ANNUAL REPORT 2011

A LIFE STORY

GREAT EASTERN HOLDINGS LIMITED

FOREWORD

A Life Story traces our footprints over the past year and features our growth and development alongside the people that matter most to us – our customers, distribution representatives, employees, partners and other stakeholders. Underpinned by our strong belief in the guiding principles that have taken us thus far, ***A Life Story*** also provides insight into the directions in which we're heading and how we plan to do better.

OUR MISSION

To make life great by providing financial security,
and promoting good health and meaningful relationships.

OUR VISION

To be the leading financial service provider in Asia,
recognised for our excellence.

OUR CORE VALUES

Integrity
Initiative
Involvement

ETHOS

Great Eastern is always acting in the best interests of our customers with Fair Dealing as the basis of our business.

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KEY FIGURES

PERFORMANCE HIGHLIGHTS FY2011

Gross premiums	S$ 6,431 million	Profit attributable to shareholders	S$ 386 million
Total assets	S$ 55,603 million	Shareholders' fund	S$ 3,912 million
Economic value of one year's new business	S$ 365 million	Embedded value	S$ 7,465 million
Market capitalisation	S$ 5,964[1] million	Distribution per share	37[2] cents

(1) This is calculated using Shares Outstanding of 473,319,069 shares and last traded price in FY2011 of S$12.60 (31 December 2011).

(2) This includes the interim dividend of 10 cents per ordinary share and a final dividend of 27 cents per ordinary share.

CHAPTER 1

THE PEOPLE
BEHIND THE STORY

THE STORY BEGINS WITH THE CHAIRMAN

CHAIRMAN'S STATEMENT

2011 was a challenging year and the Great Eastern story was one of resilience. Much of our resilience, I believe, is firmly guided by our core values of Integrity, Initiative and Involvement. These values form the foundation on which the long and successful history of Great Eastern is built.

There were many highlights during the year.

Our core insurance business registered double-digit growth in total weighted new sales which rose 10%, while our new business embedded value (NBEV), a measure of long-term profitability, grew by 20%. Our underwriting results therefore continued to remain strong and contributed to the Group's good performance despite the challenging investment climate in 2011.

We maintained our position as the leading insurer in Singapore and Malaysia, and for a record 11th year, occupied the pole position in bancassurance in Singapore amidst increasing competition.

During the year, we were recognised for our commitment to operational excellence, innovative spirit, strong corporate governance and a robust enterprise risk-management system. Our Singapore business won the prestigious Life Insurer of the Year Award at the 15th Asia Insurance Industry Awards, a notable achievement given the strength of the competition from all around Asia. We also received an affirmation of "AA-" rating with a stable outlook by Standard & Poor's for our Singapore operations for the second consecutive year, one of the highest ratings for a life insurer in Asia-Pacific. The rating is a testament to our credit-worthiness and financial strength.

We continued to build on our solid business foundation to create a forward-looking and customer-centric organisation. Deliberate steps were taken to align our Group-wide resources for greater synergies as we strove to meet our customers' evolving needs with appropriate products and, at the same time, provide them a differentiated experience.

To stay ahead of the competition, we invested in research and surveys for greater insights into our customers' demographics, lifestyle and preferences. The findings enabled us to better align our propositions for the different customer segments and also drove our digital strategy as we responded to how our customers prefer to be engaged.

Being a key member of the OCBC Group and part of a universal financial services enterprise, we were able to tap on the Group's strong capabilities stretching across private banking, consumer banking, business banking, international banking, global treasury, investment management, securities, brokerage, asset management and insurance. We leveraged the Group synergies to grow our business, increase sales, reduce cost, eliminate duplication as well as to develop our talent pool.

All these have positioned us well for our Group's new mantra – We're not just a life insurance company anymore. We're a life company.

FINANCIAL PERFORMANCE REVIEW

The Group reported full-year 2011 net profit attributable to shareholders of S$385.7 million compared with S$507.2 million in 2010. The decrease in 2011 was caused by unrealised mark-to-market losses as the investment climate deteriorated severely in the second half of 2011 arising from concerns over the sovereign debt crisis in the Eurozone and slowing global economic growth. Despite the challenging investment climate, the investment portfolios of the insurance funds and Shareholders' Fund remained sound with no significant impairment charges, and generated growth in net investment income for the full year.

In 2011, total weighted new sales for the Group rose to S$798.3 million from S$723.8 million in 2010 and NBEV increased to S$364.8 million from S$304.9 million the previous year. These reflect our deliberate and successful strategy in shifting our product mix towards regular premium and protection-based products to meet the needs of customers.

The Group's total assets increased from S$53.4 billion as at 31 December 2010 to S$55.6 billion as at 31 December 2011.

We remained committed to the highest standards of corporate governance and continued to exercise prudent risk management.

The Group continues to be strongly capitalised. In Singapore and Malaysia, the Capital Adequacy Ratios of our insurance subsidiaries both exceeded 200%, well above the minimum regulatory ratios of 120% and 130% respectively. In January 2011, we issued S$400 million subordinated fixed rate notes under the Multicurrency Medium Term Note Programme to provide financial flexibility and enhance our capital structure.

DIVIDENDS

An interim tax exempt (one-tier) dividend of 10 cents per ordinary share for the financial

"The value of our brand grew by a massive 83% and is now valued at US$1.15 billion (S$1.5 billion) compared with US$627 million (S$818.9 million) in 2010."

year 2011 was paid on 6 September 2011. Despite a lower net profit, the Group's capital position remains strong and its long-term prospects are favourable. The Directors have therefore recommended, for Shareholders' approval at their Annual General Meeting, the payment of a final tax exempt (one-tier) dividend of 27 cents per ordinary share. Upon approval, this dividend will be paid on 9 May 2012. This brings the total dividend payment for the financial year 2011 to 37 cents per ordinary share.

REGULATORY DEVELOPMENTS IN SINGAPORE, MALAYSIA AND INDONESIA

In Singapore, the Monetary Authority of Singapore introduced new requirements for all distribution representatives to formally assess a customer's investment knowledge before selling them specified investment products such as investment-linked insurance policies. In Malaysia, the Personal Data Protection Act, which governs the processing of personal data in commercial transactions, and The Competition Act, which prohibits anti-competitive conduct and activities, came into force while in Indonesia, regulations were further tightened to permit only licensed agents to sell insurance.

We fully support measures taken by the authorities to enhance industry standards and safeguard customers' interests, and undertook the necessary measures to ensure full compliance. We believe these regulations will further enhance customer confidence, which bodes well for business growth.

AWARDS AND RECOGNITION

Across the Group, we garnered several awards and recognition.

A strong brand is critical to drive sustained business growth. Brand Finance, the world's leading independent intangible asset and brand valuation consultancy, ranked Great Eastern ninth out of 100 top Singapore brands. The value of our brand grew by a massive 83% and is now valued at US$1.15 billion (S$1.5 billion) compared with US$627 million (S$818.9 million) in 2010.

For our continuing efforts in improving corporate governance standards, we received a Merit Award at the 12th Investors' Choice Awards by Securities Investors Association (Singapore). The first of its kind in Asia, the award recognised companies which best met the spirit of the Singapore Code from the investors' perspective.

Other awards included the Trusted Brand Gold Award by Reader's Digest for both our Singapore and Malaysia operations and the BrandLaureate Asia-Pacific Best Brands for the insurance sector for our Malaysian operations. Great Eastern Takaful Sdn Bhd captured the Best New Takaful Operator award at the Islamic Business & Finance Awards in Dubai, while our operations in Vietnam was voted the Most Favourite Brand by readers of Saigon Liberation, the most popular newspaper in Vietnam. In addition, our Orchard Emerald project, an iconic retail and office landmark on Orchard Road, also garnered the Green Mark Gold Award from the Building and Construction Authority.

GIVING BACK TO THE COMMUNITY

We believe that success is not only measured by financial results and remain ever mindful of the need to be socially responsible; that we need to make a difference in the lives of the people around us. We believe not only in giving in the monetary sense, but also in giving of our time and energy. Across the Group, we supported many worthy causes and undertook community programmes which also enabled us to build meaningful relationships in the communities in which we operate.

We increased efforts to care for the environment. Our Go Green Programme in Singapore, Malaysia and Indonesia has firmly taken root and we will continually look for opportunities to contribute to meaningful projects that have a positive environmental impact.

NAVIGATING THE FUTURE

The global economy is expected to grow at a much slower pace in 2012 and concerns remain high about the Eurozone sovereign debt crisis. While our investment performance may continue to be affected by volatility in the global financial markets, the outlook for our core insurance business remains optimistic as Asia continues to offer strong long-term growth potential and we are well-entrenched in several of these key growth markets.

In Singapore and Malaysia, we will strive to maintain our market leadership position and be the industry benchmark for all fronts, including excellence in customer experience. We will widen our product suite to meet our customers' evolving needs as well as the demands of a changing customer base and reward our customers with innovative products and best-in-class service. We will scale up our Takaful operations in Malaysia and continue to develop our regional businesses through a disciplined expansion strategy, centred on building quality and highly productive distribution channels.

Our long-term vision and strategy is clear. We will be setting ourselves new standards in customer engagement and service. In 2012, we will be rolling out a series of marketing initiatives that will help us evolve Great Eastern into a more vibrant and exciting brand and enable us to better engage our customers in their journey with Great Eastern.

Our priorities will be to continually strengthen collaborative efforts across the Group as well as our core competencies, exercise greater financial discipline, remain nimble and efficiently manage our costs. A key priority will be to increase the productivity level across our operations by identifying innovative and cost effective delivery solutions. Investing in developing our people, as well as to attract and retain talent to drive organic and inorganic growth, will remain a key focus. We will continue to effectively engage and communicate with our staff as this is important to sustain our performance.

The coming year will continue to be challenging but given our strong financial position, the unique synergies we enjoy across the OCBC Group, our well-established multi-dimensional distribution channels, our dedicated employees, and the continued trust and confidence we enjoy from our policyholders, we are well-positioned to deliver profitable growth and sustained value for our shareholders.

ACKNOWLEDGEMENTS

There will be some changes to our Board of Directors. Tan Sri Dato' Dr Lin See-Yan, who served as a Director since September 1999, and Mr David Conner, who served as a Director since January 2005, will be stepping down. I wish to record my sincere gratitude to both of them on behalf of the Board for their invaluable contributions and insights and wish them the very best in their future endeavours.

The Board extends a very warm welcome to our new director Mr Samuel Tsien, who will be appointed in April 2012. Mr Tsien, who will become the Chief Executive Officer of OCBC Bank on 15 April 2012, has wide experience in the banking and financial services sector and we look forward to his contributions to the Group.

On behalf of the Group, I would also like to express my appreciation to the Board of Directors for their guidance and wise counsel. I would also like to commend the management and staff for their hard work and dedication. It would be remiss of me if I did not also acknowledge the strong support given by our partners, in particular the sales force from our agency and bancassurance channels, as well as Great Eastern Financial Advisers, the Union, and other stakeholders. To our shareholders and loyal customers, a big thank you for your support and continued confidence in Great Eastern, and allowing us to be part of your life story.

Fang Ai Lian (Mrs)
Chairman
6 March 2012

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WRITING THE NEXT CHAPTER

GROUP CEO'S REVIEW

It is my pleasure to be reporting to you as Group Chief Executive Officer of Great Eastern Holdings Limited and an honour to be leading a dynamic company synonymous with a rich heritage and well-known brand, strong financials, and a firm business foundation.

The past year has been an exciting one, as we refined our vision and strategy and synergised Group-wide resources to prepare for a host of new initiatives in 2012 that would create a highly differentiated customer experience and keep us at the forefront of competition.

To complement our well-established agency and bancassurance channels, we launched Great Eastern Financial Advisers (GEFA), a unique platform that combines the strengths of a major insurance company and a financial advisory firm. Capitalising on our position as a core subsidiary of the OCBC Group, we continued to leverage our synergies with OCBC on various fronts, such as further strengthening our bancassurance business in Singapore and the region and reaching out to new customer groups. Building on our already strong franchise, we continued to enhance our product suite by launching innovative products to meet the needs of various customer segments.

OUR FINANCIAL PERFORMANCE

We achieved a full-year 2011 net profit attributable to shareholders of S$385.7 million, compared with S$507.2 million in 2010. The decrease was a result of unrealised mark-to-market losses as the investment climate deteriorated severely in the second half of 2011, a period which saw credit and swap spreads widening and equity prices declining. While falling interest rates provided some uplift to the prices of fixed income investments, liability valuations were also higher, offsetting the gains. Although the investment climate was challenging, the investment portfolios of the insurance funds and Shareholders' Fund remained sound with no significant impairment charges, and generated growth in net investment income for the full year.

Our insurance fundamentals remain resilient as evidenced by double-digit growth in both total weighted new sales of 10% to S$798.3 million, and new business embedded value of 20% to S$364.8 million. In Singapore, the deeper penetration of the premier banking customer segment and a shift towards regular premium products contributed to strong bancassurance sales. The agency business registered a stable performance, with a successful shift in product mix towards regular premium, protection-based products. In Malaysia, we benefited from higher sales of regular premium, investment-linked plans to the young and affluent segment through concerted marketing efforts by the agency force. In addition, we expanded our reach to the Small and Medium Enterprise (SME) corporate clientele through our bancassurance tie-up with OCBC Malaysia.

Full-year profit in 2011 from insurance operations was S$411.8 million, compared with S$460.0 million in 2010. Despite stronger underwriting performance, overall insurance profit declined as investment profit, a component of profit from insurance operations, was impacted by the severe deterioration in the investment climate in the second half of 2011.

Profit from investments in Shareholders' Fund came in lower at S$85.0 million in 2011, as there were mark-to-market losses in held-for-trading investments. This stood in contrast to the mark-to-market gains recorded in 2010 amid better market conditions then.

Fees and other income were stable at S$69.0 million for 2011, contributed largely by our asset management subsidiary Lion Global Investors Ltd (LGI), which had assets under management totalling S$27.6 billion.

OUR GROWTH STORY

The Group operates in Asia, a region that presents opportunities with its large under-insured population base and a significant, emerging middle class. In our established markets of Singapore and Malaysia, we witnessed sustained growth as we remained focused on executing our strategy of growing regular premium and protection-based products to meet the needs of customers. Our market leadership was further strengthened with the successful penetration into newer customer segments such as premier banking customers in Singapore as well as young and affluent customers in Malaysia through our broad and innovative range of products.

In Indonesia, we made progress in the bancassurance business, particularly in the second half of 2011. Our partnership with Bank OCBC NISP responded swiftly to the new bancassurance regulations and we will continue to enhance our partnership with the bank to further grow this channel. On the agency front, we maintained our disciplined approach towards building a quality force to deliver sustained performance in the long run. Extending this approach to Vietnam, we made encouraging progress and our agency force now ranks as one of the most productive in the industry.

Further afield, we continued to step up our investments in China to tap the growing insurance market. In November, the Group participated as a cornerstone investor in New China Life Insurance Company Ltd.'s (NCI) IPO, investing approximately S$500 million in NCI's H-Share offering. We anticipate opportunities for growth as well as potential returns through this investment.

On the asset management front, we have made inroads in our efforts to internationalise LGI, notably in Europe and the Middle East. LGI has further expanded its footprint to Japan, where three funds were registered and approved for local distribution, as well as the US, where it has filed for registration with the Securities and Exchange Commission. LGI also incorporated a wholly-owned subsidiary in Luxembourg, which launched two new bond funds – LGlobal Funds Asia High Yield Bond Fund and LGlobal Funds Asia Local Currency Bond Fund.

AN EVOLVING PRODUCT SUITE

At the 15th Asia Insurance Industry Awards held on 31 October 2011, Great Eastern Life Assurance Company Limited won the prestigious Life Insurer of the Year Award. We were recognised for our good understanding of customers, innovative spirit and value-added products. During the year, we continued to introduce an innovative suite of regular premium and protection-based products.

In Singapore, we were the first to offer disability coverage for children and non-working adults through the launch of *LifeSecure*. We also developed *Prestige Global Medicare*, an international medical plan catering to high net worth individuals and corporate customers who require high quality healthcare, ready access to best medical facilities around the globe and high cover limits.

To provide alternative solutions for customers' wealth accumulation needs, we launched *Prestige Portfolio*, a series of guaranteed acceptance investment-linked plans which allow customers to customise their investment portfolio with fund tools and services, periodic reports and updates as well as access to over 100 professionally-managed *Prestige Portfolio Funds*.

In Malaysia, affordable and flexible plans such as our *Smart Protection* investment-linked products catered well to the needs of young working adults, a customer segment that was previously underserved. We also expanded our product range for bancassurance customers with the launch of *MaxSave Gold*, a short-term endowment product with guaranteed cash payments to enhance saving options for customers.

As Malaysia seeks to establish itself as the world's Islamic finance centre, we are focused on building a strong business model to capture growing and significant Takaful opportunities in Asia. The Group's Takaful business commenced in December 2010 and we have since witnessed steady progress with the launch of investment-linked family Takaful products and riders. Our bancatakaful partnership with OCBC Al-Amin is off to a good start and we will further strengthen our strategic partnership with the bank.

In addition, Great Eastern Takaful Sdn Bhd (GETSB) was also appointed as Group Takaful Scheme operator for Koperasi Angkatan Tentera Malaysia Berhad, a co-operative open to all Malaysian Armed Forces personnel and with around 140,000 members currently. We are also delighted that GETSB was awarded Best New Takaful Operator at the Islamic Business & Finance Awards in December 2011.

MULTI-DIMENSIONAL DISTRIBUTION NETWORK

During the year, we widened our distribution channels to include Great Eastern Financial Advisers (GEFA) alongside the mainstay of agency and bancassurance. Customers who prefer financial advisory services and independence can purchase long-term products such as life insurance with confidence that GEFA is backed by a leading and established insurance company. Sales through GEFA have been on a rising trend since launch and it is now one of the largest financial advisory firms in Singapore in terms of sales force. We are optimistic that financial advisory will serve as another channel for us to serve the mass affluent segment.

In the agency business, we emphasised the importance of building a professional, quality and productive sales force, and our agents have consistently been ranked among the most productive in Singapore and Malaysia.

Turning to bancassurance, as a core subsidiary of the OCBC Group, we are uniquely positioned and have intensified our collaboration with OCBC Bank to enhance our competitive offerings. In Singapore, we maintained our pole position in bancassurance for the 11th consecutive year. We witnessed success in penetrating the premier banking segment, which strengthened our leadership position. In Malaysia, the bancassurance tie-up with OCBC Malaysia also registered steady progress, expanding our reach to the SME market in Malaysia, serving the needs of corporate customers.

STRENGTHENING OUR DIGITAL AND IT CAPABILITIES

The world is continuing its move to the digital space at an accelerated pace. To remain both relevant and progressive, we invested in online platforms and talent, harnessing the use of social media and digital marketing tools in response to changing customer behaviour and the manner in which they prefer to be engaged. As part of our efforts to boost our online presence, we have launched a series of customer engagement campaigns through Facebook and Twitter. A smartphone-friendly *Great Eastern Mobile Portal* was also launched in Singapore.

Across the Group, we further strengthened our IT capabilities to enhance operational efficiency. Key IT initiatives included the launch of *GI eXchange* which encompasses an integrated and comprehensive e-enablement solution that promotes e-payment and aims to generate growth in the personal line business in general insurance.

In line with our focus on enhancing customer service, we rolled out the *eWorkflow* system in Singapore, which facilitated faster turnaround time for enquiries and increased our efficiency in processing customers' investments and claims.

To provide our customers and life planners with a secure means of accessing data online, two-factor authentication for the various internet facing applications was launched in both Singapore and Malaysia.

Looking ahead, we will continue to harness our IT capabilities for operational efficiency as well as leverage the potential of digital and social media in our marketing and communications efforts.

DEVELOPING OUR PEOPLE

As the foundation of our success is built upon the contributions of our people, human capital development has always been an integral aspect of our business philosophy. *Best People*, a key strategic programme focusing on *Talent Management*, *Performance and Rewards* and creating a *Distinctive and Winning Culture*, was launched across the Group to attract, develop and retain talent as well as create a strong company culture.

In August, we unveiled *GEvolution*, an internal programme aimed at aligning everyone in the Great Eastern family to our corporate strategies. The programme, driven by our core values of Integrity, Initiative and Involvement, highlights our 103-year history while refining our vision and strategy to help us stay ahead of competition and evolve to the next level of excellence by responding to new and emerging market and consumer trends. We will differentiate ourselves by leveraging our OCBC Group synergy, with a unique value-added customer engagement proposition delivered by well-trained and professional employees, agents and distribution partners. We believe that *GEvolution* will continue to drive our performance and help us achieve our strategic goal of being the most trusted and admired insurance group in our chosen core markets.

We take pride that our employee engagement score is well above the industry average both locally and in the Asia-Pacific, which ranks us among one of the best employers in the region. We will continue to invest in developing and training our employees to help them realise their full potential and harness their capabilities and talent to drive innovation and create sustainable value for the Group as well as promote an open corporate culture that encourages communication and feedback.

THE NEXT LAP

Over the past year, we rose above the challenges and steered ahead by placing our customers first. The feedback we received from customers has been encouraging, evidencing the Group's strong brand equity, stability and reliability.

To stay relevant to policyholders, we have embarked on refining our vision and strategy and will be further leveraging our Group-wide capabilities to formulate unique and compelling customer engagement propositions. Central to this will be our journey to renew and refresh the Great Eastern brand across the Group.

At Great Eastern, our purpose is to help customers live longer and healthier lives so that they can be there for those that truly matter to them. This purpose and the campaign initiatives were researched extensively in Singapore and Malaysia and customers found it refreshing and relevant. We introduced Great Eastern's new customer proposition in 2012 that supports our customers both in terms of living a holistic lifestyle as well as planning for their financial needs. We understand that insurance alone can never replace the loved ones who matter most in people's lives. So we are not just a life insurance company anymore, but a life company that truly cares about our customers and the lives they lead.

As part of delivering our new proposition, we have created a range of tools and benefits centred on Health and Wellness. The Health and Wellness portal contains a wide range of information and tips on how to live healthier, as well as provides access to online tools such as simple health risk assessments. The Live Great loyalty programme incentivises and rewards customers with exclusive access to Health and Wellness benefits and privileges at more than 500 partner establishments across Southeast Asia to actively help them live healthy lifestyles. In the coming months, we will continue to develop new programmes as well as social media applications. We are confident that these initiatives will provide a differentiated, unparalleled experience for our policyholders.

Looking ahead, the outlook for the life insurance industry in Asia remains positive, offering significant growth potential in the long term, despite the ongoing sovereign debt crisis in the Eurozone and slowing growth across major economies. Key drivers sustaining growth include low insurance penetration, rising per capita incomes and a fast-emerging middle class.

As the Group operates in some of the most attractive markets in Asia - Singapore, Malaysia, Indonesia, Vietnam, China and Brunei, we remain optimistic of the underlying growth prospects and potential opportunities in these markets. Industry forecasts for the Takaful industry are positive, and we expect meaningful returns for the Group in the foreseeable future.

We will continue with our disciplined focus on delivering an exceptional customer experience and unique value-added proposition, harnessing our multi-dimensional distribution network and strong brand equity to deliver quality and sustained value growth to our shareholders across the markets in which we operate as well as to deepen our presence in these geographies.

APPRECIATION

During the year, the Group worked hard to rise above the challenges and we achieved commendable results despite the deterioration in the global investment climate. This would not have been possible without the support of my management colleagues and all our staff. I would therefore like to record my appreciation for their hard work. On behalf of management, I would like to express our thanks to our Chairman Mrs Fang Ai Lian and the Board of Directors for their wise counsel and guidance. Our appreciation also goes to our sales force and business partners who have supported and remained with us throughout the year. As a life company, we are committed to growing with our customers and stakeholders.

Christopher Wei
Group Chief Executive Officer
6 March 2012

BOARD OF DIRECTORS

Fang Ai Lian

Christopher Wei

Cheong Choong Kong

David Conner

Norman Ip

Koh Beng Seng

Lee Seng Wee

Lee Chien Shih

Tan Sri Dato' Dr Lin See-Yan

Tan Yam Pin

FANG AI LIAN

Chairman

Mrs Fang was first appointed to the Board of Great Eastern Holdings Limited (the "Company") on 1 April 2008 as a non-executive Director and was appointed as Chairman of the Company upon her re-appointment as a Director on 15 April 2008. She was last re-elected as the Company's Director on 15 April 2009. She was appointed Chairman of the Company's principal insurance subsidiaries – The Great Eastern Life Assurance Company Limited ("Great Eastern Life") and The Overseas Assurance Corporation Limited ("OAC") on 15 April 2008, Great Eastern Life Assurance (Malaysia) Berhad ("GELM") and Overseas Assurance Corporation (Malaysia) Berhad ("OACM") on 3 June 2008. She also serves as a Director in several companies, including Oversea-Chinese Banking Corporation Limited ("OCBC Bank"), Banyan Tree Holdings Limited, Singapore Telecommunications Limited, Metro Holdings Limited and MediaCorp Pte Ltd. She is a Member of the Singapore University of Technology and Design's Board of Trustees. She was previously a Board member of Public Utilities Board (until 1 April 2009), International Enterprise Singapore (until 1 January 2010) and on the Governing Board of Duke-NUS Graduate Medical School of Singapore (until 1 January 2012). Mrs Fang was formerly Chairman of Ernst & Young, from which she retired after a 34-year career.

Mrs Fang is a Fellow of the Institute of Chartered Accountants in England and Wales, a Fellow of the Institute of Certified Public Accountants of Singapore and a Member of The Malaysian Institute of Certified Public Accountants.

CHRISTOPHER WEI

Group Chief Executive Officer

Mr Wei was appointed to the Company's Board on 10 February 2011 upon his appointment as the Group Chief Executive Officer of the Company, Great Eastern Life and OAC with effect from 10 February 2011. He was last re-elected as the Company's Director on 14 April 2011. He is a Director of its subsidiaries including Great Eastern Life, OAC, GELM, OACM, Great Eastern Financial Advisers Private Limited and Deputy Chairman of the Company's asset management subsidiary, Lion Global Investors Limited. Mr Wei is also a Director of Singapore Reinsurance Corporation Ltd. Prior to joining the Company, Mr Wei was the Executive Vice President and Group Chief Marketing Officer of American International Assurance Company Limited ("AIA"), where he oversaw its largest group-wide re-branding exercise in the Asia-Pacific region and played an instrumental role in developing new capabilities in research and business intelligence, customer value management and innovative product development. In addition to his role as Group Chief Marketing Officer, Mr Wei also served as Group Head of Bancassurance and Direct Marketing for AIA.

Among his varied experience in the industry, Mr Wei also held the position of Chief Executive Officer at AIG United Guaranty Insurance (Asia) Limited in Hong Kong. His previous experience in the insurance industry included working at ING Canada Inc. and Allstate Insurance Company of Canada where he held various positions including Chief Risk Officer. Aside from risk management, Mr Wei also led the development of strategic planning, customer segmentation and data analytics capabilities for the companies he worked in.

Mr Wei graduated with a Bachelor of Science (Hons) from the University of Toronto in 1991 where he completed a specialist programme in actuarial science. He is an associate of the Casualty Actuarial Society and a member of the American Academy of Actuaries.

CHEONG CHOONG KONG

Dr Cheong was first appointed to the Board of the Company on 7 January 2005 and was last re-elected as the Company's Director on 15 April 2009. He is a Director of OAC and was a Director of Great Eastern Life until 15 April 2008. He is the Patron of the Movement for the Intellectually Disabled of Singapore (MINDS), Chairman of OCBC Bank and a Board Director of OCBC Management Services Pte Ltd. He was formerly a Director of Singapore Press Holdings Limited (until 4 December 2007) and Singapore Airlines Limited ("SIA") until June 2003, where he last held the position of Deputy Chairman and Chief Executive Officer at SIA.

Dr Cheong holds a Bachelor of Science (First Class Honours in Mathematics) from the University of Adelaide and a Master of Science and Ph.D. in Mathematics and (Honorary) Doctor of Science from the Australian National University, Canberra.

DAVID CONNER

Mr Conner was first appointed to the Board of the Company on 7 January 2005 and was last re-elected as the Company's Director on 14 April 2011. He is a Director of OAC and was a Director of Great Eastern Life until 15 April 2008. Mr Conner is the Chief Executive Officer and Director of OCBC Bank, and also serves as a Director of OCBC Bank (Malaysia) Berhad, OCBC Overseas Investments Pte Ltd, OCBC Al-Amin Bank Berhad, KTB Ltd and Singapore Olympic Foundation. He is Chairman and Director of Bank of Singapore Limited, Singapore Island Bank Ltd and Lion Global Investors Limited, and Commissioner of PT Bank OCBC NISP Tbk, Indonesia. He also serves as a member of the Malaysia-Singapore Business Council, the Council of the Association of Banks in Singapore, the Advisory Committee of the MAS Financial Sector Development Fund, the Corporate Governance Council of MAS, the Advisory Board of the Lee Kong Chian School of Business, the Asia-Pacific Bankers Club and The f-Next Council of the Institute of Banking & Finance. He is Chairman of the International Advisory Council for Asia, Washington University in St. Louis. He is a Board Trustee of Washington University in St. Louis.

He was previously Chairman of the Council of the Association of Banks in Singapore (until 26 June 2009), a Council Member of the Singapore Business Federation (until 31 August 2009) and a Director of the International Monetary Conference (until June 2009). Before joining OCBC Bank in 2002, Mr Conner previously worked for more than 25 years with Citibank N.A., where he was Managing Director and Market Manager for Citibank Japan from 1999 to early 2002.

Mr Conner holds a Bachelor of Arts from Washington University in St. Louis and a Master of Business Administration from Columbia University, USA.

NORMAN IP

Mr Ip was first appointed to the Board of the Company on 5 March 2010 and was last re-elected as the Company's Director on 15 April 2010. Mr Ip is the Chairman of the Board of Malaysia Smelting Corporation Berhad, UE E&C Ltd and WBL Corporation Limited. He is also a Director of United Engineers Limited, AIMS AMP Capital Industrial REIT Management Limited and a Board Member of the Building and Construction Authority. He was previously a Director of Australia Oriental Minerals NL (until 22 June 2011). He retired as the President and Group CEO and Executive Director of The Straits Trading Company Limited group of companies on 31 October 2009.

Mr Ip graduated with a BSc (Econs) from the London School of Economics and Political Science. He is a Fellow of the Institute of Chartered Accountants in England and Wales and a Fellow of the Institute of Certified Public Accountants of Singapore.

KOH BENG SENG

Mr Koh was appointed to the Board of the Company on 2 January 2008 and last re-elected as the Company's Director on 15 April 2010. Mr Koh is the Chief Executive Officer of Octagon Advisors Pte Ltd. He is also a Director of Singapore Technologies Engineering Limited, Fraser and Neave, Limited, BOC Hong Kong (Holdings) Limited, Bank of China (Hong Kong) Limited and Sing-Han International Financial Services Limited. He was previously Deputy President of United Overseas Bank Ltd ("UOB") (until 31 January 2005) and a Director of UOB, Far Eastern Bank Ltd (until 15 February 2005) and Japan Wealth Management Securities Inc. (until December 2011). Mr Koh was previously, for 24 years until 1998 with the Monetary Authority of Singapore ("MAS"), his last appointment being Deputy Managing Director, Banking and Financial Institution Group. After he left MAS in 1998, he was an advisor to the International Monetary Fund (from 1998 to 2000) to reform Thailand's financial sector.

Mr Koh holds a Bachelor of Commerce (First Class Hons) from the former Nanyang University, Singapore, and a Master of Business Administration from Columbia University, USA.

LEE SENG WEE

Mr Lee was first appointed to the Board of the Company on 28 September 1999 and last re-appointed as the Company's Director on 14 April 2011. He has been a Director of OAC since 2001. He was on the Board of Great Eastern Life (since February 1975) until 15 April 2008. Mr Lee is a Director of OCBC Bank since 1966 and was previously its Chairman from August 1995 to June 2003. He is also a Director of the Lee Rubber Group of companies and Lee Foundation.

Mr Lee holds a Bachelor of Applied Science in Engineering from the University of Toronto and a Master of Business Administration from the University of Western Ontario, Canada.

LEE CHIEN SHIH

Mr Lee was first appointed to the Board of the Company on 7 July 2005 and was last re-elected as the Company's Director on 14 April 2011. He is a Director of OAC and was a Director of Great Eastern Life until 15 April 2008. He is a Director of the Lee Rubber Group of companies, Lee Foundation and Bukit Sembawang Estates Limited. He was previously a Director of Frasers Centrepoint Limited (until 23 February 2007) and West Pacific Medical Services Pte Ltd (until 10 May 2010).

Mr Lee holds a MBBS from the National University of Singapore.

TAN SRI DATO' DR LIN SEE-YAN

Tan Sri Dato' Dr Lin was first appointed to the Board of the Company on 28 September 1999 and last re-appointed as the Company's Director on 14 April 2011. He is also on the Board of OAC. He was a Director of Great Eastern Life until 15 April 2008. He also sits on the boards of The Straits Trading Company Limited, Silverlake Axis Limited, Top Glove Corporation Berhad, KrisAssets Holdings Berhad, Fraser & Neave Holdings Berhad, Ancom Berhad, Genting Berhad, Wah Seong Corporation Berhad and JobStreet Corporation Berhad. He continues to serve the public interest, including as a Member of the Prime Minister's Economic Council Working Group in Malaysia, as well as a member of a number of key National Committees on Higher Education; and as Economic Advisor, Associated Chinese Chambers of Commerce and Industry of Malaysia. Tan Sri Dato' Dr Lin was Pro-Chancellor, University Science Malaysia until 2010. He is also Chairman Emeritus, Harvard Graduate School of Arts & Sciences Alumni Council at Harvard University as well as being the Harvard Alumni Association's Regional Director for Asia until 2010, in addition to being President, Harvard Club of Malaysia. Prior to 1998, he was Chairman and Chief Executive Officer of the Pacific Bank Group and, for 14 years previously, Deputy Governor of Bank Negara Malaysia, having been a central banker for 34 years. He also served as director of Khazanah Nasional Malaysia (1994 to 2000) and was Chairman of its Executive Board (1999 to 2000). He was previously a Director of Genting Malaysia Bhd until 1 November 2010.

Tan Sri Dato' Dr Lin has a BA (Hons) from the University of Malaya in Singapore and holds, from Harvard University, USA, a MPA (Finance), MA (Business Economics) and Ph.D (Economics). He is also a Chartered Statistician and a Chartered Scientist, Fellow of the Royal Statistical Society, London, Fellow (Hon) of the Malaysian Insurance Institute and Fellow of the Malaysian Institute of Bankers.

TAN YAM PIN

Mr Tan was first appointed to the Board of the Company and Great Eastern Life and OAC on 7 January 2005 and last re-appointed as the Company's Director on 14 April 2011. Mr Tan is also a Director of Singapore Post Limited, Keppel Land Limited, Blue Scope Steel Limited (Australia) and Leighton Asia Limited (Hong Kong). He has been a Member of the Singapore Public Service Commission since 1990. He was previously a non-executive Chairman of Singapore Food Industries Limited (until April 2009), Chairman of Power Seraya Limited (until early March 2009), a Director of Certis Cisco Security Private Limited (until 1 January 2009) and East Asiatic Company Limited A/S (Denmark) (until end March 2006).

Mr Tan holds a Bachelor of Arts (Hons) from the University of Singapore and a Master of Business Administration from the University of British Columbia, Canada. He is a Fellow of the Canadian Institute of Chartered Accountants, Canada.

OUR KEY EXECUTIVES

CHRISTOPHER WEI
Group Chief Executive Officer
(Mr Wei's profile can be found on page 13 of this report.)

TONY CHEONG
Group Chief Financial Officer
With Great Eastern since 2009. Oversees the finance and actuarial functions of the Group. Also responsible for driving the Group's corporate strategy.

Qualifications: BSc (1st Class Hons) in Actuarial Science, London School of Economics & Political Science; Fellow of the Institute of Actuaries, UK.

ANDREW LEE
Group Chief Marketing and Distribution Officer
With Great Eastern since 2010 and OCBC Bank since October 1999. Responsible at the Group level for brand management, strategic marketing, product management, and distribution management.

Qualifications: BSocial Science (Hons) in Economics, University of Singapore.

DATO KOH YAW HUI
Chief Executive Officer,
Great Eastern Life Assurance (Malaysia) Berhad
With Great Eastern since 2002. Responsible for the operations and business growth, Net Profit After Tax and New Business Embedded Value for Great Eastern Life and Overseas Assurance Corporation in Malaysia.

Qualifications: BSocial Science (Hons) in Economics, Universiti Sains Malaysia; Fellow of Life Management Institute, USA; Registered Financial Planner (RFP); Shariah RFP.

KHOO KAH SIANG (DR)
General Manager (Singapore),
The Great Eastern Life Assurance Company Limited
With Great Eastern since 2006. Responsible for driving and growing the life, group and general insurance business, Net Profit After Tax and New Business Embedded Value for Great Eastern Life and Overseas Assurance Corporation in Singapore.

Qualifications: Ph.D Statistics, University of Kent, Canterbury, UK; Fellow of the Institute of Actuaries, UK.

YOON MUN THIM
Group Chief Investment Officer
With Great Eastern since 2009. Responsible for the formulation of the Group's investment strategies and management of investments within the Group.

Qualifications: BArts and Master of Arts, University of Cambridge; Master of Business Administration (Distinction), Warwick Business School, University of Warwick; Chartered Financial Analyst.

MOHAMAD SALIHUDDIN AHMAD
Chief Executive Officer,
Great Eastern Takaful Sdn Bhd
With Great Eastern since 2009. Responsible for the operations and growth of the company's Takaful business.

Qualifications: Bachelor of Science, Indiana State University, USA; Master of Business Administration, Stephen F. Austin University, Texas, USA.

HO MING HENG
Managing Director, Group Operations & IT
With Great Eastern since 2008. Responsible for the Group's operations in the insurance value chain from new business underwriting to claims to customer service. Also responsible for the planning and development of IT within the Group.

Qualifications: BSc (1st Class Hons) in Engineering, King's College, London University, UK.

CHIN WEE CHEAK
Head, Group Audit
With Great Eastern since 2009 and the OCBC Group since 1999. Responsible for the independent and objective assessment of the Group's network of risk management, control and governance processes through internal audits.

Qualifications: BAccountancy (2nd Upper Class Hons), National University of Singapore.

JENNIFER WONG PAKSHONG
Group Company Secretary and General Counsel
With Great Eastern since 2009 and the Group since 1999. Oversees the corporate secretarial and legal functions of the Group.

Qualifications: LLB (Hons), University of Bristol (UK); LLM (with Merit), University College London; Degree of an Utter Barrister, Gray's Inn (UK); admitted as an Advocate and Solicitor of the Supreme Court of Singapore.

RONNIE TAN
Head, Group Risk Management
With Great Eastern since 2002. Responsible for the management of the various risks of the Group, including market, credit, liquidity, insurance, operational, technology and compliance risks.

Qualifications: BSc in Business Administration (Highest Distinction), University of Nebraska-Lincoln; Chartered Financial Analyst; Fellow of the Society of Actuaries; Member of The American Academy of Actuaries.

LOO BOON TEIK
Group Actuary
With Great Eastern since 2009. Assists the Group Chief Financial Officer to oversee the actuarial function of the Group.

Qualifications: BSc (1st Class Hons) in Actuarial Science, London School of Economics & Political Science; Fellow of the Institute of Actuaries, UK.

DAVID CHIANG BOON KONG
Managing Director, Group Human Capital
With Great Eastern since 1997. Responsible for the change programmes and development of human capital within the Group.

Qualifications: BBA (1st Class Hons), National University of Singapore.

Seated, left to right : Tony Cheong, Christopher Wei
Standing, left to right : Dato Koh Yaw Hui, Dr Khoo Kah Siang
Andrew Lee, Yoon Mun Thim

Seated, left to right : Jennifer Wong Pakshong, Chin Wee Cheak
Standing, left to right : David Chiang Boon Kong, Ronnie Tan, Ho Ming Heng
Loo Boon Teik, Mohamad Salihuddin Ahmad

CORPORATE GOVERNANCE REPORT

The Board of Directors and Management of Great Eastern Holdings Limited ("GEH" or the "Company") place great importance on high standards of corporate conduct and are committed to good corporate governance and integrity in the business operations and dealings of the Company and its subsidiaries (collectively, the "Group"). The Company adopts corporate governance practices which are in conformity with the Code of Corporate Governance 2005 (the "Code").

