should put in place for the online distribution of life policies without the provision of advice.

MAS Notice 211 on Minimum and Best Practice Training and Competency Standards for Direct General Insurers ("**MAS Notice 211**") requires direct general insurers to only enter into insurance contracts arranged by agents or staff with requisite registration and minimum qualification requirements (unless exemptions apply), and requires direct general insurers to ensure that staff of certain agents who sell or provide sales advice on the insurers' products are adequately trained and that front-end operatives meet the qualification requirements (unless exemptions apply) before they are allowed to provide sales advice on or sell general insurance products or handle claims. MAS Notice 211 was revised as of 28 October 2021 to (among other things) exempt trade specific agents from minimum academic qualifications requirement and to include additional accepted qualifications in Annex 1 of the Notice. MAS Notice 211 was further revised as of 30 October 2025 to include the Institute for Technical Education's Higher Nitec in Business Administration.

Non-mandatory best practice standards apply to direct general insurers to implement training and competency plans for front-end operatives. The MAS Guidelines on Market Conduct Standards and Service Standards for Direct General Insurers set out the standards of conduct expected of direct general insurers as product providers of insurance policies.

In respect of health insurance products, direct insurers must ensure, among other things, that any individual employed by them or who acts as their insurance agent or appointed representative pass the examination requirements specified in MAS Notice 117 on Training and Competency Requirement: Health Insurance Module ("**MAS Notice 117**") (unless exemptions apply) and are prohibited from accepting business in respect of any health insurance product from any individual whom they employ or who acts as their insurance agent and who has not met such requirements. MAS Notice 120 on Disclosure and Advisory Process Requirements for Accident and Health Insurance Products ("**MAS Notice 120**") sets out both mandatory requirements and best practice standards on the disclosure of information and provision of advice to insureds for accident and health policies and life policies that provide accident and health benefits. In 2015, the MAS reviewed the regulatory framework for accident and health insurance products and amended MAS Notices 117 and 120. The changes largely pertain to Medisave-approved Integrated Shield Plans ("**IPs**") but extend in part to all accident and health policies. The changes include enhanced disclosure requirements, stronger protection measures for policyholders, and improved quality of conduct of intermediaries selling accident and health insurance. Amendments were made to MAS Notice 120 to grant a temporary exemption of paragraph 24A thereof (i.e. no closure of sale of any Medisave-approved policy over the telephone) for the period from 13 April 2020 to 30 September 2022. On 2 February 2024, the MAS issued a Consultation Paper on Proposals to Simplify Requirements and Facilitate Access to Simple and Cost-Effective Insurance Products proposing to allow financial institutions to collect a reduced set of client information when making recommendations on selected life of long-term accident and health insurance policies in accordance with the rules of thumb in the Basic Financial Planning Guide subject to certain safeguards. The proposal seeks to promote the adoption of the Basic Financial Planning Guide by the financial advisory industry, and enable consumers to more easily purchase simple and cost-effective insurance policies to meet their needs which can help narrow insurance protection gaps in Singapore. To implement the proposal,

MAS is proposing to amend MAS Notice 120 to set out an exemption for financial institutions which make recommendations on insurance policies made in accordance with the Basic Financing Planning Guide from the full information collection requirements currently set out in MAS Notice 120, subject to certain safeguards.

MAS Notice 320 on Management of Participating Life Insurance Business ("**MAS Notice 320**") requires a direct life insurer to comply with certain disclosure requirements for product summaries, and annual bonus updates, in relation to its participating policies. On 16 November 2020, MAS Notice 320 was amended to implement proposals relating to insurers' charging of expenses to the participating fund and to allow insurers to send its policy owner the annual bonus update in electronic form unless the policy owner specifically requests for hardcopy.

The Insurance (Remuneration) Regulations 2015, which came into force on 1 January 2016, set out certain requirements in connection with the payment of remuneration in relation to the provision of any financial advisory service in connection with any life policy, or the sale of any life policy following the provision of any financial advisory service.

The MAS implemented financial advisory industry review ("**FAIR**") initiatives such as a web aggregator, which allows consumers to compare life insurance products from various companies using a web portal, and direct channel purchase in April 2015. The re-issuance of MAS Notice 322 on Information to be Submitted Relating to the Web-Aggregator ("**MAS Notice 322**") took effect on 1 January 2016, specifically detailing the information required to be submitted for the purposes of the web-aggregator. On 27 November 2023, MAS Notice 322 was amended to reflect that information for the purposes of the web-aggregator will have to be submitted through compareFIRST Insurer Facilitator.

Various industry codes of practice also apply to insurers, including codes/guidelines issued by the Life Insurance Association of Singapore ("**LIA**") and the General Insurance Association of Singapore ("**GIA**").

In addition, there are rules in the Insurance Act and the relevant regulations, notices, guidelines and circulars relating to the granting of loans, advances and credit facilities by insurers, which insurers have to comply with if they conduct such activities.

Under Section 60(1) of the FHC Act, the MAS may give directions or impose requirements on or relating to the operations or activities of, or the standards to be maintained by, the DFHC.

