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

*(incorporated in Taiwan with limited liability)*

**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)**

**INCREASE IN CANCELLATION CONSIDERATION**

Reference is made to the announcement made by Fubon Financial Holding Co., Ltd. ("**Fubon Financial**") on 10 January 2011 and the joint announcement issued jointly by Fubon Financial and Fubon Bank (Hong Kong) Limited ("**Fubon Bank**") dated 19 January 2011 (the "**Joint Announcement**"). Terms used in this announcement shall have the same meanings as that defined in the Joint Announcement.

Fubon Financial has notified Fubon Bank on 14 March 2011 that after taking into account market feedback on the Scheme Proposal, the Cancellation Consideration under the Scheme Proposal is

to be increased from HK\$5.00 for every Scheme Share cancelled to HK\$5.20 for every Scheme Share cancelled and the Scheme Proposal will be adjusted accordingly. No other changes to the Scheme Proposal are being made. Furthermore, no changes to the Preference Share Offer (including the offer price for the Preference Share Offer) are being made. The adjusted Cancellation Consideration is in line with the approval given by the board of directors of Fubon Financial and the professional advice it has received.

**Shareholders, Preference Shareholders and potential investors should be aware that the implementation of the Scheme Proposal and the Preference Share Offer continues to be subject to the conditions set out in the Joint Announcement being fulfilled or waived, as applicable, and thus the Scheme Proposal may or may not become effective and the Preference Share Offer may or may not proceed.**

Fubon Financial has also published an announcement in Taiwan on 14 March 2011 in relation to the subject matter of this announcement. Such announcement can be viewed at the website of Fubon Financial [www.fubon.com/eng/index\\_IR.htm](http://www.fubon.com/eng/index_IR.htm) and by selecting "Event and News", "Announcement in TWSE" and "Material Information Year 2011".

In accordance with Rule 3.8 of the Takeovers Code, associates of Fubon Financial (including shareholders having interests of more than 5 per cent. of the relevant securities (as defined under Note 4 to Rule 22 of the Takeovers Code) are hereby reminded to disclose their dealings in the relevant securities of Fubon Bank pursuant to the requirements of the Takeovers Code.

By order of the board of  
**Fubon Financial Holding Co., Ltd.**  
**Victor Kung**  
*President*

Hong Kong, 14 March 2011

*The directors of Fubon Financial Holding Co., Ltd. jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and that there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

*In accordance with Rule 3.8 of the Takeovers Code, reproduced below is the full text of Note 11 to Rule 22 of the Takeovers Code:*

*"Responsibilities of stockbrokers, banks and other intermediaries*

*Stockbrokers, banks and others who deal in relevant securities on behalf of clients have a general duty to ensure, so far as they are able, that those clients are aware of the disclosure obligations attaching to associates and other persons under Rule 22 and that those clients are willing to comply with them. Principal traders and dealers who deal directly with investors should, in appropriate case, likewise draw attention to the relevant Rules. However, this does not apply when the total value of dealings (excluding stamp duty and commission) in any relevant security undertaken for a client during any 7 day period is less than \$1 million.*

*This dispensation does not alter the obligation of principals, associates and other persons themselves to initiate disclosure of their own dealings, whatever total value is involved.*

*Intermediaries are expected to co-operate with the Executive in its dealings enquires. Therefore, those who deal in relevant securities should appreciate that stockbrokers and other intermediaries will supply the Executive with relevant information as to those dealings, including identities of clients, as part of that co-operation.”*

*As at the date of this announcement, the board of directors of Fubon Financial Holding Co., Ltd. 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, 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.*