This report describes the Company's corporate governance practices with specific reference to the principles and guidelines of the Code as required under the Listing Manual of the Singapore Exchange Securities Trading Limited ("SGX-ST").

THE BOARD'S CONDUCT OF AFFAIRS

Principle 1: Every company should be headed by an effective Board to lead and control the company. The Board is collectively responsible for the success of the company. The Board works with Management to achieve this and the Management remains accountable to the Board.

Board responsibilities and accountability

The Company's Board provides strategic direction to the Company and the Group and its principal role and functions include the following:

(a) reviewing and approving the Group's strategic direction, overall policies, long term goals and financial objectives, business plans and annual budget;

(b) providing Board oversight over the business affairs and reviewing the financial performance of the Company and the Group;

(c) providing oversight over the setting of the Company's values and standards with emphasis on the Company's core value of integrity and proper conduct of the Company's business affairs at all times and good corporate governance practices;

(d) overseeing the establishment of frameworks for adequate, prudent and effective internal controls and processes and effective risk assessment and management;

(e) overseeing the succession planning for key senior executive positions within the Group and responsibility for the selection and appointment of the Group CEO;

(f) approving major corporate activities, initiatives and transactions of a significant nature; and

(g) monitoring management performance.

G 1.3 **Board Committees**

The Board has established a number of Board committees ("Board Committees") to assist it in carrying out more effectively its oversight of the operations and business affairs of the Company and the Group. These Board Committees consist of the Nominating Committee, Remuneration Committee, Audit Committee, Executive Committee and the Risk and Investment Committee. All the Board Committees have been constituted with clear Board-approved written terms of reference.

The Company's Board Committees in carrying out their responsibilities in accordance with their respective terms of reference are also actively engaged in assisting the Board to ensure compliance with good corporate governance practices by the Company. Details of the roles and principal responsibilities of the Board Committees are set out in the relevant sections on the respective Board Committees in this Report.

G 1.4 **Meetings and Directors' attendance**

The Board meets regularly during the year, to review the business performance and key activities of the Group presented by Management, and to consider business proposals of a significant nature. Decisions are taken objectively in the interests of the Company. The Board works with Management to achieve this and the Management remains accountable to the Board. Where warranted by particular circumstances, ad hoc Board or Board Committee meetings will be convened. In 2011, the Board held eight scheduled Board meetings and one ad hoc Board meeting. Meetings of the Board and Board Committees via telephone or video conference are permitted by the Company's Articles of Association.

G 1.4 The number of meetings of the Board and Board Committees held in 2011 and the attendance of the Directors at those meetings are tabulated on page 21.

Directors' attendance at Board and Board Committee meetings in 2011

	Board			Nominating Committee ("NC")			Audit Committee ("AC")	
	No. of Meetings			No. of Meetings			No. of Meetings	
	Scheduled*		Ad hoc	Scheduled		Ad hoc	Scheduled	
Name of Director	held	attended	attended	held	attended	attended	held	attended
Fang Ai Lian	8	8	1	2	2	1	4	4
Christopher Wei(1)	8	8	1	–	–	–	–	–
Cheong Choong Kong	8	8	1	2	2	1	–	–
David Conner	8	8	1	–	–	–	–	–
Norman Ip	8	8	1	–	–	–	4	4
Koh Beng Seng	8	6	0	–	–	–	–	–
Lee Seng Wee	8	8	1	2	2	1	–	–
Lee Chien Shih	8	7	1	–	–	–	–	–
Tan Sri Dato' Dr Lin See-Yan	8	6	1	–	–	–	4	4
Tan Yam Pin	8	8	1	2	2	1	4	4

	Remuneration Committee ("RC")			Executive Committee ("Exco")			Risk & Investment Committee ("RIC")	
	No. of Meetings			No. of Meetings			No. of Meetings	
	Scheduled		Ad hoc	Scheduled		Ad hoc	Scheduled	
Name of Director	held	attended	attended	held	attended	attended	held	attended
Fang Ai Lian	1	1		6	6	2	6	6
Christopher Wei(1)	–	–		5	5	2	5	5
Cheong Choong Kong	–	–		6	6	2	–	–
David Conner	1	1		6	6	2	6	6
Norman Ip	–	–		–	–	–	6	6
Koh Beng Seng	1	1		–	–	–	6	6
Lee Seng Wee	–	–		–	–	–	–	–
Lee Chien Shih	1	1		–	–	–	–	–
Tan Sri Dato' Dr Lin See-Yan	–	–		–	–	–	–	–
Tan Yam Pin	–	–		6	6	2	–	–

Notes:

(1) Appointed as Director with effect from 10 February 2011, and as Member of Exco and RIC with effect from 10 February 2011.

(2) Directors' Attendance at the AGM and EGM is not included in the above table.

(3) Directors' Attendance at two Board sessions without Management is not included in the above table.

The number of meetings indicated in "held" above reflects the number of meetings held during the time the respective Directors held office.

* including Board Retreat on 1 September 2011.

Total number of ad hoc meetings held in 2011 – Board: 1, NC: 1, Exco: 2.

G 1.5 The Company has adopted internal guidelines on matters which require Board approval. Matters requiring Board approval include overall business strategy and direction, significant policies governing the operations of the Group, strategic or significant acquisitions, investments and divestments by the Group, corporate restructuring, major corporate initiatives and other Group activities of a significant nature, dividend policy and dividend declaration, the quarterly and year-end financial reporting and announcement of financial results and financial statements of the Company and the Group.

Newly-appointed Directors will be apprised of their statutory duties and obligations and issued a Director's orientation kit which will include key information on the Company and the Group and terms of reference of the Board and Board Committees. As part of the induction program for new Directors, Management will brief new Directors on the Group's principal activities, in particular, the insurance business and the induction program will be tailored to the specific development needs of the new Director. The Company constantly reviews and improves on the contents of such briefings to new Directors to enable new Directors to have a more comprehensive understanding of the Group, the insurance business and practices and the Group's financial statements.

Board Training

The Directors are continually updated on developments affecting the insurance industry. From time to time, the Company organises talks, seminars or presentations by external professionals, consultants or Management on topics relevant to the insurance industry and provides updates on developments in the industry locally and in other developed countries. A reference library containing publications and materials relating to the insurance industry and other relevant publications has been set up for Directors and industry-related or topical articles are regularly circulated to Directors as part of the Company's continuing education program for Directors. Continued training and development programs for Directors are more flexible and Directors may attend appropriate courses, conferences and seminars conducted by professional bodies within the industry or other external professional organisations.

BOARD COMPOSITION AND GUIDANCE

Principle 2: There should be a strong and independent element on the Board, which is able to exercise objective judgement on corporate affairs independently, in particular, from Management. No individual or small group of individuals should be allowed to dominate the Board's decision making.

Board Composition

G 4.6 The Company's present Board of ten Directors comprises a non-executive Chairman, Mrs Fang Ai Lian, eight other non-executive Directors and an executive Director and Group Chief Executive Officer ("Group CEO"), Mr Christopher Wei, who joined the Company on 10 February 2011. The eight other non-executive Directors are Dr Cheong Choong Kong, Mr David Conner, Mr Norman Ip, Mr Koh Beng Seng, Mr Lee Seng Wee, Mr Lee Chien Shih, Tan Sri Dato' Dr Lin See-Yan and Mr Tan Yam Pin.

Board independence

The Company defines the independence of its Directors in accordance with the Code. An independent Director is one who has no relationship with the Company, its related companies or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the Director's independent business judgement with a view to the best interests of the Company.

The Code requires that there should be a strong and independent element on the Board, with independent Directors making up at least one-third of the Board and this independent element should be able to exercise objective judgement on corporate affairs independently, in particular, from Management.

G 4.6 The Company's Board has a majority of independent Directors. The Nominating Committee determines annually whether a Director is independent. Taking into consideration the definition of "independent Director" and the guidelines set out in the Code as regards what constitutes an independent director, the Nominating Committee had determined that the Company's independent Directors are: Mrs Fang Ai Lian, Mr Norman Ip, Mr Koh Beng Seng, Mr Lee Seng Wee, Mr Lee Chien Shih, Tan Sri Dato' Dr Lin See-Yan and Mr Tan Yam Pin.

Mr Christopher Wei, Mr David Conner and Dr Cheong Choong Kong are considered as non-independent; Mr Christopher Wei is Group CEO and executive Director of the Company, Mr David Conner is executive Director and Chief Executive Officer of the Company's holding company, Oversea-Chinese Banking Corporation Limited ("OCBC Bank"), and Dr Cheong Choong Kong is a party to an agreement with OCBC Management Services Private Limited, a wholly-owned subsidiary of OCBC Bank, under which Dr Cheong is appointed as a consultant and entitled to certain payments and benefits (details of which are provided in the Directors' Report).

The Board, through its Nominating Committee, is of the view that the current Board size facilitates effective decision making, taking into account the scope and nature of the operations of the Company and the Group.

The Board members of the Company are from diverse backgrounds and qualifications, and bring a wide range of commercial and financial experience to the Board. Collectively, they provide the necessary business acumen, knowledge, capabilities and core competencies to the Company and the Group, including industry knowledge in insurance and actuarial science and knowledge in banking, finance, management, accounting, investment and asset management, consumer marketing, real estate and property development. The diversity of experience and competencies of the Directors enhance the effectiveness of the Board in discharging its responsibilities.

The non-executive Directors constructively challenge and help develop proposals on strategy and review the performance of Management in meeting agreed goals and objectives and monitor the reporting of performance.

The non-executive Directors meet during the year without the presence of Management to discuss matters such as the performance and effectiveness of Management.

CHAIRMAN AND CHIEF EXECUTIVE OFFICER

Principle 3: There should be a clear division of responsibilities at the top of the company – the working of the Board and the executive responsibility of the company's business – which will ensure a balance of power and authority, such that no one individual represents a considerable concentration of power.

G 3.1 The position and role of the Company's Chairman Mrs Fang Ai Lian and the Group CEO Mr Christopher Wei are distinct and separate, with a clear division of responsibilities between them. The Company has Board-approved internal guidelines setting out the scope of authority of the Chairman and Group CEO. The Chairman and the Group CEO are not related to each other.

The Chairman Mrs Fang Ai Lian is an independent and non-executive Director. Her principal responsibilities include leading the Board to ensure its effectiveness on various aspects of the Board's role, approving the meeting agenda of the Board, monitoring the quality and timeliness of the flow of information from Management to the Board and promoting effective communication with shareholders. The Chairman also facilitates robust discussions and deliberations in Board meetings, encourages constructive relations between executive and non-executive Directors and between the Board and Management and promotes high standards of corporate governance with the full support of the other Directors, the Group Company Secretary and Management.

The Group CEO manages the Company and oversees the Group's operations and implementation of the Group's strategies, plans and policies to achieve planned corporate performance and financial goals. His management of the Group's businesses, including implementing the Board's decisions, is carried out with the assistance of the senior management executives of the Group. Collectively, they are responsible for the day-to-day operations and administration of the Company and the Group, ensuring, *inter alia*, operational and organisational efficiency, profit performance of the operating units, regulatory compliance, good corporate governance and effective risk management.

BOARD MEMBERSHIP

Principle 4: There should be a formal and transparent process for the appointment of new directors to the Board.

NOMINATING COMMITTEE

G 4.1 The Company's Nominating Committee at the date of this report comprises four Directors, being Mrs Fang Ai Lian (Chairman), Dr Cheong Choong Kong, Mr Lee Seng Wee and Mr Tan Yam Pin. The majority of the members of the Nominating Committee, including the Chairman, are non-executive and independent Directors. In accordance with the Code, the Chairman of the Nominating Committee is not a substantial shareholder of the Company and is not directly associated with a substantial shareholder of the Company. The responsibilities of the Nominating Committee are set out in its Board-approved terms of reference.

The Nominating Committee is responsible for reviewing nominations for the appointment, re-appointment, election or re-election of Directors on the Board and Board Committees. It also reviews nominations for key senior management positions in the Company and the Group and makes recommendations to the Board on all such appointments.

Directors are expected to set aside adequate time for their oversight of matters relating to the Company. The Company has established guidelines on meeting attendance and appointments outside the Company. The Nominating Committee, based on the guidelines established, assesses annually each Director's attendance record and degree of participation at meetings. In respect of other appointments, it takes into account various factors such as the nature of the appointment (full-time or otherwise), complexity of organization and degree of participation in sub-committees.

Re-nomination of Directors

All Directors of the Board are required to submit themselves for re-nomination and re-election at regular intervals, at least once every three years. At each AGM of the Company, one-third of the Directors are required to retire by rotation in accordance with the Company's Articles of Association, being one-third of those who have been longest in office since their last re-election. Such retiring Directors are eligible for re-election when re-nominated by the Nominating Committee, taking into account the Directors' attendance at meetings, their expertise, knowledge and commitment, and their contributions to Board discussions and to the effectiveness of the Board.

Process for appointment of new Directors

G 4.5 The Nominating Committee has a key role in carrying out the formal and transparent process established for the appointment of new Directors to the Board. The Nominating Committee may engage external search consultants to source for potential candidates. Proposals for the appointment of new Directors are reviewed by the Nominating Committee. The Nominating Committee meets with the short-listed candidates to assess their suitability and commitment. Competent individuals are nominated for Board approval after the Nominating Committee has assessed their suitability taking into consideration their professional qualifications, integrity, financial and commercial business experience and field of expertise relevant to the Group, potential to contribute to the effectiveness of the Board and to complement the skills, knowledge and expertise of the Board.

The Nominating Committee held a total of three meetings in 2011 (including one ad hoc meeting).

Key information on Directors

G 4.6 Key information regarding the Directors, including their academic and professional qualifications, date of first appointment as Directors, date of last re-election or re-appointment as Directors of the Company, other directorships or chairmanships both present and held over the preceding three years in other listed companies and other major appointments are disclosed in the Company's Annual Report. Details of Board Committees that the Directors served on are disclosed in this Report. Directors' interests in shares and share options in the Company and in the Company's parent company, OCBC Bank and other related corporations are disclosed in the Directors' Report. The Company does not grant share options to non-executive Directors of the Company. The Directors do not hold shares in the Company's subsidiaries.

BOARD PERFORMANCE

Principle 5: There should be a formal assessment of the effectiveness of the Board as a whole and the contribution by each director to the effectiveness of the Board.

G 5.1 The Board has implemented formal processes for assessing the effectiveness of the Board as a whole, and the contribution by each individual Director to the effectiveness of the Board. The Nominating Committee oversees the annual assessment process, which consists principally of evaluation by and feedback from each Director. Each Director evaluates the performance of the Board and Board Committees and conducts a self-assessment and a peer-assessment of the other members of the Board.

Such assessments are made against established performance criteria consistent with those approved by the Board and used in the previous year. An independent consultant was appointed by the Nominating Committee to facilitate this evaluation process and to assist in collating and analysing the returns and feedback of the Directors.

The Board has found that such individual assessments by the Directors are useful and constructive since the implementation of such evaluation process several years ago. This collective process has also provided an opportunity to obtain insightful feedback from each Director on suggestions to enhance the effectiveness of the Board and has helped Directors to be more focused on their duties, responsibilities and contributions to the effectiveness of the Board.

ACCESS TO INFORMATION

Principle 6: In order to fulfil their responsibilities, Board members should be provided with complete, adequate and timely information prior to board meetings and on an on-going basis.

The Board members are provided with relevant and timely information by Management on matters to be discussed or considered at meetings of the Board and Board Committees. In respect of matters for approval, information furnished by Management usually includes background explanatory information, relevant facts and/or analysis to support the proposal, implications or merits of the case, the budget if applicable and Management's recommendation. The senior management executives who can provide additional information and insight or provide clarifications to queries raised are usually present at the meeting during discussion on such matters. Occasionally, external consultants engaged on specific projects may also be invited to brief the Board.

Information furnished to the Board on an on-going basis includes the monthly Group financials and the quarterly reports on the financial results and performance of the Group and principal subsidiaries within the Group, with explanations of material variances between actual results and the business plan/budget.

Directors have separate and independent access to the Group Company Secretary and to senior management executives of the Company and the Group at all times.

The Group Company Secretary attends all Board meetings and prepares minutes of Board proceedings. She assists the Chairman to ensure that appropriate Board procedures are followed and that applicable regulations are complied with. Under the direction of the Chairman, she ensures good information flows within the Board and Board Committees and between senior management and non-executive Directors. The Group Company Secretary also facilitates the orientation of new Directors and professional development of Directors as required. The appointment and removal of the Group Company Secretary is considered to be a matter for the Board as a whole.

The Directors may take independent professional advice as and when necessary to enable them to discharge their duties effectively; the cost of such professional advice is borne by the Company and/or the Group, as applicable.

PROCEDURES FOR DEVELOPING REMUNERATION POLICIES

Principle 7: There should be a formal and transparent procedure for developing policy on executive remuneration and for fixing the remuneration packages of individual directors. No director should be involved in deciding his own remuneration.

LEVEL AND MIX OF REMUNERATION

Principle 8: The level of remuneration should be appropriate to attract, retain and motivate the directors needed to run the company successfully but companies should avoid paying more than is necessary for this purpose. A significant proportion of executive directors' remuneration should be structured so as to link rewards to corporate and individual performance.

DISCLOSURE ON REMUNERATION

Principle 9: Each company should provide clear disclosure of its remuneration policy, level and mix of remuneration, and the procedure for setting remuneration in the company's annual report. It should provide disclosure in relation to its remuneration policies to enable investors to understand the link between remuneration paid to directors and key executives, and performance.

REMUNERATION COMMITTEE

G 9.1 The Company's Remuneration Committee at the date of this report comprises four non-executive Directors – namely Mrs Fang Ai Lian (Chairman), Mr David Conner, Mr Koh Beng Seng and Mr Lee Chien Shih. The majority of the Remuneration Committee members, including the Chairman, are independent Directors.

The Remuneration Committee ensures that the Company implements formal and transparent procedures for developing policies on executive remuneration and for fixing the remuneration packages of individual Directors and senior management executives. The responsibilities of the Remuneration Committee are set out in its Board-approved terms of reference.

The principal responsibilities of the Company's Remuneration Committee are as follows:

(1) recommending to the Board for endorsement a framework of Directors' fees, as well as remuneration of executive Directors and senior management executives. For executive Directors and senior management, the framework covers all aspects of remuneration including salaries, allowances, bonuses, share options and other incentives and benefits;

(2) recommending specific remuneration packages for the Group CEO and respective CEOs of the Company's principal insurance subsidiaries; and

(3) ensuring that the Group's remuneration policies and practices are sound and that remuneration packages are appropriate to attract, retain and motivate the executive Director and senior management executives without being excessive.

The Remuneration Committee members are knowledgeable in the field of executive compensation and also have access to expert advice from external independent compensation consultants, where necessary.

P 9 **Remuneration of non-executive Directors**

The non-executive Directors are paid Directors' fees, which take into account factors such as the Directors' contributions, effort and time spent, attendance at meetings and the frequency of meetings, the respective responsibilities of the Directors including the Board Committees on which they serve, market practices and the need to pay competitive fees to attract, retain and motivate Directors. No Director is involved in deciding his own remuneration.

The Remuneration Committee performs an annual review of the fee structure for Directors' fees and recommends any proposed changes to the Board for endorsement and approval. The aggregate Directors' fees based on the Board-approved fee structure are reviewed by the Remuneration Committee and submitted for approval by the Board. The Directors' fees proposed by the Board each year are subject to shareholders' approval at the Company's AGM.

The Remuneration Committee has considered the market practices for non-executive director compensation and, on its recommendation, the Board has decided to adopt the following fee structure to compute the fee for each non-executive Director of the Company in respect of the financial year ended 31 December 2011 ("FY2011").

Board
- Annual fee for Chairman: $300,000
- Annual fee for other member: $75,000

Board Committees
- Annual fee for Chairperson: $60,000 for Audit Committee, Executive Committee, Risk and Investment Committee; $30,000 for Nominating Committee, Remuneration Committee.
- Annual fee for other Committee Member: $30,000 for Audit Committee, Executive Committee, Risk and Investment Committee; $15,000 for Nominating Committee, Remuneration Committee.

Attendance fee: $3,000 per Board or Board Committee meeting. The attendance fee is paid to non-executive Directors to recognise their commitment and time spent in attending meetings.

P 9 **Remuneration policy in respect of Executive Director and key senior management executives**

The objective of the remuneration policy is to attract, motivate, reward and retain quality personnel. The Group CEO, being an executive Director of the Company, is not paid a Director's fee, but receives a remuneration package comprising a basic component and a variable performance-related component. The remuneration of the Group CEO, the respective CEOs of the Company's principal insurance subsidiaries and the key senior management executives who report directly to the Group CEO are reviewed annually by the Remuneration Committee, based on the overall remuneration framework approved by the Board.

In its annual review of the remuneration package of the Group CEO and senior management executives, the Remuneration Committee takes into consideration factors such as market competitiveness and market benchmark, and that the remuneration is commensurate with individual performance and contribution.

The basic component of the remuneration package comprises the basic salary, payable on a monthly basis. The variable components of the remuneration comprise the performance-based variable bonus and the long term incentives, generally paid/awarded once a year, and have been designed to link rewards to corporate and individual performance, based on appropriate and meaningful performance measures set up by the Company and approved by the Remuneration Committee and the Board.

In awarding long term incentives including the grant of share options to senior executives, the Remuneration Committee also takes into account such senior executives' potential for future development and contribution to the Group.

The annual budget for salary increment, performance-related variable bonus and long term incentives, reviewed and approved by the Remuneration Committee, is submitted to the Board for endorsement and approval.

As a consequence of the financial crisis, financial institutions globally have been reviewing compensation practices to reduce incentives that encourage excessive risk taking. The Company has compensation practices for executives that align their interests to that of the Group. Nevertheless, it is undertaking a review of its compensation practices to further ensure that decisions made are conducive to sustained business performance.

The Remuneration Committee held one meeting in 2011.

Disclosure on Directors' remuneration

G 9.2 The total Directors' remuneration in respect of FY2011 is shown on page 27. Non-executive Directors will be paid Directors' fees totalling $1,995,000 in respect of FY2011, subject to shareholders' approval at the Company's AGM on 18 April 2012. In the financial year 2010, non-executive Directors were paid Directors' fees totalling $1,399,409.

A payment of $150,000 is being proposed as a Special Director's fee in recognition of the exceptional contributions of Mrs Fang Ai Lian during the period of Group CEO transition in FY2011. This award is subject to shareholders' approval at the Company's forthcoming AGM.

The table on page 27 shows the remuneration of non-executive Directors and the executive Director of the Company for FY2011.

Name of Director	Total Remuneration $'000	Salary and Fees $'000	Special Director's Fee $'000	Bonuses[1] $'000	Benefits-in-kind[2] $'000
Non-executive Directors					
Fang Ai Lian	835	606	150	–	79
Cheong Choong Kong	180	180	–	–	–
David Conner[3]	222	222	–	–	–
Norman Ip	192	192	–	–	–
Koh Beng Seng	159	159	–	–	–
Lee Seng Wee	126	126	–	–	–
Lee Chien Shih	117	117	–	–	–
Tan Sri Dato' Dr Lin See-Yan	138	138	–	–	–
Tan Yam Pin	255	255	–	–	–
Executive Director					
Christopher Wei[4]	2,878	976	–	1,595	307

Notes
(1) Represents sign-on bonus, long term incentive take-out and bonus take-out.
(2) Represents non-cash-component and comprises housing, car and club benefits.
(3) The Director's fee attributable to Mr David Conner is paid to OCBC Bank.
(4) Appointed as Director with effect from 10 February 2011.

G 9.2 After careful consideration, the Company has decided not to disclose information on the names and remuneration of the top five key management executives as the disadvantages to the Group's business interests would far outweigh the benefits of such disclosure, in view of the disparities in remuneration in the industry and the competitive pressures that are likely to result from such disclosure.

G 9.3 None of the Directors had immediate family members who were employees of the Company and whose personal annual remuneration exceeded $150,000.

Share option scheme

G 9.4 The Company does not have any share option scheme in place. Instead, the Company's holding company, OCBC Bank, grants share options pursuant to the OCBC Share Option Scheme 2001 (the "OCBC Scheme") to selected senior executives of the GEH Group ("GEH Optionholders") based on recommendations of GEH's Remuneration Committee. Details of options granted to GEH Optionholders are disclosed in the financial statements; details of the OCBC Scheme are set out in OCBC Bank's Annual Report.

ACCOUNTABILITY

Principle 10: The Board should present a balanced and understandable assessment of the company's performance, position and prospects.

The Board is responsible for providing to shareholders a balanced and understandable assessment of the performance of the Company and the Group, position and prospects, including furnishing financial statements and other reports.

The Board provides to shareholders, on a quarterly basis, the financial statements of the Company and the Group for the first, second and third quarters of the year and for the full year, as applicable, together with a balanced review of the Company's performance, position and prospects. These financial reports and other price-sensitive information are disseminated to shareholders through announcements via SGXNET to the SGX-ST. After making such announcements, the information is also made available in press releases and on the Company's website. The Company's Annual Report is sent to all shareholders and the contents are also accessible from the Company's website.

To keep Board members informed and updated, Management provides the Board with financials which contain financial updates on the performance and position of the Group on a monthly basis. The Board is also updated on any significant events that have occurred or affected the industry during the year.

AUDIT COMMITTEE

Principle 11: The Board should establish an Audit Committee with written terms of reference which clearly set out its authority and duties.

G 11.8 **Audit Committee**

The Audit Committee at the date of this report comprises four Directors who are all non-executive and independent Directors, being Mr Tan Yam Pin (Chairman), Mrs Fang Ai Lian, Mr Norman Ip and Tan Sri Dato' Dr Lin See-Yan. Members of the Audit Committee are appropriately qualified to discharge their responsibilities. Three members of the Audit Committee have accounting, auditing and financial management knowledge and experience. They are Mr Tan Yam Pin, Mrs Fang Ai Lian and Mr Norman Ip.

The Audit Committee carries out functions prescribed in Section 201B(5) of the Companies Act, Chapter 50 and in the Code, and operates within Board-approved written terms of reference which set out the Audit Committee's authority and duties.

The Audit Committee has explicit authority to investigate any matter within its terms of reference and has the full co-operation of and access to Management. The Audit Committee has full discretion to invite any Director or senior management executive to attend its meetings. It has resources to enable it to discharge its functions properly.

G 11.8 The functions performed by the Audit Committee and details of the Audit Committee's activities during the FY2011 included the following:

1. Reviewed with the internal and external auditors –

   1.1 their audit plans, their evaluation of the system of internal controls and their audit reports;

   1.2 the scope and results of the internal audit procedures; and

   1.3 the assistance given by the officers of the Company and the Group to the auditors.

2. Reviewed with the external auditors –

   2.1 the audited financial statements of the Company and the Group for the financial year for submission to the Board for consideration and approval thereafter;

   2.2 their scope and overall audit procedures and cost effectiveness, and their independence and objectivity taking into consideration factors including the nature and extent of non-audit services provided by them. Please refer to Note 8 of the Notes to the Financial Statements for details of fees payable to the auditors in respect of audit and non-audit services;

   2.3 the implications and impact on the financial statements of proposed implementation of new financial reporting standards and any changes in accounting policies and regulatory requirements; and

   2.4 any significant financial reporting issues, to ensure the integrity of the financial statements of the Company and the Group, and reviewed the draft announcement relating to the financial performance of the Company and the Group.

3. Reviewed the findings of the internal and external auditors on their reviews of the adequacy and effectiveness of the internal controls of the Company and its principal subsidiaries, including internal financial controls, operational and compliance controls and systems established by Management.

4. Reviewed the effectiveness of the internal audit functions of the Company and its principal subsidiaries.

5. Performed the annual review of the independence of the external auditors.

6. Made recommendations to the Board on the re-appointment of the external auditors and approved the remuneration and terms of engagement of the external auditors.

The Audit Committee has undertaken a review of all non-audit services provided by the external auditors to the Company for FY2011, and confirms that the provision of such non-audit services would not, in the Audit Committee's opinion, affect the independence of the external auditors. The Company complies with Rules 712 and 715 of the SGX-ST Listing Manual.

The Group has also instituted a whistle-blowing policy whereby staff of the Group may raise concerns about possible improprieties in matters of financial reporting or other matters in confidence. Concerns expressed anonymously will be considered and investigated on the basis of their merits. The Audit Committee ensures that arrangements are in place for the independent investigation of such matters and for appropriate follow-up action.

The Audit Committee held a total of four meetings in 2011. Members' attendance at the Audit Committee meetings is disclosed in this Report. The internal and external auditors were present at the Audit Committee meetings and the Group CEO and certain senior management executives, including the Group Chief Financial Officer, were also present.

The Audit Committee, in performing its functions, has met at least annually with the internal and external auditors without the presence of Management. The auditors, both internal and external, have unrestricted access to the Audit Committee.

INTERNAL CONTROLS

Principle 12: The Board should ensure that the Management maintains a sound system of internal controls to safeguard the shareholders' investments and the company's assets.

G 12.2 The Board, with the concurrence of the Audit Committee and the Risk and Investment Committee, believes that the system of internal controls, including financial, operational and compliance controls and risk management systems, maintained by the Company's management and that was in place throughout the financial year and up to and as of the date of this report, is adequate to meet the needs of the Company in its current business environment.

The system of internal control provides reasonable, but not absolute, assurance that the Company will not be adversely affected by any event that could be reasonably foreseen as it strives to achieve its business objectives. However, the Board also notes that no system of internal control could provide absolute assurance in this regard, or absolute assurance against the occurrence of material errors, poor judgement in decision-making, human error, losses, fraud or other irregularities.

INTERNAL AUDIT

Principle 13: The company should establish an internal audit function that is independent of the activities it audits.

The internal audit function ("Group Audit") resides in-house and is independent of the activities it audits. Its terms of reference are approved by the Audit Committee. The primary line of reporting for the Head of Group Audit is to the Chairman of the Audit Committee, although the Head of Group Audit reports administratively to the Group CEO. The Group Audit Department is staffed by suitably qualified executives and the Audit Committee ensures that the internal audit function is adequately resourced. Group Audit meets or exceeds the Standards for the Professional Practice of Internal Auditing of The Institute of Internal Auditors.

During the year, Group Audit Department carried out audits on selected significant business units in the Group, including audit review of the IT systems. Group Audit's summary of major findings and recommendations and Management's related responses were discussed at the Audit Committee meetings. The Audit Committee also reviews annually the adequacy of the internal audit function.

RISK AND INVESTMENT COMMITTEE AND RISK MANAGEMENT

The Risk and Investment Committee at the date of this report comprises five Directors. They are Mrs Fang Ai Lian (Chairman), Mr David Conner, Mr Norman Ip, Mr Koh Beng Seng and Mr Christopher Wei.

The Risk and Investment Committee assists the Board in monitoring the effectiveness and adequacy of the risk management processes and systems set up by the Company and its principal subsidiaries.

The Risk and Investment Committee reviews the overall risk management framework and performs its functions pursuant to its Board-approved terms of reference. Such terms of reference include the overview and periodic review of policies on asset-liability and investment management, overview on enterprise risk management, major risk management initiatives and approval of significant investment, property and other financial transactions that exceed the authorisation limits of the Management Committees that the Risk and Investment Committee oversees – the Group Management Team and Group Asset-Liability Committee. Investment-related activities and transactions of material consequence are reviewed and approved by the Risk and Investment Committee and reported to the Board for information or for endorsement or approval, as applicable.

CORPORATE GOVERNANCE REPORT

The Risk and Investment Committee held a total of six meetings during the year.

The Group's enterprise risk governance, risk management objectives and policies and other pertinent details are disclosed in the notes to the financial statements.

EXECUTIVE COMMITTEE

The Executive Committee at the date of this report comprises Mrs Fang Ai Lian (Chairman), Dr Cheong Choong Kong, Mr David Conner, Mr Tan Yam Pin and Mr Christopher Wei.

The Executive Committee carries out the functions set out in its Board-approved terms of reference. Such functions consist principally of overseeing the management of the business and affairs of the Company and the Group within the parameters and scope of authority delegated by the Board and include the review of the Group's policies, strategies, objectives and performance targets, proposed transactions or initiatives of a material nature and any major proposed investment or divestment. Major decisions of the Executive Committee are submitted to the Board for endorsement and approval.

The Executive Committee held a total of eight meetings (including two ad hoc meetings) during the year.

COMMUNICATION WITH SHAREHOLDERS

Principle 14: Companies should engage in regular, effective and fair communication with shareholders.

Principle 15: Companies should encourage greater shareholder participation at AGMs, and allow shareholders the opportunity to communicate their views on various matters affecting the company.

The Company places great importance on regular, effective and fair communication with shareholders. The Company makes quarterly announcements of the financial results of the Company and the Group within the time frame prescribed in the Listing Manual of the SGX-ST; balanced and comprehensive assessments of the performance and position of the Company and the Group are furnished where applicable. Pertinent material information is disclosed on a comprehensive and timely basis via SGXNET and no unpublished price-sensitive information is disclosed to a selected group.

The Company's Annual Report containing the financial statements of the Company and the Group for the financial year also contains other pertinent information and disclosures including a review of the annual operations and activities, to enable shareholders and investors to have a better understanding of the Group's business and performance.

Shareholders and the public can access the website of the Company for media releases, financial results and other corporate information on the Company. The Company has investor relations personnel who communicate with the Company's investors and attend to their queries on published information.

The Company's Annual Report containing the notice of AGM is sent to every registered shareholder of the Company before the AGM with the requisite notice of the AGM. Notice of the AGM is also announced by the Company via SGXNET and published in one of the Singapore newspapers. At the AGM, shareholders are given the opportunity to put forth any questions they may have or seek clarification on the Company's financial statements or on the resolutions to be passed at the AGM. Shareholders may vote in person at the Company's AGM or at any extraordinary general meeting ("EGM") or by proxy if they are unable to attend. The Company's Articles of Association provide that shareholders may appoint one or two proxies to attend the Company's AGM and/or EGM and to vote in their stead.

For the Company's AGM, separate resolutions are set out on distinct issues, such as the proposed re-appointment or re-election of Directors, proposed Directors' fees and recommendation of final dividend, for approval by the shareholders at the AGM. For the Company's EGM, the proposed corporate action or transaction, as applicable, and the rationale and other pertinent details for such proposal are set out in a separate circular to shareholders, with the proposed resolution set out for approval by shareholders at the EGM.

At the Company's AGM, the Board members and the chairpersons of all Board Committees are present and available to address queries from shareholders. The external auditors are also present to address any shareholders' queries about the conduct of the audit and the preparation and content of the auditors' report.

DEALINGS IN SECURITIES

The Company has adopted internal codes and policy on dealings in securities in the Company in line with the relevant rule set out in the Listing Manual of SGX-ST. The Directors and executives of the Company and of the Group are advised, and periodically reminded, not to deal in the Company's shares for the period commencing one month before the Company's announcement of financial results for the year (and ending on the date of the announcement of the results), and for the period of two weeks before the announcement of the Company's quarterly results during the financial year. The Company also has a policy against insider trading. Employees with access to price-sensitive information in the course of their duties are instructed to conduct all their personal securities transactions through OCBC Bank's stockbroking subsidiary.

ADDITIONAL INFORMATION REQUIRED UNDER THE LISTING MANUAL OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

1. INTERESTED PERSON TRANSACTIONS

Interested person transactions (excluding transactions of less than $100,000 each) carried out during the financial year under review:-

Name of interested person	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than $100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920 of Listing Manual) $million	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 of Listing Manual (excluding transactions less than $100,000) $million
e2Power Pte Ltd – Data centre facilities, technical infrastructure services and network facilities	2.334	–
e2Power Sdn Bhd – Data centre facilities, technical infrastructure services and network facilities	3.386	–
LGlobal Funds – Seeding money into LGlobal Funds – Asia High Dividend Equity	20.000	–
LGlobal Funds – Seeding money into LGlobal Funds – Asia High Yield Bond	15.008	–
LGlobal Funds – Seeding money into LGlobal Funds – Asia Local Currency Bond	15.008	–
OCBC Al-Amin Malaysia Bhd – Distribution Agreement	0.200	–
OCBC Bank – Outsourcing Agreement on Business Continuity Management	0.750	–
OCBC Square Pte Ltd – Lease of premises at OCBC Centre	4.145	–
Pacific Mutual Fund Bhd – Fund management and custodian fee	0.148	–

2. OTHER INFORMATION

Since the end of the previous financial year, the Company and its subsidiary companies did not enter into any material contract involving interests of Directors or the controlling shareholder and no such contract subsists as at 31 December 2011, save as disclosed in the Directors' Report and in the financial statements for FY2011.

CODE OF CORPORATE GOVERNANCE 2005

Specific Principles and Guidelines in the Code for disclosure	Page Reference in Corporate Governance Report
Guideline 1.3 Delegation of authority by the Board to Board Committees, to make decisions on certain Board matters.	G1.3, Page 20
Guideline 1.4 The number of Board and Board Committee meetings held in the year, as well as the attendance of every board member at these meetings.	G1.4, Page 20
Guideline 1.5 The type of material transactions that require Board approval under internal guidelines.	G1.5, Page 21
Guideline 2.2 Where the Company considers a Director to be independent in spite of the existence of a relationship as stated in the Code that would otherwise deem him as non-independent, the nature of the Director's relationship and the reason for considering him as independent should be disclosed.	Not applicable.
Guideline 3.1 Relationship between the Chairman and CEO where they are related to each other.	G3.1, Page 23
Guideline 4.1 Composition of Nominating Committee.	G4.1, Page 23
Guideline 4.5 Process for the selection and appointment of new directors to the Board.	G4.5, Page 24
Guideline 4.6 Key information regarding Directors, which directors are executive, non-executive or considered by the Nominating Committee to be independent.	G4.6, Pages 22, 24
Guideline 5.1 Process for assessing effectiveness of the Board as a whole and the contribution of each individual Director to the effectiveness of the Board.	G5.1, Page 24
Principle 9 Clear disclosure of its remuneration policy, level and mix of remuneration, procedure for setting remuneration and link between remuneration paid to Directors and key executives, and performance.	P9, Pages 25, 26
Guideline 9.1 Composition of Remuneration Committee.	G9.1, Page 25
Guideline 9.2 Names and remuneration of each Director. The disclosure of remuneration should be in bands of $250,000. There will be a breakdown (in percentage terms) of each director's remuneration earned through base/fixed salary, variable or performance-related income/bonuses, benefits in kind, and stock options granted and other long-term incentives.	G9.2, Pages 26, 27
Guideline 9.2 Names and remuneration of at least the top five key executives (who are not also Directors). The disclosure should be in bands of $250,000 and include a breakdown of remuneration.	G9.2, Page 27
Guideline 9.3 Remuneration of employees who are immediate family members of a Director or the CEO and whose remuneration exceed $150,000 during the year. The disclosure should be made in bands of $250,000 and include a breakdown of remuneration.	G9.3, Page 27
Guideline 9.4 Details of employee share schemes.	G9.4, Page 27
Guideline 11.8 Composition of Audit Committee and details of the Committee's activities.	G11.8, Page 28
Guideline 12.2 Adequacy of internal controls, including financial, operational and compliance controls, and risk management systems.	G12.2, Page 29

As at 6 March 2012

CHAPTER 2

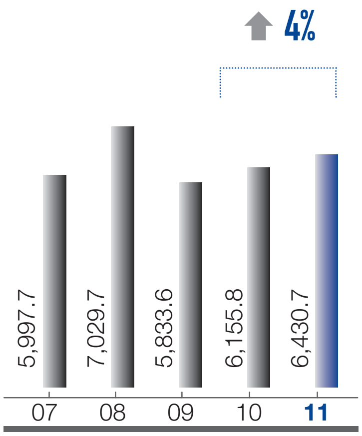
ONE GOOD STORY
AFTER ANOTHER

FINANCIAL SYNOPSIS

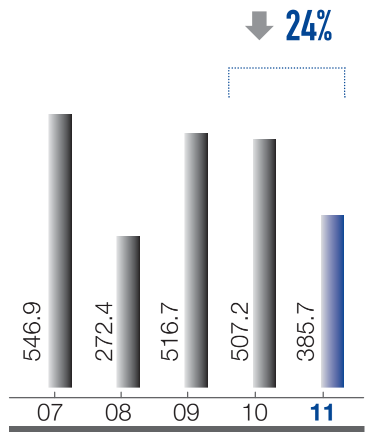
FIVE-YEAR HIGHLIGHTS

Financial year ended 31 December		2011[1]	2010[1]	2009[1]	2008[1]	2007[1]
GROUP STATISTICS						
Gross Premiums	(S$millions)	6,430.7	6,155.8	5,833.6	7,029.7	5,997.7
Profit Attributable to Shareholders[1]	(S$millions)	385.7	507.2	516.7	272.4	546.9
Total Assets	(S$millions)	55,602.6	53,373.0	48,531.2	44,155.2	46,579.8
Shareholders' Fund	(S$millions)	3,912.3	4,024.0	3,566.3	3,011.2	3,285.8
Stock Exchange Prices[2]	(S$)	12.60	15.62	13.54	9.06	16.60
Market Capitalisation[2]	(S$millions)	5,963.8	7,393.2	6,408.7	4,288.3	7,857.1
Embedded Value	(S$millions)	7,465.3	7,074.9	6,232.1	5,788.0	6,265.3
Economic Value of One Year's New Business	(S$millions)	364.8	304.9	234.6	264.1	268.1
GROUP FINANCIAL RATIOS						
Return on Equity[3]		9.7%	13.4%	15.7%	8.7%	17.6%
Gross Premium Growth		4.5%	5.5%	-17.0%	17.2%	10.7%
Basic Earnings per share[4]	(S$)	0.81	1.07	1.09	0.58	1.16
Diluted Earnings per share	(S$)	0.81	1.07	1.09	0.58	1.16
Net Asset Value per share	(S$)	8.27	8.50	7.53	6.36	6.94
Embedded Value per share	(S$)	15.772	14.947	13.167	12.229	13.237
Economic Value of One Year's New Business per share[5]	(S$)	0.771	0.644	0.496	0.558	0.564
Gross Dividend per share paid during the year	(cents)	10.0	45.0	21.0	52.0	70.0

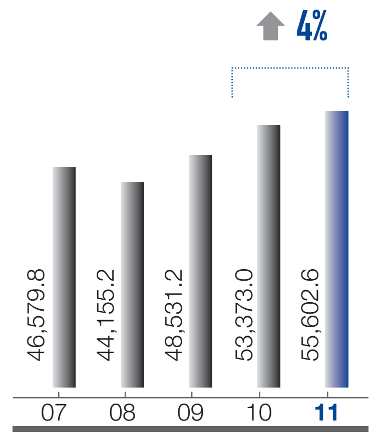
(1) Profit Attributable to Shareholders is derived after accounting for income tax and exceptional items.
(2) The Stock Exchange Prices and Market Capitalisation were obtained from Bloomberg.
(3) The average of the opening (1 January) and closing (31 December) balances of Shareholders' Fund has been used in the computation of Return on Equity.
(4) The Basic Earnings per share were based on the Group's Profit Attributable to Shareholders divided by total paid-up shares.
(5) The economic value of one year's new business prior to year 2008 does not include the new business written in Brunei, Indonesia and China.