### *Corporate Governance*

All direct insurers which are incorporated in Singapore (other than marine mutual insurers) are subject to the Insurance (Corporate Governance) Regulations 2013. Among other things, these regulations require an insurer which is established or incorporated in Singapore and in the case of a:

(a) direct life insurer, whose latest annual audited statement of financial position shows that it has total assets of at least S$5 billion or its equivalent in any foreign currency;

(b) direct general insurer or a reinsurer, whose latest annual audited statement of profit and loss shows that it has gross premiums of at least S$500 million or its equivalent in any foreign currency in its insurance funds and Overseas (Branch) Operations (defined as the income and outgoings of the operations of all branches of the insurer located outside Singapore); and

(c) direct composite insurer, who satisfies the requirements in sub-paragraph (a) above in respect of its total assets or in sub-paragraph (b) above in respect of gross premiums for its general business,

(each a "**Tier 1 insurer**") to, subject to certain exceptions, have a board of directors comprising at least a majority of directors who are "independent directors", establish various committees with prescribed responsibilities, and obtain the MAS' prior approval for the appointment of the members of the nominating committee, chief financial officer and chief risk officer. "Independent directors" are directors who are independent from any management and business relationship with the insurer and from any

substantial shareholder of the insurer and who have not served on the board of directors of the insurer for a continuous period of nine years or longer. Great Eastern Life and GEG are both Tier 1 insurers.

The Financial Holding Companies (Corporate Governance of Designated Financial Holding Companies with Licensed Insurer Subsidiary) Regulations 2022 (the "**DFHC (Licensed Insurer) Corporate Governance Regulations**"), which apply to a DFHC (Licensed Insurer) such as Great Eastern Holdings, set out similar corporate governance requirements. A DFHC (Licensed Insurer) which:

(a) holds, directly or indirectly, any share in one or more insurance companies carrying on life business, and the consolidated total assets of the FHC group of the DFHC (Licensed Insurer) is S$20 billion or more in value or its equivalent in any foreign currency;

(b) all insurance companies in the FHC group of the DFHC (Licensed Insurer) carry on only general business, and the consolidated total gross premium of the FHC group of the DFHC (Licensed Insurer) is S$2 billion or more in value or its equivalent in any foreign currency; or

(c) the DFHC (Licensed Insurer) has at least one subsidiary that is a Tier 1 insurer;

will be considered a Tier 1 DFHC (Licensed Insurer). Great Eastern Holdings is a Tier 1 DFHC (Licensed Insurer). A Tier 1 DFHC (Licensed Insurer) is, subject to certain exceptions, required to have a board of directors comprising at least a majority of directors who are "independent directors" and to establish various committees whose composition is in line with the requirements under the DFHC (Licensed Insurer) Corporate Governance Regulations. In addition, a DFHC (Licensed Insurer) is subject to MAS Notice FHC-N106 Appointment of Director, Chairperson, Member of Nominating Committee, and Key Executive Person which sets out the requirements and guidelines for all DFHC (Licensed Insurer) to seek MAS approval for the appointment of any director, chairperson or key executive person, notify MAS of any additional directorship or key executive person role taken up by a key executive person, and ensure that the proposed appointees for the appointment of directors and key executive persons are fit and proper to fulfil their roles and responsibilities.

Direct insurers that are incorporated in Singapore, as well as all DFHCs, are subject to the MAS Guidelines on Corporate Governance for Designated Financial Holding Companies, Banks, Direct Insurers, Reinsurers and Captive Insurers which are Incorporated in Singapore. These guidelines have been updated as of 9 November 2021, and provide guidance on good corporate governance practices that certain financial institutions, including direct insurers that are incorporated in Singapore, should observe in relation to their corporate governance (the "**2021 Guidelines**"). The MAS has incorporated the Principles and Provisions of the Code of Corporate Governance as last revised in 2018 into the 2021 Guidelines and shifted certain provisions in the previous guidelines (that was issued in 2013 and which has been superseded and replaced by the 2021 Guidelines) which it considers to be baseline expectations on corporate governance into the Insurance (Corporate Governance) Regulations 2013 for mandatory compliance. The 2021 Guidelines also include additional guidelines added by the MAS to take into account the unique characteristics of the business of insurance in light of the diverse and complex risks undertaken by financial institutions conducting insurance business and the responsibilities to policyholders. The guidelines that relate to disclosures have taken effect from 1 January 2022 and apply to annual reports covering financial years commencing from that date, while the other guidelines took effect from 1 April 2022.

On 24 July 2025, MAS issued a Consultation Paper on Proposed Changes to the Group Capital Framework for Designated Financial Holding Companies (Licensed Insurer) proposing to finetune the enhanced RBC 2 framework for insurers in Singapore, which would encompass the group capital framework applicable to DFHC (Licensed Insurer). The MAS has proposed: (i) incorporating the risk charging approach for non-insurance entities of a DFHC (Licensed Insurer); (ii) enhancing the capital treatment for joint ventures of a DFHC (Licensed Insurer); and (iii) introducing a limit to the recognition of capital from non-controlling interests in group financial resources.

### *Asset and Liability Exposures*

MAS Notice 122 on Asset & Liability Exposures for Insurers ("**MAS Notice 122**") sets forth various asset and liability exposures reporting requirements and prescribes the form in which the relevant reports are to be made.

A licensed insurer is required to file, among other things, the following in their prescribed formats with the MAS (i) for each quarter, the breakdown of equity securities, breakdown of debt securities, breakdown of loans, breakdown of cash and deposits, breakdown of derivatives, turnover volume of derivatives, breakdown of foreign currency exposure for assets and liabilities and top 10 broker groups with the highest outstanding premiums due, and (ii) annually, the breakdown of assets managed by head office/parent/outsourced entity, breakdown of insurance exposure of Singapore Insurance General Fund, breakdown of insurance exposure of Offshore Insurance (Life and General) Fund and breakdown of assets held by custodian.

