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**FUBON FINANCIAL HOLDING
CO., LTD.**



**FUBON BANK (HONG KONG)
LIMITED**
(Stock Code: 636)

JOINT ANNOUNCEMENT

**PROPOSAL TO PRIVATISE
THE ORDINARY SHARE CAPITAL OF
FUBON BANK (HONG KONG) LIMITED
BY WAY OF A SCHEME OF ARRANGEMENT
UNDER SECTION 166 OF THE COMPANIES ORDINANCE**

**VOLUNTARY CONDITIONAL CASH OFFER BY
UBS AG, HONG KONG BRANCH
ON BEHALF OF
FUBON FINANCIAL HOLDING CO., LTD. TO ACQUIRE
ALL THE ISSUED PREFERENCE SHARES OF
FUBON BANK (HONG KONG) LIMITED
(OTHER THAN THOSE ALREADY OWNED BY
FUBON FINANCIAL HOLDING CO., LTD
OR PARTIES ACTING IN CONCERT WITH IT)**

EFFECTIVE DATE OF THE SCHEME OF ARRANGEMENT

**WITHDRAWAL OF LISTING OF
FUBON BANK (HONG KONG) LIMITED**

AND

DESPATCH OF CHEQUES FOR PAYMENT UNDER THE SCHEME PROPOSAL

Financial adviser to Fubon Financial Holding Co., Ltd.



UBS AG, Hong Kong Branch

**Independent financial adviser to the independent board committee of
Fubon Bank (Hong Kong) Limited**



CLSA Equity Capital Markets Limited

References are made to (i) the scheme document jointly issued by Fubon Financial Holding Co., Ltd. (the “**Offeror**” or “**Fubon Financial**”) and Fubon Bank (Hong Kong) Limited (the “**Company**”) on 4 April 2011 in relation to the Scheme Proposal and the Preference Share Offer (the “**Scheme Document**”); and (ii) the announcements jointly issued by the Offeror and the Company dated 29 April 2011 and 7 June 2011, respectively. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Scheme Document.

The High Court made an order on Tuesday, 7 June 2011 sanctioning the Scheme of Arrangement without modification and confirming, under Section 60 of the Companies Ordinance, the reduction of capital provided for by the Scheme of Arrangement. As at Wednesday, 8 June 2011, all of the conditions of the Scheme of Arrangement as set out in the Scheme Document were satisfied except for the delivery of the sealed copy of the order of the High Court to the Registrar of Companies of Hong Kong and the registration of the same by the Registrar of Companies of Hong Kong, which are expected to take place shortly, at which point in time, the Scheme of Arrangement will become effective.

The Hong Kong Stock Exchange has approved the withdrawal of listing of the Shares on the Hong Kong Stock Exchange with effect from 9:00 a.m. on Wednesday, 8 June 2011, subject to the Scheme of Arrangement becoming effective.

Cheques for the cash payment under the Scheme Proposal are expected to be despatched to the Scheme Shareholders on or before Saturday, 18 June 2011, despite the fact that the Scheme of Arrangement has not become effective as of today.

The Preference Share Offer is only subject to and conditional upon the Scheme of Arrangement becoming effective. Accordingly, the Preference Share Offer will become unconditional on the date the Scheme of Arrangement becomes effective.

A further announcement will be made as soon as the Scheme of Arrangement becomes effective and therefore the Preference Share Offer becomes unconditional.

Preference Shareholders and potential investors are advised to exercise caution when dealing in the Preference Shares.

By Order of the Board
FUBON FINANCIAL HOLDING CO., LTD.
Victor Kung
President

By Order of the Board
FUBON BANK (HONG KONG) LIMITED
Pei-Hwa Thomas Liang
Managing Director

Hong Kong, 8 June 2011

The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, other than information relating to the Company, and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the Company) have been arrived at after due and careful consideration and there are no facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement relating to the Company, and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the Offeror), have been arrived at after due and careful consideration and there are no facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

As at the date of this announcement, the board of directors of the Offeror comprises Mr. Ming-Chung (Daniel) Tsai (Chairman), Mr. Ming-Hsing (Richard) Tsai (Vice Chairman), Mr. Dah-Jan Chiou, Mr. Yeh-Shin Chen, Mr. Tsan-Ming Shih, Mr. Victor Kung, Mr. Peng-Yuan Cheng and Mr. Jerry Harn as executive directors and Mr. Hong-Chang Chang, Mr. Nelson Chang, Mr. Timothy Ting-yu Ting and Mr. Kok-Choo Chen as independent directors.

As at the date of this announcement, the Board of Directors of the Company comprises of Pei-Hwa Thomas LIANG (Managing Director), James YIP, Dennis CHAN Wen Yueh as Executive Directors; Ming-Hsing (Richard) TSAI (Chairman), Ming-Chung (Daniel) TSAI (Vice Chairman), Victor KUNG, Michael CHANG Ming-Yuen as Non-Executive Directors; and Robert James KENRICK, Moses TSANG, Hung SHIH as Independent Non-Executive Directors.