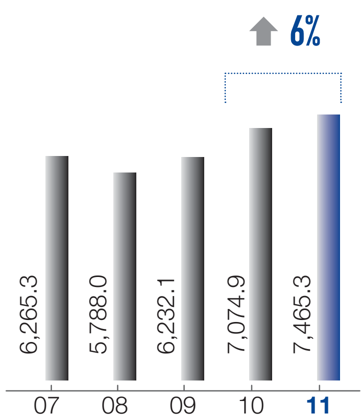
Gross premiums
(S$ millions)



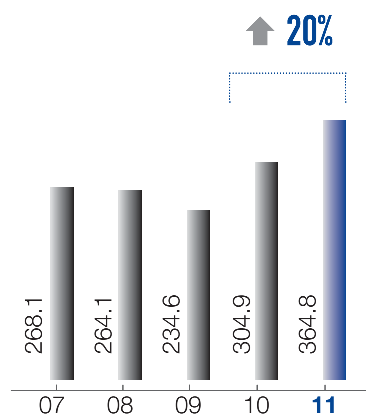
Profit attributable to shareholders
(S$ millions)



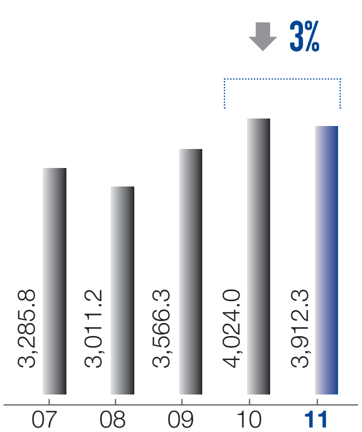
Total assets
(S$ millions)



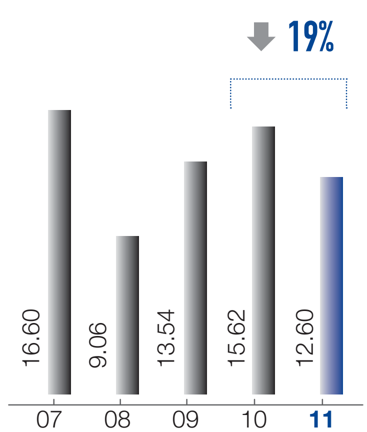
Embedded value
(S$ millions)



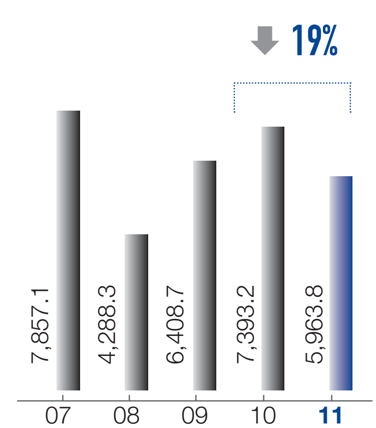
Economic value of one year's new business
(S$ millions)



Shareholders' fund
(S$ millions)



Stock exchange prices
(S$)



Market capitalisation
(S$ millions)

1

2

3

4

5

1. GELS clinched the prestigious Life Insurer of the Year Award.
2. The launch of GEFA was yet another milestone for Great Eastern.
3. Our sales force continued to be the most productive.
4. New products to better serve our customers.
5. Great start to the Great Eastern-Yeo's S.League.

THE SINGAPORE STORY

A BUSINESS REVIEW

The Singapore story in 2011 was driven by several fundamentals. From our market leadership position to our consistent strategy to focus on regular premium and protection products; from penetrating new market segments to creating a superior value proposition for our customers, and to our firm focus on developing our people, we leveraged on these to register a strong performance.

The numbers tell a satisfying story given the global economic performance. Our Singapore insurance business, comprising Great Eastern Life Assurance Co Ltd (GELS) and Overseas Assurance Corporation Ltd (OAC), registered good results. Total weighted new business premium grew 20% to S$460.6 million, while new business embedded value registered 29% increase to S$210.5 million. The robust results were driven by the excellent performance from our bancassurance channel which registered S$223.9 million in total weighted premium and for a record 11th year, occupied the pole position. The total weighted premium for our regular premium business, including Accident and Health, also grew strongly by 41% to S$312.9 million. Net profit from insurance operations attributable to shareholders amounted to S$152.4 million.

To cap the year, we garnered the prestigious Life Insurer of the Year Award at the 15th Asia Insurance Industry Awards as well as the Trusted Brand Gold Award from Reader's Digest.

EXPANDING OUR PRODUCT SUITE

During the year, we expanded our suite of products to meet our customers' evolving needs. We were the first to introduce *LifeSecure*, which provides monthly payouts for life to non-working adults and children when disability strikes.

For the affluent market, *Prestige Portfolio* makes available over 100 professionally-managed funds spread across investment sectors, asset classes and geographical markets, providing our customers an attractive option to their wealth accumulation needs. Our customers can also use our online analytical tools to monitor their investments and obtain updates on their portfolios. Our *Prestige Global Medicare* caters to high net worth individuals and corporate customers looking for the best quality healthcare, with access to the world's finest medical facilities.

Popular products such as *Early-Payout CriticalCare, Smart Protect (RPII)* and *MaxLife Select* were enhanced to provide better benefits to policyholders.

ENHANCING OUR DISTRIBUTION CAPABILITIES

GELS' distribution capabilities were further strengthened with the addition of Great Eastern Financial Advisers (GEFA). GEFA – the industry's first hybrid model – combines the strengths of Great Eastern and that of a professional financial advisory firm. Its unique customer proposition is its winning combination of strong financials, excellent service, highly-qualified consultants and its comprehensive suite of financial solutions, spanning life insurance, general insurance and collective investment schemes.

Our sales force was once again the most productive in the industry. Close to 600 new representatives were recruited during the year, of which 65.7% were aged below 30 years and 76.9% were either diploma holders or graduates. This strategy ensured that we were able to better address the changing needs of a younger and increasingly sophisticated customer base.

Service excellence programmes were conducted to raise service standards, complemented by regular training courses to sharpen skills and competencies.

We collaborated closely with OCBC Bank to further build on and cement our bancassurance leadership position. This strategic partnership enabled us to expand and deepen our reach to new segments such as the mass affluent customers.

GROWING OUR GENERAL AND GROUP INSURANCE BUSINESS

The award-winning GI eXchange was enhanced to grow OAC's personal lines products, ranging from motor to personal accident to maid insurance. Our sales force and customers can log on to the portal to obtain information on all the products and packages and transact online any time of the day. The eXchange is also linked to the OCBC Bank website which further broadened our customer reach.

During the year, work started on migrating the group insurance IT system to Group Asia to boost operational efficiency and to meet market expansion needs.

ENGAGING OUR CUSTOMERS

We ramped up our customer engagement through event sponsorships such as the Great Eastern-Yeo's S.League and Great Eastern Women 10K. Over 12,000 participated in Asia's largest race for women and for the first time, we provided all participants with free insurance coverage during the run. This, as well as the post-event Women Wellness pack, generated goodwill for our brand. Our Great Eastern Women Empowerment workshops also attracted good attendance.

We actively leveraged social media as part of our customer engagement strategy. The corporate website was refreshed and the Great Eastern Facebook page was launched. *The GREAT! Challenge* Facebook game promoted good financial planning and attracted good response.

Corporations were another key area of focus. *The Simply Great Card* rewards employees of our corporate clients with lifestyle benefits while the *Simply Great Deals* offer daily deals to not only members but also the public through our Facebook page.

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1. Our Sandakan Branch opened to much fanfare.
2. GETSB bagged the Best New Takaful Operator Award.
3. Proud graduates of the 4th Life Planning Advisors' Programme.
4. The eighth Reader's Digest Trusted Brand Award for GELM.
5. Our BEE programme further inculcated a service excellence culture in all staff.
6. The talk on "Love's Secret Language" drew a capacity crowd.

THE MALAYSIA STORY

A BUSINESS REVIEW

In Malaysia, the story was one of steady growth. We leveraged our 17,000-strong agency force, the largest in Malaysia, to outperform the industry on several fronts and reinforced our market leadership position. Our Takaful subsidiary, Great Eastern Takaful Sdn Bhd (GETSB), scaled up its business and celebrated its first year of operations.

Great Eastern Life Assurance (Malaysia) Berhad (GELM) registered RM716.7 million (S$293.4 million) in total weighted new business premium, a 3% increase compared with 2010. Our single premium business grew by 25% to RM29.7 million (S$12.1 million) while new regular premium increased 2% to RM687.0 million (S$281.3 million). Net profit attributable to shareholders was RM518.4 million (S$212.5 million), an increase of 19.4%.

The strong sales performance was the result of deliberate efforts to market regular premium insurance plans tailored to young working adults and the affluent. Our bancassurance tie-up with OCBC Bank also registered good growth while our Takaful business reported a strong take-up of Shariah compliant products, an encouraging start since its launch in December 2010.

GROWING OUR BUSINESS

Our recruitment strategy focused on attracting talent to further boost the productivity and professionalism of our agency force. Our *Go4More* initiatives and *TarGETS* (Towards Active Recruitment, Great Entrepreneur Talent Search) focused on maximising the potential of each agent and also encouraged greater recruitment. The *Master-It Series* training programmes sharpened the skills and competencies of our agents to enable them to gain a stronger foothold in the market which has a relatively low penetration of about 43%. Some 8,700 agents benefited from our *TarGETS* programme which was executed nationwide in four languages, while our *TarGETS Business Opportunity Programme* attracted 7,000 prospects. These efforts increased new recruits by 15%.

We continued to benefit from our strategic partnership with OCBC Bank. Our bancassurance operations registered 22% growth in total weighted premium to RM44.4 million (S$18.2 million). To meet the changing needs of our customers, we broadened our product offerings to include more regular premium products, namely *MaxSave Gold*, *1Micro Malaysia Protection Plan* and *MaxSecure Life*.

Total weighted premium for group insurance grew 13% to RM26.0 million (S$10.7 million), contributed largely by strong sales in Group Multiple Benefits Insurance Scheme Investment Linked business and Employee Benefits.

To strengthen the Group's position in the competitive general insurance business, Overseas Assurance Corporation (Malaysia) Berhad (OACM) acquired Tahan Insurance Malaysia Berhad and took over its general insurance portfolio from 1 January 2011. Gross written premium grew by 25% to RM329 million (S$135 million) and underwriting profit by 47% to RM42.7 million (S$17.4 million).

BUILDING OUR TAKAFUL OPERATIONS

We leveraged on our established GELM agency force to distribute our Takaful products and closed the year with a creditable RM20.2 million (S$8.3 million) in total weighted new business. Our bancatakaful business took firm root as we made good inroads with OCBC Al-Amin and offered products which included coverage for both personal and mortgage loans.

To spur the growth of the Takaful business, GETSB embarked on several initiatives. It appointed Koperasi Angkatan Tentera Malaysia Berhad (KAT) as its first corporate agency to distribute its family Takaful products to KAT's membership base of 140,000. GETSB also undertook the management of KAT's Group Takaful scheme and focused on efforts to recruit and develop professional Muslim agents as it accelerated plans to build a dedicated and specialised Takaful agency force. GETSB also launched *i-Great Amal*, its first product targeted specifically at Muslim customers to help them manage finances and provide protection while they are performing their religious obligations such as Hajj or Umrah.

GETSB was recognised at the Islamic Business and Finance Awards 2011 in Dubai with the Best New Takaful Operator Award.

ENGAGING OUR CUSTOMERS

Customer engagement remained paramount and we continued to actively reach out to our customers across Malaysia through the traditional as well as digital platforms.

Our roadshows and *Smart for Life Tea Talks* on relationship-building and the importance of family values were well received, as were our series of newspaper advertisements promoting financial planning targeted at young working adults.

To engage the growing number of Facebook users, we launched the GELM Facebook page to update our policyholders, agents and the general public on our corporate news and developments. Our *Buddy-Up* online game to encourage young adults to 'buddy-up' with their friends successfully attracted 8,000 participants.

AWARDS & RECOGNITION

We were recognised for excellence on many fronts. These included the IBM ShareGuide Annual ICT Award (Business Intelligence category) for our *StarBuddy* project; Gold Award for the Best Call Centre Manager (under 100 seats category); Reader's Digest Trusted Brand Gold Award (finance category) as well as the Asia-Pacific BrandLaureate Award Top 10 Masters of Industry (Insurance) for the eighth and fourth consecutive year respectively.

1. Bringing GELIndo to greater heights as a team.
2. Official opening of GELC's Shaanxi branch in Xi'an.
3. GELIndo's top achievers celebrated in Paris.
4. Our operations in Brunei ramped up customer engagement.
5. GELV was voted Most Favourite Brand.

THE STORY OF OUR EMERGING MARKETS

A BUSINESS REVIEW

For our emerging markets, we continued to focus on a disciplined expansion strategy and enhanced our distribution infrastructure.

In Indonesia and Vietnam, we focused on building a productive agency force. On the bancassurance front, we made good progress in Indonesia through our partnership with Bank OCBC NISP. In China, we continued to step up our investments to tap the growing insurance market.

Total weighted new sales from Indonesia, Vietnam, China and Brunei registered S$36.0 million compared with S$50.1 million in 2010. We remain optimistic about these markets given the huge population base in these countries and the relatively large percentage who are still underinsured.

INDONESIA

For the second successive year, our Indonesian subsidiary, PT Great Eastern Life Indonesia (GELIndo), saw good growth in the bancassurance channel.

To address Bank Indonesia's regulation that the sale of ILP products with equity funds can only be carried out by financial advisors, we set up and based a team of Financial Advisors at Bank OCBC NISP branches to serve our customers.

We made good progress and reached out to more customers in the major cities of Jakarta, Medan, Surabaya, Batam and Bandung through roadshows, traditional media which included print, outdoor platforms such as billboards, radio and television. Indonesians are among the world's highest users of Blackberry mobile phones and iPhones and we leveraged on this to roll out marketing initiatives on various digital media platforms to engage them.

To better serve the needs of our customers, we included healthcare and investment products, including *Great Privilege Care, Great Health Solution, Great Premier Bond Fund* and *Great Premier Equity Fund*, into our product suite.

VIETNAM

Our subsidiary in Vietnam, Great Eastern Life Vietnam Co Ltd (GELV), performed well in 2011. We strengthened our presence in Vietnam with our successful strategy to focus on education and healthcare products as well as to invest on building up our agency force. Total weighted premium increased eight-fold compared with the previous year, the highest ratio in the Vietnamese life insurance market. Our agent productivity level was also among the highest in the industry, with the average productivity of each of our agent almost four times that of the market.

During the year, we launched a *Universal Life* product to cater to our more affluent customers and also leveraged online and digital platforms to reach out to the younger segments of the population.

GELV garnered two awards – the Golden Dragon Award from the Economic Times newspaper and the Ministry of Planning & Investment in Hanoi as well as the Most Favourite Vietnamese Brand 2011 Award by readers of the Saigon Liberation newspaper.

CHINA

2011 was a challenging year for insurance companies operating in China. The introduction of changes to bancassurance regulations impacted the entire industry. Sales performance of Great Eastern Life Assurance (China) Co Ltd (GELC) – a joint venture with Chongqing Land Properties Company Group – was affected as well.

To further extend our reach within the provinces where we operate, we opened four Sales & Service Centres in Changshou, Beibei, Qijiang and Yubei. We were also granted approval to open similar centres in Wenjiang and Qingbaijiang.

In November 2011, the Group invested approximately S$500 million in New China Life Insurance Company Ltd.'s (NCI) H-Share offering. NCI is one of the top five insurers in China, and we anticipate opportunities for growth and potential returns from this investment.

BRUNEI

We continued to enhance our distribution capabilities and succeeded in growing our agency force by 28% through recruitment seminars, roadshows and joint efforts with the Brunei Government Workforce Agency. Comprehensive training programmes were organised for the force which resulted in a higher level of customer service.

EMBEDDED VALUE

An actuarial embedded value is a commonly used technique to estimate the economic value of the existing business of a life insurance company. Looking at a company's distributable profits for a year, or even a few years, is not a reliable guide to its long-term economic value. This is because the timing of distributable profits arising from a policy, even for a profitable business, may result in losses in the first policy year even though there may be profits in later years that will make the policy profitable overall. The loss in the first year is due to the initial expenses of writing new business, combined with the need to meet capital requirements. As a result, in any one year, high growth of business may tend to lower distributable profits. Embedded values have therefore been developed as a way to estimate the long-term economic value of a life insurance company for the existing blocks of business.

The embedded value of Great Eastern Holdings Limited ("the Group") has been determined using the traditional deterministic cash flow methodology that has been adopted historically for embedded value reporting, and comprises the sum of the value of In-Force Business and the value of the adjusted Shareholders' Funds.

VALUE OF IN-FORCE BUSINESS

This represents an estimate of the economic value of projected distributable profits to shareholders, i.e. after-tax cash flows less increases in statutory reserves and capital requirements attributable to shareholders, from the In-Force Business at the valuation date, i.e. 31 December 2011. The cash flows represent a deterministic projection, using best estimate assumptions as to future operating experience and are discounted at a risk-adjusted discount rate.

The use of a risk-adjusted discount rate, together with an allowance for the cost of holding statutory reserves and meeting capital requirements represents the allowance for risk in the value of In-Force Business together with an implicit allowance for the cost of options and guarantees provided to policyholders. It should be noted that this allowance for risk is approximate and may not correspond precisely with the allowance determined using capital market consistent techniques.

In projecting the value of In-Force Business, the statutory reserve valuation bases and capital requirements are based on the Risk Based Capital framework and minimum Capital Adequacy Requirement bases required by local regulations for Singapore and Malaysia.

In Singapore, the Group's asset management company Lion Global Investors Ltd ("LGI") manages a proportion of the Singapore Life Funds' assets for which fees are payable from each Fund. In line with generally accepted traditional embedded valuation methodologies in respect of services provided by asset management companies, the present value of benefits arising from the fees paid to LGI is included in the embedded value and new business value of the Group for the year ended 31 December 2011.

ADJUSTED SHAREHOLDERS' FUND

This represents the value of the Shareholders' Funds from the various entities of the Group that can be distributed to shareholders, after allowing for tax. These are the amounts over and above the assets required to meet statutory reserves and other liabilities. Included in this are surpluses from the non-life funds.

ASSUMPTIONS USED

The assumptions adopted for the calculations have been determined taking into account the recent experience of, and expected future outlook for, the life insurance business of the companies involved, i.e. The Great Eastern Life Assurance Company Limited ("GEL") and The Overseas Assurance Corporation Limited ("OAC") in Singapore and Great Eastern Life Assurance (Malaysia) Berhad ("GELM") in Malaysia.

Investment returns assumed are based on the long term strategic asset mix and their expected future returns. For both GEL and OAC, the returns assumed, after investment expenses, are 5.25%, 4.0% and 7.0% for participating fund, non-participating fund and linked fund respectively. For GELM, the returns assumed, after investment expenses, are 6.0%, 5.0% and 7.0% for participating fund, non-participating fund and linked fund respectively. The risk-adjusted discount rate used is 8.0% for Singapore and 9.5% for Malaysia.

EMBEDDED VALUE CALCULATION

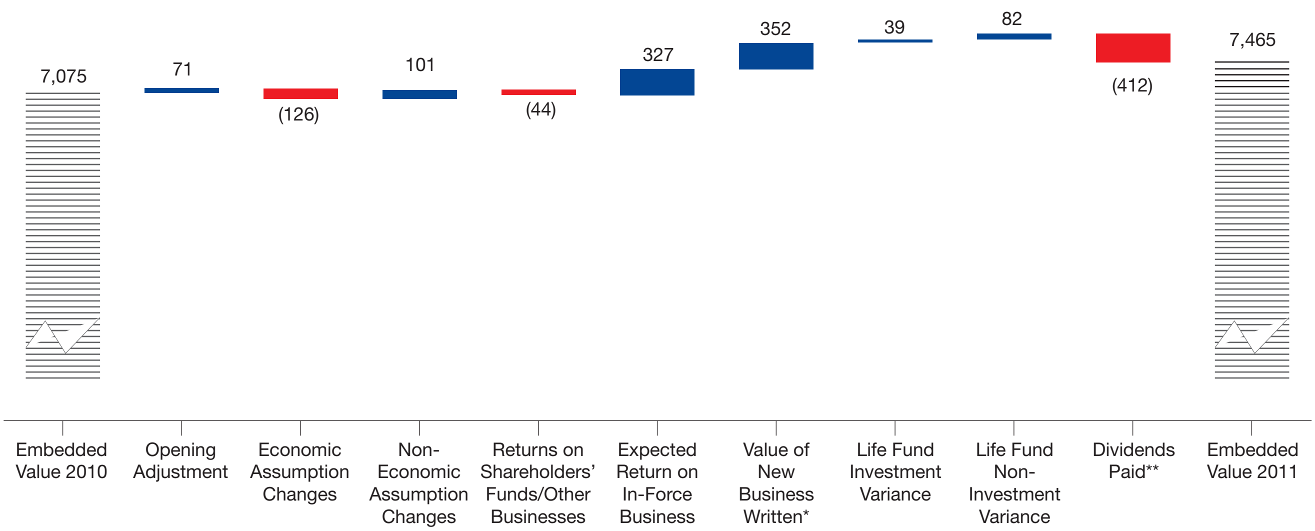
The value of In-Force Business has been calculated for the life insurance business of GEL and OAC in Singapore and GELM in Malaysia, along with the adjusted Shareholders' Funds for the Group. The results of the calculations as at 31 December 2011 are shown in Table 1.

ECONOMIC VALUE OF ONE YEAR'S NEW BUSINESS

The economic value of one year's new business, defined as the value of projected shareholder distributable profits from new business sold in the year, is used to determine the estimated value of future distributable profits from new sales. Using the same best estimate, reserving and capital requirement assumptions as those used for the In-Force Business, the economic value of business written for the year ended 31 December 2011 has been calculated as shown in Table 2.

ANALYSIS OF CHANGE IN EMBEDDED VALUE (S$ MILLIONS)

The chart shows various components accounting for the change in embedded value from the start to the end of the year. The table below the chart provides comparison of the individual components against 2010 analysis results.



2011	7,075	71	(126)	101	(44)	327	352*	39	82	(412)**	7,465
2010	6,232	(12)	0	9	206	291	292*	163	107	(213)	7,075

* Excludes values of new business from Great Eastern Takaful Sdn Bhd (GETSB) and the Group's other regional operations in Brunei, China, Indonesia and Vietnam.

** Includes capital reduction and cash distribution to shareholders of S$365million carried out in April 2011.

INDEPENDENT REVIEW

The embedded value, the value of one year's new business and the analysis of change in embedded value during the year were determined by the Group. Ernst & Young performed a review of the methodology used (based on the traditional deterministic embedded value reporting approach), the assumptions adopted, and performed a high level review of the results of the Group's calculations.

SCENARIO TESTING

In addition, some scenario tests were conducted using different interest and discount rates. The results are summarised in Table 3.

Table 1:

Embedded Value (S$ millions)	Singapore	Malaysia	Total
Life Business			
Value of In-Force Business	2,386	1,744	4,130
Shareholders' Funds and Non-Life Business			
Adjusted Shareholders' Funds	2,955*	380^	3,335
Total Embedded Value	5,341	2,124	7,465

* Includes businesses in Brunei, China, Hong Kong, Indonesia, Sri Lanka and Vietnam.

^ Includes GETSB.

Table 2:

Value (S$ millions)	Singapore	Malaysia*	Other Asia** and GETSB	Total
Economic Value of One Year's New Business	210	142	13	365

* Excludes GETSB.

** Includes the Group's regional operations in Brunei, China, Indonesia and Vietnam.

Table 3:

Value (S$ millions)	Base Scenario	Investment +0.50% Discount Rate +1%	Investment -0.50% Discount Rate -1%
Total Embedded Value	7,465	7,373	7,547
Economic Value of One Year's New Business	365	348	382

1. Great Eastern is 103 years young and still evolving.
2. GETSB appointed KAT as its first corporate agency.
3. The Singapore Corporate Governance Merit Award added to our award tally.
4. A red-letter day for our Surabaya office.

LOOKING BACK ON 2011

YEAR IN REVIEW (HIGHLIGHTS)

JANUARY

- We issued S$400 million subordinated fixed rate notes under the Multicurrency Medium Term Note Programme.
- GELC was granted approval to open a provincial branch in Shaanxi, Xi'an.

FEBRUARY

- GELM centralised its Customer Service Call Centre to better serve customers and agency force.
- The GELS Life is Great portal was revamped to make it more customer-friendly.
- GELC opened four Sales and Service Centres in Changshou, Beibei, Qijiang and Yubei.
- The Great Eastern–Yeo's S.League got off to an exciting start.

MARCH

- The launch of Great Eastern Financial Advisers further strengthened the company's distribution capabilities.
- The Sandakan branch in Sabah was officially opened.
- The Great Eastern Women 10K was launched to much fanfare.
- GELM clinched a BrandLaureate Award.
- Lion Global Investors garnered 6 awards at Lipper Singapore and Taiwan Fund Awards.

APRIL

- Great Eastern agency clubs and staff raised S$100,000 for the Japan Disaster Fund.
- GELM raised RM73,000 in aid of victims of the Japan earthquake and for ChildrenCare.
- GELM launched I-Pledge Club where staff volunteers pledged their time for ChildrenCare projects.

MAY

- We received a Special Contribution Award from the Chongqing Red Cross Society for our support and contributions to the local community.
- Our Orchard Emerald project garnered the Green Mark Gold Award from the Building and Construction Authority.
- GELIndo commenced its Insurance Goes to Campus seminars and workshops for university students.

JUNE

- We garnered double Gold in the Reader's Digest Trusted Brand Award (finance category) for Singapore and Malaysia.
- GELM organised a Go Green workshop for underprivileged children to raise environmental awareness.

JULY

- Over 12,000 women participated in our signature Great Eastern Women 10K Run.
- GELS launched *LifeSecure*, the first such plan in the market.
- GELS revamped its mobile portal which enabled users to obtain information on-the-go.

AUGUST

- Great Eastern turned 103.
- GEvolution, a Group-wide five-year corporate strategic roadmap, was launched in Singapore, Malaysia, Indonesia, Vietnam and Brunei.
- Great Eastern was ranked ninth out of 100 top Singapore brands by Brand Finance.
- For the first time, staff and life planners participated in Singapore's National Day Parade.
- GELS launched *Prestige Global Medicare*.
- The Go Green Programme was launched in Singapore and subsequently across the Group.

SEPTEMBER

- GETSB introduced *i-Great Amal*.
- The GELS Facebook page was officially launched.

OCTOBER

- GELS captured the prestigious Life Insurer of the Year Award at the 15th Asia Insurance Industry Awards.
- GEH garnered a Merit Award at the 12th Investors' Choice Awards.
- The *StarBuddy* project won an award for IT innovation.
- GETSB was appointed Group Takaful Scheme operator for its shareholder Koperasi Angkatan Tentera Malaysia Berhad (KAT).
- GETSB appointed KAT as its first corporate agency.
- GELC opened a Sales and Service Centre in Chongqing's Bishan District.

NOVEMBER

- The Group invested approximately S$500 million in New China Life Insurance Company Ltd.'s H-Share offering.
- GELV was voted the Most Favourite Brand by readers of Saigon Liberation, a popular newspaper in Vietnam.
- GELM topped the insurance category in Malaysia's 100 Leading Graduate Employers Award.
- GELIndo opened a new sales office in Jakarta to support its expanded agency activities.

DECEMBER

- A Christmas Charity Bazaar was held in Singapore which raised S$37,000 in aid of the elderly. In Jakarta, we supported a run in aid of needy street children.
- GELS received an affirmation of its "AA-" rating with a stable outlook by Standard & Poor's.
- GETSB was awarded Best New Takaful Operator at the Islamic Business & Finance Awards 2011 held in Dubai.
- We opened an agency office in Surabaya, Indonesia's second largest city.

1. Promoting Health and Wellness through our annual women's run.
2. Proudly flying the Great Eastern flag at the National Day Parade.
3. Doing our part for the community.
4. Spreading the Green message to our young friends in Malaysia.
5. GELIndo supported street children in Jakarta.
6. GELV provided scholarships to needy students.

A LIFE OF INVOLVEMENT

CORPORATE SOCIAL RESPONSIBILITY

At Great Eastern, we not only have a rich corporate history spanning 103 years, we also have a strong tradition of community involvement and making a positive difference to the communities in which we operate. We take pride in our Asian heritage and are guided by our founding values of Integrity, Initiative and Involvement in our Corporate Social Responsibility initiatives.

We actively support programmes which benefit children, the elderly and women. Our employees and life planners volunteer their time and effort to support and participate in a wide variety of community causes during the year. Our efforts are also focused on doing what we can to protect the environment for future generations.

CARING FOR THE YOUNG AND OLD

In Singapore, since the inception of our ChildrenCare and GoldenCare programmes, we have raised over S$9.5 million for the Community Chest which helps 72 charities and over 320,000 beneficiaries while in Malaysia, we raised over RM1.5 million for 120 children homes since the inception of the ChildrenCare programme there. In Indonesia, we participated in the Jakarta Globe 5K Celebrity Fun Run in aid of needy street children.

INVESTING IN EDUCATION

We recognise the importance of educating the young. In Singapore, we contributed $25,000 to the Singapore University of Technology and Design to fund bursaries and also donated $20,000 to the President S R Nathan Education Upliftment Fund. In Malaysia, we continued to support students under our Great Eastern Supremacy Scholarship for Actuarial studies, bringing the total number of students who have benefited from the award to date to 94. Over the years, we have disbursed RM5.4 million in scholarships.

In Indonesia, we were the main sponsor for Insurance Goes to Campus. We also donated towards the educational needs of underprivileged students from Papua and the Sahabat Anak Foundation. In Vietnam, we collaborated with the Hanoi Department of Education and Training and Can Gio Women's Association to provide 120 scholarships and 130 study packs to needy students in Ho Chi Minh City and Hanoi.

CHAMPIONING SPORTS

At Great Eastern, we believe in promoting Health and Wellness to the communities we serve. The Great Eastern Women 10K attracted over 12,000 women of all ages and raised funds for the Breast Cancer Foundation and the Singapore University of Technology and Design. For the first time, we extended complimentary insurance cover for participants during the run.

We have been supporting the development of local football through our co-title sponsorship of the S.League since 2009. Our association with the league has helped to bring the Great Eastern brand closer to the community and through this partnership, we aim to promote the importance of a healthy lifestyle, in particular to schools.

COMMUNITY INVOLVEMENT / STAFF VOLUNTEERISM

For the first time, volunteers comprising Great Eastern staff and agency force, marched as a civilian contingent in Singapore's National Day Parade and proudly flew the Great Eastern flag.

To promote greater staff volunteerism, I-Pledge Club was launched in Malaysia where staff pledged to volunteer up to 20 hours a year each to support ChildrenCare projects.

Staff also brought cheer to the young and elderly under our ChildrenCare and GoldenCare projects. Go Green excursions were organised to the Singapore Zoo and the KL Bird Park where our beneficiaries experienced nature close-up and learnt about nature conservation. In Malaysia, underprivileged children were treated to an educational and fun-filled agro-adventure where they learnt more about the traditional Malaysian forms of agriculture still being practised, while in Singapore, staff chaperoned 1,400 children for a day out at Universal Studios Singapore under the Children for Children project which benefited The Budding Artists' Fund organised by The Business Times.

In Vietnam, GELV provided free meals to needy cancer patients at hospitals in Hanoi and Ho Chi Minh City and extended free medical examination and aid to impoverished residents in Binh Chanh District.

SUPPORT FOR DISASTER RELIEF

In Singapore, we partnered the four agency clubs – Great Eastern Life Achievers Club, Great Eastern Life Planners Association, Great Eastern Managers' Council and Wan Cheng Hui – to raise $100,000 for the Japan Disaster Fund to help those affected by the earthquake and tsunami. In Malaysia, over RM36,000 was raised within two hours during a staff charity bazaar for the same cause.

GELV contributed to flood relief efforts in Central Vietnam, while our China operations raised funds for victims of the Wenchuan and Yushu earthquakes.

PROTECTING OUR ENVIRONMENT

Our Go Green Programme took firm root across the Group.

Programmes were organised to encourage staff to actively reduce, reuse and recycle. Recycling bins were provided at strategic locations and Go Green workshops and lunch talks were conducted. To sustain awareness, weekly Go Green nuggets featured tips and advice and a Go Green Charity Bazaar was held at year-end to raise funds for the needy.

Other initiatives included the introduction of electronic payslips, an e-version of the monthly corporate newsletter, installing motion-triggered lights in the building, and encouraging electronic submission of policy applications.

1. Let's write the future. Together.
2. United we stand.
3. Team-building with a Green theme.

4&5. Work hard, play hard

6. Triple celebration … One family.

A STORY ABOUT OUR PEOPLE

HUMAN CAPITAL

In 2011, GEvolution was the buzzword in our Human Capital story as we continued in our efforts to nurture each and every one of our 3,600 employees across the Group to their fullest potential.

Across the Group, we launched GEvolution, a five-year corporate strategic roadmap to unify us in our vision and to better align our corporate goals and targets as we strive to be the most trusted and admired insurance provider in our chosen core markets. GEvolution underscored a simple but compelling message – we need to evolve to the next level of excellence in order to stay ahead of the competition. GEvolution also ensured that every employee understood where the organisation is heading and how they can contribute to achieving our corporate goals.

One of the key pillars of GEvolution is “Best People” which centres on the unique Great Eastern culture, open and honest communication, engaged employees, talent development, performance-based culture, strong work ethics and great teamwork.

BUILDING THE GREAT EASTERN CULTURE

Built on a 103-year heritage, the Great Eastern culture is one where each employee seeks to constantly improve to do what is best for our customers.

Our signature Making Life Great workshops, which drive our corporate-culture building programme, continue to be effective forums for employees to share and exchange ideas as well as contribute their suggestions to improve the workplace. We also launched the Group CEO’s Blog which was well-received and provided an additional platform for regular open two-way communication.

The novel Make A Difference (MAD) Week during which staff recognised colleagues for making a positive difference to their experience in the company further enhanced making Great Eastern a great place to work.

Our focus to gather insights into the drivers of employee engagement to help us build and maintain a dedicated workforce bore fruit. Great Eastern continues to be well-banded in the ‘Best Employer Range’ in Aon Hewitt’s Employee Engagement Survey. Our employee engagement score was well above the industry average not only locally but also in Asia-Pacific. In Malaysia, we were ranked the Leading Employer in the Insurance Industry and also awarded Malaysia’s 100 Leading Graduate Employer 2011 title for the third consecutive year.

DEVELOPING OUR TALENT

Our investment in talent development is on-going. New employees are welcomed with a comprehensive orientation programme, training programmes are organised for staff to foster greater empowerment and courses to equip our managers with effective leadership skills are rolled out on a regular basis.

Recognising the importance of people to the Group’s long-term success, talents are identified across the Group. Customised developmental tracks are drawn up for different categories of employees, ranging from specialist to managerial, to prepare and groom future leaders while boosting their competencies in the functional aspects of the business.

Our Guest Auditor Programme, during which selected staff from non-audit functions are deployed for a period of about a month to understudy and perform audits of various departments locally or overseas within the Group, continue to offer employees opportunities to enhance their learning experience and to grow with the company.

To offer further career growth and development opportunities for our employees, we collaborate closely with the OCBC Group to provide job rotation across different levels, functions, businesses, and geographies.

REWARDING GOOD PERFORMANCE

We reward and recognise individual and team performance. Performance-based incentives are offered to motivate our employees and encourage continued work excellence.

Breakthrough performances were duly recognised through the Chairman’s Award. In addition to the Gold, Silver and Bronze Awards for executive and management staff, team awards were also given to reward projects which improved workflow and processes and enhanced overall customer experience.

To attract, motivate and retain talent, our Total Rewards Strategy is based on a “total approach” which optimises the balance between rewarding the individual based on individual performance in tandem and alignment with the achievement of corporate goals, including how well they manage costs and business risks.

Our partnership with the Union remained strong and we proactively engaged Union officials on key issues.

CULTIVATING SERVICE EXCELLENCE

We leveraged on our established Building Emotional Engagement (“BEE”) Service Excellence Programme to continue to delight our customers. To further foster a strong service culture among staff, during Service Excellence Week, we recognised 57 employees who went the extra mile to provide good service.

As part of our efforts to maintain consistent operational efficiency and a high level of service, our Operations Division, comprising New Business Underwriting, Customer Service and Claims, was re-certified ISO 9001:2000 compliant.

1. Our top achievers in Athens.
2. Spreading cheer to our elderly friends.
3. Great team, great camaraderie.

AGENTS OF CHANGE

At Great Eastern, we're proud of our Agents' story. Across the region, we have over 20,000 distribution representatives committed to looking at life insurance in a very different way.

Many have been with us for most of their careers and lives. There are also those who are starting their careers with us and will be building their own futures along the way.

Our representatives do much more than sell policies. They look at individuals and families, they look at past trends and future needs, they look at insurance needs and financial commitments that have to be planned for.

And as the world has changed, so has the way our distribution force goes about its business.

There will always be a need to embrace people as people, to spend time with them, listen to their needs and consult with them on the many solutions that are available. But the new age is also upon us and many representatives are using technology to keep people up to date with products, services, news and information.

Our representatives more than anyone appreciate just how important people are, how irreplaceable fathers, mothers, sons and daughters are. That in a world of 7 billion people, there will never be another you. So each of our 20,000 strong agents of change are meeting the future with a new appreciation of life, not just life insurance.

The Great Eastern distribution force is the most productive, most well-trained and the envy of the industry. Their culture, their passion for the business and the resulting work ethics are unparalleled.

At Great Eastern, our ultimate goal is to be the most trusted and admired insurance provider in our chosen core markets and our distribution representatives are crucial in helping us achieve our vision. Their industry reputation for trust and service is second-to-none.