On 5 November 2021, the MAS issued a Consultation Paper on Proposed Changes to Notice 122 on Assets and Liabilities Exposures for Insurers and its Implementation proposing to remove certain reporting requirements on the Turnover Volume of Derivatives by Notional Principal Amount with a view to collect data on a risk proportionate basis, a restructuring in the manner which custodian information relating to equity, debt, loans, cash and deposits and derivatives are reported and the collection of additional information including those relating to the breakdown of underlying assets of collective investment schemes, investment-linked policies sub-funds, currency reserve and unit reserves of investment-linked business amongst others. The MAS has proposed that the enhanced data collected will be using a new platform called the Data Collection Gateway. On 27 May 2022, the MAS published the Response to Feedback Received on Proposed Changes to Notice 122 on Assets and Liabilities Exposures for Insurers and its Implementation stating that it will simplify a number of the proposals in view of the feedback received (the "**Response Paper**"). On 30 November 2023, the MAS issued a revised MAS Notice 122 which has been amended in line with the responses set out in the Response Paper. The amendments to MAS Notice 122 took effect on 1 January 2024.

### *Risk Management and Fit and Proper Person*

Broadly, the MAS has issued risk management guidelines applicable to insurers specifically and to financial institutions generally. The risk management guidelines which are of general application, and which apply to licensed insurers, provide guidance on sound risk management practices and cover credit, market, liquidity, operational, technology, internal controls and the role of a financial institution's Board of Directors and senior management.

MAS Notice 126 on Enterprise Risk Management ("**ERM**") for Insurers sets out ERM requirements and guidelines on how insurers are to identify and manage interdependencies between key risks, and how they are translated into management actions related to strategic and capital planning matters. With effect from 1 January 2023, MAS Notice 126 was amended to include new requirements for an insurer to identify and address concentration risk in its ERM framework, to perform stress testing on material counterparty exposures as part of the insurers' annual Own Risk and Solvency Assessment ("**ORSA**"), to perform macroeconomic stress testing and liquidity stress testing as part of their ORSA stress testing process and to establish a liquidity contingency funding plan setting out the strategy for addressing liquidity shortfalls. MAS Notice FHC-N 126 similarly sets out the ERM requirements and guidelines which apply to a DFHC (Licensed Insurer) which includes establishing an ERM framework for the FHC group and performing the ORSA at the group level. The ORSA conducted at the group level must be performed at least annually. MAS Notice FHC-N126 was last revised on 29 April 2024 to require a DFHC (Licensed Insurer) to establish liquidity risk management processes as part of its ORSA.

MAS Notice 123 on Reporting of Suspicious Activities and Incidents of Fraud sets out requirements for insurers to report suspicious activities and incidents of fraud which are material to the safety, soundness or reputation of the insurer. The MAS has also issued the Guidelines on Risk Management Practices for Insurance Business – Insurance Fraud Risk (as last updated on 10 January 2024) (the "**Insurance**

**Fraud Risk Guidelines**") setting out risk management practices to identify and mitigate insurers' exposure to the risk of insurance fraud. The Insurance Fraud Risk Guidelines sets out broad principles that should be embedded in a risk management framework established by the insurer covering strategy, organisational structure, policies and procedures for managing insurance fraud risk.

Under the MAS Guidelines on Fit and Proper Criteria (FSG-G01), the following persons, among others, are required to be "fit and proper" persons: a substantial shareholder of a licensed insurer, a chief executive, deputy chief executive, director or person with responsibilities or functions similar to a director of a licensed insurer, a person having effective control of a licensed insurer, a person who enters into any agreement or arrangement (whether oral or in writing and whether express or implied) to act together with any person to acquire, hold or exercise 5% or more of the voting shares in a licensed insurer, an appointed actuary, a certifying actuary, a chief financial officer, a chief risk officer, material risk personnel and any other executive officer of the licensed insurer. Broadly, the MAS will take into account, among other things, the following criteria in considering whether a person is fit and proper: (i) honesty, integrity and reputation; (ii) competence and capability; and (iii) financial soundness.

On 14 May 2021, MAS published a Consultation Paper on Proposals to Mandate Reference Checks proposing to require financial institutions to perform reference checks and respond to reference check requests, based on a set of minimum mandatory information within a specified period of time. This is intended to mitigate the risk of "rolling bad apples", where individuals who engage in misconduct in one firm, move on to another firm without disclosing their earlier misconduct to the prospective employer. The financial institutions which the MAS has proposed for the requirements to apply to includes licensed insurers. On 12 December 2023, the MAS published its Response to Feedback Received on Proposals to Mandate Reference Checks stating that it will proceed with the proposal to require all financial institutions in the categories listed in Annex A of the response paper (which includes licensed insurers) to conduct and respond to reference checks. In terms of the employees within scope, the MAS has said that this will be aligned with the scope of relevant functions under the harmonised and expanded power to issue prohibition orders under section 6 of the FSM Act but a risk-based approach will be adopted such that reference checks are only required on senior managers and material risk personnel performing relevant functions under section 6 of the FSM Act. In terms of implementation, the MAS intends to impose the requirements via Notices issued to the relevant financial institution to conduct and respond to reference checks on a minimum set of standardised information. The MAS has stated that it will be consulting on the draft Notices in due course.

***Technology Risk Management and Cyber Hygiene***

Under section 29 of the FSM Act, the MAS may, from time to time, issue such directions or make such regulations, concerning any financial institution or class of financial institutions as it considers necessary for: (a) the management of technology risks, including cyber security risks; (b) the safe and sound use of technology to deliver financial services; and (c) the safe and sound use of technology to protect data. These powers were previously contained in the MAS Act but were migrated to the FSM Act with effect from 10 May 2024.