CHAPTER 3

THE STORY TAKES A
NEW DIRECTION

WE'RE NOT JUST A LIFE INSURANCE COMPANY ANYMORE. WE'RE A LIFE COMPANY.

We all have the best intentions. To be better, do better, look better and live better.

Yet even our most noble intentions can fall short because of one simple reason. Life just gets in the way.

Which is why, at Great Eastern, we're changing the way we think about our customers. We're making it our responsibility, our intention, to do all we can to help people achieve their intentions.

To live healthier, live better and above all else, live longer.

Because in a world of 7 billion people, there will never be another you.

And we know that life insurance, no matter how great, can never replace what's lost.

So the more we can do to help every person achieve their intentions, the better it will be for those who mean so much to them.

To us, it simply means that we've moved beyond being a life insurance company to being a Life Company. In terms of words, the change seems small, but in the way we think and feel about people, it's a completely new and exciting story.

THE STORIES THAT MATTER MOST ARE BASED ON STRENGTH AND STABILITY.

In this age of continued uncertainty, people constantly search for stability. At Great Eastern, our firm business foundation, strong financial position and well-developed enterprise risk management framework will allow us to weather future investment volatility and generate long-term returns for our stakeholders.

Sustained Profitability

A stable and profitable organisation during these times creates confidence for the future. Our net profit of S$385.7 million was driven by our strong underwriting performance.

Strongly Capitalised

The Group's insurance subsidiaries in Singapore and Malaysia remain strongly capitalised with Capital Adequacy Ratios in excess of 200%, well above the minimum regulatory ratios of 120% and 130% respectively.

Strong Credit Rating

Great Eastern Life Assurance Company Limited has once again been rated 'AA–' with a stable outlook by Standard and Poor's, reflecting our very strong business profile, superior capitalisation and well-developed risk management framework.

Enhancing Returns to Shareholders

In view of the Group's performance in 2011, strong capital position and healthy long-term prospects, the Board has recommended a final dividend of 27 cents per ordinary share. Including the interim dividend of 10 cents per ordinary share that was paid on 6 September 2011, the total dividend payment to shareholders will amount to 37 cents per ordinary share for financial year 2011.

GROWTH THROUGH EVERY CHAPTER IN LIFE.

Sustained Growth in New Sales and Long-Term Profitability

As people, we are constantly growing. In size, knowledge, awareness, and maturity. We never stop learning and adapting to changes around us. An organisation is no different. Our growth has been healthy since our birth over 103 years ago. In 2011, the Group's total weighted new sales rose by 10% to S$798.3 million, while new business embedded value, a measure of the long-term profitability of new sales, grew strongly by 20% to S$364.8 million.

Growth has always been a measure of our strength throughout our history.

Growing with Great Eastern

Numbers are just one factor. Our 4 million policyholders enjoy consistent excellent customer service and benefit from our suite of well-designed, value-added protection, savings and investment products.

Across the Group, we enhanced our service delivery capabilities which materially reduced turnaround time, simplified processes and improved service standards.

Investing heavily in building our data analytics capabilities has enabled us to refine our customer engagement strategy and develop new and innovative offerings. In addition, our growth initiatives in the digital space provide a differentiated, unparalleled experience for our policyholders.

IT'S NOT WHAT YOU SAY. IT'S WHAT YOU DO THAT MATTERS.

At Great Eastern, we look at life insurance differently - because it's our belief that insurance products alone will never be enough to replace what matters most.

We acted on that belief by developing our Great Eastern 21 Days mobile app, a Health & Wellness portal full of valuable information and resources, Wellness Profiling and an industry-first Live Great loyalty programme that incentivises and rewards cardmembers for achieving their goals.

As we move into 2012, we are driven by our bold new purpose, one that has changed the way we look at the industry. Not just supporting our customers financially, but also to helping them live better, healthier and most importantly, longer.

THE MOST IMPORTANT PERSON IN ANY STORY IS YOU.

At the end of the day, there's no one more important than you. You're a parent, a son or daughter, husband or wife. To those around you, there will never be another you. In so many ways, you're irreplaceable. At Great Eastern, we truly believe that being there for the ones who need you most starts with achieving your intentions.

To eat better, get more exercise, or find work-life balance. That's why we're making it our intention to do all we can to help you live healthier, live better and most importantly, live longer.

Because we're not just a life insurance company anymore.

We're a life company.

CORPORATE INFORMATION

BOARD OF DIRECTORS
Mrs Fang Ai Lian, Chairman
Mr Christopher Wei, Group CEO
Dr Cheong Choong Kong
Mr David Conner
Mr Norman Ip
Mr Koh Beng Seng
Mr Lee Seng Wee
Mr Lee Chien Shih
Tan Sri Dato' Dr Lin See-Yan
Mr Tan Yam Pin

NOMINATING COMMITTEE
Mrs Fang Ai Lian, Chairman
Dr Cheong Choong Kong
Mr Lee Seng Wee
Mr Tan Yam Pin

EXECUTIVE COMMITTEE
Mrs Fang Ai Lian, Chairman
Dr Cheong Choong Kong
Mr David Conner
Mr Tan Yam Pin
Mr Christopher Wei

AUDIT COMMITTEE
Mr Tan Yam Pin, Chairman
Mrs Fang Ai Lian
Mr Norman Ip
Tan Sri Dato' Dr Lin See-Yan

REMUNERATION COMMITTEE
Mrs Fang Ai Lian, Chairman
Mr David Conner
Mr Koh Beng Seng
Mr Lee Chien Shih

RISK & INVESTMENT COMMITTEE
Mrs Fang Ai Lian, Chairman
Mr David Conner
Mr Norman Ip
Mr Koh Beng Seng
Mr Christopher Wei

GROUP COMPANY SECRETARY
Ms Jennifer Wong Pakshong

REGISTERED OFFICE
1 Pickering Street #16-01
Great Eastern Centre
Singapore 048659
Telephone: (65) 6248 2000
Facsimile: (65) 6438 3889
Website: greateasternlife.com
Email: wecare-sg@greateasternlife.com

SHARE REGISTRAR
M & C Services Private Limited
138 Robinson Road #17-00
The Corporate Office
Singapore 068906
Telephone: (65) 6223 3036

AUDITORS
Ernst & Young LLP
One Raffles Quay
North Tower, Level 18
Singapore 048583
Partner In Charge:
Shekaran Krishnan
(since financial year 2008)

As at 6 March 2012

CHAPTER 4

THE STORY IN NUMBERS

FINANCIAL STATEMENTS

DIRECTORS' REPORT

The Directors have pleasure in presenting their report to the members together with the audited consolidated financial statements of Great Eastern Holdings Limited ("GEH" or the "Company") and its subsidiaries (collectively the "Group") for the financial year ended 31 December 2011.

1. DIRECTORS

The Directors of the Company in office at the date of this report are:

Mrs Fang Ai Lian, *Chairman*
Mr Christopher Wei, *Group Chief Executive Officer*
Dr Cheong Choong Kong
Mr David Conner
Mr Norman Ip
Mr Koh Beng Seng
Mr Lee Seng Wee
Mr Lee Chien Shih
Tan Sri Dato' Dr Lin See-Yan
Mr Tan Yam Pin

Mrs Fang Ai Lian and Mr Koh Beng Seng will retire by rotation in accordance with Article 91 of the Company's Articles of Association at the forthcoming annual general meeting ("AGM") of the Company and, being eligible, will offer themselves for re-election at the AGM.

Mr Lee Seng Wee, Dr Cheong Choong Kong and Mr Tan Yam Pin will retire pursuant to section 153 of the Companies Act, Chapter 50 (the "Companies Act") at the forthcoming AGM of the Company. Resolutions will be proposed at the forthcoming AGM of the Company for their re-appointment under section 153(6) of the Companies Act to hold office until the next AGM of the Company.

Tan Sri Dato' Dr Lin See-Yan will retire pursuant to section 153 of the Companies Act and will not offer himself for re-appointment.

2. ARRANGEMENTS TO ENABLE DIRECTORS TO ACQUIRE SHARES OR DEBENTURES

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose object was to enable the Directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate, save as disclosed in this report.

3. DIRECTORS' INTERESTS IN SHARES OR DEBENTURES

According to the register of Directors' shareholdings, none of the Directors who held office at the end of the financial year had any interest in shares in, or debentures of, the Company as at the end of the financial year and as at 21 January 2012. Directors' interests in shares in, or debentures of, the Company's holding company, Oversea-Chinese Banking Corporation Limited ("OCBC Bank") and its related corporations are as follows:

		Holdings registered in the name of Directors or in which Directors have a direct interest		Holdings in which Directors are deemed to have an interest	
		As at 1.1.2011	**As at 31.12.2011**	As at 1.1.2011	**As at 31.12.2011**
(i)	**Ordinary shares in the capital of OCBC Bank**				
	Mrs Fang Ai Lian	6,222	**62,671**	–	**–**
	Dr Cheong Choong Kong	172,063	**178,373**	10,447 (1)	**10,831 (1)**
	Mr David Conner	1,580,281	**1,880,311**	1,530,811 (2)	**1,754,224 (3)**
	Mr Norman Ip	3,263	**3,383**	–	**–**
	Mr Lee Seng Wee	7,253,265	**7,525,454**	4,245,723 (1)	**4,401,409 (1)**
	Mr Lee Chien Shih	1,928,420	**1,999,134**	–	**–**
(ii)	**4.2% non-cumulative non-convertible Class G preference shares in OCBC Bank**				
	Dr Cheong Choong Kong	15,000	**15,000**	–	**–**
	Mr David Conner	50,000	**50,000**	–	**–**
	Mr Norman Ip	2,000	**2,000**	–	**–**
	Mr Lee Seng Wee	800,000	**800,000**	600,000 (1)	**600,000 (1)**
	Mr Lee Chien Shih	176,000	**176,000**	–	**–**
(iii)	**5.1% non-cumulative non-convertible Class B preference shares in OCBC Bank**				
	Mrs Fang Ai Lian	1,700	**1,700**	–	**–**
	Mr Tan Yam Pin	–	**–**	2,000 (1)	**2,000 (1)**
(iv)	**OCBC Bank SGD Subordinated Notes 5% Due 06.09.2011**				
	Mr Tan Yam Pin	–	**–**	500,000 (1)	**–**
(v)	**OCBC Capital Corporation (2008) 5.1% non-cumulative non-convertible guaranteed preference shares**				
	Dr Cheong Choong Kong	10,000	**10,000**	–	**–**
(vi)	**OCBC Bank 5.6% Subordinated Notes Due 2019**				
	Mr Tan Yam Pin	–	**–**	–	**500,000 (1)**

Notes

(1) Held by spouse.

(2) Comprises deemed interest in 1,050,485 ordinary shares subject to award(s) granted under the OCBC Deferred Share Plan, subscription rights over 9,560 ordinary shares granted under the OCBC Employee Share Purchase Plan and 470,766 ordinary shares awarded under the employment contract.

(3) Comprises deemed interest in 1,258,173 ordinary shares subject to award(s) granted under the OCBC Deferred Share Plan, subscription rights over 8,022 ordinary shares granted under the OCBC Employee Share Purchase Plan and 488,029 ordinary shares awarded under the employment contract.

3. DIRECTORS' INTERESTS IN SHARES OR DEBENTURES (continued)

(vii) Share options

According to the register of Directors' shareholdings, as at the beginning and as at the end of the financial year, the following Directors have interests in share options to subscribe for ordinary shares in the capital of OCBC Bank under the OCBC Share Option Scheme 2001, as follows:

	Options held by Directors		Options in which Directors are deemed to have an interest	
	As at 1.1.2011	**As at 31.12.2011**	As at 1.1.2011	**As at 31.12.2011**
Dr Cheong Choong Kong	1,311,485	**1,637,787**	–	**–**
Mr David Conner	2,333,000	**2,333,000**	–	**–**

Save as disclosed above, the Directors did not have any interest in shares in, or debentures of, the Company or any related corporation either at the beginning or at the end of the financial year.

4. DIRECTORS' CONTRACTUAL BENEFITS

Since the end of the previous financial year, no Director has received, or become entitled to receive, benefits by reason of a contract made by the Company or a related corporation with the Director, or with a firm of which he is a member, or with a company in which he has a substantial financial interest, save as disclosed in this report, and except for employment remuneration/benefits received by the Company's Group Chief Executive Officer as disclosed in the financial statements, and further except for employment remuneration/benefits received by another Director in his capacity as the Chief Executive Officer of the Company's holding company, OCBC Bank.

One of the Company's non-executive Directors, Dr Cheong Choong Kong ("Dr Cheong"), who is also a non-executive Director and Chairman of OCBC Bank, has entered into an agreement with OCBC Management Services Private Limited, a wholly-owned subsidiary of OCBC Bank, under which Dr Cheong was appointed as consultant to oversee and supervise the strategic planning of OCBC Bank and its subsidiaries with respect to customer service, talent identification, and the development and succession of senior management within the OCBC Group. Under the agreement, in respect of the financial year ended 31 December 2011, Dr Cheong has received payments and benefits amounting to $1,117,155 and will receive a variable bonus of $100,000, or any additional bonus as may be determined by the Remuneration Committee and the Board of Directors of OCBC Bank. In respect of the financial year ended 31 December 2010, Dr Cheong received aggregate payments and benefits of $1,118,993 and a variable bonus of a total amount of $1,290,000, comprising a bonus of $100,000 and an additional bonus of $1,190,000.

In his capacity as a non-executive Director of GEH and one of GEH's subsidiaries, Dr Cheong receives Directors' fees and the amount of his Directors' fees for the financial year ended 31 December 2011 has been included in the total amount of Directors' remuneration disclosed in the Corporate Governance Section of the Annual Report. In his capacity as a director of OCBC Bank, Dr Cheong is also eligible for any Directors' fees or share options from OCBC Bank that are recommended by the Board of Directors of OCBC Bank.

DIRECTORS' REPORT

5. SHARE OPTIONS

The Company does not have any share option scheme in place.

Certain Directors of the Company, in particular those who are also Directors of OCBC Bank, are participants of the OCBC Share Option Scheme 2001 and certain other plans implemented by OCBC Bank, such as the OCBC Deferred Share Plan and the OCBC Employee Share Purchase Plan. Directors' interests in shares and share options in OCBC Bank are set out in paragraph 3 above.

6. AUDIT COMMITTEE

The Audit Committee ("AC") comprises four non-executive independent Directors. The AC members at the date of this report are Mr Tan Yam Pin (AC Chairman), Mrs Fang Ai Lian, Mr Norman Ip and Tan Sri Dato' Dr Lin See-Yan. The AC convened four meetings during the financial year under review.

The AC performs the functions specified under section 201B(5) of the Companies Act, Chapter 50, including review with the auditors their audit plan, their evaluation of the system of internal accounting controls and their audit report, review the assistance given by the Company's officers to the auditors, review the scope and results of the internal audit procedures, review the financial statements of the Company and of the Group and the auditors' report thereon, and thereafter submits them to the Company's Board of Directors. Details of the functions performed by the AC, including functions specified in the Listing Manual and the Code of Corporate Governance 2005, are set out in the Report on Corporate Governance included in the Company's Annual Report for the financial year ended 31 December 2011.

The AC has nominated Ernst & Young LLP for re-appointment as auditors at the Annual General Meeting of the Company.

7. AUDITORS

The auditors, Ernst & Young LLP, have expressed their willingness to accept re-appointment.

On behalf of the Board of Directors

Fang Ai Lian
Chairman

Christopher Wei
Director

Singapore
13 February 2012

STATEMENT BY DIRECTORS
PURSUANT TO SECTION 201(15)

We, Fang Ai Lian and Christopher Wei, being two of the Directors of Great Eastern Holdings Limited (the “Company”), do hereby state that, in the opinion of the Directors:

(i) the accompanying financial statements of the Company and its subsidiaries (collectively, the “Group”), which comprise the balance sheets of the Group and of the Company as at 31 December 2011, the profit and loss statements, the statements of changes in equity and the statements of comprehensive income of the Group and of the Company and the statement of cash flows, the life assurance revenue statement and general insurance revenue statement of the Group for the year then ended, and a summary of significant accounting policies and other explanatory information, are drawn up so as to give a true and fair view of the state of affairs of the Group and of the Company as at 31 December 2011 and the results, changes in equity of the Group and of the Company and the cash flows and results of the insurance operations of the Group for the financial year ended on that date; and

(ii) at the date of this statement there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

On behalf of the Board of Directors

Fang Ai Lian
Chairman

Christopher Wei
Director

Singapore
13 February 2012

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF GREAT EASTERN HOLDINGS LIMITED

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of Great Eastern Holdings Limited (the "Company") and its subsidiaries (collectively, the "Group") set out on pages 71 to 176, which comprise the balance sheets of the Group and of the Company as at 31 December 2011, the profit and loss statements, statements of comprehensive income and the statements of changes in equity of the Group and of the Company and the statement of cash flows, the life assurance revenue statement and general insurance revenue statement of the Group for the year then ended, and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Singapore Companies Act, Cap. 50 (the "Act") and Singapore Financial Reporting Standards, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair profit and loss accounts and balance sheets and to maintain accountability of assets.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Singapore Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

OPINION

In our opinion, the consolidated financial statements of the Group and the balance sheet, profit and loss statement, statement of comprehensive income and statement of changes in equity of the Company are properly drawn up in accordance with the provisions of the Act and Singapore Financial Reporting Standards so as to give a true and fair view of the state of affairs of the Group and of the Company as at 31 December 2011 and the results and changes in equity of the Group and of the Company and the cash flows and results of the insurance operations of the Group for the financial year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

In our opinion, the accounting and other records required by the Act to be kept by the Company and by those subsidiaries incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

ERNST & YOUNG LLP
Public Accountants and Certified Public Accountants
Singapore
13 February 2012

PROFIT & LOSS STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER

in Singapore Dollars (millions)	Note	Group 2011	Group 2010	Company 2011	Company 2010
Gross Premiums		**6,430.7**	6,155.8	**-**	-
Life assurance profit from:					
Participating Fund		**121.5**	103.8	**-**	-
Non-participating Fund		**134.4**	239.5	**-**	-
Investment-linked Fund		**126.6**	93.9	**-**	-
Profit from life assurance		**382.5**	437.2	**-**	-
Profit from general insurance		**29.3**	22.8	**-**	-
Profit from insurance operations		**411.8**	460.0	**-**	-
Dividend from subsidiaries		**-**	-	**308.3**	409.8
Investment income, net	4	**96.4**	94.3	**-**	-
(Loss)/gain on sale of investments and changes in fair value	5	**(9.9)**	56.9	**-**	-
Increase in provision for impairment of assets		**(1.9)**	(4.0)	**(1.6)**	-
Gain/(loss) on exchange differences		**0.4**	(2.9)	**-**	-
Profit from investments in Shareholders' Fund		**85.0**	144.3	**306.7**	409.8
Fees and other income		**69.0**	68.6	**1.7**	-
Profit before expenses		**565.8**	672.9	**308.4**	409.8
less:					
Management and other expenses		**72.1**	65.8	**8.2**	6.7
Interest expense		**18.3**	-	**-**	-
Depreciation		**1.9**	1.6	**0.1**	0.1
Expenses		**92.3**	67.4	**8.3**	6.8
Profit after expenses		**473.5**	605.5	**300.1**	403.0
Share of profit after income tax of associates		**-**	0.1	**-**	-
Share of loss after income tax of joint ventures		**(8.4)**	(5.6)	**-**	-
Profit before income tax		**465.1**	600.0	**300.1**	403.0
Income tax		**(73.3)**	(83.7)	**-**	(0.1)
Profit after income tax		**391.8**	516.3	**300.1**	402.9
Attributable to:					
Shareholders		**385.7**	507.2	**300.1**	402.9
Non-controlling interests		**6.1**	9.1	**-**	-
		391.8	516.3	**300.1**	402.9
Basic and diluted earnings per share attributable to shareholders of the Company (in Singapore Dollars)	10	**$0.81**	$1.07		

The accompanying significant accounting policies and explanatory notes form an integral part of the financial statements.

STATEMENTS OF COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER

in Singapore Dollars (millions)	Note	Group 2011	Group 2010	Company 2011	Company 2010
Profit after income tax for the year		**391.8**	516.3	**300.1**	402.9
Other comprehensive income:					
Exchange differences arising on translation of overseas entities		**(14.7)**	9.9	**-**	-
Share of other comprehensive income of associates and joint ventures		**4.1**	(4.2)	**-**	-
Available-for-sale financial assets:					
Changes in fair value		**(69.0)**	175.1	**-**	-
Reclassification of realised (gain)/loss on disposal to Profit and Loss Statement	5	**(22.8)**	16.5	**-**	-
Tax on changes in fair value	9	**15.9**	(33.6)	**-**	-
Other comprehensive income for the year, after tax		**(86.5)**	163.7	**-**	-
Total comprehensive income for the year		**305.3**	680.0	**300.1**	402.9
Total comprehensive income attributable to:					
Shareholders		**300.1**	670.7	**300.1**	402.9
Non-controlling interests		**5.2**	9.3	**-**	-
		305.3	680.0	**300.1**	402.9

The accompanying significant accounting policies and explanatory notes form an integral part of the financial statements.

BALANCE SHEETS – GROUP
AS AT 31 DECEMBER

in Singapore Dollars (millions)	Note	Group					
		Total		Shareholders' and General Insurance Funds		Life Assurance Fund	
		2011	2010	2011	2010	2011	2010
Share capital	11	**152.7**	247.4	**152.7**	247.4	**-**	-
Reserves							
Currency translation reserve	12	**(42.6)**	(32.3)	**(42.6)**	(32.3)	**-**	-
Fair value reserve	12	**150.0**	225.3	**150.0**	225.3	**-**	-
Accumulated profit		**3,652.2**	3,583.6	**3,652.2**	3,583.6	**-**	-
SHAREHOLDERS' FUND		**3,912.3**	4,024.0	**3,912.3**	4,024.0	**-**	-
NON-CONTROLLING INTERESTS		**30.2**	35.0	**30.2**	35.0	**-**	-
TOTAL EQUITY		**3,942.5**	4,059.0	**3,942.5**	4,059.0	**-**	-
LIABILITIES							
Insurance payables	13	**2,517.5**	2,372.6	**24.1**	17.5	**2,493.4**	2,355.1
Other creditors and interfund balances	14	**2,364.9**	1,892.1	**306.6**	250.0	**2,058.3**	1,642.1
Unexpired risk reserve	16	**111.8**	97.1	**111.8**	97.1	**-**	-
Derivative financial liabilities	23	**62.1**	25.9	**1.2**	0.1	**60.9**	25.8
Income tax		**417.9**	382.2	**97.4**	90.3	**320.5**	291.9
Provision for agents' retirement benefits	7	**231.3**	216.2	**-**	-	**231.3**	216.2
Amount due to joint venture	21	**0.1**	0.3	**0.1**	0.3	**-**	-
Deferred tax	9	**945.9**	949.8	**87.8**	105.9	**858.1**	843.9
Debts issued	15	**399.1**	-	**399.1**	-	**-**	-
General insurance fund	17	**188.7**	109.9	**188.7**	109.9	**-**	-
Life assurance fund	18	**44,420.8**	43,267.9	**-**	-	**44,420.8**	43,267.9
TOTAL EQUITY AND LIABILITIES		**55,602.6**	53,373.0	**5,159.3**	4,730.1	**50,443.3**	48,642.9
ASSETS							
Cash and cash equivalents		**7,248.9**	2,830.4	**713.1**	378.0	**6,535.8**	2,452.4
Other debtors and interfund balances	19	**1,517.7**	1,788.7	**1,081.3**	1,197.5	**436.4**	591.2
Insurance receivables	20	**2,558.1**	2,519.3	**130.5**	92.5	**2,427.6**	2,426.8
Loans	22	**1,202.5**	1,579.7	**44.4**	9.8	**1,158.1**	1,569.9
Derivative financial assets	23	**438.0**	523.1	**2.6**	4.4	**435.4**	518.7
Investments	24	**40,152.9**	41,693.0	**3,057.3**	2,939.1	**37,095.6**	38,753.9
Assets held for sale	25	**4.4**	-	**4.4**	-	**-**	-
Associates and joint ventures	26	**320.2**	337.2	**81.1**	85.4	**239.1**	251.8
Goodwill	28	**26.1**	18.7	**26.1**	18.7	**-**	-
Investment properties	29	**1,411.8**	1,355.4	**5.1**	-	**1,406.7**	1,355.4
Property, plant and equipment	30	**722.0**	727.5	**13.4**	4.7	**708.6**	722.8
TOTAL ASSETS		**55,602.6**	53,373.0	**5,159.3**	4,730.1	**50,443.3**	48,642.9

The accompanying significant accounting policies and explanatory notes form an integral part of the financial statements.

BALANCE SHEET – COMPANY
AS AT 31 DECEMBER

in Singapore Dollars (millions)	Note	Company 2011	Company 2010
Share capital	11	**152.7**	247.4
Reserves			
Merger reserve	12	**419.2**	419.2
Accumulated profit		**826.5**	843.5
TOTAL EQUITY		**1,398.4**	1,510.1
LIABILITIES			
Other creditors and interfund balances	14	**6.1**	7.1
TOTAL EQUITY AND LIABILITIES		**1,404.5**	1,517.2
ASSETS			
Cash and cash equivalents		**9.0**	8.8
Income tax		**0.8**	0.8
Amounts due from subsidiaries	21	**717.3**	830.1
Subsidiaries	27	**677.3**	677.3
Property, plant and equipment		**0.1**	0.2
TOTAL ASSETS		**1,404.5**	1,517.2

The accompanying significant accounting policies and explanatory notes form an integral part of the financial statements.

STATEMENTS OF CHANGES IN EQUITY – GROUP

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER

in Singapore Dollars (millions)	Note	Attributable to shareholders of the Company Share Capital	Currency Translation Reserve	Fair Value Reserve	Accumulated Profit [1]	Total	Non-Controlling Interests	Total Equity
Balance at 1 January 2011		247.4	(32.3)	225.3	3,583.6	4,024.0	35.0	4,059.0
Profit for the year		-	-	-	385.7	385.7	6.1	391.8
Other comprehensive income								
Exchange differences arising on translation of overseas entities		-	(14.5)	-	-	(14.5)	(0.2)	(14.7)
Share of other comprehensive income of associates and joint ventures		-	4.2	(0.1)	-	4.1	-	4.1
Available-for-sale financial assets:								
Changes in fair value		-	-	(68.2)	-	(68.2)	(0.8)	(69.0)
Reclassification of realised gain on disposal to Profit and Loss Statement		-	-	(22.8)	-	(22.8)	-	(22.8)
Tax on changes in fair value		-	-	15.8	-	15.8	0.1	15.9
Other comprehensive income for the year, after tax		-	(10.3)	(75.3)	-	(85.6)	(0.9)	(86.5)
Total comprehensive income for the year		-	(10.3)	(75.3)	385.7	300.1	5.2	305.3
Contributions by and distributions to shareholders								
Capitalisation from accumulated profit	11	269.8	-	-	(269.8)	-	-	-
Cash distribution	11	(364.5)	-	-	-	(364.5)	-	(364.5)
Dividends paid during the year:								
Interim tax exempt (one-tier) dividends	37	-	-	-	(47.3)	(47.3)	-	(47.3)
Dividends paid to non-controlling interests		-	-	-	-	-	(10.0)	(10.0)
Total contributions by and distributions to shareholders		(94.7)	-	-	(317.1)	(411.8)	(10.0)	(421.8)
Total transactions with shareholders in their capacity as shareholders		(94.7)	-	-	(317.1)	(411.8)	(10.0)	(421.8)
Balance at 31 December 2011		152.7	(42.6)	150.0	3,652.2	3,912.3	30.2	3,942.5

[1] Included in Accumulated Profit are non-distributable reserves of $1,122.7 million (2010: $973.5 million), which arises from regulatory risk charges in Singapore and Malaysia. Refer to Notes 12 and 35 for more details.

The accompanying significant accounting policies and explanatory notes form an integral part of the financial statements.

STATEMENTS OF CHANGES IN EQUITY – GROUP

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER

		Attributable to shareholders of the Company						
in Singapore Dollars (millions)	Note	Share Capital	Currency Translation Reserve	Fair Value Reserve	Accumulated Profit [1]	Total	Non-Controlling Interests	Total Equity
Balance at 1 January 2010		247.4	(38.0)	67.5	3,289.4	3,566.3	26.7	3,593.0
Profit for the year		-	-	-	507.2	507.2	9.1	516.3
Other comprehensive income								
Exchange differences arising on translation of overseas entities		-	9.9	-	-	9.9	-	9.9
Share of other comprehensive income of associates and joint ventures		-	(4.2)	-	-	(4.2)	-	(4.2)
Available-for-sale financial assets:								
Changes in fair value		-	-	174.9	-	174.9	0.2	175.1
Reclassification of realised loss on disposal to Profit and Loss Statement		-	-	16.5	-	16.5	-	16.5
Tax on changes in fair value		-	-	(33.6)	-	(33.6)	-	(33.6)
Other comprehensive income for the year, after tax		-	5.7	157.8	-	163.5	0.2	163.7
Total comprehensive income for the year		-	5.7	157.8	507.2	670.7	9.3	680.0
Contributions by and distributions to shareholders								
Dividends paid during the year:								
Final and special final tax exempt (one-tier) dividends for the previous year	37	-	-	-	(165.7)	(165.7)	-	(165.7)
Interim tax exempt (one-tier) dividends	37	-	-	-	(47.3)	(47.3)	-	(47.3)
Dividends paid to non-controlling interests		-	-	-	-	-	(13.4)	(13.4)
Total contributions by and distributions to shareholders		-	-	-	(213.0)	(213.0)	(13.4)	(226.4)
Changes in ownership interests in subsidiaries that do not result in a loss of control								
Increase in non-controlling interests on incorporation of new subsidiary		-	-	-	-	-	12.4	12.4
Total changes in ownership interests in subsidiaries		-	-	-	-	-	12.4	12.4
Total transactions with shareholders in their capacity as shareholders		-	-	-	(213.0)	(213.0)	(1.0)	(214.0)
Balance at 31 December 2010		247.4	(32.3)	225.3	3,583.6	4,024.0	35.0	4,059.0

[1] Included in Accumulated Profit are non-distributable reserves of $1,122.7 million (2010: $973.5 million), which arises from regulatory risk charges in Singapore and Malaysia. Refer to Notes 12 and 35 for more details.

The accompanying significant accounting policies and explanatory notes form an integral part of the financial statements.

STATEMENTS OF CHANGES IN EQUITY – COMPANY

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER

in Singapore Dollars (millions)	Note	Share Capital	Merger Reserve	Accumulated Profit	Total Equity
Balance at 1 January 2011		**247.4**	**419.2**	**843.5**	**1,510.1**
Profit for the year		**-**	**-**	**300.1**	**300.1**
Total comprehensive income for the year		**-**	**-**	**300.1**	**300.1**
Contributions by and distributions to shareholders					
Capitalisation from accumulated profit	11	**269.8**	**-**	**(269.8)**	**-**
Cash distribution	11	**(364.5)**	**-**	**-**	**(364.5)**
Dividends paid during the year:					
Interim tax exempt (one-tier) dividends	37	**-**	**-**	**(47.3)**	**(47.3)**
Total contributions by and distributions to shareholders		**(94.7)**	**-**	**(317.1)**	**(411.8)**
Total transactions with shareholders in their capacity as shareholders		**(94.7)**	**-**	**(317.1)**	**(411.8)**
Balance at 31 December 2011		**152.7**	**419.2**	**826.5**	**1,398.4**
Balance at 1 January 2010		247.4	419.2	653.6	1,320.2
Profit for the year		-	-	402.9	402.9
Total comprehensive income for the year		-	-	402.9	402.9
Contributions by and distributions to shareholders					
Dividends paid during the year:					
Final and special final tax exempt (one-tier) dividends for the previous year	37	-	-	(165.7)	(165.7)
Interim tax exempt (one-tier) dividends	37	-	-	(47.3)	(47.3)
Total contributions by and distributions to shareholders		-	-	(213.0)	(213.0)
Total transactions with shareholders in their capacity as shareholders		-	-	(213.0)	(213.0)
Balance at 31 December 2010		247.4	419.2	843.5	1,510.1

The accompanying significant accounting policies and explanatory notes form an integral part of the financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER

in Singapore Dollars (millions)	Note	2011	2010
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before income tax		**465.1**	600.0
Life assurance profit before income tax		**615.6**	84.1
General insurance profit before income tax		**39.9**	28.2
Adjustments for non-cash items:			
Surplus transferred from life assurance fund but not yet withdrawn		**(382.5)**	(437.2)
Profit transferred from general insurance fund but not yet withdrawn		**(29.3)**	(22.8)
Share of loss/(profit) of associates and joint ventures		**11.6**	(20.1)
Loss/(gain) on sale of investments and changes in fair value		**183.1**	(1,151.9)
Increase in provision for impairment of assets	6	**17.6**	45.0
Increase in provision for agents' retirement benefits	7	**31.2**	30.7
Gain on disposal of property, plant and equipment and investment properties	8	**(0.6)**	(1.4)
Depreciation	30	**47.7**	48.9
Unrealised (gain)/loss on exchange differences		**(186.2)**	340.6
Change in life assurance contract liabilities	18	**1,613.5**	3,164.2
Change in general insurance contract liabilities	17	**(8.8)**	17.0
Change in unexpired risk reserve	16	**8.2**	16.2
Amortisation of capitalised transaction fees		**0.1**	-
Dividend income	4	**(442.8)**	(363.3)
Interest income	4	**(1,430.6)**	(1,448.9)
Interest expense		**18.3**	-
Interest expense on policy benefits	8	**90.4**	84.2
Share-based payments	8	**3.5**	5.0
		665.0	1,018.5
Changes in working capital:			
Insurance receivables		**(8.3)**	(67.6)
Other debtors and interfund balances		**246.3**	0.3
Insurance payables		**144.9**	165.7
Other creditors and interfund balances		**451.6**	21.3
Cash generated from operations		**1,499.5**	1,138.2
Income tax paid		**(199.1)**	(200.6)
Interest paid on policy benefits		**(90.4)**	(84.2)
Agents' retirement benefits paid	7	**(11.9)**	(10.1)
Net cash flows from operating activities		**1,198.1**	843.3

The accompanying significant accounting policies and explanatory notes form an integral part of the financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER

in Singapore Dollars (millions)	Note	2011	2010
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from sale of investments		**17,852.7**	15,461.8
Purchase of investments		**(16,090.9)**	(18,504.5)
Proceeds from reduction of interests in associates	26	**19.1**	28.3
Capital injection in associates and joint ventures	26	**-**	(27.2)
Repayment of loans (to)/by joint ventures	21	**(0.2)**	6.2
Proceeds from sale of property, plant and equipment and investment properties		**3.4**	2.4
Purchase of property, plant and equipment and investment properties	29, 30	**(46.8)**	(29.6)
Net cash inflow from acquisition of a business	28	**10.0**	-
Interest income received		**1,379.3**	1,371.9
Interest expense paid		**(9.1)**	-
Dividends received		**447.3**	408.2
Net cash flows from/(used in) investing activities		**3,564.8**	(1,282.5)
CASH FLOWS FROM FINANCING ACTIVITIES			
Dividends paid	37	**(47.3)**	(213.0)
Dividends paid to non-controlling interests		**(10.0)**	(13.4)
Proceeds from debts issued		**399.0**	-
Cash distribution	11	**(364.5)**	-
Increase in non-controlling interests on incorporation of new subsidiary		**-**	12.4
Net cash flows used in financing activities		**(22.8)**	(214.0)
Net effect of currency translation reserve adjustment		**(321.6)**	267.7
Net increase/(decrease) in cash and cash equivalents		**4,418.5**	(385.5)
Cash and cash equivalents at the beginning of the year		**2,830.4**	3,215.9
Cash and cash equivalents at the end of the year		**7,248.9**	2,830.4
Cash and cash equivalents comprise:			
Cash and bank balances		**726.9**	518.2
Cash on deposit		**3,795.6**	1,352.6
Short term instruments		**2,726.4**	959.6
		7,248.9	2,830.4

Included in the cash and cash equivalents are bank deposits amounting to $1.3 million (2010: $2.8 million) which are lodged with the regulator as statutory deposits, which are not available for use by the Group.

The accompanying significant accounting policies and explanatory notes form an integral part of the financial statements.

LIFE ASSURANCE REVENUE STATEMENT
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER

in Singapore Dollars (millions)	Note	Group 2011	Group 2010
Income			
Gross premiums		**6,211.1**	5,966.8
less: Premiums ceded to reinsurers		**104.8**	100.4
Net premiums		**6,106.3**	5,866.4
Commissions received from reinsurers		**30.1**	13.9
Investment income, net	4	**1,675.9**	1,622.5
Rental income, net		**56.1**	59.2
(Loss)/gain on sale of investments and changes in fair value	5	**(174.4)**	1,088.4
Gain/(loss) on exchange differences		**103.4**	(303.3)
		7,797.4	8,347.1
less: **Expenses**			
Gross claims, surrenders and annuities		**4,580.3**	4,227.0
Claims, surrenders and annuities recovered from reinsurers		**(49.6)**	(45.8)
Commissions and agency expenses		**664.4**	601.6
Increase in provision for impairment of assets	6	**15.7**	40.8
Management expenses		**278.0**	223.2
Agents' retirement benefits	7	**31.2**	30.7
Depreciation	30	**45.1**	46.9
Change in life assurance fund contract liabilities	18	**1,613.5**	3,164.2
		7,178.6	8,288.6
Life assurance profit before share of (loss)/profit of associates and joint ventures		**618.8**	58.5
Share of (loss)/profit of associates		**(3.2)**	28.6
Share of loss of joint ventures		**-**	(3.0)
Life assurance profit before income tax		**615.6**	84.1
Income tax	9	**(149.2)**	(265.9)
Life assurance profit/(loss) after income tax	18	**466.4**	(181.8)
Retained in life assurance fund		**83.9**	(619.0)
Transferred to Profit and Loss Statement	18	**382.5**	437.2
		466.4	(181.8)

The accompanying significant accounting policies and explanatory notes form an integral part of the financial statements.

GENERAL INSURANCE REVENUE STATEMENT

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER

in Singapore Dollars (millions)	Note	Group 2011	Group 2010
Income			
Gross premiums		**219.6**	189.0
less: Premiums ceded to reinsurers		**85.8**	76.4
Increase in unexpired risk reserve during the year	16	**5.7**	4.4
Net premiums		**128.1**	108.2
Commissions received from reinsurers		**25.6**	22.0
Investment income, net	4	**10.2**	7.2
Rental income, net		**0.6**	-
Gain on sale of investments and changes in fair value	5	**1.8**	8.0
Gain/(loss) on exchange differences		**0.4**	(0.4)
Total income		**166.7**	145.0
less: **Expenses**			
Gross claims and increase in loss reserve		**90.3**	85.2
Claims ceded to reinsurers and changes in loss reserve ceded to reinsurers		**(32.3)**	(22.8)
Commissions and agency expenses		**36.5**	31.0
Increase in provision for impairment of assets		**-**	0.2
Management expenses		**31.6**	22.8
Depreciation		**0.7**	0.4
Total expenses		**126.8**	116.8
General insurance profit before income tax		**39.9**	28.2
Income tax		**(10.6)**	(5.4)
Profit from general insurance transferred to Profit and Loss Statement		**29.3**	22.8

The accompanying significant accounting policies and explanatory notes form an integral part of the financial statements.

NOTES TO THE FINANCIAL STATEMENTS

1. GENERAL

Great Eastern Holdings Limited (the "Company" or "GEH") is a limited liability company which is incorporated and domiciled in the Republic of Singapore. The notes refer to the Company and the Group unless otherwise stated. The registered office and principal place of business of the Company is located at 1 Pickering Street, #16-01, Great Eastern Centre, Singapore 048659.

The principal activity of the Company is that of an investment holding company. The principal activities of the significant subsidiaries within the Group are stated in Note 3. There have been no significant changes in the nature of these activities during the financial year.

The Company's immediate and ultimate holding company is Oversea-Chinese Banking Corporation Limited ("OCBC Bank"), which prepares financial statements for public use.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Preparation

The consolidated financial statements have been prepared in accordance with the Singapore Financial Reporting Standard ("FRS") and Interpretations of FRS ("INT FRS") as required by the Companies Act, Chapter 50. The basis for preparation of the financial statements is fund accounting and the insurance fund profit that is transferred to the Group Profit and Loss Statements is determined in accordance with the Insurance Regulations of the respective jurisdictions in which the insurance subsidiaries operate. The financial statements have been prepared under the historical cost convention, except as disclosed in the accounting policies below.

The accounting policies have been consistently applied by the Company and the Group and are consistent with those used in the previous financial year, except as disclosed below.

The financial statements are presented in Singapore Dollars (SGD or $) and all values are rounded to the nearest $0.1 million except as otherwise stated.

2.2 Changes in Accounting Policies

2.2.1 The Group and the Company have applied the following FRS and INT FRS with effect from 1 January 2011:

FRS	Title	Effective date (Annual periods beginning on or after)
FRS 32	Amendment to FRS 32 Classification of Rights Issues	1 February 2010
FRS 24	Amendments to FRS 24 – Related Party Disclosures	1 January 2011
INT FRS 119	Extinguishing Financial Liabilities with Equity Instruments	1 July 2010
INT FRS 114	Prepayments of a Minimum Funding Requirement	1 January 2011

The adoption of these standards and interpretations did not have any effect on the financial performance or position of the Group, except as disclosed below.

Revised FRS 24, Related Party Disclosures, clarifies the definition of a related party to simplify the identification of such relationships and to eliminate inconsistencies in its application. The revised FRS 24 expands the definition of a related party and would treat two entities as related to each other whenever a person (or a close member of that person's family) or a third party has control or joint control over the entity, or has significant influence over the entity. The revised standard also introduces a partial exemption of disclosure requirements for government-related entities. As this is a disclosure standard, it does not impact the financial position or performance of the Group. Additional disclosure requirements arising from the changes to the definition of a related party have been incorporated accordingly.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.2 Changes in Accounting Policies (continued)

2.2.2 FRS and INT FRS not yet effective

The Group and the Company have not applied the following FRS and INT FRS that have been issued but not yet effective:

FRS	Title	Effective date (Annual periods beginning on or after)
FRS 107	Amendments to FRS 107 Disclosures – Transfers of Financial Assets	1 July 2011
FRS 12	Amendments to FRS 12 – Deferred Tax: Recovery of Underlying Assets	1 January 2012
FRS 1	Amendments to FRS 1 – Presentation of Items of Other Comprehensive Income	1 July 2012
FRS 19	Employee Benefits	1 January 2013
FRS 27	Separate Financial Statements	1 January 2013
FRS 28	Investments in Associates and Joint Ventures	1 January 2013
FRS 110	Consolidated Financial Statements	1 January 2013
FRS 111	Joint Arrangements	1 January 2013
FRS 112	Disclosure of Interests in Other Entities	1 January 2013
FRS 113	Fair Value Measurements	1 January 2013

Except for the Amendments to FRS 12, Amendments to FRS 1, FRS 111 and revised FRS 28 and FRS 112, the Directors expect that the adoption of the other standards and interpretations above will have no material impact on the financial statements in the period of initial application. The nature of the impending changes in accounting policy on adoption of the Amendments to FRS 12, Amendments to FRS 1, FRS 111 and revised FRS 28 and FRS 112 are described below.

Amendments to FRS 12 Deferred Tax: Recovery of Underlying Assets

The Amendments to FRS 12 Deferred Tax: Recovery of Underlying Assets are effective for annual periods beginning on or after 1 January 2012.

The Amendments to FRS 12 apply to the measurement of deferred tax liabilities and assets arising from investment properties measured using the fair value model under FRS 40, Investment Property, including investment property acquired in a business combination and subsequently measured using the fair value model. For the purposes of measuring deferred tax, the Amendments introduce a rebuttable presumption that the carrying amount of an investment property measured at fair value will be recovered entirely through sale. The presumption can be rebutted if the investment property is depreciable and is held within a business model whose objective is to consume substantially all of the economic benefits over time, rather than through sale.

The Group provides for deferred tax liabilities for its investment properties on the basis that the carrying amount of the investment properties will be recovered through use. Upon adoption of the Amendments to FRS 12, there is a presumption that the carrying amount of an investment property measured at fair value will be recovered entirely through sale. Accordingly, there will be no deferred tax liability on investment properties in Singapore as there is no capital gains tax in Singapore. The Group will assess the impact of these Amendments in 2012.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.2 Changes in Accounting Policies (continued)

2.2.2 FRS and INT FRS not yet effective (continued)

Amendments to FRS 1 Presentation of Items of Other Comprehensive Income

The Amendments to FRS 1 Presentation of Items of Other Comprehensive Income (OCI) is effective for financial periods beginning on or after 1 July 2012.

The Amendments to FRS 1 changes the grouping of items presented in OCI. Items that could be reclassified to profit or loss at a future point in time would be presented separately from items which will never be reclassified. As the Amendments only affect the presentations of items that are already recognised in OCI, the Group does not expect any impact on its financial position or performance upon adoption of this standard.

FRS 111 Joint Arrangements and Revised FRS 28 Investments in Associates and Joint Ventures

FRS 111 and the revised FRS 28 are effective for financial periods beginning on or after 1 January 2013.

FRS 111 classifies joint arrangements either as joint operations or joint ventures. Joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets and obligations for the liabilities relating to the arrangement whereas joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement. FRS 111 requires the determination of joint arrangement's classification to be based on the parties' rights and obligations under the arrangement, with the existence of a separate legal vehicle no longer being the key factor. FRS 111 disallows proportionate consolidation and requires joint ventures to be accounted for using the equity method. The revised FRS 28 was amended to describe the application of equity method to investments in joint ventures in addition to associates.

As the Group currently applies the equity method for its joint ventures, there will be no impact upon adoption of FRS 111.

FRS 112 Disclosure of Interests in Other Entities

FRS 112 is effective for financial periods beginning on or after 1 January 2013.

FRS 112 is a new and comprehensive standard on disclosure requirements for all forms of interests in other entities, including joint arrangements, associates, special purpose vehicles and other off balance sheet vehicles. FRS 112 requires an entity to disclose information that helps users of its financial statements to evaluate the nature and risks associated with its interest in other entities and the effects of those interests on its financial statements. The Group is currently determining the impact of the disclosure requirements. As this is a disclosure standard, it will have no impact to the financial position and financial performance of the Group when implemented in 2013.

2.3 Basis of Consolidation and Business Combinations

2.3.1 Basis of Consolidation

Basis of consolidation from 1 January 2010

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at the end of the reporting period. The financial statements of the subsidiaries used in the preparation of the consolidated financial statements are prepared for the same reporting date as the Company. Consistent accounting policies are applied to like transactions and events in similar circumstances. A list of the Company's significant subsidiaries is shown in Note 3.

All intra-group balances, income and expenses and unrealised gains and losses resulting from intra-group transactions and dividends are eliminated in full.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.3 Basis of Consolidation and Business Combinations (continued)

2.3.1 Basis of Consolidation (continued)

Subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Losses within a subsidiary are attributed to the non-controlling interest even if that results in a deficit balance.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- De-recognises the assets (including goodwill) and liabilities of the subsidiary at their carrying amounts at the date when control is lost;
- De-recognises the carrying amount of any non-controlling interest;
- De-recognises the cumulative translation differences recorded in equity;
- Recognises the fair value of the consideration received;
- Recognises the fair value of any investment retained;
- Recognises any surplus or deficit in profit or loss;
- Re-classifies the Group's share of components previously recognised in other comprehensive income to profit or loss or retained earnings, as appropriate.

Basis of consolidation prior to 1 January 2010

Certain of the above-mentioned requirements were applied on a prospective basis. The following differences, however, are carried forward in certain instances from the previous basis of consolidation:

- Acquisition of non-controlling interests, prior to 1 January 2010, were accounted for using the parent entity extension method, whereby, the difference between the consideration and the book value of the share of the net assets acquired were recognised in goodwill.
- Losses incurred by the Group were attributed to the non-controlling interest until the balance was reduced to nil. Any further losses were attributed to the Group, unless the non-controlling interest had a binding obligation to cover these. Losses prior to 1 January 2010 were not reallocated between non-controlling interest and the owners of the Company.
- Upon loss of control, the Group accounted for the investment retained at its proportionate share of net asset value at the date control was lost.

2.3.2 Business Combinations

Business combinations from 1 January 2010

Business combinations are accounted for by applying the acquisition method. Identifiable assets acquired and liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. Acquisition-related costs are recognised as expenses in the periods in which the costs are incurred and the services are received.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration which is deemed to be an asset or liability, will be recognised in accordance with FRS 39 either in profit or loss or as a change to other comprehensive income. If the contingent consideration is classified as equity, it is not to be remeasured until it is finally settled within equity.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.3 Basis of Consolidation and Business Combinations (continued)

2.3.2 Business Combinations (continued)

In business combinations achieved in stages, previously held equity interests in the acquiree are remeasured to fair value at the acquisition date and any corresponding gain or loss is recognised in profit or loss.

The Group elects for each individual business combination, whether non-controlling interest in the acquiree (if any) is recognised on the acquisition date at fair value, or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets.

Any excess of the sum of the fair value of the consideration transferred in the business combination, the amount of non-controlling interest in the acquiree (if any), and the fair value of the Group's previously held equity interest in the acquiree (if any), over the net fair value of the acquiree's identifiable assets and liabilities is recorded as goodwill. The accounting policy for goodwill is set out in Note 2.23. In instances where the latter amount exceeds the former, the excess is recognised as gain on bargain purchase in profit or loss on the acquisition date.

Business combinations prior to 1 January 2010

In comparison to the above mentioned requirements, the following differences applied:

Business combinations are accounted for by applying the purchase method. Transaction costs directly attributable to the acquisition formed part of the acquisition costs. The non-controlling interest (formerly known as minority interest) was measured at the proportionate share of the acquiree's identifiable net assets.

2.4 Subsidiaries

Subsidiaries are entities over which the Group has the power to govern the financial and operating policies so as to obtain benefits from their activities.

In the Company's separate financial statements, investments in subsidiaries are accounted for at cost less impairment losses, if any.

2.5 Associates and Joint Ventures

Associates are entities over which the Group has significant influence. Joint ventures are contractual arrangements whereby two or more parties undertake an economic activity that are subject to joint control, where the strategic financial and operating decisions relating to the activity require the unanimous consent of the parties sharing control.

Associates are equity accounted for from the date the Group obtains significant influence until the date the Group ceases to have significant influence. Joint ventures are equity accounted for from the date the Group obtains joint control until the date the Group ceases to have joint control.

The Group's investments in associates and joint ventures are accounted for using the equity method. Under the equity method, the investments in associates and joint ventures are carried in the balance sheet at cost plus post-acquisition changes in the Group's share of net assets of the associates and joint ventures. Goodwill relating to an associate or joint venture is included in the carrying amount of the investment and is neither amortised nor tested individually for impairment. Any excess of the Group's share of the net fair value of the identifiable assets, liabilities and contingent liabilities over the cost of the investment is deducted from the carrying amount of the investment and is recognised as income as part of the Group's share of results of the associate or joint venture.

The profit or loss reflects the share of the results of operations of the associates and joint ventures. Where there has been a change recognised in other comprehensive income by the associates or joint ventures, the Group recognises its share of such changes in other comprehensive income. Unrealised gains and losses resulting from transactions between the Group and the associate are eliminated to the extent of the interest in the associates.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5 Associates and Joint Ventures (continued)

The Group's share of the profit or loss of its associates and joint ventures is shown on the face of profit or loss after tax and non-controlling interests in the subsidiaries of associates.

When the Group's share of losses in an associate or joint venture equals or exceeds its interest in the associate or joint venture, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate or joint venture.

After application of the equity method, the Group determines whether it is necessary to recognise an additional impairment loss on the Group's investment in its associates or joint ventures. The Group determines at each balance sheet date whether there is any objective evidence that the investment in an associate or joint venture is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and the respective carrying value and recognises the amount in the profit or loss.

The financial statements of the associates and joint ventures are prepared as of the same reporting date as the Company. Where necessary, adjustments are made to bring the accounting policies in line with those of the Group.

Upon loss of significant influence over the associate or joint control over the joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the aggregate of the retained investment and proceeds from disposal is recognised in profit or loss.

2.6 Transactions with Non-Controlling Interests

Non-controlling interest represents the equity in subsidiaries not attributable, directly or indirectly, to shareholders of the Company, and are presented separately in the Consolidated Profit and Loss Statement, Consolidated Statement of Comprehensive Income and within equity in the Consolidated Balance Sheet, separately from Shareholders' Equity.

Changes in the Company shareholders' ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. In such circumstances, the carrying amounts of the controlling and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interest is adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to shareholders of the Company.

2.7 Foreign Currency Conversion and Translation

2.7.1 Functional and Presentation Currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The Group's consolidated financial statements are presented in Singapore dollars, which is also the Company's functional and presentation currency.

2.7.2 Transactions and Balances

Transactions in foreign currency are measured in the respective functional currencies of the Company and its subsidiaries and are recorded on initial recognition in the functional currencies at exchange rates approximating those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the end of the reporting period. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.7 Foreign Currency Conversion and Translation (continued)

2.7.2 Transactions and Balances (continued)

Exchange differences arising on the settlement of monetary items or on translating monetary items at the end of the reporting period are recognised in the Profit and Loss Statement or Revenue Statements except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operations, which are recognised initially in other comprehensive income and accumulated under foreign currency translation reserve in equity. The foreign currency translation reserve is reclassified from equity to profit or loss of the Group on disposal of the foreign operation. Exchange differences on non-monetary items such as equity investments classified as available-for-sale financial assets are included in the fair value reserve in equity.

2.7.3 Consolidated Financial Statements

For consolidation purpose, the assets and liabilities of foreign operations are translated into Singapore dollars at the rate of exchange ruling at the end of the reporting period. The Profit and Loss Statement and Revenue Statements are translated at the exchange rates prevailing at the dates of the transactions. The exchange differences arising from the translation are recognised in the Statement of Comprehensive Income, Life Assurance Fund or General Insurance Fund as foreign currency translation reserve.

On disposal of a foreign operation, the cumulative amount of exchange differences recognised in other comprehensive income relating to that particular foreign operation is recognised in the Profit and Loss Statement or Revenue Statements as gain or loss on disposal of the operation.

In the case of a partial disposal without loss of control of a subsidiary that includes a foreign operation, the proportionate share of the cumulative amount of the exchange differences is re-attributed to non-controlling interest and is not recognised in profit and loss. For partial disposals of associates or jointly controlled entities that are foreign operations, the proportionate share of the accumulated exchange differences is reclassified to the Profit and Loss Statement or Revenue Statements.

2.8 Insurance Contracts

2.8.1 Product Classification

Insurance contracts are those contracts where the Group (the insurer) has accepted significant insurance risk from another party (the policyholders) by agreeing to compensate the policyholders if a specified uncertain future event (the insured event) adversely affects the policyholders. As a general guideline, the Group determines whether it has significant insurance risk, by comparing benefits paid with benefits payable if the insured event did not occur. Insurance contracts can also transfer financial risk.

Investment contracts are those contracts that transfer significant financial risk. Financial risk is the risk of a possible future change in one or more of a specified interest rate, financial instrument price, commodity price, foreign exchange rate, index of price or rates, credit rating or credit index or other variable, provided in the case of a non-financial variable that the variable is not specific to a party to the contract.

Once a contract has been classified as an insurance contract, it remains an insurance contract for the remainder of its lifetime, even if the insurance risk reduces significantly during this period, unless all rights and obligations are extinguished or expire. Investment contracts can however be reclassified as insurance contracts after inception if insurance risk becomes significant.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.8 Insurance Contracts (continued)

2.8.1 Product Classification (continued)

Insurance and investment contracts are further classified as being either with or without discretionary participating features ("DPF"). DPF is a contractual right to receive, as a supplement to guaranteed benefits, additional benefits that are:

- Likely to be a significant portion of the total contractual benefits;
- Whose amount or timing is contractually at the discretion of the issuer; and contractually based on the:
  - Performance of a specified pool of contracts or a specified type of contract,
  - Realised and/or unrealised investment returns on a specified pool of assets held by the issuer, or
  - The profit or loss of the company, fund or other entity that issues the contract.

For financial options and guarantees which are not closely related to the host insurance contract and/or investment contract with DPF, bifurcation is required to measure these embedded financial derivatives separately at fair value through the Revenue Statement. However, bifurcation is not required if the embedded derivative is itself an insurance contract and/or investment contract with DPF, or if the host insurance contract and/or investment contract itself is measured at fair value through the Revenue Statement.

For the purpose of FRS 104, the Group adopts maximum policy benefits as the proxy for insurance risk and cash surrender value as the proxy for realisable value of the insurance contract on surrender. The Group defines insurance risk to be significant when the ratio of the insurance risk over the deposit component is not less than 105% of the deposit component at any point of the insurance contract in force. Based on this definition, all policy contracts issued by insurance subsidiaries within the Group are considered insurance contracts as at the balance sheet date.

The insurance subsidiaries within the Group write insurance contracts in accordance with the local Insurance Regulations prevailing in the jurisdictions in which the insurance subsidiaries operate.

2.8.2 Types of Insurance Contracts

Insurance contract liabilities are classified into principal components as follows:

(a) Life Assurance Fund contract liabilities; comprising
- Participating Fund contract liabilities;
- Non-Participating Fund contract liabilities; and
- Investment Linked Fund contract liabilities.

(b) General Insurance Fund contract liabilities.

(c) Reinsurance contracts.

2.8.3 Deferred Acquisition Costs

The Group does not defer acquisition costs relating to its insurance contracts.

2.8.4 Life Assurance Contract Liabilities

Insurance contracts are recognised and measured in accordance with the terms and conditions of the respective contracts and are based on guidelines laid down by the respective insurance regulations. Premiums, claims and benefit payments, acquisition and management expenses and valuation of future policy benefit payments or premium reserves as the case may be, are recognised in the Revenue Statements of the respective insurance funds.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.8 Insurance Contracts (continued)

2.8.4 Life Assurance Contract Liabilities (continued)

Life assurance liabilities are recognised when contracts are entered into and premiums are charged. These liabilities are measured by using the gross premium valuation method. The liability is determined as the sum of the present value of future guaranteed and, in the case of a participating policy, appropriate level of future gross considerations arising from the policy discounted at the appropriate discount rate. The liability is based on best estimate assumptions and with due regard to significant recent experience. An appropriate risk margin allowance for adverse deviation from expected experience is made in the valuation of non-participating life policies, the guaranteed benefit liabilities of participating life policies and liabilities of non-unit investment-linked policies.

The liability in respect of a participating insurance contract is based on the higher of the guaranteed benefit liabilities or the total benefit liabilities at the contract level derived as stated above.

In the case of life policies where part of, or all the premiums are accumulated in a fund, the accumulated amount, as declared to policyholders are shown as liabilities if the accumulated amounts are higher than the amounts as calculated using the gross premium valuation method.

In the case of short-term life policies covering contingencies other than death or survival, the liability for such life insurance contracts comprises the provision for unearned premiums and unexpired risks, together with provision for claims outstanding, include an estimate of the incurred claims that have not yet been reported to the Group.

Adjustments to liabilities at each reporting date are recorded in the respective Revenue Statements. Profits originating from margins for adverse deviations on run-off contracts are recognised in the Revenue Statements over the lives of the contracts, whereas losses are fully recognised in the Revenue Statements during the first year of run-off.

The liability is extinguished when the contract expires, is discharged or is cancelled.

The Group issues a variety of short and long duration insurance contracts which transfer risks from the policyholders to the Group to protect policyholders from the consequences of insured events such as death, disability, illness, accident, including survival. These contracts may transfer both insurance and investment risk or insurance risk alone, from the policyholders to the Group.

For non-participating policy contracts, both insurance and investment risks are transferred from policyholders to the Group. For non-participating policy contracts other than medical insurance policy contracts, the payout to policyholders upon the occurrence of the insured event is pre-determined and the transfer of risk is absolute. For medical insurance policy contracts, the payout is dependent on the actual medical costs incurred upon the occurrence of the insured event.

Contracts which transfer insurance risk alone from policyholders to the Group are commonly known as investment linked policies. As part of the pricing for these contracts, the insurance subsidiaries within the Group include certain charges and fees to cover for expenses and insured risk. The net investment returns derived from the variety of investment funds as selected by the policyholders accrue directly to the policyholders.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.8 Insurance Contracts (continued)

2.8.4 Life Assurance Contract Liabilities (continued)

A significant portion of insurance contracts issued by subsidiaries within the Group contain discretionary participating features. These contracts are classified as participating policies. In addition to guaranteed benefits payable upon insured events associated with human life such as death or disability, the contracts entitle the policyholder to receive benefits, which could vary according to investment performance of the fund. The Group does not recognise the guaranteed components separately from the discretionary participating features.

The valuation of insurance contract liabilities is determined according to:

(a) Singapore Insurance Act (Chapter 142), Insurance (Valuation and Capital) Regulations 2004 for insurance funds regulated in Singapore; and

(b) Malaysia Insurance Act and Regulations 1996 and Risk-Based Capital Framework for Insurers for insurance funds regulated in Malaysia.

Each insurance subsidiary within the Group is required by the Insurance Regulations to carry out a liability adequacy test using current estimates of future cash flows relating to its insurance contracts; the process is referred to as the gross premium valuation or bonus reserve valuation, depending on the jurisdiction in which the insurance subsidiary operates.

The liability adequacy test is applied to both the guaranteed benefits and the discretionary participating features; the assumptions are based on best estimates, the basis adopted is prescribed by the Insurance Regulations of the respective jurisdiction in which the insurance subsidiary operates. The Group performs liability adequacy tests on its actuarial reserves to ensure that the carrying amount of provisions is sufficient to cover estimated future cash flows. When performing the liability adequacy test, the Group discounts all contractual cash flows and compares this amount against the carrying value of the liability. Any deficiency is charged to the Revenue Statement.

The Group issues investment linked contracts as an insurance contract which insure human life events such as death or survival over a long duration; coupled with an embedded derivative linking death benefit payments on the contract to the value of a pool of investments within the investment linked fund set up by the insurance subsidiary. As this embedded derivative meets the definition of an insurance contract it need not be separately accounted for from the host insurance contract. The liability valuation for such contracts is adjusted for changes in the fair value of the underlying assets at frequencies in accordance with the terms and conditions of the insurance contracts.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.8 Insurance Contracts (continued)

2.8.4 Life Assurance Contract Liabilities (continued)

TABLE 2.8 below provides the key underlying assumptions used for valuation of life insurance contract liabilities.

	SINGAPORE	MALAYSIA
Valuation Method	Gross Premium Valuation For Participating Fund, the method that produces the higher reserves of: (i) Total assets backing policy benefits; (ii) Guaranteed and non-guaranteed cashflows discounted at 5.25%; and (iii) Guaranteed cashflows discounted using the interest rate outlined under (i) below.	Gross Premium Valuation For Participating Fund, the method that produces the higher reserves of: (i) Net fund based yield of 5.52% for total benefits (i.e. guaranteed and non-guaranteed cashflows), and (ii) For guaranteed cashflows, Malaysia Government Securities zero coupon spot yields (as outlined below).
Interest Rate	(i) Singapore Government Securities zero coupon spot yields for cash flows up to year 10, an interpolation of the 10-year Singapore Government Securities zero coupon spot yield and the Long Term Risk Free Discount Rate (LTRFDR) for cash flows between 10 to 15 years, and the LTRFDR for cash flows year 15 and after. (ii) For the fair value hedge portfolio, Singapore Government Securities zero coupon spot yields for cash flows up to year 20, the 20 year rate for cash flows beyond 20 years. Interpolation for years where rates are unavailable. *Data source: MAS website and Bloomberg*	Malaysia Government Securities yields determined based on the following: (i) For cashflows with duration less than 15 years, Malaysia Government Securities zero coupon spot yields of matching duration. (ii) For cashflows with duration 15 years or more, Malaysia Government Securities zero coupon spot yields of 15 years to maturity. *Data source: Bond Pricing Agency Malaysia*
Mortality, Disability, Dread disease, Expenses, Lapse and surrenders	Best estimates plus provision for adverse deviation (PADs). *Data source: internal experience studies*	Participating Fund, the method that produces the higher reserves of: (i) Best estimates for total benefits (i.e. guaranteed and non-guaranteed cashflows), and (ii) Best estimates plus provision for risk of adverse deviation (PRADs) for guaranteed cashflows only. Non-Participating and Non-Unit reserves of Investment Linked Fund: Best estimates plus provision for risk of adverse deviation (PRADs). *Data source: internal experience studies*

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.8 Insurance Contracts (continued)

2.8.5 General Insurance Fund Contract Liabilities

The Group issues short term property and casualty contracts which protect the policyholder against the risk of loss of property premises due to fire or theft in the form of fire or burglary insurance contract and/or business interruption contract; risk of liability to pay compensation to a third party for bodily harm or property damage in the form of public liability insurance contract. The Group also issues short term medical and personal accident general insurance contracts.

General insurance contract liabilities include liabilities for outstanding claims and unearned premiums.

Outstanding claims provisions are based on the estimated ultimate cost of all claims incurred but not settled at the balance sheet date, whether reported or not, together with related claims handling costs and reduction for the expected value of salvage and other receivables. Delays can be experienced in the notification and settlement of certain types of claims, therefore, the ultimate cost of these claims cannot be known with certainty at the balance sheet date. The liability is calculated at the reporting date using a range of standard actuarial projection techniques based on empirical data and current assumptions that may include a margin for adverse deviation. The liability is not discounted for the time value of money. No provision for equalisation or catastrophe reserves is recognised. The liabilities are derecognised when contracts expire, are discharged or are cancelled.

The provision for unearned premiums represents premiums received for risks that have not yet expired at the reporting date. The provision is recognised when contracts are entered into and premiums are charged. The provision is released over the terms of the contracts and is recognised as premium income.

The valuation of general insurance contract liabilities at balance sheet date is based on best estimates of the ultimate settlement cost of claims plus a provision for adverse deviation. For Singapore, as required by the local Insurance Regulations, the provision for adverse deviation is set at 75 per cent sufficiency. For Singapore, the valuation methods used include the Paid Claim Development method, the Incurred Claim Development method, the Bornhuetter-Ferguson Method, the Mack's Method and the Expected Loss Ratio Method. For Malaysia, the Link Ratio method is used.

2.8.6 Reinsurance Contracts

The Group cedes insurance risk in the normal course of business for all of its businesses. Reinsurance assets represent balances due from reinsurers. These amounts are estimated in a manner consistent with the outstanding claims provision or settled claims associated with the reinsurer's policies and are in accordance with the related reinsurance contract.

Reinsurance assets are reviewed for impairment at each reporting date or more frequently when an indication of impairment arises during the financial period. Impairment occurs when there is objective evidence as a result of an event that occurred after initial recognition of the reinsurance asset that the Group may not receive part or all outstanding amounts due under the terms of the contract. The impairment loss is recorded in the Revenue Statement. Gains or losses on reinsurance are recognised in the Revenue Statement immediately at the date of contract and are not amortised. Ceded reinsurance arrangements do not relieve the Group from its obligations to policyholders.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.8 Insurance Contracts (continued)

2.8.6 Reinsurance Contracts (continued)

The Group also assumes reinsurance risk in the normal course of business for life insurance and non-life insurance contracts where applicable. Premiums and claims on assumed reinsurance are recognised as revenue or expenses in the same manner as they would be if the reinsurance were considered direct business, taking into account the product classification of the reinsured business. Reinsurance liabilities represent balances due to reinsurance companies. Amounts payable are estimated in a manner consistent with the related reinsurance contract. Premiums and claims are presented on a gross basis for both ceded and assumed reinsurance. Reinsurance assets or liabilities are derecognised when the contractual rights are extinguished or expire or when the contract is transferred to another party.

2.9 Profit from Insurance Funds

Profit derived from the insurance funds is categorised as follows:

2.9.1 Life Assurance – Participating Fund

Profits to shareholders from the participating fund are allocated from the surplus or surplus capital, determined from the results of the annual actuarial valuation (such valuation also determines the liabilities relating to all the policyholders' benefits of the participating fund) parameters for which are set out in the Insurance Regulations of the respective jurisdiction in which the insurance subsidiaries operate. The provisions in the Articles of Association of the insurance subsidiaries within the Group are applied in conjunction with the prescriptions in the respective Insurance regulations, such that the distribution for any year to policyholders of the participating fund and shareholders approximate 90% and 10% respectively of total distribution from the participating fund. The annual declaration of the quantum of policyholder bonus and correspondingly the profits to shareholders to be distributed out of the participating fund is approved by the Board of Directors of each insurance subsidiary under the advice of the Appointed Actuary of the respective insurance subsidiary, in accordance with the Insurance Regulations and the Articles of Association of the respective insurance subsidiaries.

2.9.2 Life Assurance – Non-Participating Fund

Revenue consists of premiums, investment and interest income; including fair value movements of certain assets as prescribed by the appropriate Insurance Regulations. Expenses include reinsurance costs, acquisition costs, benefit payments and management expenses. Profit or loss from the non-participating fund is determined from the revenue and expenses of the non-participating fund and the results of the annual actuarial valuation of the liabilities in accordance with the requirements of the Insurance Regulations of the respective jurisdictions in which the insurance subsidiaries operate. In addition, profit transfers from the Singapore and Malaysia non-participating funds include the fair value change of asset values measured in accordance with the Insurance Regulations of the respective insurance subsidiaries.

2.9.3 Life Assurance – Investment-Linked Fund

Revenue essentially consists of bid-ask spread and fees for mortality and other insured events, asset management, policy administration and surrender charges. Expenses include reinsurance costs, acquisition costs, benefit payments and management expenses. Profit is derived from revenue net of expenses and provision for the annual actuarial valuation of liabilities in accordance with the requirements of the Insurance Regulations, in respect of the non-unit-linked part of the fund.

2.9.4 General Insurance Fund

Revenue consists of premiums and investment income. Expenses include reinsurance costs, acquisition costs, benefit payments and management expenses. Loss reserves or reserves for claims incurred but not reported are reviewed and provisions made at each reporting date. The sum of premium, expenses and reserves is underwriting performance for the period. Investment and interest income include changes in fair value of assets valued in accordance with the requirements of the appropriate Insurance Regulations. Profit or loss from the General Insurance Fund is derived from the sum of underwriting and investment performance.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.10 Recognition of Income and Expense

2.10.1 Premiums and Commissions

Life Assurance Business

Recurring premiums from policyholders are recognised as revenue on their respective payment due dates. Single premiums are recognised on the dates on which the policies are effective. Premiums from the investment-linked business are recognised as revenue when payment is received.

General Insurance Business

Premiums from the general insurance business are recognised as revenue upon commencement of insurance cover, in the General Insurance Revenue Statement. Premiums pertaining to periods outside of the financial reporting period are adjusted through the movement in unexpired risk reserve. Commission is recognised as an expense when incurred, typically upon the risk underwritten as reflected in the premium recognised.

Premiums ceded out and the corresponding commission income from general insurance contracts are recognised in the General Insurance Revenue Statement upon receipt of acceptance confirmation from the ceding company or in accordance with provisions incorporated in the treaty contracts. Premiums ceded out pertaining to periods outside of the financial reporting period are adjusted through the movement in unexpired risk reserve.

2.10.2 Interest Income

Interest income is recognised using the effective interest method.

2.10.3 Dividend Income

Dividend income is recognised as investment income when the Group's right to receive the payment is established. Dividend income from the Company's subsidiaries is recognised when the dividend is declared payable.

2.10.4 Rental Income

Rental income from operating leases is recognised on a straight-line basis over the lease term. The aggregate cost of incentives provided to lessees is recognised as a reduction of rental income over the lease term on a straight-line basis.

2.10.5 Gain/Loss on Sale of Investments

Gains or losses on sale of investments are derived from the difference between net sales proceeds and the purchase or amortised cost. They are recognised on trade date.

2.10.6 Impairment of Non-Financial Assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when an annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value-in-use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value-in-use, the estimated future cash flows expected to be generated by the asset are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples or other available fair value indicators.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.10 Recognition of Income and Expense (continued)

2.10.6 Impairment of Non-Financial Assets (continued)

The Group bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Group's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year.

Impairment losses on continuing operations are recognised in the Revenue Statements or Profit and Loss Statement.

For assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses recognised for an asset may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increase cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Reversal of an impairment loss is recognised in the Revenue Statements or Profit and Loss Statement.

2.10.7 Impairment of Financial Assets

The Group assesses at each balance sheet date whether there is any objective evidence that a financial asset or a group of financial assets is impaired.

(a) Financial assets carried at amortised cost

For financial assets carried at amortised cost, the Group first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, or collectively for financial assets that are not individually significant. If the Group determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is, or continues to be recognised are not included in a collective assessment of impairment.

If there is objective evidence that an impairment loss on financial assets carried at amortised cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. If a loan has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account. The impairment loss is recognised in the Profit and Loss Statement or Revenue Statements.

When the asset becomes uncollectible, the carrying amount of impaired financial assets is reduced directly or if an amount was charged to the allowance account, the amount charged to the allowance account is written off against the carrying value of the financial asset.

To determine whether there is objective evidence that an impairment loss on financial assets has been incurred, the Group considers factors such as the probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments.

If in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed to the extent that the carrying amount of the asset does not exceed its amortised cost at the reversal date. The amount of reversal is recognised in the Revenue Statements or Profit and Loss Statement.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.10 Recognition of Income and Expense (continued)

2.10.7 Impairment of Financial Assets (continued)

(b) Financial assets carried at cost

If there is objective evidence (such as significant adverse changes in the business environment where the issuer operates, probability of insolvency or significant financial difficulties of the issuer) that an impairment loss on financial assets carried at cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment losses are not reversed in subsequent periods.

(c) Available-for-sale financial assets

In the case of equity investments classified as available-for-sale, objective evidence of impairment include (i) significant financial difficulty of the issuer or obligor; (ii) information about significant changes with an adverse effect that have taken place in the technological, market, economic or legal environment in which the issuer operates, and indicates that the cost of the investment in equity instrument may not be recovered; and (iii) a significant or prolonged decline in the fair value of the investment below its cost. 'Significant' is to be evaluated against the original cost of the investment and 'prolonged' against the period for which the fair value has been below its original cost.

If an available-for-sale financial asset is impaired, an amount comprising the difference between its acquisition cost (net of any principal repayment and amortisation) and its current fair value, less any impairment loss previously recognised in the Revenue Statements or Profit and Loss Statement, is transferred from other comprehensive income and recognised in the Revenue Statements or Profit and Loss Statement. Reversals of impairment losses in respect of equity instruments are not recognised in the Revenue Statements or Profit and Loss Statement; increases in their fair value after impairment are recognised directly in other comprehensive income.

In the case of debt instruments classified as available-for-sale, impairment is assessed based on the same criteria as financial assets carried at amortised cost. However, the amount recorded for impairment is the cumulative loss measured as the difference between the amortised cost and the current fair value, less any impairment loss on that investment previously recognised in profit or loss.

Future interest income continues to be accrued based on the reduced carrying amount of the asset, using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss. If, in a subsequent year, the fair value of a debt instrument increases and the increases can be objectively related to an event occurring after the impairment loss was recognised in the Revenue Statements or Profit and Loss Statement, the impairment loss is reversed in the Revenue Statements or Profit and Loss Statement.

2.10.8 Fees and Other Income

Fees and other income comprise mainly of management and advisory fee income. Management and advisory fee income includes income earned from the provision of administration services, investment management services, surrenders and other contract fees. This fee income is recognised as revenue over the period in which the services are rendered. If the fees are for services to be provided in future periods, then they are deferred and recognised over those periods.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.10 Recognition of Income and Expense (continued)

2.10.9 Employee Benefits

Defined Contribution Plans under Statutory Regulations

The Group participates in the national pension schemes as defined by the laws of the countries in which it has operations. In particular, the Singapore and Malaysia companies in the Group make contributions respectively to the Central Provident Fund and Employees' Provident Fund, which are defined contribution pension schemes. These contributions are recognised as an expense in the period in which the service is rendered.

Employee Leave Entitlements

An employee's entitlement to annual leave and long-service leave is estimated and accrued according to the Group's Human Resource policy.

Share Options

Senior executives of the Group are granted share options in the OCBC Bank's Share Option Scheme as consideration for services rendered. Options granted generally vest in one-third increments over a 3-year period and expire between 5 and 10 years from date of grant. The cost of these equity-settled share based payment transactions with the senior executives is measured by reference to the fair value of the options at the date on which the options are granted which takes into account market conditions and non-vesting conditions. The cost is recognised in the Profit and Loss Statement or Revenue Statements of the respective insurance funds, with a corresponding increase in the intercompany balance with the holding company, over the vesting period.

The cumulative expense recognised at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of options that will ultimately vest. The charge or credit to profit or loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period.

No expense is recognised for options that do not ultimately vest, except for options where vesting is conditional upon a market or non-vesting condition, which are treated as vested irrespective of whether or not the market condition or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied. In the case where the option does not vest as a result of a failure to meet a non-vesting condition that is within the control of the Group or the senior executives, it is accounted for as a cancellation. In such case, the amount of the compensation cost that otherwise would be recognised over the remainder of the vesting period is recognised immediately in the Profit and Loss Statement or Revenue Statements upon cancellation.

Deferred Share Plan

In addition to the OCBC Bank's Share Option Scheme, certain employees within the Group are granted OCBC shares under the OCBC Deferred Share Plan ("DSP"). There are 2 types of deferred share awards. Deferred share awards granted as part of long term incentive compensation will vest three years from the grant date and will lapse if the staff ceases employment during the vesting period. For deferred share awards granted as part of variable performance bonus, half of the share awards will vest two years from the grant date and the remaining half will vest at the end of three years from the grant date. The cost of the DSP is recognised in the Profit and Loss Statement or Revenue Statements on the straight-line basis over the vesting period of the DSP.

At each balance sheet date, the cumulative expense is adjusted for the estimated number of shares granted under the DSP that have vested and/or lapsed.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.10 Recognition of Income and Expense (continued)

2.10.10 Leases

The determination of whether an arrangement is, or contains a lease is based on the substance of the arrangement at inception date: whether fulfilment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset, even if that right is not explicitly specified in an arrangement. For arrangements entered into prior to 1 January 2005, the date of inception is deemed to be 1 January 2005 in accordance with the transitional requirements of INT FRS 104.

As Lessor

Leases where the Group retains substantially all the risks and rewards of ownership of the leased item are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognised over the lease term. The accounting policy for rental income is set out in Note 2.10.4.

As Lessee

Operating lease payments are recognised as an expense in the Profit and Loss Statement or Revenue Statements on a straight-line basis over the lease term. The aggregate benefit of incentives provided by the lessor is recognised as a reduction of rental expense over the lease term on a straight-line basis.

2.11 Taxes

2.11.1 Current Income Tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the end of the reporting period, in the countries where the Group operates and generates taxable income.

Current income taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

2.11.2 Deferred Tax

Deferred tax is provided, using the liability method, on all temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences. Exceptions include:

- Where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.11 Taxes (continued)

2.11.2 Deferred Tax (continued)

Deferred tax assets are recognised for all deductible temporary differences, carry-forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry-forward of unused tax credits and unused tax losses can be utilised except:

- Where the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates expected to apply to taxable income in the year when the asset is realised or the liability is settled, based on tax rates (and applicable tax laws and jurisdictions) that have been enacted or substantively enacted at the balance sheet date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

Deferred tax assets and liabilities are offset, if a legally enforceable right exists to set off current income tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, would be recognised subsequently if new information about facts and circumstances changed. The adjustment would either be treated as a reduction to goodwill (as long as it does not exceed goodwill) if it is incurred during the measurement period or in profit or loss.

2.11.3 Sales Tax

Revenues, expenses and assets are recognised net of the amount of sales tax except where the sales tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the sales tax is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable. Receivables and payables are stated with the amount of sales tax included.

The net amount of sales tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.12 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, where it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount of the obligation can be estimated reliably.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

2.13 Unexpired Risk Reserve

Unexpired Risk Reserve ("URR") represents the portion of the written premiums of general insurance policies, gross of commission payable to intermediaries attributable to periods after the financial period, in the form of unearned premium. The change in the provision for unearned premium is taken to the Revenue Statements in order that revenue is recognised over the period of risk exposure. Further provisions are made for claims anticipated under unexpired insurance contracts which may exceed the unearned premiums and the premiums due in respect of these contracts.

URR is computed using the 1/24th method and is reduced by the corresponding percentage of gross direct business, commissions and agency related expenses not exceeding limits specified by regulators in the respective jurisdictions in which the Group operates.