Licensed insurers in Singapore are subject to technology risk management requirements which include requirements for insurer to have in place a framework and process to identify critical systems, to make all reasonable effort to maintain high availability for critical systems, to establish a recovery time objective of not more than four hours for each critical system, to notify the MAS of a system malfunction or IT security incident, which has a severe and widespread impact on the insurer's operations or materially impacts the insurer's service to its customers, to submit a root cause and impact analysis report to the MAS and to implement IT controls to protect customer information from unauthorised access or disclosure. These requirements were previously set out in MAS Notice 127 which was issued under the Insurance Act but has since been cancelled and migrated with effect from 10 May 2024 to MAS Notice FSM-N03 which is issued under the FSM Act. Licensed insurers are also expected to observe and comply with the technology risk management principles and best practice standards set out in the TRM Guidelines.

In addition, licensed insurers in Singapore are subject to cyber hygiene requirements. MAS Notice FSM-N04 sets out cyber security requirements on securing administrative accounts, applying security patching, establishing baseline security standards, deploying network security devices, implementing anti-malware measures and strengthening user authentication. Similarly, MAS Notice FSM-N16 sets out cyber security requirements which apply to a DFHC (Licensed Insurer). The requirements in MAS Notice FSM-N04 were migrated from MAS Notice 127 which was issued under the Insurance Act, while the requirements under MAS Notice FSM-N16 were migrated from MAS Notice FHC-1119 issued under the FHC Act. Both notices have now been issued under the FSM Act when it took effect from 10 May 2024.

MAS Technology Risk Management Guidelines ("**TRM Guidelines**") set out risk management principles and best practice standards to guide financial institutions (including licensed insurers) in respect of (a) establishing a sound and robust technology risk management framework, and (b) maintaining cyber resilience. The TRM Guidelines were revised in January 2021 to include new guidance on effective cyber surveillance, secure software development, adversarial attack simulation exercise, and management of cyber risks posed by emerging technologies. It also provides additional guidance on the roles and responsibilities of the board of directors and senior management, including the requirement that the board of directors and senior management to have members with the knowledge to understand and manage technology risks, which include risks posed by cyber threats.

### *Appointment of Chairman, Directors and Key Executive Persons*

A licensed insurer established or incorporated in Singapore must, prior to appointing a person as its chairman, director or key executive person (such persons include the chief executive, deputy chief executive, appointed actuary, certifying actuary, chief financial officer of a Tier 1 insurer, chief risk officer of a Tier 1 insurer and such other person holding an appointment in the licensed insurer as may be prescribed), satisfy the MAS that the person is a fit and proper person to be so appointed and obtain the MAS' approval for the appointment. Without the prior written consent of the MAS, a licensed insurer which is established or incorporated in Singapore must not permit a person to act as its executive officer or director if the person, among other things, has been convicted, whether in Singapore or elsewhere, of an offence involving fraud or dishonesty, is an undischarged bankrupt, or had a prohibition order under the Insurance Act, FAA or SFA made against him that remains in force, whether in Singapore or elsewhere.

MAS Notice 106 on Appointment of Director, Chairman and Key Executive Person ("**MAS Notice 106**") sets out mandatory requirements and guidelines relating to the appointment of a director, chairman and key executive person of a licensed insurer. In addition, MAS Notice 106 prescribes the application form for the appointment of directors, chairman and key executive persons, and the form for licensed insurers to notify the MAS of changes in the roles and responsibilities or reporting structure of directors and key executive persons.

MAS Notice 106 was amended on 24 September 2021 to remove the requirement for insurers to notify MAS of any proposed arrangement (including an arrangement resulting in a director or key executive person taking on additional executive officer position or directorship) relating to a director or key executive person at least one month before it takes effect, to allow insurers to notify MAS as soon as practicable in the event that it is not possible for the insurer to be aware of the additional appointment at least one month before it takes effect.

If at any time it appears to the MAS that (a) a key executive person, the chairman or a director of a licensed insurer which is established or incorporated in Singapore has failed to perform his functions or is no longer a fit and proper person to be so appointed and (b) it is necessary in the public interest or for the protection of policy owners of a licensed insurer, the MAS may direct the licensed insurer to remove the key executive person, chairman or director, as the case may be, from his office, appointment or employment.

Under Section 63 of the FHC Act and MAS Notice FHC-N106, a DFHC (Licensed Insurer) is required to seek the MAS' approval for the appointment of any director, chairperson, member of nominating committee (in the case of a Tier 1 DFHC (Licensed Insurer) or key executive person (defined to mean the chief executive, deputy chief executive, chief financial officer of a Tier 1 DFHC (Licensed Insurer) or chief risk officer of a Tier 1 DFHC (Licensed Insurer)) using a prescribed form at least one month before the proposed date of appointment. In addition, the DFHC (Licensed Insurer) is required to notify the MAS of any additional directorship or key executive person role taken up by a key executive person and ensure that the proposed appointees for the appointment of directors and key executive persons are fit and proper to fulfil their roles and responsibilities.

### *Financial Reporting Requirements*

The MAS Notice 129 on Insurance Returns (Accounts and Statements) ("**MAS Notice 129**") sets forth various reporting requirements and prescribes the form in which the relevant statements of account and other statements of a licensed insurer are to be made. On 15 March 2021, amendments were made to the Independent Auditor's Report and Independent Auditor's Supplementary Report in MAS Notice 129 to take into account revisions on the Singapore Standards on Auditing ("**SSAs**").

A licensed insurer is required to file with the MAS, all applicable forms (including all applicable annexes to such forms) and documents as specified in the relevant appendix of MAS Notice 129, in the form and manner specified in such appendix.