2.14 Policy Benefits

Policy benefits are recognised when the policyholder exercises the option to deposit the survival benefits with the life assurance subsidiary companies when the benefit falls due. Policy benefits are interest bearing at rates adjusted from time to time by the life assurance subsidiary companies. Interest payable on policy benefits is recognised in the Revenue Statements as incurred.

2.15 Claims Admitted or Intimated

Full provision is made for the estimated cost of all life assurance claims notified but not settled at balance sheet date. Provision is made for estimated claims incurred but not reported for all classes of general insurance business written.

2.16 Cash and Cash Equivalents

Cash and cash equivalents comprise cash at bank and on hand, demand deposits and short-term, highly liquid investments with maturity of three months or less that are readily convertible to a known amount of cash and which are subject to an insignificant risk of changes in value.

2.17 Insurance Receivables

Insurance receivables are recognised when due. They are measured at initial recognition at the fair value received or receivable. Subsequent to initial recognition, insurance receivables are measured at amortised cost, using the effective interest method. The carrying value of insurance receivables is reviewed for impairment whenever events or circumstances indicate that the carrying amount may not be recoverable, with the impairment loss recognised in the Revenue Statements. Insurance receivables are derecognised when the derecognition criteria for financial assets, as described in Notes 2.18 and 2.22 have been met.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.18 Financial Assets

Initial recognition and measurement

Financial assets are recognised when, and only when, the Group becomes a party to the contractual obligations of the financial asset. The Group determines the classification of its financial assets at initial recognition. When financial assets are recognised initially, they are measured at fair value, plus, in the case of financial assets not at fair value through profit or loss, directly attributable transaction costs.

Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

2.18.1 Financial Assets at Fair Value through Revenue Statements of Insurance Funds and Profit and Loss Statement

Financial assets at fair value through Revenue Statements of Insurance Funds and Profit and Loss Statement include financial assets held for trading and financial assets designated upon initial recognition at fair value through profit or loss. Financial assets held for trading are derivatives, embedded derivatives or assets acquired principally for the purpose of selling in the short term and are not designated as hedging instruments in hedge relationships as defined by FRS 39.

Investments held by the investment-linked funds are designated as fair value through profit and loss at inception as they are managed and evaluated on a fair value basis, in accordance with the respective investment strategy and mandate.

Derivatives are financial instruments or contracts where the values vary according to changes in interest rate, foreign exchange rate, credit spreads or other variable. The Group uses derivatives such as interest rate swaps and foreign exchange contracts for risk mitigation. Embedded derivatives are hybrid financial instruments that include also a non-derivative host contract.

Subsequent to initial recognition, financial assets at fair value through Revenue Statements of Insurance Funds and Profit and Loss Statement are measured at fair value. Any gains or losses arising from changes in fair value of the financial assets are recognised in the Revenue Statements of Insurance Funds or Profit and Loss Statement.

2.18.2 Loans and Receivables

Non-derivative financial assets with fixed or determinable payments that are not quoted in an active market are classified as loans and receivables. Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective interest method, less impairment. Gains and losses are recognised in the Revenue Statements of Insurance Funds and Profit and Loss Statement when the loans and receivables are derecognised or impaired, and through the amortisation process.

2.18.3 Available-for-sale Financial Assets

Available-for-sale financial assets include equity and debt securities. Equity investments classified as available-for-sale are those, which are neither classified as held for trading nor designated at fair value through profit or loss. Debt securities in this category are those which are intended to be held for an indefinite period of time and which may be sold in response to needs for liquidity or in response to changes in the market conditions.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.18 Financial Assets (continued)

2.18.3 Available-for-sale Financial Assets (continued)

After initial recognition, available-for-sale financial assets are subsequently measured at fair value. Any gains or losses from changes in fair value of the financial assets are recognised in the fair value reserve in the Statement of Comprehensive Income or Insurance Funds, except that impairment losses, foreign exchange gains and losses on monetary instruments and interest calculated using the effective interest method are recognised in the Revenue Statements of Insurance Funds or Profit and Loss Statement accordingly. The cumulative gain or loss previously recognised in equity is recognised in the Revenue Statements of Insurance Funds and Profit and Loss Statement when the financial asset is derecognised.

Unquoted equity securities whose fair value cannot be reliably measured are measured at cost less impairment losses.

Derecognition

A financial asset is derecognised where the contractual right to receive cash flows from the asset has expired. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in other comprehensive income is recognised in the Revenue Statements of Insurance Funds and Profit and Loss Statement.

All regular way purchases and sales of financial assets are recognised or derecognised on trade date i.e., the date that the Group commits to purchase or sell the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace concerned.

2.19 Hedge Accounting

The Group applies hedge accounting for hedges of net investments in foreign operations. At the inception of a hedging relationship, the Group formally designates and documents the hedging relationship to which the Group wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes identification of the hedging instrument, the hedged item or transaction, the nature of the risk being hedged and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated.

For hedges of net investments in foreign operations, gains or losses on the hedging instrument relating to the effective portion of the hedge are recognised as other comprehensive income while any gains or losses relating to the ineffective portion are recognised in the Profit and Loss Statement or Revenue Statements. On disposal of the foreign operation, the cumulative value of any such gains or losses recorded in equity is transferred to the Profit and Loss Statement or Revenue Statements.

The Group uses forward currency contracts as hedges of its exposure to foreign exchange risk on its investments in foreign subsidiaries.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.20 Financial Liabilities

Initial recognition and measurement

Financial liabilities within the scope of FRS 39 are recognised when, and only when the Group becomes a party to the contractual obligations of the financial instrument. The Group determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognised initially at fair value, plus, in the case of financial liabilities other than derivatives, directly attributable transaction costs.

The Group's financial liabilities include other creditors and interfund payables, insurance payables and insurance contract liabilities.

Subsequent measurement

The measurement of financial liabilities depends on their classification as follows:

2.20.1 Financial Liabilities at Fair Value through Profit or Loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading. Financial liabilities held for trading are acquired for the purpose of selling in the near term and includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships.

Subsequent to initial recognition, financial liabilities at fair value through profit or loss are measured at fair value. Any gains or losses arising from changes in fair value of the financial liabilities are recognised in the Profit and Loss Statement or Revenue Statements.

2.20.2 Other Financial Liabilities

After initial recognition, other financial liabilities (except for financial guarantees) are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

Derecognition

A financial liability is derecognised when the obligation under the liability is extinguished. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the Profit and Loss Statement or Revenue Statements.

2.21 Determination of Fair Value of Financial Instruments

The fair value of financial instruments that are actively traded in organised financial markets is determined by reference to quoted or published bid prices on the balance sheet date. If quoted prices are not available over the counter, broker or dealer price quotations are used.

For units in unit trusts and shares in open-ended investment companies, fair value is determined by reference to published bid-values.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.21 Determination of Fair Value of Financial Instruments (continued)

For financial instruments where there is not an active market, the fair value is determined by using valuation techniques. Such techniques include using recent arm's length transactions, reference to the current market value of another instrument which is substantially the same, discounted cash flow analysis and/or option pricing models. For discounted cash flow techniques, estimated future cash flows are based on management's best estimates and the discount rate is a market-related rate for a similar instrument. Certain financial instruments, including derivative financial instruments, are valued using pricing models that consider, among other factors, contractual, and market prices, correlation, time value of money, credit risk, yield curve volatility factors and/or prepayment rates of the underlying positions. The use of different pricing models and assumptions could produce materially different estimates of fair values.

The fair value of floating rate and overnight deposits with financial institutions is their carrying value. The carrying cost is the cost of the deposit and accrued interest. The fair value of fixed interest-bearing deposits is estimated using discounted cash flow techniques. Expected cash flows are discounted at current market rates for similar instruments at the balance sheet date.

If the fair value cannot be measured reliably, these financial instruments are measured at cost, being the fair value of the consideration paid for the acquisition of the investment or the amount received on issuing the financial liability. All transaction costs directly attributable to the acquisition are also included in the cost of the investment.

2.22 Financial Instruments: Derecognition of Financial Assets and Liabilities

A financial asset (or, where applicable a part of a financial asset or part of a group of similar financial assets) is derecognised where:

- The contractual right to receive cash flows from the asset has expired; or
- The Group retains the contractual rights to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a 'pass-through' arrangement; or
- The Group has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Where the Group has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the Group's continuing involvement in the asset. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Where continuing involvement takes the form of a written and/or purchased option on the transferred asset, the extent of the Group's continuing involvement is the amount of the transferred asset that the Group may repurchase, except that in the case of a written put option on an asset measured at fair value, the extent of the Group's continuing involvement is limited to the lower of the fair value of the transferred asset and the option exercise price.

2.23 Goodwill

Goodwill is initially measured at cost. Following initial recognition, goodwill is measured at cost less any accumulated impairment losses.

For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.23 Goodwill (continued)

The cash-generating unit to which goodwill has been allocated is tested for impairment annually and whenever there is an indication that the cash-generating unit may be impaired. Impairment is determined for goodwill by assessing the recoverable amount of each cash-generating unit (or group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit is less than the carrying amount, an impairment loss is recognised in the Revenue Statements or Profit and Loss Statement. Impairment losses recognised for goodwill are not reversed in subsequent periods.

Where goodwill forms part of a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative fair values of the operations disposed of and the portion of the cash-generating unit retained.

Goodwill and fair value adjustments which arose on acquisitions of foreign subsidiaries before 1 January 2005 are deemed to be assets and liabilities of the parent company and are recorded in SGD at the rates prevailing at the date of acquisition.

Goodwill and fair value adjustments arising on the acquisition of foreign operations on or after 1 January 2005 are treated as assets and liabilities of the foreign operations and are recorded in the functional currency of the foreign operations and translated at the closing rate at the balance sheet date.

2.24 Assets Held For Sale

Non-current assets are classified as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset is available for immediate sale in its present condition. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of the classification.

2.25 Property, Plant and Equipment

All items of property, plant and equipment are initially recorded at cost. Such cost includes the cost of replacing part of the property, plant and equipment. The cost is recognised as an asset, if and only if, it can be reliably measured and it is probable that future economic benefits associated with the item will flow to the Group.

Subsequent to recognition, property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses. When significant parts of property, plant and equipment are required to be replaced in intervals, the Group recognises such parts as individual assets with specific useful lives.

Freehold land has an unlimited useful life and is not depreciated. No depreciation is provided for 999-year leasehold land. No depreciation is provided on capital works in progress as the assets are not yet available for use.

Depreciation of an asset begins when it is available for use and is calculated on a straight-line basis over the estimated useful life of an asset. The useful lives are as follows:

Leasehold land	Term of lease, up to 99 years
Buildings	50 years
Office furniture, fittings and equipment	5 to 10 years
Renovation	3 to 5 years
Computer equipment and software development costs	3 to 10 years
Motor vehicles	5 years

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.25 Property, Plant and Equipment (continued)

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying values may not be recoverable.

The residual values, useful life and depreciation method are reviewed at each financial year-end and adjusted prospectively, if appropriate. This is to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on derecognition of the asset is included in the Profit and Loss Statement or Revenue Statements in the year the asset is derecognised.

2.26 Investment Properties

Investment properties are properties that are owned by the Group in order to earn rentals or for capital appreciation, or both, rather than for use in the production or supply of goods or services, or for administrative purposes, or in the ordinary course of business. Investment properties comprise completed investment properties and properties that are being constructed or developed for future use as investment properties.

Investment properties are initially measured at cost, including transaction costs. The carrying amount includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met. Subsequent to initial recognition, investment properties are measured at fair value which reflects market conditions at the balance sheet date. Gains or losses arising from changes in the fair values of investment properties are recognised in the Profit and Loss Statement or Revenue Statements in the year in which they arise.

Investment properties are derecognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Gains or losses on the retirement or disposal of an investment property are recognised in the Profit and Loss Statement or Revenue Statements in the year of retirement or disposal.

Transfers are made to or from investment property only when there is a change in use. For a transfer from investment property to owner occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use. For a transfer from owner occupied property to investment property, the property is accounted for in accordance with the accounting policy for property, plant and equipment set out in Note 2.25 up to the date of change in use.

2.27 Provision for Agents' Retirement Benefits

Provision for agents' retirement benefits is set aside for agents from the Malaysian operations and is calculated in accordance with the terms and conditions in the respective Life Assurance Sales Representative's Agreement. The terms and conditions of the Agreement stipulate that upon the agent maintaining his position for the qualifying year and achieving the required personal sales and minimum new business, the agent shall be allocated a deferred benefit/retirement benefit. The deferred benefit/retirement benefit accumulated at Balance Sheet date includes accrued interest. The accrued deferred benefit shall only become payable provided the Agreement has been in force for certain continuous contract years and the agent has attained the minimum retirement age stipulated in the Agreement.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.28 Related Parties

A related party is defined as follows:

(a) A person or a close member of that person's family is related to the Group and Company if that person:
- (i) Has control or joint control over the Company;
- (ii) Has significant influence over the Company; or
- (iii) Is a member of the key management personnel of the Group or Company or of a parent of the Company.

(b) An entity is related to the Group and the Company if any of the following conditions applies:
- (i) The entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
- (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
- (iii) Both entities are joint ventures of the same third party.
- (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
- (v) The entity is a post-employment benefit plan for the benefit of the employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company;
- (vi) The entity is controlled or jointly controlled by a person identified in (a);
- (vii) A person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

In the Company's financial statements, loans to subsidiaries are interest-free and stated at fair value at inception. The difference between the fair value and the loan amount at inception is recognised as additional investment in subsidiaries in the Company's financial statements. Subsequently, these loans are measured at amortised cost using the effective interest method. The unwinding of the difference is recognised as interest expense in the Profit and Loss Statement over the expected repayment period.

2.29 Segment Reporting

For management purposes, the Group is organised into operating segments based on their products and services. The management regularly reviews the segment results in order to allocate resources to the segments and to assess the segment performance. Additional disclosures on each of these segments are shown in Note 34, including the factors used to identify the reportable segments and the measurement basis of segment information.

2.30 Share Capital and Share Issuance Expenses

Proceeds from issuance of ordinary shares are recognised as share capital in equity. Incremental costs directly attributable to the issuance of ordinary shares are deducted against share capital.

2.31 Contingencies

A contingent liability is:

(a) a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group; or

(b) a present obligation that arises from past events but is not recognised because:
- (i) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
- (ii) the amount of the obligation cannot be measured with sufficient reliability.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.31 Contingencies (continued)

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group.

Contingent liabilities and assets are not recognised on the balance sheet of the Group, except for contingent liabilities assumed in a business combination that are present obligations and for which the fair values can be reliably determined.

2.32 Critical Accounting Estimates and Judgments

In the preparation of the Group's financial statements, management makes estimates, assumptions and judgments that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities at the reporting date. Estimates, assumptions and judgments are continually evaluated and based on internal studies of actual or historical experience and other factors. Best estimates and assumptions are constantly reviewed to ensure that they remain relevant and valid. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in future periods.

2.32.1 Critical Accounting Estimates and Assumptions

(a) Liabilities of insurance business

The estimation of the ultimate liability arising from claims made under life and general insurance contracts is the Group's most critical accounting estimate. There are several sources of uncertainty that need to be considered in the estimation of the liabilities that the Group will ultimately be required to pay as claims.

For life insurance contracts, estimates are made for future deaths, disabilities, lapses, voluntary terminations, investment returns and administration expenses. The Group relies on standard industry reinsurance and national mortality tables which represent historical mortality experience, and makes appropriate adjustments for its respective risk exposures in deriving the mortality and morbidity estimates. These estimates provide the basis in the valuation of the future benefits to be paid to policyholders and ensure adequate provisions which are monitored against current and future premiums. For those contracts that insure risk on longevity and disability, estimates are made based on recent past experience and emerging trends. Epidemics and changing patterns of lifestyle could result in significant changes to the expected future exposures. At each reporting date, these estimates are assessed for adequacy and changes will be reflected as adjustments to insurance fund contract liabilities. The carrying value of life insurance contract liabilities as at 31 December 2011 amounted to $39,289.7 million (31 December 2010: $37,933.8 million).

For general insurance contracts, estimates have to be made for both the expected ultimate cost of claims reported at the balance sheet date and for the expected ultimate cost of claims incurred but not yet reported at the balance sheet date ("IBNR").

It can take a significant time before the ultimate claims costs can be established with certainty and for some type of policies, IBNR claims form the majority of the balance sheet liability. The ultimate cost of outstanding claims is estimated using a range of standard actuarial claims projection techniques such as Chain Ladder and Bornhuetter-Ferguson methods.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.32 Critical Accounting Estimates and Judgments (continued)

2.32.1 Critical Accounting Estimates and Assumptions (continued)

(a) Liabilities of insurance business (continued)

The main assumption underlying these techniques is that a company's past development experience can be used to project future claims development and hence, ultimate claim costs. As such, these methods extrapolate the development of paid and incurred losses, average costs per claim and claim numbers based on the observed development of earlier years and expected loss ratios. Historical claims development is mainly analysed by accident years but can also be further analysed by significant business lines and claims type. Large claims are usually separately addressed, either by being reserved at the face of loss adjustor estimates or separately projected in order to reflect their future development. In most cases, no explicit assumptions are made regarding future rates of claims inflation or loss ratios. Additional qualitative judgment is used to assess the extent to which past trends may not apply in future, (for example, to reflect one-off occurrences, changes in external or market factors, economic conditions as well as internal factors such as portfolio mix, policy features and claims handling procedures) in order to arrive at the estimated ultimate cost of claims that present the likely outcome from the range of possible outcomes, taking account of all uncertainties involved. The carrying value of general insurance contract liabilities as at 31 December 2011 amounted to $116.1 million (31 December 2010: $66.7 million).

(b) Share option costs

The Group calculates the fair value of share options using the binomial model which requires input of certain variables which are determined based on assumptions made.

(c) Income taxes

The Group is subject to income taxes in numerous jurisdictions. Significant judgment is required in determining the capital allowances and deductibility of certain expenses during the estimation of the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for anticipated tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which the determination is made. The carrying amount of the income tax and deferred tax provisions as at 31 December 2011 amounted to $1,363.8 million (31 December 2010: $1,332.0 million).

(d) Property classification

The Group adopts certain criteria based on FRS 40, Investment Property in determining whether a property qualifies to be classified as an investment property. Investment property is a property held to earn rentals or for capital appreciation or both.

Some properties comprise a portion that is held to earn rentals or for capital appreciation and another portion that is held for use in the production or supply of goods or services or for administrative purposes.

If these portions could be sold separately (or leased separately under a finance lease), the Group would account for these portions separately. If the portions could not be sold separately, the property is an investment property only if an insignificant portion is held for use in the production or supply of goods or services or for administrative purposes. Judgment is made on an individual property basis to determine whether ancillary services are so significant that a property does not qualify as investment property.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.32 Critical Accounting Estimates and Judgments (continued)

2.32.2 Critical Judgments in Applying Accounting Policies

(a) Impairment of goodwill

The Group conducts impairment tests on the carrying value of goodwill in accordance with the accounting policy stated in Note 2.23. The recoverable amounts of cash-generating units are determined based on the value-in-use method, which adopts a discounted cash flow approach on projections, budgets and forecasts over a 5-year period. Cash flows beyond the fifth year are extrapolated using estimated terminal growth rates not exceeding the long-term average growth of the industry and country in which the cash-generating unit operates. The discount rates applied to the cash flow projections are derived from the Group's weighted average cost of capital at the date of assessment. Changes to the assumptions, particularly the discount rate and terminal growth rate, may significantly affect the results of the impairment test. Further details of the key assumptions applied in the impairment assessment of goodwill are provided in Note 28.

(b) Impairment of loans and receivables

The Group determines impairment of loans by calculating the present value of future recoverable cash flows and the fair value of the underlying collaterals for impaired loans against the carrying value of the loans. The future recoverable cash flows are determined based on credit assessment on a loan-by-loan basis for impaired loans.

(c) Impairment of available-for-sale financial assets

The Group reviews its debt securities classified as available-for-sale investments at each balance sheet date to assess whether they are impaired. The Group also records impairment charges on available-for-sale equity investments when there has been a significant or prolonged decline in the fair value below their cost. The determination of what is "significant" or "prolonged" requires judgment. In making this judgment, the Group evaluates, among other factors, historical share price movements and the duration and extent to which the fair value of an investment is less than its cost.

(d) Insurance contract classification

Contracts are classified as insurance contracts where they transfer significant insurance risk from the policyholder to the Group. The Group exercises judgment about the level of insurance risk transferred. The level of insurance risk is assessed by considering whether the Group is required to pay significant additional benefits in excess of amounts payable when the insured event occurs. These additional benefits include claims liability and assessment costs, but exclude the loss of the ability to charge the policyholder for future services. The assessment covers the whole of the expected term of the contract where such additional benefits could be payable. Some contracts contain options for the policyholder to purchase insurance risk protection at a later date; these insurance risks are deemed not significant.

(e) Provision for agents' retirement benefits

Provision for agents' retirement benefits is calculated in accordance with the terms and conditions of the agreement, which stipulate that upon the agent maintaining his position for the qualifying year and achieving the required personal sales and minimum new business, the Group shall allocate to the agent a deferred benefit/retirement benefit. Interest is accrued based on an estimated rate at the end of the financial year on the accumulated deferred benefit/retirement benefit with an adjustment made subsequent to year end for changes in certain statutory dividend rates. Additional provision is made to cover estimated liability for future benefits payable in the event of death, disability, investment returns and benefits payable. The agents' retirement benefit becomes vested and payable upon fulfillment of the stipulated conditions.

Judgment is required to estimate the provision to be made, based upon the likely fulfillment of the conditions and occurrence of the claimable event. At each reporting year, these estimates are reassessed for adequacy and changes will be reflected as adjustments to the provision. The carrying amount of agents' retirement benefits as at 31 December 2011 amounted to $231.3 million (31 December 2010: $216.2 million).

3 SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

	Country of Incorporation	Principal Activities	Effective interest held by GEH 2011 %	Effective interest held by GEH 2010 %
(i) SIGNIFICANT SUBSIDIARIES				
Held by the Company				
The Great Eastern Life Assurance Company Limited[3.1]	Singapore	Life assurance	**100.0**	100.0
The Overseas Assurance Corporation Limited[3.1]	Singapore	Composite insurance	**100.0**	100.0
Lion Global Investors Limited[3.1]	Singapore	Asset management	**70.0**	70.0
The Great Eastern Trust Private Limited[3.1]	Singapore	Investment holding	**100.0**	100.0
Held through subsidiaries				
Great Eastern Life Assurance (Malaysia) Berhad[3.2]	Malaysia	Life assurance	**100.0**	100.0
Overseas Assurance Corporation (Malaysia) Berhad[3.2]	Malaysia	General insurance	**100.0**	100.0
P.T. Great Eastern Life Indonesia[3.2]	Indonesia	Life assurance	**99.2**	99.0
Straits Eastern Square Private Limited[3.1]	Singapore	Property development and investment	**100.0**	100.0
Great Eastern Life (Vietnam) Company Limited[3.2]	Vietnam	Life assurance	**100.0**	100.0
218 Orchard Private Limited[3.1]	Singapore	Property development and investment	**100.0**	100.0
Great Eastern Takaful Sdn Bhd[3.2]	Malaysia	Family Takaful business	**70.0**	70.0
(ii) SIGNIFICANT ASSOCIATES				
Held through subsidiaries				
Fairfield Investment Fund Ltd[3.3]	British Virgin Islands	Collective investment scheme	**45.8**	45.8
Ascendas China Commercial Fund[3.3]	Singapore	Real Estate Investment Trust	**28.5**	28.5
Lion Indian Real Estate Fund[3.3]	Cayman Islands	Real Estate Investment Trust	**45.5**	45.5
LionGlobal Target Return Fund[3.3]	Singapore	Unit Trust	**50.0**	41.7
(iii) SIGNIFICANT JOINT VENTURES				
Held through subsidiaries				
Great Eastern Life Assurance (China) Company Limited[3.2]	People's Republic of China	Life assurance	**50.0**	50.0

(3.1) Audited by Ernst & Young LLP, Singapore.
(3.2) Audited by member firms of Ernst & Young Global in the respective countries.
(3.3) Audited by PricewaterhouseCoopers.

in Singapore Dollars (millions)	Note	Group Total 2011	Group Total 2010	Shareholders' and General Insurance Funds 2011	Shareholders' and General Insurance Funds 2010	Life Assurance Fund 2011	Life Assurance Fund 2010	Company 2011	Company 2010
4 INVESTMENT INCOME, NET									
4.1 Profit and Loss Statements									
Dividend income		**32.6**	24.1	**32.6**	24.1	**-**	-	**-**	-
Interest income									
- Investments									
Available-for-sale financial assets		**56.0**	64.3	**56.0**	64.3	**-**	-	**-**	-
Financial assets at fair value through profit and loss statements		**1.3**	1.2	**1.3**	1.2	**-**	-	**-**	-
- Loans and receivables		**7.3**	5.6	**7.3**	5.6	**-**	-	**-**	-
		64.6	71.1	**64.6**	71.1	**-**	-	**-**	-
		97.2	95.2	**97.2**	95.2	**-**	-	**-**	-
less: Investment related expenses		**(0.8)**	(0.9)	**(0.8)**	(0.9)	**-**	-	**-**	-
		96.4	94.3	**96.4**	94.3	**-**	-	**-**	-
4.2 Life Assurance Revenue Statement									
Dividend income		**409.6**	338.7	**-**	-	**409.6**	338.7	**-**	-
Interest income									
- Investments									
Available-for-sale financial assets		**1,022.0**	1,042.3	**-**	-	**1,022.0**	1,042.3	**-**	-
Financial assets at fair value through profit and loss statements		**108.4**	94.2	**-**	-	**108.4**	94.2	**-**	-
- Loans and receivables		**225.7**	234.4	**-**	-	**225.7**	234.4	**-**	-
		1,356.1	1,370.9	**-**	-	**1,356.1**	1,370.9	**-**	-
		1,765.7	1,709.6	**-**	-	**1,765.7**	1,709.6	**-**	-
less: Investment related expenses		**(89.8)**	(87.1)	**-**	-	**(89.8)**	(87.1)	**-**	-
		1,675.9	1,622.5	**-**	-	**1,675.9**	1,622.5	**-**	-
4.3 General Insurance Revenue Statement									
Dividend income		**0.6**	0.5	**0.6**	0.5	**-**	-	**-**	-
Interest income									
- Investments									
Available-for-sale financial assets		**9.1**	6.1	**9.1**	6.1	**-**	-	**-**	-
Financial assets at fair value through profit and loss statements		**-**	0.1	**-**	0.1	**-**	-	**-**	-
- Loans and receivables		**0.8**	0.7	**0.8**	0.7	**-**	-	**-**	-
		9.9	6.9	**9.9**	6.9	**-**	-	**-**	-
		10.5	7.4	**10.5**	7.4	**-**	-	**-**	-
less: Investment related expenses		**(0.3)**	(0.2)	**(0.3)**	(0.2)	**-**	-	**-**	-
		10.2	7.2	**10.2**	7.2	**-**	-	**-**	-

During the year ended 31 December 2011, the interest income for financial assets that are not classified at fair value through profit and loss amounted to $63.3 million, $1,247.7 million and $9.9 million for the Profit and Loss Statement, Life Assurance Revenue Statement and General Insurance Revenue Statement respectively (2010: $69.9 million, $1,276.7 million and $6.8 million).

		Group						Company	
		Total		Shareholders' and General Insurance Funds		Life Assurance Fund			
in Singapore Dollars (millions)	Note	**2011**	2010	**2011**	2010	**2011**	2010	**2011**	2010
5 (LOSS)/GAIN ON SALE OF INVESTMENTS AND CHANGES IN FAIR VALUE									
5.1 Profit and Loss Statements									
Realised gain from sale of investments		**18.8**	28.0	**18.8**	28.0	**-**	-	**-**	-
Amount transferred from Statement of Comprehensive Income on sale of investments		**22.8**	(16.5)	**22.8**	(16.5)	**-**	-	**-**	-
Changes in fair value of held-for-trading investments		**(51.5)**	45.4	**(51.5)**	45.4	**-**	-	**-**	-
		(9.9)	56.9	**(9.9)**	56.9	**-**	-	**-**	-
5.2 Life Assurance Revenue Statement									
Realised gain from sale of investments		**19.7**	186.1	**-**	-	**19.7**	186.1	**-**	-
Amount transferred from Fair Value Reserve on sale of investments	18	**196.2**	322.2	**-**	-	**196.2**	322.2	**-**	-
Changes in fair value of investments									
- fair value through revenue statement		**(257.6)**	66.9	**-**	-	**(257.6)**	66.9	**-**	-
- held-for-trading		**(185.1)**	281.8	**-**	-	**(185.1)**	281.8	**-**	-
		(442.7)	348.7	**-**	-	**(442.7)**	348.7	**-**	-
Changes in fair value of investment properties	29	**52.4**	231.4	**-**	-	**52.4**	231.4	**-**	-
		(174.4)	1,088.4	**-**	-	**(174.4)**	1,088.4	**-**	-
5.3 General Insurance Revenue Statement									
Realised loss from sale of investments		**(4.5)**	-	**(4.5)**	-	**-**	-	**-**	-
Amount transferred from Fair Value Reserve on sale of investments	17	**6.4**	7.4	**6.4**	7.4	**-**	-	**-**	-
Changes in fair value of held-for-trading investments		**(0.4)**	0.6	**(0.4)**	0.6	**-**	-	**-**	-
Changes in fair value of investment properties	29	**0.3**	-	**0.3**	-		-	**-**	-
		1.8	8.0	**1.8**	8.0	**-**	-	**-**	-

		Group						Company	
		Total		Shareholders' and General Insurance Funds		Life Assurance Fund			
in Singapore Dollars (millions)	Note	**2011**	2010	**2011**	2010	**2011**	2010	**2011**	2010
6 PROVISIONS									
6.1 Provision for impairment of secured loans									
Balance at the beginning and end of the year	22	**2.1**	2.1	**2.1**	2.1	**-**	-	**-**	-
6.2 Provision for impairment of quoted equity securities									
Balance at the beginning of the year		**65.4**	120.6	**0.3**	6.3	**65.1**	114.3	**-**	-
Increase in provision for the year		**27.3**	7.3	**1.3**	3.7	**26.0**	3.6	**-**	-
Utilised during the year		**(28.3)**	(62.5)	**(0.2)**	(9.7)	**(28.1)**	(52.8)	**-**	-
Balance at the end of the year	24	**64.4**	65.4	**1.4**	0.3	**63.0**	65.1	**-**	-
6.3 Provision for impairment of unquoted equity securities									
Balance at the beginning of the year		**30.7**	12.1	**-**	-	**30.7**	12.1	**-**	-
Increase in provision for the year		**4.0**	18.6	**-**	-	**4.0**	18.6	**-**	-
Utilised during the year		**(0.5)**	-	**-**	-	**(0.5)**	-	**-**	-
Balance at the end of the year	24	**34.2**	30.7	**-**	-	**34.2**	30.7	**-**	-
6.4 Provision for impairment of quoted debt securities									
Balance at the beginning of the year		**0.2**	0.3	**-**	0.3	**0.2**	-	**-**	-
Increase in provision for the year		**-**	0.2	**-**	-	**-**	0.2	**-**	-
Utilised during the year		**-**	(0.3)	**-**	(0.3)	**-**	-	**-**	-
Balance at the end of the year	24	**0.2**	0.2	**-**	-	**0.2**	0.2	**-**	-
6.5 Provision for impairment of unquoted debt securities									
Balance at the beginning of the year		**22.9**	6.1	**6.1**	6.1	**16.8**	-	**-**	-
(Decrease)/increase in provision for the year		**(16.6)**	17.4	**0.3**	-	**(16.9)**	17.4	**-**	-
Utilised during the year		**(3.5)**	(0.6)	**(3.6)**	-	**0.1**	(0.6)	**-**	-
Balance at the end of the year	24	**2.8**	22.9	**2.8**	6.1	**-**	16.8	**-**	-

in Singapore Dollars (millions)	Note	Group: Total 2011	Total 2010	Shareholders' and General Insurance Funds 2011	Shareholders' and General Insurance Funds 2010	Life Assurance Fund 2011	Life Assurance Fund 2010	Company 2011	Company 2010
6 PROVISIONS (continued)									
6.6 Provision for impairment of collective investments									
Balance at the beginning of the year		**2.7**	16.4	**0.9**	5.2	**1.8**	11.2	**-**	-
Increase in provision for the year		**2.9**	1.5	**0.3**	0.5	**2.6**	1.0	**-**	-
Utilised during the year		**(1.3)**	(15.2)	**-**	(4.8)	**(1.3)**	(10.4)	**-**	-
Balance at the end of the year	24	**4.3**	2.7	**1.2**	0.9	**3.1**	1.8	**-**	-
6.7 Provision for impairment of unsecured loan to subsidiary companies									
Balance at the beginning of the year		**-**	-	**-**	-	**-**	-	**5.4**	5.4
Increase in provision for the year		**-**	-	**-**	-	**-**	-	**1.6**	-
Balance at the end of the year	21	**-**	-	**-**	-	**-**	-	**7.0**	5.4
6.8 Provision for impairment of property, plant and equipment									
Balance at the beginning and end of the year		**93.5**	93.5	**0.3**	0.3	**93.2**	93.2	**-**	-
Increase in provision for impairment of assets for the year		**17.6**	45.0	**1.9**	4.2	**15.7**	40.8	**1.6**	-
7 PROVISION FOR AGENTS' RETIREMENT BENEFITS									
Balance at the beginning of the year		**216.2**	192.0	**-**	-	**216.2**	192.0	**-**	-
Currency translation reserve adjustment		**(4.2)**	3.6	**-**	-	**(4.2)**	3.6	**-**	-
Increase in provision for the year		**31.2**	30.7	**-**	-	**31.2**	30.7	**-**	-
Paid during the year		**(11.9)**	(10.1)	**-**	-	**(11.9)**	(10.1)	**-**	-
Balance at the end of the year		**231.3**	216.2	**-**	-	**231.3**	216.2	**-**	-

As at 31 December 2011, $59.9 million (2010: $52.0 million) of the above provision for agents' retirement benefits is payable within one year.

		Group						Company	
		Total		Shareholders' and General Insurance Funds		Life Assurance Fund			
in Singapore Dollars (millions)	Note	2011	2010	2011	2010	2011	2010	2011	2010
8 ADDITIONAL PROFIT & LOSS DISCLOSURES									
Fees paid to auditors		**1.9**	2.3	**1.1**	1.2	**0.8**	1.1	**0.4**	0.1
Audit fees paid to Auditors of the Company		**0.8**	1.0	**0.4**	0.7	**0.4**	0.3	**0.2**	0.1
Audit fees paid to other auditors		**0.8**	0.5	**0.4**	0.2	**0.4**	0.3	**-**	-
Non-audit fees paid to Auditors of the Company		**0.3**	0.5	**0.3**	0.3	**-**	0.2	**0.2**	-
Non-audit fees paid to other auditors		**-**	0.3	**-**	-	**-**	0.3	**-**	-
Staff costs and related expenses (including executive directors and key management personnel compensation)		**235.8**	184.9	**84.6**	58.3	**151.2**	126.6	**0.8**	3.3
Salaries, wages, bonuses and other costs		**211.6**	164.0	**77.7**	51.6	**133.9**	112.4	**0.8**	3.3
Central Provident Fund / Employee Provident Fund		**20.7**	15.9	**5.1**	4.3	**15.6**	11.6	**-**	-
Share-based payments		**3.5**	5.0	**1.8**	2.4	**1.7**	2.6	**-**	-
Rental expense		**20.4**	21.4	**7.0**	4.4	**13.4**	17.0	**0.3**	-
Fee income		**64.0**	67.3	**64.0**	67.3	**-**	-	**-**	-
Fund management fee		**63.8**	67.3	**63.8**	67.3	**-**	-	**-**	-
Financial advisory fee		**0.2**	-	**0.2**	-	**-**	-	**-**	-
(Gain)/loss on disposal of property, plant and equipment and investment properties		**(0.6)**	(1.4)	**0.1**	-	**(0.7)**	(1.4)	**-**	-
Property, plant and equipment		**0.1**	-	**0.1**	-	**-**	-	**-**	-
Investment properties		**(0.7)**	(1.4)	**-**	-	**(0.7)**	(1.4)	**-**	-
Depreciation		**47.7**	48.9	**2.6**	2.0	**45.1**	46.9	**0.1**	-
Interest expense on policy benefits		**90.4**	84.2	**-**	-	**90.4**	84.2	**-**	-

in Singapore Dollars (millions)	Note	Group						Company	
		Total		Shareholders' and General Insurance Funds		Life Assurance Fund			
		2011	2010	**2011**	2010	**2011**	2010	**2011**	2010

9 INCOME TAX

Major components of income tax expense

The major components of income tax expense for the years ended 31 December 2011 and 2010 are:

	Note	Total 2011	Total 2010	SH & GI Funds 2011	SH & GI Funds 2010	LAF 2011	LAF 2010	Company 2011	Company 2010
Profit and Loss or Revenue Statements:									
Current income tax:									
- Current income taxation		**241.4**	254.6	**89.0**	76.7	**152.4**	177.9	**-**	0.1
- (Over)/under provision in respect of previous years		**(6.6)**	34.2	**(3.5)**	(3.3)	**(3.1)**	37.5	**-**	-
		234.8	288.8	**85.5**	73.4	**149.3**	215.4	**-**	0.1
Deferred income tax:									
- Origination and reversal of temporary differences		**(1.7)**	66.2	**(1.6)**	15.7	**(0.1)**	50.5	**-**	-
		(1.7)	66.2	**(1.6)**	15.7	**(0.1)**	50.5	**-**	-
Total tax charge for the year recognised in Profit and Loss or Revenue Statements		**233.1**	355.0	**83.9**	89.1	**149.2**	265.9	**-**	0.1
Deferred tax for the year, on fair value changes on available-for-sale investments, charged directly to other comprehensive income and to the Insurance Funds:									
- equity		**15.9**	(33.6)	**15.9**	(33.6)	**-**	-	**-**	-
- insurance funds	17, 18	**(20.9)**	(73.4)	**(0.4)**	(0.4)	**(20.5)**	(73.0)	**-**	-

9 INCOME TAX (continued)

Relationship between income tax expense and accounting profit

The reconciliation between income tax expense and the product of accounting profit multiplied by the applicable corporate tax rate for the years ended 31 December 2011 and 2010 is as follows:

		Group						Company	
		Total		Shareholders' and General Insurance Funds		Life Assurance Fund			
in Singapore Dollars (millions)	Note	2011	2010	2011	2010	2011	2010	2011	2010
Profit before income tax		**473.5**	605.5	**473.5**	605.5	**-**	-	**300.1**	403.0
General insurance profit before income tax		**39.9**	28.2	**39.9**	28.2	**-**	-	**-**	-
Life assurance profit before income tax		**615.6**	84.1	**-**	-	**615.6**	84.1	**-**	-
Tax at the domestic rates applicable to profits in the countries where the Group operates		**169.2**	157.5	**111.0**	132.9	**58.2**	24.6	**51.0**	68.5
Adjustments:									
Tax effect of net surplus transferred to Shareholders' Fund		**(22.4)**	(37.4)	**(22.4)**	(37.4)	**-**	-	**-**	-
Tax effect of provision against future policyholders' bonus		**0.5**	46.0	**-**	-	**0.5**	46.0	**-**	-
Foreign tax paid not recoverable		**15.8**	16.8	**1.6**	1.2	**14.2**	15.6	**-**	-
Permanent differences		**293.0**	352.6	**12.1**	7.4	**280.9**	345.2	**1.4**	1.3
Tax exempt income		**(223.3)**	(214.7)	**(17.7)**	(11.6)	**(205.6)**	(203.1)	**(52.4)**	(69.7)
Deferred tax assets not recognised		**7.0**	0.1	**2.7**	0.1	**4.3**	-	**-**	-
(Over)/under provision in respect of previous years		**(6.6)**	34.2	**(3.5)**	(3.3)	**(3.1)**	37.5	**-**	-
Others		**(0.1)**	(0.1)	**0.1**	(0.2)	**(0.2)**	0.1	**-**	-
Income tax expense recognised in the Profit and Loss or Revenue Statements		**233.1**	355.0	**83.9**	89.1	**149.2**	265.9	**-**	0.1

The corporate income tax rate applicable to Singapore companies of the Group was 17% from year of assessment 2010 onwards and the corporate income tax rate applicable to Malaysian companies of the Group was 25% from year of assessment 2009 onwards.

The above reconciliation is prepared by aggregating separate reconciliations for each national jurisdiction.

Deferred Tax									
Balance at the beginning of the year		**949.8**	766.3	**105.9**	50.1	**843.9**	716.2	**-**	-
Currency translation reserve adjustments		**(7.2)**	4.1	**(1.0)**	1.0	**(6.2)**	3.1	**-**	-
Deferred tax charge taken to Profit and Loss or Revenue Statements:									
Other temporary differences		**(3.2)**	20.9	**(1.6)**	15.8	**(1.6)**	5.1	**-**	-
Fair value changes		**1.0**	0.4	**-**	(0.1)	**1.0**	0.5	**-**	-
Provision against future policyholders' bonus		**0.5**	46.0	**-**	-	**0.5**	46.0	**-**	-
Deferred tax on fair value changes on available-for-sale investments		**5.0**	107.0	**(15.5)**	34.0	**20.5**	73.0	**-**	-
Unutilised loss carried forward		**-**	5.1	**-**	5.1	**-**	-	**-**	-
Balance at the end of the year		**945.9**	949.8	**87.8**	105.9	**858.1**	843.9	**-**	-

in Singapore Dollars (millions)	Note	Group: Total 2011	Group: Total 2010	Group: Shareholders' and General Insurance Funds 2011	Group: Shareholders' and General Insurance Funds 2010	Group: Life Assurance Fund 2011	Group: Life Assurance Fund 2010	Company 2011	Company 2010

9 INCOME TAX (continued)

Deferred taxes at 31 December related to the following:

		Balance Sheets							
Deferred tax liabilities:									
Differences in depreciation for tax purposes		**8.9**	10.1	**0.3**	0.3	**8.6**	9.8	**-**	-
Accrued investment income		**0.6**	0.6	**0.1**	0.1	**0.5**	0.5	**-**	-
Net unrealised gains on investments		**269.1**	268.9	**37.9**	54.5	**231.2**	214.4	**-**	-
Net accretion on fixed income investments		**19.4**	17.4	**0.7**	0.6	**18.7**	16.8	**-**	-
Undistributed bonus to policyholders		**607.2**	608.2	**-**	-	**607.2**	608.2	**-**	-
Differences in insurance items		**51.8**	52.8	**51.8**	52.8	**-**	-	**-**	-
Deferred tax liabilities		**957.0**	958.0	**90.8**	108.3	**866.2**	849.7	**-**	-
Deferred tax assets:									
Unutilised tax losses carried forward		**1.9**	0.3	**-**	0.3	**1.9**	-	**-**	-
Net amortisation on fixed income investments		**9.2**	7.7	**3.0**	1.9	**6.2**	5.8	**-**	-
Other accruals and provisions		**-**	0.2	**-**	0.2	**-**	-	**-**	-
Deferred tax assets		**11.1**	8.2	**3.0**	2.4	**8.1**	5.8	**-**	-
Net deferred tax liabilities		**945.9**	949.8	**87.8**	105.9	**858.1**	843.9	**-**	-
		Profit and Loss Statements and Revenue Statements							
Deferred tax liabilities:									
Differences in depreciation for tax purposes		**(1.2)**	(5.0)	**-**	-	**(1.2)**	(5.0)	**-**	-
Accrued investment income		**-**	0.1	**-**	-	**-**	0.1	**-**	-
Net unrealised gains on investments		**(4.1)**	7.7	**(7.6)**	6.7	**3.5**	1.0	**-**	-
Net accretion on fixed income investments		**2.0**	12.6	**0.1**	0.6	**1.9**	12.0	**-**	-
Undistributed bonus to policyholders	18	**0.5**	46.0	**-**	-	**0.5**	46.0	**-**	-
Deferred tax assets:									
Net unrealised loss on investments		**4.0**	(4.6)	**6.8**	(6.8)	**(2.8)**	2.2	**-**	-
Unutilised tax losses carried forward		**(1.6)**	15.9	**-**	15.9	**(1.6)**	-	**-**	-
Net amortisation on fixed income investments		**(1.5)**	(6.3)	**(1.1)**	(0.5)	**(0.4)**	(5.8)	**-**	-
Other accruals and provisions		**0.2**	(0.2)	**0.2**	(0.2)	**-**	-	**-**	-
Deferred tax (benefit)/expense		**(1.7)**	66.2	**(1.6)**	15.7	**(0.1)**	50.5	**-**	-

Unrecognised tax losses

At the balance sheet date, the Group has tax losses of approximately $15.9 million (2010: $8.9 million) that are available for offset against future taxable profits of the companies in which the losses arose, for which no deferred tax asset is recognised due to uncertainty of its recoverability. The use of these tax losses is subject to the agreement of the tax authorities and compliance with certain provisions of the tax legislation of the respective countries in which the companies operate.

There are no unrecognised differences relating to investments in subsidiaries and joint ventures.

10 EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the net profit for the year attributable to ordinary shareholders by the weighted average number of ordinary shares outstanding during the year.

Diluted and basic earnings per share are the same as there are no dilutive potential ordinary shares.

The following reflects the profit for the year attributable to ordinary shareholders and the weighted average number of shares outstanding during the year, used in the computation of basic and diluted earnings per share for the years ended 31 December:

		Group	
		2011	2010
Profit attributable to ordinary shareholders for computation of basic and diluted earnings per share	(in millions of Singapore Dollars)	**385.7**	507.2
Weighted average number of ordinary shares on issue applicable to basic and diluted earnings per share	(in millions)	**473.3**	473.3
Basic and diluted earnings per share	(in Singapore Dollars)	**$0.81**	$1.07

There have been no transactions involving ordinary shares or potential ordinary shares since the reporting date and before the completion of these financial statements.

11 SHARE CAPITAL

	Group and Company			
	2011		2010	
	Number of shares	**Amount $'mil**	Number of shares	Amount $'mil
Ordinary shares: Issued and fully paid				
Balance at the beginning of the year	**473,319,069**	**247.4**	473,319,069	247.4
Capitalisation from accumulated profit	**-**	**269.8**	-	-
Cash distribution of 77 cents per ordinary share	**-**	**(364.5)**	-	-
Balance at the end of the year	**473,319,069**	**152.7**	473,319,069	247.4

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restriction.

In accordance with the Companies Act Cap. 50, the shares of the Company have no par value.

On 13 June 2011, the Company undertook a capital reduction and cash distribution exercise pursuant to the Shareholders' approval in an extraordinary general meeting held on 14 April 2011. $269.8 million was capitalised from the accumulated profit of the Company and applied in paying up in full 473,319,069 new ordinary shares of the Company. The new shares arising from the capitalisation were cancelled immediately upon their issue and allotment. The enlarged share capital was immediately reduced by a cash distribution of $364.5 million at $0.77 per ordinary share to the Shareholders of the Company. The capital reduction and cash distribution exercise did not result in a change in the number of Shares.

12 RESERVES

Merger reserve represents the difference between the fair value and nominal value of shares issued for the acquisition of a subsidiary. The merger reserve had been utilised in part in prior years to write-off the goodwill on acquisition of the subsidiary.

The currency translation reserve represents exchange differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from that of the Group's presentation currency. The currency translation reserve is also used to record the effect of hedging of net investment in foreign operations.

The fair value reserve represents the cumulative fair value changes, net of tax, of available-for-sale investments until they are disposed of or impaired.

As at 31 December 2011, non-distributable reserves of $1,122.7 million (2010: $973.5 million) have been set aside by the Group's insurance entities to meet risk-based capital requirements for regulatory reporting purposes. These reserves are deemed statutory reserves and are not available for distribution to shareholders. These statutory reserves are measured according to the regulatory prescriptions and are subject to changes in line with the underlying risks underwritten by the respective businesses. Refer to Note 35 for more details.

		Group						Company	
		Total		Shareholders' and General Insurance Funds		Life Assurance Fund			
in Singapore Dollars (millions)	Note	2011	2010	2011	2010	2011	2010	2011	2010
13 INSURANCE PAYABLES									
Claims admitted or intimated		**190.3**	188.4	**-**	-	**190.3**	188.4	**-**	-
Policy benefits		**2,262.0**	2,118.6	**-**	-	**2,262.0**	2,118.6	**-**	-
Reinsurance liabilities		**65.2**	65.6	**24.1**	17.5	**41.1**	48.1	**-**	-
		2,517.5	2,372.6	**24.1**	17.5	**2,493.4**	2,355.1	**-**	-

Policy benefits bear interest at 3% per annum (2010: 3% per annum) for the Group's insurance subsidiaries in Singapore and at 5% per annum (2010: 5% per annum) for the Group's insurance subsidiaries in Malaysia.

14 OTHER CREDITORS AND INTERFUND BALANCES

Other creditors and interfund balances comprise the following:

		Total 2011	Total 2010	SH & GI 2011	SH & GI 2010	LAF 2011	LAF 2010	Company 2011	Company 2010
Financial Liabilities:									
Accrued expenses and other creditors		**447.4**	412.3	**88.5**	99.8	**358.9**	312.5	**6.1**	7.1
Investment creditors		**728.5**	189.6	**109.3**	10.6	**619.2**	179.0	**-**	-
Interest payable		**9.2**	-	**9.2**	-	**-**	-	**-**	-
Amount due to holding company[(1)]		**2.2**	3.3	**2.2**	3.3	**-**	-	**-**	-
Interfund balances		**1,071.6**	1,222.0	**97.0**	135.9	**974.6**	1,086.1	**-**	-
		2,258.9	1,827.2	**306.2**	249.6	**1,952.7**	1,577.6	**6.1**	7.1
Non Financial Liabilities:									
Premiums in suspense[(2)]		**106.0**	64.9	**0.4**	0.4	**105.6**	64.5	**-**	-
		2,364.9	1,892.1	**306.6**	250.0	**2,058.3**	1,642.1	**6.1**	7.1

(1) Amount due to holding company is unsecured, interest-free and repayable upon demand.
(2) Amounts are payable within one year.

in Singapore Dollars (millions)	Issue Date	Maturity Date	Group 2011	Group 2010
15 DEBTS ISSUED				
Issued by The Great Eastern Life Assurance Company Limited ("GELS"):				
$400.0 million 4.6% subordinated fixed rate notes	19 Jan 2011	19 Jan 2026	**399.1**	-
			399.1	-

On 19 January 2011, one of the Group's subsidiaries issued $400.0 million subordinated fixed rate notes ("Notes") due 2026 callable in 2021. The Notes will initially bear interest at the rate of 4.6% per annum, payable semi-annually on 19 January and 19 July each year up to 19 January 2021. If the Notes are not redeemed or purchased and cancelled on 19 January 2021, the interest rate from that date will be reset at a fixed rate per annum equal to the aggregate of the then prevailing 5-year SGD Swap Offer Rate and 1.35%, payable semi-annually in arrear. The subordinated notes qualify as Tier 2 capital for the Group.

		Group					
		Total		Shareholders' and General Insurance Funds		Life Assurance Fund	
in Singapore Dollars (millions)	Note	2011	2010	2011	2010	2011	2010
16 UNEXPIRED RISK RESERVE							
Balance at the beginning of the year		**61.1**	56.4	**61.1**	56.4	**-**	-
Currency translation reserve adjustment		**(0.7)**	0.3	**(0.7)**	0.3	**-**	-
Acquisition of a business	28	**8.1**	-	**8.1**	-	**-**	-
Increase in unexpired risk reserve during the year, gross		**8.2**	16.2	**8.2**	16.2	**-**	-
Movement in reinsurers' share of unexpired risk reserve during the year		**(2.5)**	(11.8)	**(2.5)**	(11.8)	**-**	-
Balance at the end of the year		**74.2**	61.1	**74.2**	61.1	**-**	-
Unexpired risk reserve, gross		**111.8**	97.1	**111.8**	97.1	**-**	-
Reinsurers' share of unexpired risk reserve	20	**(37.6)**	(36.0)	**(37.6)**	(36.0)	**-**	-
Unexpired risk reserve, net		**74.2**	61.1	**74.2**	61.1	**-**	-

in Singapore Dollars (millions)	Note	Group Total 2011	Total 2010	Shareholders' and General Insurance Funds 2011	Shareholders' and General Insurance Funds 2010	Life Assurance Fund 2011	Life Assurance Fund 2010
17 GENERAL INSURANCE FUND							
Balance at the beginning of the year		**71.0**	52.3	**71.0**	52.3	**-**	-
Currency translation reserve adjustment		**(0.7)**	0.6	**(0.7)**	0.6	**-**	-
Acquisition of a business	28	**58.8**	-	**58.8**	-		
Fair value reserve movement		**1.6**	1.1	**1.6**	1.1	**-**	-
(Decrease)/increase in loss reserve during the year, gross		**(5.8)**	14.4	**(5.8)**	14.4	**-**	-
Movement in reinsurers' share of loss reserve during the year		**(3.0)**	2.6	**(3.0)**	2.6	**-**	-
Balance at the end of the year		**121.9**	71.0	**121.9**	71.0	**-**	-
General Insurance Fund comprises:							
General Insurance Fund Contract Liabilities, net		**116.1**	66.7	**116.1**	66.7	**-**	-
Reinsurers' share of loss reserve	20	**66.8**	38.9	**66.8**	38.9	**-**	-
General Insurance Fund Contract Liabilities, gross		**182.9**	105.6	**182.9**	105.6	**-**	-
Fair Value Reserve		**5.8**	4.3	**5.8**	4.3	**-**	-
		188.7	109.9	**188.7**	109.9	**-**	-
Represented by:							
General Insurance Fund Contract Liabilities							
Balance at the beginning of the year		**66.7**	49.1	**66.7**	49.1	**-**	-
Currency translation reserve adjustment		**(0.6)**	0.6	**(0.6)**	0.6	**-**	-
Acquisition of a business	28	**58.8**	-	**58.8**	-	**-**	-
(Decrease)/increase in loss reserve during the year, gross		**(5.8)**	14.4	**(5.8)**	14.4	**-**	-
Movement in reinsurers' share of loss reserve during the year		**(3.0)**	2.6	**(3.0)**	2.6	**-**	-
Balance at the end of the year		**116.1**	66.7	**116.1**	66.7	**-**	-
Fair Value Reserve [1]							
Balance at the beginning of the year		**4.3**	3.2	**4.3**	3.2	**-**	-
Currency translation reserve adjustment		**(0.1)**	-	**(0.1)**	-	**-**	-
Fair value changes on remeasuring available-for-sale investments		**8.4**	8.9	**8.4**	8.9	**-**	-
Transfer of fair value reserve to General Insurance Revenue Statement on sale of investments	5	**(6.4)**	(7.4)	**(6.4)**	(7.4)	**-**	-
Deferred tax on fair value changes	9	**(0.4)**	(0.4)	**(0.4)**	(0.4)	**-**	-
Balance at the end of the year		**5.8**	4.3	**5.8**	4.3	**-**	-

[1] The above fair value reserve is deemed equity of General Insurance Fund.

in Singapore Dollars (millions)	Note	Group Total 2011	Group Total 2010	Shareholders' and General Insurance Funds 2011	Shareholders' and General Insurance Funds 2010	Life Assurance Fund 2011	Life Assurance Fund 2010
18 LIFE ASSURANCE FUND							
Balance at the beginning of the year		**43,267.9**	39,386.5	**-**	-	**43,267.9**	39,386.5
Currency translation reserve adjustment		**(335.9)**	282.5	**-**	-	**(335.9)**	282.5
Fair value reserve movement		**(208.6)**	1,053.7	**-**	-	**(208.6)**	1,053.7
Change in life assurance fund contract liabilities				**-**	-		
- Due to assumptions change		**(480.3)**	29.8	**-**	-	**(480.3)**	29.8
- Due to change in discount rate		**252.0**	65.3	**-**	-	**252.0**	65.3
- Due to movement during the year		**1,842.3**	3,115.1	**-**	-	**1,842.3**	3,115.1
Provision for deferred tax on future policyholders' bonus	9	**(0.5)**	(46.0)	**-**	-	**(0.5)**	(46.0)
Transferred from Life Assurance Revenue Statement		**466.4**	(181.8)	**-**	-	**466.4**	(181.8)
Transferred to Profit and Loss Statement		**(382.5)**	(437.2)	**-**	-	**(382.5)**	(437.2)
Balance at the end of the year		**44,420.8**	43,267.9	**-**	-	**44,420.8**	43,267.9

To achieve a closer matching of the value of assets and liabilities against the backdrop of volatile interest rate movements, the discount rate used to value the liabilities of the Singapore insurance funds (other than those liabilities valued on the Long Term Risk Free Discount Rate as specifically stipulated under the regulations) was changed from Singapore Government Securities (SGS) yields to zero-coupon SGS yields with effect from 1 July 2011. This change complied with regulations and resulted in an overall positive financial impact of $68.1 million, of which $50.4 million related to periods prior to 1 July 2011.

Represented by:

Life Assurance Fund Contract Liabilities	Note	Total 2011	Total 2010	SGIF 2011	SGIF 2010	LAF 2011	LAF 2010
Balance at the beginning of the year		**37,933.8**	34,558.0	**-**	-	**37,933.8**	34,558.0
Currency translation reserve adjustment		**(257.6)**	211.6	**-**	-	**(257.6)**	211.6
Change in life assurance fund contract liabilities							
- Due to assumptions change		**(480.3)**	29.8	**-**	-	**(480.3)**	29.8
- Due to change in discount rate		**252.0**	65.3	**-**	-	**252.0**	65.3
- Due to movement during the year		**1,842.3**	3,115.1	**-**	-	**1,842.3**	3,115.1
Provision for deferred tax on future policyholders' bonus	9	**(0.5)**	(46.0)	**-**	-	**(0.5)**	(46.0)
Balance at the end of the year		**39,289.7**	37,933.8	**-**	-	**39,289.7**	37,933.8

Life assurance fund contract liabilities at 31 December comprised the following:

Contracts with Discretionary Participating Features ("DPF")	**31,476.5**	30,457.6	**-**	-	**31,476.5**	30,457.6
Contracts without Discretionary Participating Features ("DPF")	**3,731.0**	3,386.6	**-**	-	**3,731.0**	3,386.6
Investment-linked contracts	**4,082.2**	4,089.6	**-**	-	**4,082.2**	4,089.6
	39,289.7	37,933.8	**-**	-	**39,289.7**	37,933.8

in Singapore Dollars (millions)	Note	Group Total 2011	Total 2010	Shareholders' and General Insurance Funds 2011	Shareholders' and General Insurance Funds 2010	Life Assurance Fund 2011	Life Assurance Fund 2010
18 LIFE ASSURANCE FUND (continued)							
Unallocated Surplus							
Balance at the beginning of the year		**2,052.0**	2,624.9	**-**	-	**2,052.0**	2,624.9
Currency translation reserve adjustment		**(38.8)**	46.1	**-**	-	**(38.8)**	46.1
Transferred from Life Assurance Revenue Statement		**466.4**	(181.8)	**-**	-	**466.4**	(181.8)
Transferred to Profit and Loss Statement		**(382.5)**	(437.2)	**-**	-	**(382.5)**	(437.2)
Balance at the end of the year		**2,097.1**	2,052.0	**-**	-	**2,097.1**	2,052.0
Fair Value Reserve [(1)]							
Balance at the beginning of the year		**3,282.1**	2,203.6	**-**	-	**3,282.1**	2,203.6
Currency translation reserve adjustment		**(39.5)**	24.8	**-**	-	**(39.5)**	24.8
Fair value changes on remeasuring available-for-sale investments		**8.1**	1,448.9	**-**	-	**8.1**	1,448.9
Transfer of fair value reserve to Life Assurance Revenue Statement on sale of investments	5	**(196.2)**	(322.2)	**-**	-	**(196.2)**	(322.2)
Deferred tax on fair value changes	9	**(20.5)**	(73.0)	**-**	-	**(20.5)**	(73.0)
Balance at the end of the year		**3,034.0**	3,282.1	**-**	-	**3,034.0**	3,282.1

(1) The above fair value reserve is deemed equity of Life Assurance Fund.

19 OTHER DEBTORS AND INTERFUND BALANCES

Other debtors and interfund balances comprise the following:

in Singapore Dollars (millions)	Note	Total 2011	Total 2010	Shareholders' and General Insurance Funds 2011	Shareholders' and General Insurance Funds 2010	Life Assurance Fund 2011	Life Assurance Fund 2010
Financial Assets:							
Accrued interest receivable		**313.3**	342.7	**18.8**	19.3	**294.5**	323.4
Investment debtors		**49.0**	135.6	**14.6**	17.5	**34.4**	118.1
Other receivables		**29.7**	34.5	**29.6**	29.9	**0.1**	4.6
Deposits collected		**4.3**	4.4	**1.0**	0.7	**3.3**	3.7
Interfund balances		**1,071.6**	1,222.9	**974.6**	1,087.0	**97.0**	135.9
	22	**1,467.9**	1,740.1	**1,038.6**	1,154.4	**429.3**	585.7
Non-Financial Assets:							
Prepayments and others		**49.8**	48.6	**42.7**	43.1	**7.1**	5.5
		1,517.7	1,788.7	**1,081.3**	1,197.5	**436.4**	591.2

in Singapore Dollars (millions)	Note	Group Total 2011	Group Total 2010	Shareholders' and General Insurance Funds 2011	Shareholders' and General Insurance Funds 2010	Life Assurance Fund 2011	Life Assurance Fund 2010	Company 2011	Company 2010
20 INSURANCE RECEIVABLES									
Due from policyholders:									
Outstanding premiums		**192.4**	196.0	**17.4**	12.2	**175.0**	183.8	**-**	-
Policy loans		**2,251.3**	2,241.7	**-**	-	**2,251.3**	2,241.7	**-**	-
Due from reinsurers:									
Reinsurance assets		**114.4**	81.6	**113.1**	80.3	**1.3**	1.3	**-**	-
	22	**2,558.1**	2,519.3	**130.5**	92.5	**2,427.6**	2,426.8	**-**	-
Reinsurance assets comprise the following:									
Unexpired risk reserve	16	**37.6**	36.0	**37.6**	36.0	**-**	-	**-**	-
Loss reserve	17	**66.8**	38.9	**66.8**	38.9	**-**	-	**-**	-
Amounts due from reinsurers		**10.0**	6.7	**8.7**	5.4	**1.3**	1.3	**-**	-
Total assets arising from reinsurance contracts		**114.4**	81.6	**113.1**	80.3	**1.3**	1.3	**-**	-
21 AMOUNTS DUE FROM/(TO) SUBSIDIARIES AND JOINT VENTURES									
Amounts due from subsidiaries		**-**	-	**-**	-	**-**	-	**551.0**	662.2
Loans to subsidiaries		**-**	-	**-**	-	**-**	-	**173.3**	173.3
Provision for impairment of unsecured loan to subsidiary	6	**-**	-	**-**	-	**-**	-	**(7.0)**	(5.4)
	22	**-**	-	**-**	-	**-**	-	**717.3**	830.1
Amount due to joint venture		**(0.1)**	(0.3)	**(0.1)**	(0.3)	**-**	-	**-**	-

The amounts due from subsidiaries and loans to subsidiaries are unsecured, interest-free and repayable on demand.

in Singapore Dollars (millions)	Note	Group Total 2011	Group Total 2010	Shareholders' and General Insurance Funds 2011	Shareholders' and General Insurance Funds 2010	Life Assurance Fund 2011	Life Assurance Fund 2010	Company 2011	Company 2010
22 LOANS AND RECEIVABLES									
Loans comprise the following:									
Secured loans		**1,203.9**	1,580.9	**46.5**	11.5	**1,157.4**	1,569.4	**-**	-
Unsecured loans		**0.7**	0.9	**-**	0.4	**0.7**	0.5	**-**	-
		1,204.6	1,581.8	**46.5**	11.9	**1,158.1**	1,569.9	**-**	-
less: Provision for impairment of secured loans	6	**2.1**	2.1	**2.1**	2.1	**-**	-	**-**	-
		1,202.5	1,579.7	**44.4**	9.8	**1,158.1**	1,569.9	**-**	-
If loans were carried at fair value, the carrying amounts would be as follows:									
Loans		**1,228.8**	1,597.8	**44.4**	9.8	**1,184.4**	1,588.0	**-**	-
Loans and receivables:									
Cash and cash equivalents		**7,248.9**	2,830.4	**713.1**	378.0	**6,535.8**	2,452.4	**9.0**	8.8
Other debtors and interfund balances	19	**1,467.9**	1,740.1	**1,038.6**	1,154.4	**429.3**	585.7	**-**	-
Insurance receivables	20	**2,558.1**	2,519.3	**130.5**	92.5	**2,427.6**	2,426.8	**-**	-
Loans		**1,202.5**	1,579.7	**44.4**	9.8	**1,158.1**	1,569.9	**-**	-
Amounts due from subsidiaries and joint ventures	21	**-**	-	**-**	-	**-**	-	**717.3**	830.1
Total loans and receivables at amortised cost		**12,477.4**	8,669.5	**1,926.6**	1,634.7	**10,550.8**	7,034.8	**726.3**	838.9

in Singapore Dollars (millions)	Notional Principal 2011	Derivative Financial Assets 2011	Derivative Financial Liabilities 2011	Notional Principal 2010	Derivative Financial Assets 2010	Derivative Financial Liabilities 2010
23 DERIVATIVE FINANCIAL INSTRUMENTS						
23.1 Total						
Foreign exchange:						
Forwards	**2,595.2**	**16.1**	**(31.0)**	2,373.5	72.2	(7.8)
Currency swaps	**2,930.8**	**311.6**	**(24.4)**	2,734.8	368.0	(4.7)
Interest rates:						
Swaps	**1,749.1**	**109.4**	**(6.7)**	1,763.3	82.4	(11.6)
Swaptions	**-**	**-**	**-**	142.7	-	(1.7)
Exchange traded futures	**10.9**	**0.8**	**-**	-	-	-
Equity:						
Futures	**-**	**-**	**-**	-	-	(0.1)
Options	**24.7**	**0.1**	**-**	24.7	0.5	-
	7,310.7	**438.0**	**(62.1)**	7,039.0	523.1	(25.9)
23.2 Shareholders' and General Insurance Funds						
Foreign exchange:						
Forwards	**140.4**	**0.4**	**(1.1)**	91.3	2.5	(0.1)
Currency swaps	**27.7**	**2.2**	**(0.1)**	16.6	1.9	-
	168.1	**2.6**	**(1.2)**	107.9	4.4	(0.1)
23.3 Life Assurance Fund						
Foreign exchange:						
Forwards	**2,454.8**	**15.7**	**(29.9)**	2,282.2	69.7	(7.7)
Currency swaps	**2,903.1**	**309.4**	**(24.3)**	2,718.2	366.1	(4.7)
Interest rates:						
Swaps	**1,749.1**	**109.4**	**(6.7)**	1,763.3	82.4	(11.6)
Swaptions	**-**	**-**	**-**	142.7	-	(1.7)
Exchange traded futures	**10.9**	**0.8**	**-**	-	-	-
Equity:						
Futures	**-**	**-**	**-**	-	-	(0.1)
Options	**24.7**	**0.1**	**-**	24.7	0.5	-
	7,142.6	**435.4**	**(60.9)**	6,931.1	518.7	(25.8)

The table above shows the fair value of derivative financial instruments, recorded as assets or liabilities together with their notional amounts. The notional amount, recorded gross, is the amount of a derivative's underlying asset, reference rate or index and the basis upon which changes in the value of derivatives are measured.

The fair value of derivatives shown above represents the current risk exposure but not the maximum risk exposure that would arise in the future as a result of the changes in value.

in Singapore Dollars (millions)	Note	Group Total 2011	Group Total 2010	Shareholders' and General Insurance Funds 2011	Shareholders' and General Insurance Funds 2010	Life Assurance Fund 2011	Life Assurance Fund 2010
24 INVESTMENTS							
24.1 Available-for-sale financial assets							
Equity securities							
(i) Quoted equity securities		**9,458.2**	9,486.5	**1,115.2**	936.8	**8,343.0**	8,549.7
(ii) Unquoted equity securities		**702.0**	664.7	**0.4**	0.4	**701.6**	664.3
		10,160.2	10,151.2	**1,115.6**	937.2	**9,044.6**	9,214.0
less: Provision for impairment of quoted equity securities	6	**64.4**	65.4	**1.4**	0.3	**63.0**	65.1
Provision for impairment of unquoted equity securities	6	**34.2**	30.7	**-**	-	**34.2**	30.7
		10,061.6	10,055.1	**1,114.2**	936.9	**8,947.4**	9,118.2
Debt securities							
(iii) Quoted debt securities [1]		**13,188.3**	15,457.4	**1,151.7**	1,233.4	**12,036.6**	14,224.0
(iv) Unquoted debt securities		**10,837.5**	10,412.0	**454.8**	474.2	**10,382.7**	9,937.8
		24,025.8	25,869.4	**1,606.5**	1,707.6	**22,419.3**	24,161.8
less: Provision for impairment of quoted debt securities	6	**0.2**	0.2	**-**	-	**0.2**	0.2
Provision for impairment of unquoted debt securities	6	**2.8**	22.9	**2.8**	6.1	**-**	16.8
		24,022.8	25,846.3	**1,603.7**	1,701.5	**22,419.1**	24,144.8
Other investments							
(v) Collective investment schemes [2]		**1,412.8**	1,283.6	**173.3**	142.1	**1,239.5**	1,141.5
less: Provision for impairment of collective investment schemes	6	**4.3**	2.7	**1.2**	0.9	**3.1**	1.8
		1,408.5	1,280.9	**172.1**	141.2	**1,236.4**	1,139.7
Total Available-for-sale financial assets		**35,492.9**	37,182.3	**2,890.0**	2,779.6	**32,602.9**	34,402.7
24.2 Securities at fair value through profit or loss							
Equity securities							
(i) Quoted equity securities		**1,904.3**	2,199.3	**-**	-	**1,904.3**	2,199.3
		1,904.3	2,199.3	**-**	-	**1,904.3**	2,199.3
Debt securities							
(ii) Quoted debt securities		**343.7**	399.3	**-**	-	**343.7**	399.3
(iii) Unquoted debt securities		**376.7**	291.6	**-**	-	**376.7**	291.6
		720.4	690.9	**-**	-	**720.4**	690.9
Other investments							
(iv) Collective investment schemes [2]		**942.6**	931.9	**-**	-	**942.6**	931.9
Total securities at fair value through profit or loss [3]		**3,567.3**	3,822.1	**-**	-	**3,567.3**	3,822.1
24.3 Financial instruments held-for-trading							
(i) Embedded derivatives		**1,092.7**	688.6	**167.3**	159.5	**925.4**	529.1
Total financial instruments held-for-trading		**1,092.7**	688.6	**167.3**	159.5	**925.4**	529.1
TOTAL INVESTMENTS		**40,152.9**	41,693.0	**3,057.3**	2,939.1	**37,095.6**	38,753.9

(1) Included in quoted debt securities are quoted government securities amounting to $2.6 million (2010: $2.5 million) which are lodged with the regulator as statutory deposits.

(2) Collective investment schemes include but are not limited to unit trusts, hedge funds and real estate investment funds.

(3) These securities are designated as fair value through Profit and Loss Statement or Revenue Statements on initial recognition.

in Singapore Dollars (millions)	Note	Group Total 2011	Group Total 2010	Shareholders' and General Insurance Funds 2011	Shareholders' and General Insurance Funds 2010	Life Assurance Fund 2011	Life Assurance Fund 2010
25 ASSETS HELD FOR SALE							
Carrying Value:							
At 1 January		**-**	-	**-**	-	**-**	-
Reclassification from investment properties	29	**4.4**	-	**4.4**	-	**-**	-
At 31 December		**4.4**	-	**4.4**	-	**-**	-

The Group has entered into Sale and Purchase Agreements to dispose certain investment properties. The disposals have not been completed as at 31 December 2011. Details of the properties are as follows:

Location of Property	Sale Consideration S$mil	Carrying Value at 31 December 2011 S$mil
Johor Bahru	1.0	0.8
Kuala Lumpur	3.3	3.0
Kota Kinabalu	0.7	0.6
	5.0	4.4

in Singapore Dollars (millions)	Note	Group Total 2011	Group Total 2010	Shareholders' and General Insurance Funds 2011	Shareholders' and General Insurance Funds 2010	Life Assurance Fund 2011	Life Assurance Fund 2010
26 ASSOCIATES AND JOINT VENTURES							
Associates	26.1	**245.9**	258.6	**7.1**	7.1	**238.8**	251.5
Joint ventures	26.2	**74.3**	78.6	**74.0**	78.3	**0.3**	0.3
Carrying amount at 31 December		**320.2**	337.2	**81.1**	85.4	**239.1**	251.8
26.1 Associates							
Investment in shares, at cost		**234.3**	253.4	**9.3**	9.3	**225.0**	244.1
Share of post-acquisition results		**11.1**	14.2	**(2.2)**	(2.2)	**13.3**	16.4
Translation adjustment		**0.5**	(9.0)	**-**	-	**0.5**	(9.0)
		11.6	5.2	**(2.2)**	(2.2)	**13.8**	7.4
Carrying amount at 31 December	26	**245.9**	258.6	**7.1**	7.1	**238.8**	251.5
Fair value of investment in associates for which there is published price quotation		**246.4**	257.2	**7.1**	7.1	**239.3**	250.1

For the current financial year, the Group recognised its share of the associates' operating results based on unaudited records available up to 30 November 2011.

The summarised financial information of the associates, not adjusted for the proportion of ownership interest held by the Group, is as follows:

in Singapore Dollars (millions)	Total Assets	Total Liabilities	Revenue	Profit/(loss) for the year
Total as at 31 December 2011	**1,222.9**	**(472.1)**	**59.2**	**33.9**
Total as at 31 December 2010	1,236.3	(466.5)	166.6	107.8

in Singapore Dollars (millions)	Note	Group Total 2011	Group Total 2010	Shareholders' and General Insurance Funds 2011	Shareholders' and General Insurance Funds 2010	Life Assurance Fund 2011	Life Assurance Fund 2010
26 ASSOCIATES AND JOINT VENTURES (continued)							
26.2 Joint Ventures							
Investment in shares, at cost		**102.8**	102.8	**102.8**	102.8	**-**	-
Share of post-acquisition results		**(28.8)**	(20.3)	**(29.1)**	(20.6)	**0.3**	0.3
Translation adjustment		**0.3**	(3.9)	**0.3**	(3.9)	**-**	-
		(28.5)	(24.2)	**(28.8)**	(24.5)	**0.3**	0.3
Carrying amount at 31 December	26	**74.3**	78.6	**74.0**	78.3	**0.3**	0.3

The aggregate amounts of each of non-current assets, current assets, non-current liabilities, current liabilities, revenue and expenses related to the Group's interests in the jointly-controlled entities are as follows:

in Singapore Dollars (millions)	Non-Current Assets	Current Assets	Non-Current Liabilities	Current Liabilities	Revenue	Expenses
Total as at 31 December 2011	**41.2**	**141.4**	**(76.3)**	**(32.1)**	**30.4**	**(39.6)**
Total as at 31 December 2010	20.6	134.6	(62.4)	(14.1)	54.5	(60.9)

As at balance sheet date, there are no outstanding capital commitments or guarantees relating to the above associates and joint ventures.

There are no restrictions placed on the ability of the associates or joint ventures to transfer funds to the parent company in the form of cash dividends or for the repayment of loans when due.

in Singapore Dollars (millions)	Note	Group Total 2011	Group Total 2010	Shareholders' and General Insurance Funds 2011	Shareholders' and General Insurance Funds 2010	Life Assurance Fund 2011	Life Assurance Fund 2010	Company 2011	Company 2010
27 SUBSIDIARIES									
Investment in shares, at cost		**-**	-	**-**	-	**-**	-	**959.1**	959.1
Distribution from pre-acquisition reserve		**-**	-	**-**	-	**-**	-	**(281.8)**	(281.8)
		-	-	**-**	-	**-**	-	**677.3**	677.3

in Singapore Dollars (millions)	Note	Group Total 2011	Group Total 2010	Shareholders' and General Insurance Funds 2011	Shareholders' and General Insurance Funds 2010	Life Assurance Fund 2011	Life Assurance Fund 2010
28 GOODWILL							
Cost:							
At 1 January		**25.5**	25.5	**18.7**	18.7	**6.8**	6.8
Additions - acquisition of a business		**7.4**	-	**7.4**	-	**-**	-
At 31 December		**32.9**	25.5	**26.1**	18.7	**6.8**	6.8
Impairment:							
At 1 January and 31 December		**(6.8)**	(6.8)	**-**	-	**(6.8)**	(6.8)
Net carrying amount:							
At 1 January		**18.7**	18.7	**18.7**	18.7	**-**	-
Additions - acquisition of a business		**7.4**	-	**7.4**	-	**-**	-
At 31 December		**26.1**	18.7	**26.1**	18.7	**-**	-

The acquisition of an additional stake of 9.6% in Lion Global Investors Limited group in 2005 gave rise to an amount of $18.7 million of goodwill in Shareholders' Fund, while the acquisition of an additional 51% of the ordinary shares in Straits Eastern Square Pte Ltd ("SESPL") in 2006 gave rise to an amount of $6.8 million of goodwill in Life Assurance Fund.

28.1 Acquisition of a business

On 1 January 2011 (the "acquisition date"), the Group's subsidiary company, Overseas Assurance Corporation (Malaysia) Berhad ("OACM") acquired certain assets and liabilities of the general insurance business of Tahan Insurance Malaysia Berhad ("Tahan") for a cash consideration of $6.1 million.

The Group acquired Tahan in order to consolidate and create a stronger general insurance industry presence in Malaysia.

The fair value of the identifiable assets and liabilities of Tahan as at the acquisition date were:

in Singapore Dollars (millions)	Note	Fair value recognised on acquisition
Cash and cash equivalents		16.1
Other debtors		5.1
Insurance receivables		3.5
Investments		34.8
Investment properties	29	9.2
Property, plant and equipment	30	5.4
		74.1
Unexpired risk reserve	16	(8.1)
Other creditors		(8.5)
General insurance fund	17	(58.8)
		(75.4)
Total identifiable net liabilities at fair value		(1.3)
Goodwill arising from acquisition		7.4
Cash consideration paid		6.1

28 GOODWILL (continued)

28.1 Acquisition of a business (continued)

in Singapore Dollars (millions)

Effect of the acquisition of the business on cash flows

Total consideration for business acquired settled in cash	6.1
Less: Cash and cash equivalents of business acquired	(16.1)
Net cash inflow on acquisition	10.0

Other debtors and insurance receivables acquired

Other debtors and insurance receivables acquired comprise of trade and other receivables, outstanding premiums and amounts due from reinsurers with fair values of $5.1 million, $0.9 million and $2.6 million, respectively. Their gross amounts are $5.1 million, $6.5 million and $8.7 million, respectively. At the acquisition date, $5.6 million and $6.1 million of the contractual cash flows pertaining to outanding premiums and amounts due from reinsurers, respectively, are not expected to be collected. It is expected that the full contractual amount of the trade and other receivables can be collected.

Goodwill arising from acquisition

The goodwill of $7.4 million arises from the excess of the fair value of the consideration over the fair value of the identifiable net liabilities. Goodwill is allocated entirely to the business of OACM. None of the goodwill recognised is expected to be deductible for income tax purposes.

The fair values of the assets acquired, liabilities assumed, and goodwill recognised would be subject to revision pending resolution of the valuation of the claims liabilities transferred from Tahan to the Group on 1 January 2011.

Impact of the acquisition on profit and loss

From the acquisition date, Tahan has contributed $12.8 million of revenue and $9.5 million to the Group's profit for the year.

28 GOODWILL (continued)

28.2 Impairment test for goodwill

In accordance with FRS 103, the carrying value of the Group's goodwill on acquisition of subsidiaries and businesses was assessed for impairment. In respect of the acquisition of additional interest of Lion Global Investors Limited group, goodwill is allocated for impairment testing purposes to the individual entity which is also the cash-generating unit. Goodwill arising from the acquisition of Straits Eastern Square Pte Ltd is allocated for impairment testing to the investment property held which is also the cash-generating unit. Goodwill arising from the acquisition of the business of Tahan Insurance Malaysia Berhad is allocated for impairment testing purposes to the business of Overseas Assurance Corporation (Malaysia) Berhad, which is also the cash-generating unit.