Under MAS Notice FHC-N129, a DFHC (Licensed Insurer) is similarly required to file with the MAS, all applicable forms (including all applicable annexes to such forms) and documents as specified in the relevant appendix of MAS Notice FHC-N129, in the form and manner specified in such appendix. On 7 December 2023, the MAS issued a revised MAS Notice FHC-N129 which sets out amendments to revise the reporting requirements for a DFHC (Licensed Insurer). The amendments, which are intended to take into account the valuation and capital requirements under MAS Notice FHC-N133, took effect on 1 January 2024.

MAS Notice 318 requires direct life insurers to submit information on their businesses and sources of businesses to the MAS annually. MAS Notice 306 previously required direct life insurers to submit information on their businesses to the MAS annually. This requirement has since been removed with effect from 22 February 2021.

### *Appointment of auditors*

Under Section 39(1) of the FHC Act and Section 94(4) of the Insurance Act, a DFHC and licensed insurer (other than a captive insurer and a marine mutual insurer) are required to appoint an auditor annually for the purposes of preparing and lodging with the MAS the requisite statements of accounts and other statements relating to its business. No person shall act as auditor for a DFHC and licensed insurer unless, among other things, the insurer has obtained the approval of the MAS to appoint that person as an auditor.

### *Actuaries*

Under Section 95(1) of the Insurance Act, a licensed insurer carrying on life and general business is also required, for each accounting period, to have an investigation made by an actuary approved by the MAS into the financial condition of each class of business that it carries on. Actuaries must be approved by the MAS. A direct insurer licensed to carry on life and general business shall have appointed an actuary and a certifying actuary, in each case, who is responsible for, among other things, reporting to the chief executive of the insurer on various matters including matters which in the actuary's opinion have a material adverse effect on the financial condition of the insurer in respect of its life or general business, or both, as the case may be. If the appointed actuary or certifying actuary, as the case may be, is of the opinion that the insurer has failed to take appropriate steps to rectify any matter reported by the actuary within a reasonable time, the actuary is required to immediately send a copy of his report to the MAS and notify the board of directors of the insurer that he has done so.

### *Public Disclosure*

Licensed insurers are subject to MAS Notice 124 on Public Disclosure Requirements ("**MAS Notice 124**") which sets out requirements for an insurer to disclose relevant, comprehensive and adequate information on a timely basis in order to give a clear view of its business activities, performance and financial position. MAS Notice 124 requires an insurer to disclose quantitative and qualitative information on its profile, governance and controls, financial position, technical performance and the risks to which it is subject.

From 1 January 2023, the public disclosure requirements in MAS Notice 124 have been enhanced to require insurers to publicly disclose quantitative and qualitative information on liquidity risk, including quantitative information on sources and uses of liquidity (considering liquidity characteristics of both assets and liabilities), and qualitative information on liquidity risk exposures, management strategies, policies and processes. Insurers are also now required to publicly disclose quantitative and qualitative information on investment risk, including quantitative information on currency risk, market risk, credit risk and concentration risk, and qualitative information on the management of investment risk exposures, use of derivatives for hedging investment risks and internal policies on the use of derivatives.

### *Resolution Powers*

Under the FSM Act, the FHC Act and the Insurance Act, the MAS has resolution powers in respect of Singapore-incorporated licensed insurers and DFHC. Broadly speaking, the MAS has powers to (amongst other things) assume control of an insurer or DFHC, impose moratoriums, temporarily stay termination rights of counterparties, order compulsory transfers of business or shares and impose requirements relating to recovery and resolution planning.

The MAS has issued MAS Notice 134 on Recovery and Resolution Planning for Insurers ("**MAS Notice 134**") which has taken effect from 1 January 2025. MAS Notice 134 sets out the requirements that an insurer and a DFHC (Licensed Insurer) which has received a direction issued by the MAS under section 52(1) of the FSM Act (respectively, a "**notified insurer**" and a "**notified DFHC (Licensed Insurer)**") will have to comply with in its recovery and resolution planning. While MAS expects all insurers to have a recovery plan in place to identify actions that can be taken to restore its financial position and viability under situations of severe stress, the MAS has indicated in the Response to Feedback Received on New Notice for Recovery and Resolution Planning for Insurers that its focus will be on D-SIIs given their systemic impact. The notified insurers will therefore be the D-SIIs as a start. The recovery plan which a notified insurer and notified DFHC (Licensed Insurer) will be required to prepare must include (a) a framework of recovery triggers that identifies the points at which appropriate recovery options may be taken; (b) an escalation process upon the occurrence of a trigger event, to facilitate prompt assessment of the impact, and decision on the appropriate course of action; (c) a menu of recovery options which are available in situations of severe stress to address capital shortfalls and liquidity pressures; and (d) a communication plan to ensure timely communication with internal and external stakeholders. The notified insurers will be required to review and test the feasibility and effectiveness of the recovery plan to ensure it remains relevant and up-to-date. To provide further guidance and elaboration on the requirements set out in MAS Notice 134, the MAS issued the Guidelines to MAS Notice 134 on Recovery and Resolution Planning (the "**Guidelines to MAS Notice 134**") which has also taken effect on 1 January 2025.

With effect from 31 December 2024, the statutory bail-in regime under the FSM Act has been extended to include Singapore-incorporated licensed insurers and designated financial holding companies which has at least one subsidiary that is a licensed insurer incorporated, formed or established in Singapore. The classes of instruments that will be subject to the bail-in for Singapore-incorporated licensed insurers and designated financial holding companies which have at least one subsidiary that is a licensed insurer incorporated, formed or established in Singapore include:

(a) any equity instrument or other instrument that confers or represents a legal or beneficial ownership in the Division 6 FI except an ordinary share;

(b) any unsecured liability or other unsecured debt instrument except the liabilities specified under section 123(3) of the Insurance Act 1966 and the preferential debts specified under section 203(1) of the Insolvency, Restructuring and Dissolution Act 2018; and

(c) any instrument that provides for a right for the instrument to be written down, cancelled, modified, changed in form or converted into shares or another instrument of ownership, when a specified event occurs,

but do not include any instrument issued before 31 December 2024, or a derivatives contract as defined in regulation 9(2) of the FSM Regulations.

Separately, under regulation 30 of the FSM Regulations, a Division 6 FI will also be required to ensure that the contract (i) that governs an eligible instrument issued by it and (ii) that is governed by any law other than the law of Singapore must contain a provision to the effect that the parties to the contract agree that the eligible instrument may be the subject of a bail in certificate.

### *Inspection and Investigative Powers*

The MAS' inspection and investigative powers are set out under Division 2 and Division 2A of Part 3 of the Insurance Act which allow the MAS to: (a) inspect, under conditions of secrecy, the books of a licensed insurer or any branch or subsidiary outside Singapore of a licensed insurer established or incorporated in Singapore or an insurance subsidiary; and (b) conduct any investigation that is considers necessary or expedient to perform their duties under the Insurance Act, to ensure compliance with the Insurance Act or any written direction issued under it or to investigate an alleged or suspected contravention of any provision of the Insurance Act or any written direction issued under it.

MAS' evidence-gathering powers under the Insurance Act has been enhanced with effect from 24 January 2025 following the commencement of Part 3 of the Financial Institutions (Miscellaneous Amendments) Act 2024. MAS now has enhanced supervision and enforcement powers over licensed insurers and may require any person to provide information for the purposes of investigation, requiring any person to appear for examination and also allows the MAS to enter premises without warrant and be able to transfer evidence between the MAS and other agencies.

In addition, with effect from 31 July 2024, Phase 2B of the FSM Act has commenced and this has introduced a harmonised and expanded power for the MAS to issue prohibition orders against persons who are not fit and proper from engaging in financial activities regulated by the MAS or performing any key roles of functions in the financial industry that are prescribed, in order to protect a financial institution's customers, investors or the financial sector. These powers, which are set out in Part 3 of the FSM Act, broaden the categories of persons who may be subject to prohibition orders and widens the scope of prohibition to cover functions critical to the integrity and functions of financial institutions. The MAS has stated that it will continue to exercise its prohibition order powers judiciously taking into account the nature and severity of each misconduct, and its actual and potential impact on trust in the financial sector. These expanded powers apply to persons working in insurers in Singapore.

### *Priority of liabilities in winding up*

Section 123(1) of the Insurance Act provides that, where a licensed insurer becomes unable to meet its obligations or becomes insolvent, the assets of the licensed insurer, subject to Section 16(12) of the Insurance Act, must be available to meet all liabilities in Singapore of the licensed insurer specified in Section 123(3), including liabilities which are properly attributable to the business to which an insurance fund relates (the "**Specified Liabilities**"). The Specified Liabilities will have priority over all unsecured liabilities of the insurer, other than the preferential debts specified in Section 203(1) of the IRDA.

Under Section 123(3) of the Insurance Act, the Specified Liabilities are (and in the event of a winding up of an insurer will rank in the following order of priority notwithstanding the provisions of any written law or any rule of law relating to the winding up of companies):

(a) firstly, any levy due and payable by the licensed insurer under the Deposit Insurance and Policy Owners' Protection Schemes Act;

(b) secondly, protected liabilities incurred by the licensed insurer, up to the amount paid or payable out of any of the PPF Funds (i.e. the PPF Life Fund or the PPF General Fund) by SDIC under the Deposit Insurance and Policy Owners' Protection Schemes Act in respect of such protected liabilities and, if applicable, the amount paid or payable out of any of the PPF Funds by SDIC under the Deposit Insurance and Policy Owners' Protection Schemes Act to fund any transfer or run-off of the business of the licensed insurer or the termination of insured policies issued by the licensed insurer;

(c) thirdly, any liabilities incurred by the licensed insurer in respect of direct policies which are not protected under the Deposit Insurance and Policy Owners' Protection Schemes Act;

(d) fourthly, any liabilities incurred by the licensed insurer in respect of reinsurance policies;

(e) fifthly, any sum claimed by the trustee of a resolution fund (within the meaning of section 107 of the FSM Act) from the licensed insurer under Sections 112, 113, 114 or 115 of the FSM Act.

As between Specified Liabilities of the same class referred to in sub-paragraphs (a) to (e) above, such Specified Liabilities rank equally between themselves and are to be paid in full unless the assets of the licensed insurer are insufficient to meet them in which case they are to abate in equal proportions between themselves.

***AML/CFT Requirements***

Licensed insurers in Singapore are subject to AML/CFT requirements which are both of general application and applies to all persons in Singapore as well as those of sectoral application which applies only to financial institutions in Singapore. The AML/CFT requirements which are of general application are set out in the CDSA and TSOFA and applies to all persons in Singapore, including an insurer licensed in Singapore and a DFHC.

Separately, as a financial institution regulated by the MAS, an insurer licensed in Singapore as a life insurer is subject to AML/CFT requirements issued by the MAS which are of sectoral application. A life insurer such as Great Eastern Life is required to implement robust controls to detect and deter the flow of illicit funds through Singapore's financial system. The MAS has issued MAS Notice 314 on Prevention of Money Laundering and Countering the Financing of Terrorism – Life Insurers ("**MAS Notice 314**") and its relevant guidelines which set out the AML/CFT requirements which apply to all direct life insurers in relation to their life policies. This includes performing customer due diligence on all customers before and after establishing business relations with any customer, conducting regular account reviews, performing record keeping and reporting any suspicious transactions to the Suspicious Transaction Reporting Office, Commercial Affairs Department of the Singapore Police Force. On 30 June 2025, MAS Notice 314 was re-issued under the FSM Act. The revised MAS Notice 314, which came into effect on 1 July 2025, includes clarification on the information which a direct life insurer is required to obtain from its customers for the purposes of identifying the customers and their beneficial owners. Paragraph 9 of the revised MAS Notice 314 also makes clear that a direct life insurer cannot rely on an entity or financial institution which only holds a payment services licence or a digital token service provider licence (or equivalent foreign licence) to perform customer due diligence measures required under the notice. These amendments which take reference from the revised standards set by the Financial Action Task Force had been proposed in the Consultation Paper on Proposed Amendments to AML/CFT Notices and Guidelines published by MAS on 8 April 2025 and applies to all financial institutions.

In addition, the FSM Regulations issued by the MAS which give effect to targeted financial sanctions under the UNSCR will also apply to a life insurer and a DFHC. Broadly, the FSM Regulations require financial institutions to (a) immediately freeze funds, other financial assets or economic resources of designated individuals and entities; (b) not enter into financial transactions or provide financial assistance or services in relation to: (i) designated individuals, entities or items; or (ii) proliferation,

nuclear or other sanctioned activities; and (iii) inform MAS of any fact or information relating to the funds, other financial assets or economic resources owned or controlled, directly or indirectly, by a designated individual or entity.

In response to Russia's invasion of Ukraine, the Singapore government has imposed financial measures targeted at designated Russian banks, entities and activities in Russia, and fund-raising activities benefiting the Russian government. These measures apply to all financial institutions in Singapore including a life insurer and a DFHC. These financial measures are set out in MAS Notice SNR-N01 on Financial Measures in Relation to Russia and MAS Notice SNR-N02 on Financial Measures in Relation to Russia – Non-prohibited Payments and Transactions which were first issued on 14 March 2022, but have been cancelled and re-issued on 30 June 2025, with the updated notices having taken effect from 1 July 2025.

In addition, the MAS has on 21 November 2025 issued MAS Notice SNR-N03 on Financial Measures in Relation to Violent Israeli Settlers which imposes targeted financial sanctions on four Israeli individuals for their involvement in acts of violence against Palestinians in the West Bank. These financial measures apply to all financial institutions in Singapore including a bank in Singapore.

### *Outsourcing*

Licensed insurers are subject to the MAS' Guidelines on Outsourcing (Financial Institutions other than Banks) which has taken effect from 11 December 2024 and which sets out the MAS' expectations of a financial institution that has entered into any outsourcing arrangement or is planning to outsource is business activities to a service provider. The Guidelines on Outsourcing (Financial Institutions other than Banks) requires a financial institution to enter into an outsourcing agreement with the service provider and for such outsourcing agreement to contain certain specified provisions including in relation to performance, operational, internal control and risk management standards, confidentiality and security, business continuity management, monitoring and control, notification of adverse developments, dispute resolution, default termination and early exit, sub-contracting as well as providing for audit and inspection rights.

### *Digital Advisory Services*

On 8 October 2018, the MAS issued the Guidelines on Provision of Digital Advisory Services, which applies to all financial institutions (including licensed insurers) offering or seeking to offer digital advisory services in Singapore. Digital advisers seeking to offer their platforms to investors in Singapore will have to be licensed for fund management or dealing in capital markets products under the SFA and/or providing financial advisory services on investment products under the FAA.

The type of licensing depends on the operating model of the digital adviser. The Guidelines set out the MAS' expectations on the board of directors and senior management to address the risks posed covering governance and supervision of algorithms, and clarifies the applicability of existing requirements to digital advisers, such as those relating to technology risk management, prevention of money laundering and countering the financing of terrorism, suitability of advice, disclosure of information, applicability of the balanced scorecard framework, as well as advertisements and marketing.

### *Environment Risk Management*

On 8 December 2020, the MAS issued the Guidelines on Environmental Risk Management for Insurers ("**ERM Guidelines**") which applies on a group basis for Singapore-incorporated insurers. The ERM Guidelines set out the MAS' expectations on environmental risk management for all insurers and covers governance and strategy, risk management, underwriting, investment and disclosure of environmental risk information. The board of directors and senior management of the insurer is expected to maintain effective oversight of the insurer's environmental risk management and disclosure, including the policies and processes to assess, monitor and report such risk, and oversee the integration of the insurer's environmental risk exposures into the insurer's enterprise risk management framework. Insurers were

given up to June 2022 to implement the expectations set out in the ERM Guidelines and demonstrate evidence of implementation progress.

On 18 October 2023, the MAS published the Consultation Paper on Guidelines on Transition Planning (Insurers) setting out MAS' proposed Guidelines on Transition Planning to supplement the ERM Insurer Guidelines and provide additional granularity in relation to insurers' transition planning processes. Transition planning for insurers refers to the internal strategic planning and risk management processes undertaken to prepare for both risks and potential changes in business models associated with the transition. The proposed Guidelines on Transition Planning (Insurers) (the "**Insurer TPG**") sets out the MAS' expectation for insurers to have a sound transition planning process to enable effective climate change mitigation and adaptation measures by their customers in the global transition to a net zero economy and the expected physical effects of climate change. It is proposed that the Insurer TPG will be applicable to insurers providing insurance coverage to corporate customers, insurer's underwriting and investment activities as well as any other activities that expose the insurer to material environmental risk. For Singapore-incorporated insurers, the Insurer TPG will be applicable on a group basis.

***Individual Accountability and Conduct***

With effect from 10 September 2021, financial institutions regulated by the MAS should implement appropriate policies and processes to achieve five accountability and conduct outcomes ("**Outcomes**") set out in the MAS Guidelines on Individual Accountability and Conduct issued on 10 September 2020. These five Outcomes and the specific guidance underpinning each Outcome aim to reinforce financial institutions' responsibilities in the following three key areas:

(a) to promote the individual accountability of senior managers;

(b) to strengthen oversight over material risk personnel; and

(c) to reinforce conduct standards among all employees.

***Fair Dealing***

As an exempt financial adviser, Great Eastern Life is subject to the Guidelines on Fair Dealing – Board and Senior Management Responsibilities for Delivering Fair Dealing Outcomes to Customers (the "**Fair Dealing Guidelines**") which applies to the selection, marketing and distribution of investment products, which includes life insurance policies. The Fair Dealing Guidelines set out the responsibilities of the board of directors and senior management for delivering fair dealing outcomes to customers.

The Fair Dealing Guidelines sets out five fair dealing outcomes which financial institutions should aim to achieve as well as practical steps which financial institutions can implement for this purpose. These five fair dealing outcomes are:

(a) Outcome 1: Customers have confidence that they deal with financial institutions where fair dealing is central to the corporate culture.

(b) Outcome 2: Financial institutions offer products and services that are suitable for their target customer segments.

(c) Outcome 3: Customers are served by competent representatives.

(d) Outcome 4: Customers receive clear, relevant and timely information that accurately represent the products and services offered and delivered.

(e) Outcome 5: Financial institutions handle customer complaints in an independent, effective and prompt manner.

With effect from 30 May 2024, the scope of application of the Fair Dealing Guidelines has been widened to include all products and services offered by all financial institutions to their customers.

***Digital Advertising Activities***

On 25 September 2025, the MAS issued the Guidelines on Standards of Conduct for Digital Advertising Activities (the "**Digital Advertising Guidelines**") to emphasise the MAS' expectations for financial institutions and their digital marketers to conduct digital advertising activities in a responsible and professional manner. The Digital Advertising Guidelines, which apply to all financial institutions and their digital marketers who advertise financial products and services to customers via digital media, sets out market conduct safeguards that financial institutions should put in place and adhere to when conducting digital advertising activities. The Digital Advertising Guidelines are principles-based and each financial institution is expected to consider how best to apply the market conduct safeguards in the context of its business model, customer base and in a manner commensurate with the associated risks of the digital media used. The Digital Advertising Guidelines which will take effect on 25 March 2026 should be read with the Fair Dealing Guidelines.

***Proposed amendments to the Insurance Act***

The MAS has on 4 November 2022 published a Consultation Paper on Amendments to the Insurance Act and the Insurance (Intermediaries) Regulations proposing amendments to the Insurance Act to take into account regulatory and market developments, as well as to align where appropriate, the regulatory framework for insurance with other financial activities regulated by the MAS. The MAS has proposed to introduce a policy to regulate the conduct of and investment in insurance and non-insurance businesses by insurers in Singapore (the "**anti-commingling policy**"). The anti-commingling policy is intended to ensure insurers remain focused on their core insurance business and competencies and to avoid potential contagion from the conduct of non-insurance businesses. The general thrust of the anti-commingling policy will be to prohibit insurers from: (a) directly undertaking businesses other than insurance business and permissible businesses; (b) using or sharing their names, logos or trademarks on or with physical infrastructure or any other entities; and (c) acquiring or holding a major stake in any corporation with the prior approval of the MAS. The MAS has also proposed to introduce powers in the Insurance Act to strengthen its oversight of outsourcing arrangements of insurers and to require insurers to restitute their insurance funds for participating and investment-linked policies.

On 21 March 2024, the MAS published the Response to Feedback Received on Amendments to the Insurance Act and the Insurance (Intermediaries) Regulations stating that it will proceed with the proposals. The MAS will consult on the types of non-insurance businesses to be included in the proposed list of prescribed businesses for the purposes of the anti-commingling policy in due course. The MAS has also stated that insurers will be provided a transition period of 1 year from the effective date of the amendments to the Insurance Act to seek the MAS' approval where required or make any other arrangements as necessary for existing non-permissible businesses or non-permissible name sharing arrangements.

In connection with the MAS proposal to strengthen its oversight of outsourcing arrangements of insurers, the MAS has proposed to issue an Outsourcing Notice which will define a set of minimum standards for outsourcing management and set out specific requirements in areas such as evaluation of service provider for insurers. The MAS intends to consult the insurance industry on the proposed requirements in the Outsourcing Notice in due course.

The MAS also intends to proceed with its proposal to require insurers to restitute their insurance funds for participating and investment-linked policies although the proposed powers will be confined to circumstances where there had been a breach of the MAS' requirements. The MAS has stated that in ascertaining whether a breach of the MAS' requirements has occurred, the MAS will provide the insurer the opportunity to explain and present its facts. The MAS will then establish if there had indeed been a breach, and assess the circumstances of the case before deciding on the appropriate supervisory actions, including whether to exercise the proposed powers.