Subsidiary - Lion Global Investors Limited	
Carrying value of capitalised goodwill as at 31 December 2011	$18.7 million
Basis on which recoverable values are determined (1)	Value in use
Terminal growth rate (2)	2%
Discount rate (3)	11%
Subsidiary - Straits Eastern Square Pte Ltd	
Carrying value of capitalised goodwill as at 31 December 2011	nil
Basis on which recoverable values are determined (4)	Fair value of investment property held, less cost to sell
Business acquired - Tahan Insurance Malaysia Berhad	
Carrying value of capitalised goodwill as at 31 December 2011	$7.4 million
Basis on which recoverable values are determined (1)	Value in use
Terminal growth rate (2)	5%
Discount rate (3)	13%

(1) The value-in-use calculation applies a discounted cash flow model using cash flow projections based on financial budget and forecast approved by management covering as five-year period. Cash flows beyond the fifth year are extrapolated using the estimated growth rate stated above.

(2) The terminal growth rates used do not exceed the long term average past growth rates of the industries and countries in which Lion Global Investors Limited and Overseas Assurance Corporation (Malaysia) Berhad operate.

(3) The discount rate applied to the cash flow projections is pre-tax and is derived from the cost of capital plus a reasonable risk premium. This is the benchmark used by management to assess the operating performance.

(4) The fair value of investment property held is determined based on objective valuations undertaken by independent valuers. The fair value is supported by market evidence and represents the amount at which assets could be exchanged between a knowledgeable, willing buyer and a knowledgeable, willing seller in an arm's length transaction at the date of valuation. Valuations are performed on an annual basis.

No impairment loss was required for the financial year ended 31 December 2011 (2010: nil) against the amounts of goodwill recorded above as the recoverable values were in excess of the carrying values. A reasonably possible change in key assumptions will not cause the carrying values above to materially exceed the recoverable amounts.

in Singapore Dollars (millions)	Note	Group: Total 2011	Total 2010	Shareholders' and General Insurance Funds 2011	Shareholders' and General Insurance Funds 2010	Life Assurance Fund 2011	Life Assurance Fund 2010
29 INVESTMENT PROPERTIES							
Balance sheet:							
At 1 January		**1,355.4**	1,118.9	**-**	-	**1,355.4**	1,118.9
Additions (subsequent expenditure)		**4.9**	0.8	**-**	-	**4.9**	0.8
Acquisition of a business	28	**9.2**	-	**9.2**	-	**-**	-
Net gain from fair value adjustments	5	**52.7**	231.4	**0.3**	-	**52.4**	231.4
Disposals/assets written off		**(2.0)**	-	**-**	-	**(2.0)**	-
Reclassification to assets held for sale	25	**(4.4)**	-	**(4.4)**	-	**-**	-
Currency translation reserve adjustment		**(4.0)**	4.3	**-**	-	**(4.0)**	4.3
At 31 December		**1,411.8**	1,355.4	**5.1**	-	**1,406.7**	1,355.4
Revenue statements:							
Rental income from investment properties:							
- Minimum lease payments		**79.0**	78.8	**0.6**	-	**78.4**	78.8
Direct operating expenses (including repairs and maintenance) arising from:							
- Rental generating properties		**(20.5)**	(19.5)	**-**	-	**(20.5)**	(19.5)
- Non-rental generating properties		**(1.7)**	(0.1)	**-**	-	**(1.7)**	(0.1)
		(22.2)	(19.6)	**-**	-	**(22.2)**	(19.6)

Investment properties within the Life Assurance Funds collectively form an asset class which is an integral part of the overall investment strategy for the asset-liability management of the life assurance business.

Fair value of the investment properties as at 31 December 2011 is determined based on objective valuations undertaken by independent valuers at the balance sheet date. Valuations are performed by accredited independent valuers with recent experience in the location and category of the properties being valued. The valuations are based primarily on the comparable method and the income method. The comparable method involves the analysis of transactions of comparable properties in the subject/ comparable vicinities with adjustments made for differences in location, floor area, tenure, age and condition, quality and finishes, date of transaction and prevailing market condition amongst other factors affecting value. The income method makes reference to estimated market rental values and equivalent yields. The fair value is supported by market evidence and represents the amount at which assets could be exchanged between a knowledgeable, willing buyer and a knowledgeable, willing seller in an arm's length transaction at the date of valuation.

There was no reclassification (2010: nil) from property, plant and equipment during the year for assets which qualify for recognition as part of investment properties.

in Singapore Dollars (millions)	Note	Freehold Land[1]	Leasehold Land[1]	Capital Works in Progress	Buildings[1]	Computer Equipment and Software Development Costs	Other Assets [2]	Total
		Group						
30 PROPERTY, PLANT AND EQUIPMENT								
30.1 Total								
Cost								
At 1 January 2010		62.3	39.8	1.9	624.8	286.1	80.7	1,095.6
Additions		-	-	8.4	0.2	17.8	2.4	28.8
Disposals/assets written off		-	-	(0.5)	-	(2.1)	(0.9)	(3.5)
Reclassification		-	-	(0.7)	-	-	0.7	-
Currency translation reserve adjustment		0.1	0.2	-	3.2	2.7	0.9	7.1
Cost at 31 December 2010 and 1 January 2011		62.4	40.0	9.1	628.2	304.5	83.8	1,128.0
Additions		**-**	**-**	**13.1**	**-**	**20.7**	**8.1**	**41.9**
Acquisition of a business	28	**4.0**	**-**	**-**	**0.9**	**0.2**	**0.3**	**5.4**
Disposals/assets written off		**-**	**-**	**(0.1)**	**-**	**(4.0)**	**(2.4)**	**(6.5)**
Reclassification		**-**	**-**	**(2.6)**	**-**	**-**	**2.6**	**-**
Currency translation reserve adjustment		**(0.1)**	**(0.2)**	**-**	**(3.2)**	**(2.9)**	**(1.1)**	**(7.5)**
Cost at 31 December 2011		**66.3**	**39.8**	**19.5**	**625.9**	**318.5**	**91.3**	**1,161.3**
Accumulated Depreciation								
At 1 January 2010		(1.4)	(2.2)	-	(154.9)	(141.4)	(52.0)	(351.9)
Depreciation charge for the year		-	-	-	(13.5)	(28.2)	(7.2)	(48.9)
Disposals/assets written off		-	-	-	-	1.9	0.6	2.5
Currency translation reserve adjustment		-	(0.2)	-	(0.4)	(1.1)	(0.5)	(2.2)
Accumulated depreciation at 31 December 2010 and 1 January 2011		(1.4)	(2.4)	-	(168.8)	(168.8)	(59.1)	(400.5)
Depreciation charge for the year		**-**	**-**	**-**	**(13.6)**	**(27.2)**	**(6.9)**	**(47.7)**
Disposals/assets written off		**-**	**-**	**-**	**-**	**3.6**	**2.1**	**5.7**
Currency translation reserve adjustment		**-**	**0.2**	**-**	**0.6**	**1.7**	**0.7**	**3.2**
Accumulated depreciation at 31 December 2011		**(1.4)**	**(2.2)**	**-**	**(181.8)**	**(190.7)**	**(63.2)**	**(439.3)**
Net Book Value								
Net Book Value, at 31 December 2010		61.0	37.6	9.1	459.4	135.7	24.7	727.5
Net Book Value, at 31 December 2011		**64.9**	**37.6**	**19.5**	**444.1**	**127.8**	**28.1**	**722.0**

in Singapore Dollars (millions)	Note	Freehold Land[(1)]	Leasehold Land[(1)]	Capital Works in Progress	Buildings[(1)]	Computer Equipment and Software Development Costs	Other Assets [(2)]	Total
		Group						
30 PROPERTY, PLANT AND EQUIPMENT (continued)								
30.2 Shareholders' and General Insurance Funds								
Cost								
At 1 January 2010		-	-	-	-	8.6	6.2	14.8
Additions		-	-	-	-	1.7	0.4	2.1
Disposals/assets written off		-	-	-	-	(0.4)	(0.9)	(1.3)
Cost at 31 December 2010 and 1 January 2011		-	-	-	-	9.9	5.7	15.6
Additions		**-**	**-**	**-**	**-**	**3.3**	**3.5**	**6.8**
Acquisition of a business	28	**4.0**	**-**	**-**	**0.9**	**0.2**	**0.3**	**5.4**
Disposals/assets written off		**-**	**-**	**-**	**-**	**(1.5)**	**(2.3)**	**(3.8)**
Reclassification		**-**	**-**	**-**	**-**	**(0.2)**	**-**	**(0.2)**
Currency translation reserve adjustment		**-**	**-**	**-**	**-**	**(0.2)**	**(0.1)**	**(0.3)**
Cost at 31 December 2011		**4.0**	**-**	**-**	**0.9**	**11.5**	**7.1**	**23.5**
Accumulated Depreciation								
At 1 January 2010		-	-	-	-	(5.7)	(4.0)	(9.7)
Depreciation charge for the year		-	-	-	-	(1.3)	(0.7)	(2.0)
Disposals/assets written off		-	-	-	-	0.2	0.6	0.8
Accumulated depreciation at 31 December 2010 and 1 January 2011		-	-	-	-	(6.8)	(4.1)	(10.9)
Depreciation charge for the year		**-**	**-**	**-**	**-**	**(1.3)**	**(1.3)**	**(2.6)**
Disposals/assets written off		**-**	**-**	**-**	**-**	**1.1**	**2.0**	**3.1**
Currency translation reserve adjustment		**-**	**-**	**-**	**-**	**0.2**	**0.1**	**0.3**
Accumulated depreciation at 31 December 2011		**-**	**-**	**-**	**-**	**(6.8)**	**(3.3)**	**(10.1)**
Net Book Value								
Net Book Value, at 31 December 2010		-	-	-	-	3.1	1.6	4.7
Net Book Value, at 31 December 2011		**4.0**	**-**	**-**	**0.9**	**4.7**	**3.8**	**13.4**

30 PROPERTY, PLANT AND EQUIPMENT (continued)

30.3 Life Assurance Fund

		Group						
in Singapore Dollars (millions)	Note	Freehold Land[1]	Leasehold Land[1]	Capital Works in Progress	Buildings[1]	Computer Equipment and Software Development Costs	Other Assets [2]	Total
Cost								
At 1 January 2010		62.3	39.8	1.9	624.8	277.5	74.5	1,080.8
Additions		-	-	8.4	0.2	16.1	2.0	26.7
Disposals/assets written off		-	-	(0.5)	-	(1.7)	-	(2.2)
Reclassification		-	-	(0.7)	-	-	0.7	-
Currency translation reserve adjustment		0.1	0.2	-	3.2	2.7	0.9	7.1
Cost at 31 December 2010 and 1 January 2011		62.4	40.0	9.1	628.2	294.6	78.1	1,112.4
Additions		**-**	**-**	**13.1**	**-**	**17.4**	**4.6**	**35.1**
Disposals/assets written off		**-**	**-**	**(0.1)**	**-**	**(2.5)**	**(0.1)**	**(2.7)**
Reclassification		**-**	**-**	**(2.6)**	**-**	**0.2**	**2.6**	**0.2**
Currency translation reserve adjustment		**(0.1)**	**(0.2)**	**-**	**(3.2)**	**(2.7)**	**(1.0)**	**(7.2)**
Cost at 31 December 2011		**62.3**	**39.8**	**19.5**	**625.0**	**307.0**	**84.2**	**1,137.8**
Accumulated Depreciation								
At 1 January 2010		(1.4)	(2.2)	-	(154.9)	(135.7)	(48.0)	(342.2)
Depreciation charge for the year		-	-	-	(13.5)	(26.9)	(6.5)	(46.9)
Disposals/assets written off		-	-	-	-	1.7	-	1.7
Currency translation reserve adjustment		-	(0.2)	-	(0.4)	(1.1)	(0.5)	(2.2)
Accumulated depreciation at 31 December 2010 and 1 January 2011		(1.4)	(2.4)	-	(168.8)	(162.0)	(55.0)	(389.6)
Depreciation charge for the year		**-**	**-**	**-**	**(13.6)**	**(25.9)**	**(5.6)**	**(45.1)**
Disposals/assets written off		**-**	**-**	**-**	**-**	**2.5**	**0.1**	**2.6**
Currency translation reserve adjustment		**-**	**0.2**	**-**	**0.6**	**1.5**	**0.6**	**2.9**
Accumulated depreciation at 31 December 2011		**(1.4)**	**(2.2)**	**-**	**(181.8)**	**(183.9)**	**(59.9)**	**(429.2)**
Net Book Value								
Net Book Value, at 31 December 2010		61.0	37.6	9.1	459.4	132.6	23.1	722.8
Net Book Value, at 31 December 2011		**60.9**	**37.6**	**19.5**	**443.2**	**123.1**	**24.3**	**708.6**

30 PROPERTY, PLANT AND EQUIPMENT (continued)

As at year end, the Company held motor vehicles with a net book value of nil (2010: $0.1 million) and furniture and fittings with a net book value of $0.1 million (2010: $0.1 million). Depreciation for the year on motor vehicles was $0.1 million (2010: $0.1 million).

(1) If the freehold land, leasehold land and buildings were measured using market value, the carrying amount would be as follows:

	Group	
in Singapore Dollars (millions)	2011	2010
Freehold land, Leasehold land and Buildings	**705.2**	592.0

(2) Other assets include motor vehicles, office furniture, fittings and equipment.

(3) There was no reclassification (2010: nil) from property, plant and equipment during the year for assets which qualify for recognition as part of investment properties.

31 EXECUTIVES' SHARE OPTION SCHEME

31.1 OCBC Share Option Scheme

In April 2005, the GEH Optionholders were nominated to participate in the OCBC Bank Share Option Scheme (2001) ("OCBC Option Scheme"). The acquisition price of the options granted is equal to the average of the last traded price of the ordinary shares of OCBC Bank over five consecutive days immediately prior to the date of the grant. The options vest in one-third increments over a period of three years, and are exercisable after the first anniversary of the date of grant up to the date of expiration of the options. The share options have a validity period of 10 years from date of grant.

The fair value of the share options is recognised by the GEH Group as staff costs in the Profit and Loss Statement or Revenue Statements of the respective insurance funds, as appropriate. The Group uses the binomial model to derive the fair value of share options granted by OCBC Bank. The value of the share options is recognised in the Profit and Loss Statement or Revenue Statements over the vesting period of the share options. At each balance sheet date, the Group revises its estimates of the number of options that are expected to become exercisable, and the impact of the change to the original estimates, if any, is recognised in the Profit and Loss Statement or Revenue Statements accordingly.

At the Extraordinary General Meeting of OCBC Bank held on 19 April 2007, certain alterations proposed by OCBC Bank's Remuneration Committee to OCBC Option Scheme were approved by its shareholders. These alterations enable option holders to select one of the following alternatives when exercising their options:

(i) All share election - an election to receive in full the number of ordinary shares upon full payment of the aggregate acquisition cost in respect of options exercised;

(ii) Partial share election - an election to receive ordinary shares representing the notional profit which would have been derived if the ordinary shares in respect of the options exercised had been sold; or

(iii) Cash election - an election to receive in cash the profit derived from the sale of OCBC Bank's share in respect of the options exercised.

In March 2011, OCBC Bank granted 606,832 options (2010: 671,200) to GEH Optionholders to acquire ordinary shares in OCBC Bank ("OCBC shares") pursuant to 2001 scheme. No options were granted to directors of the Company (2010: nil). The fair value of share options granted during the financial year ended 31 December 2011, determined using the binomial valuation model, was $0.9 million (2010: $1.5 million). Significant inputs that were used to determine the fair value of options granted are set out below.

31 EXECUTIVES' SHARE OPTION SCHEME (continued)

31.1 OCBC Share Option Scheme (continued)

	2011	2010
Acquisition price ($)	**9.35**	8.76
Average share price from grant date to acceptance date ($)	**9.40**	8.85
Expected volatility based on last 250 days historical price volatility as of acceptance date (%)	**18.26**	28.10
Risk-free rate based on SGS bond yield at acceptance date (%)	**2.45**	2.79
Expected dividend yield (%)	**3.09**	3.16
Exercise multiple (times)	**1.57**	1.57
Option life (years)	**10**	10

Information with respect to the number of options granted under the OCBC Option Scheme to GEH Optionholders is as follows:

	2011		2010	
	Number of Options	Average Price	Number of Options	Average Price
Number of shares comprised in options:				
At beginning of year	**3,604,994**	**$7.183**	4,454,413	$6.803
Granted during the year	**606,832**	**$9.350**	671,200	$8.762
Lapsed during the year	**(178,128)**	**$8.399**	(150,249)	$7.985
Exercised during the year	**(580,528)**	**$7.295**	(1,370,370)	$6.633
Outstanding at end of year	**3,453,170**	**$7.482**	3,604,994	$7.183
Exercisable at end of year	**2,509,267**	**$7.067**	2,416,361	$7.066
Weighted average share price underlying the options exercised during the financial year		**$9.311**		$9.111

Details of the options outstanding as at 31 December 2011 are as follows:

Grant Year	Grant Date	Exercise Period	Acquisition Price	2011 Outstanding	2011 Exercisable
2004	15.03.2004	16.03.2005 - 14.03.2014	$5.142	**7,800**	**7,800**
2005	14.03.2005	15.03.2006 - 13.03.2015	$5.767	**15,200**	**15,200**
2005A	08.04.2005	09.04.2006 - 07.04.2015	$5.784	**479,728**	**479,728**
2006B	23.05.2006	24.05.2007 - 22.05.2016	$6.580	**508,190**	**508,190**
2007B	14.03.2007	15.03.2008 - 13.03.2017	$8.590	**529,000**	**529,000**
2008	14.03.2008	15.03.2009 - 13.03.2018	$7.520	**651,300**	**651,300**
2009	16.03.2009	17.03.2010 - 15.03.2019	$4.138	**262,683**	**160,507**
2010	15.03.2010	16.03.2011 - 14.03.2020	$8.762	**479,477**	**157,542**
2011	14.03.2011	15.03.2012 - 13.03.2021	$9.350	**519,792**	**-**
				3,453,170	**2,509,267**

The carrying amount of the liability recognised on the Group's balance sheet related to the above equity-settled options at 31 December 2011 is $2.2 million (31 December 2010: $3.3 million).

As at 31 December 2011, the weighted average remaining contractual life of outstanding options was 6.2 years (2010: 6.7 years). There were no aggregate outstanding number of options held by directors of the Company (2010: nil).

31 EXECUTIVES' SHARE OPTION SCHEME (continued)

31.2 OCBC Deferred Share Plan ("DSP")

The DSP is a share-based plan implemented in 2003 and administered by the OCBC Remuneration Committee. The DSP is a discretionary share-based incentive and retention award program extended to executives of OCBC's subsidiaries at the discretion of the Remuneration Committee. The awards are granted at no cost to the grantees, on a deferred basis as part of their performance bonus. Such awards shall lapse by reason of cessation of service but may be preserved at the discretion of the Remuneration Committee. The DSP does not involve the issue of new shares. Instead, existing shares will be purchased from the market for release to the grantees at the end of the respective vesting periods.

During the financial year, total awards of 165,110 (2010: 115,340) OCBC ordinary shares were granted to eligible executives of GEH Group under the DSP, of which none (2010: nil) were granted to the directors of the Company. The fair value of the shares at grant date was $1.6 million (2010: $1.0 million). In addition, total awards of 1,954 OCBC shares (of which none were granted to directors of the Company) were awarded to grantees pursuant to declarations of final dividend for financial year ended 31 December 2010 (2010: 22,817 OCBC shares (of which none were granted to directors of the Company) awarded to grantees pursuant to declarations of final dividend for financial year ended 31 December 2009).

31.3 OCBC Employee Share Purchase Plan ("ESP")

All employees of OCBC Bank and their subsidiaries who have attained the age of 21 years and have been employees for a period of not less than six months are eligible to participate in the ESP Plan unless they are also controlling shareholders of the Bank or their associates. The purpose of the ESP Plan is to provide employees with an opportunity to increase their personal equity interest in the Bank. The Bank will either issue new shares or transfer treasury shares to employees upon the exercise or conversion of acquisition rights. The ESP Plan is administered by the OCBC Bank Remuneration Committee.

The acquisition price is equal to the average of the last traded price of the ordinary shares of OCBC Bank on the Singapore Exchange Securities Trading Limited over the five consecutive trading days immediately preceding the price fixing date for the acquisition price of the ordinary shares (as determined by the OCBC Bank Remuneration Committee).

A participant may participate in the ESP Plan for an offering period by making contributions in cash by means of monthly deductions from his monthly base salary and/or his designated account; and/or by monthly debits from his CPF Ordinary Account to his ESP Plan account.

In June 2011, the sixth offering of the ESP Plan was launched, commencing on 1 July 2011 and expiring on 30 June 2013. Under the offering, OCBC Bank granted 726,467 (2010: 511,707) rights to acquire ordinary shares in the Bank. The fair value of the rights, determined using the binomial valuation model was $0.5 million (2010: $0.4 million). Significant inputs to the valuation model are set out below.

	2011	2010
Acquisition price ($)	**9.21**	8.75
Average share price ($)	**9.03**	8.32
Expected volatility based on last 250 days historical price volatility as of acceptance date (%)	**16.70**	22.31
Risk-free rate based on 2-year swap rate (%)	**0.68**	1.16
Expected dividend yield (%)	**2.57**	2.69

31 EXECUTIVES' SHARE OPTION SCHEME (continued)

31.3 OCBC Employee Share Purchase Plan ("ESP") (continued)

A summary of the movement in the number of acquisition rights of the ESP Plan issued to GEH Group's employees is as follows:

	2011		2010	
	Number of Subscription Rights	**Weighted Average Subscription Price**	Number of Subscription Rights	Weighted Average Subscription Price
At 1 January	**810,900**	**$7.877**	1,104,572	$7.554
Subscriptions on commencement of plan	**726,467**	**$9.210**	511,707	$8.750
Exercised	**(338,748)**	**$6.358**	(608,367)	$8.018
Lapsed / Forfeited	**(91,793)**	**$6.985**	(197,012)	$7.896
At 31 December	**1,106,826**	**$9.038**	810,900	$7.877
Average share price underlying acquisition rights exercised during the year		**$9.523**		$8.963

As at 31 December 2011, the weighted average remaining contractual life of outstanding acquisition rights was 1.1 years (2010: 1.1 years). No director of GEH Group has acquisition rights under the ESP Plan (2010: nil).

	Group						Company	
	Total		Shareholders' and General Insurance Funds		Life Assurance Fund			
in Singapore Dollars (millions)	2011	2010	2011	2010	2011	2010	2011	2010

32 COMMITMENTS AND CONTINGENT LIABILITIES

32.1 Capital commitments

Commitments for capital expenditure not provided for in the financial statements:

	Total 2011	Total 2010	SH & GI Funds 2011	SH & GI Funds 2010	Life Assurance Fund 2011	Life Assurance Fund 2010	Company 2011	Company 2010
- investment properties	**71.5**	55.1	**-**	-	**71.5**	55.1	**-**	-
- property, plant and equipment	**18.2**	10.2	**-**	-	**18.2**	10.2	**-**	-
	89.7	65.3	**-**	-	**89.7**	65.3	**-**	-

32.2 Operating lease commitments

The Group has entered into commercial property leases on its investment property portfolio. These non-cancellable leases have remaining non-cancellable lease terms of between 1 and 5 years. All leases include a clause to enable upward revision of the rental charge on an annual basis based on prevailing market conditions.

Future minimum lease payments receivable under non-cancellable operating leases are as follows as of 31 December:

	Total 2011	Total 2010	SH & GI Funds 2011	SH & GI Funds 2010	Life Assurance Fund 2011	Life Assurance Fund 2010	Company 2011	Company 2010
Within one year	**27.3**	29.2	**0.2**	-	**27.1**	29.2	**-**	-
After one year but not more than five years	**51.4**	36.0	**-**	-	**51.4**	36.0	**-**	-
More than five years	**0.2**	0.2	**-**	-	**0.2**	0.2	**-**	-
	78.9	65.4	**0.2**	-	**78.7**	65.4	**-**	-

The Group has entered into operating lease agreements for computer equipment. These non-cancellable leases have remaining non-cancellable lease terms of between 1 and 4 years. Operating lease payments recognised in the consolidated Profit and Loss Statement and Revenue Statements during the year amounted to $0.1 million (2010: $0.8 million).

Future minimum lease payments payable under non-cancellable operating leases contracted for as at 31 December but not recognised as liabilities, are payable as follows:

	Total 2011	Total 2010	SH & GI Funds 2011	SH & GI Funds 2010	Life Assurance Fund 2011	Life Assurance Fund 2010	Company 2011	Company 2010
Within one year	**4.1**	2.2	**2.8**	1.5	**1.3**	0.7	**-**	-
After one year but not more than five years	**7.2**	2.3	**4.1**	0.4	**3.1**	1.9	**-**	-
	11.3	4.5	**6.9**	1.9	**4.4**	2.6	**-**	-

	Group						Company	
	Total		Shareholders' and General Insurance Funds		Life Assurance Fund			
in Singapore Dollars (millions)	**2011**	2010	**2011**	2010	**2011**	2010	**2011**	2010

33 RELATED PARTY TRANSACTIONS

The Group enters into transactions with its related parties in the normal course of business. Transactions are carried out on an arm's length basis.

33.1 Sale and purchase of goods and services

In addition to the related party information disclosed elsewhere in the financial statements, the following significant transactions between the Group and related parties took place at terms agreed between the parties during the financial year:

Management and performance fees paid by insurance funds to subsidiaries	**42.7**	41.1	**4.1**	4.0	**38.6**	37.1	**-**	-
Fees and commission and other income received from:								
- holding company	**8.2**	2.6	**8.2**	2.6	**-**	-	**-**	-
- related parties of the holding company	**4.0**	4.4	**1.9**	2.2	**2.1**	2.2	**-**	-
Premiums received from key management personnel	**1.4**	0.8	**-**	0.1	**1.4**	0.7	**-**	-
Fees and commission expense paid to:								
- holding company	**42.3**	23.3	**1.2**	2.1	**41.1**	21.2	**-**	-
- related parties of the holding company	**23.8**	19.7	**2.2**	1.9	**21.6**	17.8	**-**	-
Interest income received from:								
- holding company	**0.8**	0.7	**0.2**	0.2	**0.6**	0.5	**-**	-
- related parties of the holding company	**19.4**	14.3	**1.8**	0.6	**17.6**	13.7	**-**	-
Rental income received from related parties of the holding company	**0.4**	1.1	**-**	-	**0.4**	1.1	**-**	-
Other expenses paid to:								
- holding company	**4.5**	5.4	**3.0**	3.4	**1.5**	2.0	**-**	-
- related parties of the holding company	**5.2**	4.4	**1.9**	0.8	**3.3**	3.6	**-**	-

	Group						Company	
	Total		Shareholders' and General Insurance Funds		Life Assurance Fund			
in Singapore Dollars (millions)	2011	2010	2011	2010	2011	2010	2011	2010

33 RELATED PARTY TRANSACTIONS (continued)

33.2 Balance sheet balances with related parties

Balance sheet balances with related parties as at 31 December are as follows:

	2011	2010	2011	2010	2011	2010	2011	2010
Cash and cash equivalents held with:								
- holding company	**408.5**	353.5	**81.4**	65.3	**327.1**	288.2	**8.9**	8.8
- related parties of the holding company	**594.6**	378.1	**37.8**	35.4	**556.8**	342.7	**-**	-
Amount due to holding company	**2.2**	3.3	**2.2**	3.3	**-**	-	**-**	-
Investments in quoted debt securities and preference shares of:								
- holding company	**159.8**	386.9	**128.4**	-	**31.4**	386.9	**-**	-
- related parties of the holding company	**166.1**	173.6	**-**	-	**166.1**	173.6	**-**	-
Derivative financial assets held with:								
- holding company	**178.2**	185.7	**0.4**	0.5	**177.8**	185.2	**-**	-
Derivative financial liabilities held with:								
- holding company	**9.9**	3.0	**0.7**	-	**9.2**	3.0	**-**	-
- related parties of the holding company	**0.9**	-	**-**	-	**0.9**	-	**-**	-

Outstanding balances at balance sheet date are unsecured and interest free. Settlement will take place in cash.

There was no provision for doubtful debts at the balance sheet date and no bad debt expense for the year (2010: Nil).

33.3 Compensation of key management personnel

	2011	2010	2011	2010	2011	2010	2011	2010
Short-term employee benefits	**17.8**	12.7	**7.6**	4.6	**10.2**	8.1	**1.3**	1.7
Other long-term benefits	**-**	0.7	**-**	0.3	**-**	0.4	**-**	-
Central Provident Fund/Employee Provident Fund	**0.5**	0.3	**0.2**	0.1	**0.3**	0.2	**-**	-
Share-based payments	**1.1**	0.9	**0.2**	0.1	**0.9**	0.8	**-**	-
	19.4	14.6	**8.0**	5.1	**11.4**	9.5	**1.3**	1.7
Comprise amounts paid to:								
Directors of the Company	**4.8**	4.0	**1.7**	1.9	**3.1**	2.1	**1.3**	1.6
Other key management personnel	**14.6**	10.6	**6.3**	3.2	**8.3**	7.4	**-**	0.1
	19.4	14.6	**8.0**	5.1	**11.4**	9.5	**1.3**	1.7

34 SEGMENTAL INFORMATION

Business Segments

For management purposes, the Group's operating businesses are organised and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products for the different markets. The Group's principal operations are organised into the Life Assurance, General Insurance and Shareholders segments. The results of these segments are reported separately in internal reports that are regularly reviewed by the entity's chief operating decision maker in order to allocate resources to the segment and assess its performance.

a. Life Assurance Segment

The Life Assurance segment provides different types of products, comprising life insurance, long-term health and accident insurance, annuity business written and includes the unit-linked business. The Life Assurance segment is further organised into three reportable segments based on the type of product provided - the Participating Business, Non-participating Business and Linked Business segments. All revenues in the Life Assurance segment are from external customers.

Under the Participating Business segment, the insurance contracts issued by subsidiaries within the Group contain a discretionary participating feature. In addition to guaranteed benefits payable upon insured events associated with human life such as death or disability, the contract entitles the policyholder to receive benefits, commonly referred to as a policyholder bonus, which is derived from the investment performance of the pool of assets and operating experience of all the participating policies managed by each insurance subsidiary within the Group.

Under the Non-participating Business segment, the insurance contracts issued by insurance subsidiaries within the Group transfer both insurance and investment risks from policyholders to the insurance subsidiaries within the Group. Other than medical insurance policy contracts, the payout to policyholders upon the occurrence of the insured event is pre-determined and the transfer of risk is absolute. For medical insurance policy contracts, the payout is dependent on the actual medical costs incurred upon the occurrence of the insured event.

Under the Linked Business segment, the insurance subsidiaries within the Group issue contracts which transfer insurance risk alone from policyholders to the insurance subsidiaries within the Group. The net investment returns derived from the variety of investment funds as selected by the policyholder accrue directly to the policyholder.

b. General Insurance Segment

Under the General Insurance business, the Group issues short term property and casualty contracts which protect the policyholder against the risk of loss of property premises due to fire or theft in the form of fire or burglary insurance contract and/or business interruption contract; risk of liability to pay compensation to a third party for bodily harm or property damage in the form of public liability insurance contract. The Group also issues short term medical and personal accident general insurance contracts.

c. Shareholders Segment

The Shareholders segment comprises two reportable segments, the Fund Management and Financial Advisory Business, and Other Shareholders segments.

The Fund Management and Financial Advisory Business segment provides fund management services for absolute return/ balanced mandates with different risk-return characteristics and manages a range of products, including Asia Pacific equities, Asian and global fixed income securities portfolios. Clients include Singapore statutory boards, government-linked corporations, public and private companies, insurance companies and charity organisations.

The Other Shareholders segment comprises activities not related to the core business segments, and includes general corporate income and expense items.

Geographical Segments

The Group's risks and rewards are affected by operating conditions in different countries and geographical areas. Therefore, for management purposes, the Group is also organised on a geographical basis into Singapore, Malaysia and Other Asia, based on the location of the Group's assets. Sales to external customers disclosed in geographical segments are based on the respective location of its customers.

34 SEGMENTAL INFORMATION (continued)

Segment Accounting Policies, Allocation Basis and Transfer Pricing

The accounting policies of the segments are the same as those described in the summary of significant accounting policies in Note 2.

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets, income tax and deferred tax assets and liabilities, interest-bearing loans and related expenses. Inter-segment transfers or transactions are entered into under normal commercial terms and conditions that would also be available to unrelated third party. Segment revenue, expenses and results include transfers between business segments. These transfers are eliminated on consolidation.

(1) By Business Segments

	Group							Group	
	Fund Management and Financial Advisory Business		Others		Adjustments and Eliminations			Consolidated	
in Singapore Dollars (millions)	2011	2010	2011	2010	2011	2010	Note	2011	2010
(a) Shareholders' Fund									
Investment income, net	**0.1**	0.3	**115.7**	115.9	**(19.4)**	(21.9)	(1)	**96.4**	94.3
Gain/(loss) on sale of investments and changes in fair value	**1.2**	0.2	**(11.1)**	56.7	**-**	-		**(9.9)**	56.9
Increase in provision for impairment of assets	**-**	-	**(1.9)**	(4.0)	**-**	-		**(1.9)**	(4.0)
(Loss)/gain on exchange differences	**(0.8)**	0.9	**1.2**	(3.8)	**-**	-		**0.4**	(2.9)
Profit/(loss) from investments in Shareholders' Fund	**0.5**	1.4	**103.9**	164.8	**(19.4)**	(21.9)		**85.0**	144.3
Fees and other income	**68.2**	71.3	**4.7**	1.2	**(3.9)**	(3.9)	(1)	**69.0**	68.6
Profit/(loss) before expenses	**68.7**	72.7	**108.6**	166.0	**(23.3)**	(25.8)		**154.0**	212.9
Management and other expenses	**36.4**	33.8	**35.7**	32.0	**-**	-		**72.1**	65.8
Interest expense	**-**	-	**18.3**	-	**-**	-		**18.3**	-
Depreciation	**0.9**	0.5	**1.0**	1.1	**-**	-		**1.9**	1.6
Total expenses	**37.3**	34.3	**55.0**	33.1	**-**	-		**92.3**	67.4
Profit/(loss) after expenses	**31.4**	38.4	**53.6**	132.9	**(23.3)**	(25.8)		**61.7**	145.5
Share of profit of associates	**-**	-	**-**	0.1	**-**	-		**-**	0.1
Share of loss of joint ventures	**-**	-	**(8.4)**	(5.6)	**-**	-		**(8.4)**	(5.6)
Segment profit/(loss) before income tax	**31.4**	38.4	**45.2**	127.4	**(23.3)**	(25.8)		**53.3**	140.0
Income tax	**(4.7)**	(5.3)	**(68.6)**	(78.4)	**-**	-		**(73.3)**	(83.7)
Segment profit/(loss) after income tax	**26.7**	33.1	**(23.4)**	49.0	**(23.3)**	(25.8)		**(20.0)**	56.3
Reconciliation to consolidated Profit & Loss Statement:									
Profit from insurance operations								**411.8**	460.0
Profit per Profit & Loss Statement								**391.8**	516.3

(1) Inter-segment dividend and management fee income are eliminated on consolidation.

34 SEGMENTAL INFORMATION (continued)

(1) By Business Segments (continued)

in Singapore Dollars (millions)	Group: Fund Management and Financial Advisory Business 2011	2010	Group: Others 2011	2010	Group: Adjustments and Eliminations 2011	2010	Note	Group: Consolidated 2011	2010
(a) Shareholders' Fund (continued)									
Other material items:									
Interest income	**0.4**	0.2	**64.2**	70.9	**-**	-		**64.6**	71.1
Staff costs and related expenses (including executive directors and key management personnel compensation)	**31.2**	27.7	**34.9**	15.3	**-**	-		**66.1**	43.0
Rental expense	**2.0**	1.6	**2.9**	1.2	**-**	-		**4.9**	2.8
Loss on disposal of property, plant and equipment	**-**	-	**0.1**	-	**-**	-		**0.1**	-
Interest expense	**-**	-	**18.3**	-	**-**	-		**18.3**	-
Non-cash items:									
Depreciation	**0.9**	0.5	**1.0**	1.1	**-**	-		**1.9**	1.6
Impairment of assets	**-**	-	**1.9**	4.0	**-**	-		**1.9**	4.0
Changes in fair value of investments:									
- through Profit & Loss Statement	**-**	-	**51.5**	(45.4)	**-**	-		**51.5**	(45.4)
- through equity	**(2.0)**	0.4	**(67.0)**	174.7	**-**	-		**(69.0)**	175.1

in Singapore Dollars (millions)	31 Dec 11	31 Dec 10	31 Dec 11	31 Dec 10	31 Dec 11	31 Dec 10	Note	31 Dec 11	31 Dec 10
Assets and liabilities:									
Segment assets	**77.2**	89.0	**4,626.7**	4,272.8	**14.2**	14.2		**4,718.1**	4,376.0
Investments in associates and joint ventures	**-**	-	**81.1**	85.4	**-**	-		**81.1**	85.4
Total assets	**77.2**	89.0	**4,707.8**	4,358.2	**14.2**	14.2		**4,799.2**	4,461.4
Segment liabilities	**12.9**	13.9	**669.0**	202.0	**-**	-		**681.9**	215.9
Income tax and deferred tax liabilities	**5.4**	7.3	**169.4**	179.2	**-**	-		**174.8**	186.5
Total liabilities	**18.3**	21.2	**838.4**	381.2	**-**	-		**856.7**	402.4
Other segment information:									
Additions to non-current assets									
- property, plant and equipment	**3.2**	0.4	**1.6**	1.1	**-**	-		**4.8**	1.5
- goodwill	**-**	-	**7.4**	-	**-**	-		**7.4**	-

34 SEGMENTAL INFORMATION (continued)

(1) By Business Segments (continued)

(b) General Insurance Fund

The segment profit/(loss) information for general insurance fund has not been presented below as it is considered a single business segment and disclosure of the information can be found in the General Insurance Revenue Statement. All revenues in the General Insurance Fund are from external customers. Material non-cash items consist of depreciation and impairment of assets, which can be found in the General Insurance Revenue Statement.

	Group	
	General Insurance Fund	
in Singapore Dollars (millions)	2011	2010
Other material items:		
Interest income	**9.9**	6.9
Staff costs and related expenses (including executive directors and key management personnel compensation)	**18.5**	15.3
Rental expense	**2.1**	1.6
in Singapore Dollars (millions)	31 Dec 11	31 Dec 10
Assets and liabilities:		
Total assets	**360.1**	268.7
Segment liabilities	**349.7**	259.0
Income tax and deferred tax liabilities	**10.4**	9.7
Total liabilities	**360.1**	268.7
Other segment information:		
Additions to non-current assets		
- property, plant and equipment	**7.4**	0.6
- investment properties	**9.2**	-

34 SEGMENTAL INFORMATION (continued)

(1) By Business Segments (continued)

	Group									
in Singapore Dollars	Participating Business		Non-Participating Business		Linked Business		Adjustments and Eliminations		Consolidated	
(millions)	**2011**	2010	**2011**	2010	**2011**	2010	**2011**	2010	**2011**	2010
(c) Life Assurance Fund										
Premiums less reassurances	**3,901.1**	4,028.0	**1,083.2**	832.5	**1,122.0**	1,005.9	**-**	-	**6,106.3**	5,866.4
Commissions received from reinsurers	**15.9**	7.4	**11.0**	4.6	**3.2**	1.9	**-**	-	**30.1**	13.9
Investment income, net	**1,402.3**	1,366.7	**169.0**	165.8	**104.6**	90.0	**-**	-	**1,675.9**	1,622.5
Rental income, net	**51.8**	54.8	**4.3**	4.4	**-**	-	**-**	-	**56.1**	59.2
Gain/(loss) on sale of investments and changes in fair value	**86.8**	751.3	**48.0**	106.3	**(309.2)**	230.8	**-**	-	**(174.4)**	1,088.4
Gain/(loss) on exchange differences	**77.2**	(258.2)	**20.6**	(52.0)	**5.6**	6.9	**-**	-	**103.4**	(303.3)
Segment revenue	**5,535.1**	5,950.0	**1,336.1**	1,061.6	**926.2**	1,335.5	**-**	-	**7,797.4**	8,347.1
Gross claims, surrenders and annuities	**3,290.0**	3,085.6	**771.6**	611.4	**518.7**	530.0	**-**	-	**4,580.3**	4,227.0
Claims, surrenders and annuities recovered from reinsurers	**(14.0)**	(15.5)	**(27.2)**	(22.8)	**(8.4)**	(7.5)	**-**	-	**(49.6)**	(45.8)
Commissions and agency expenses	**348.0**	312.0	**134.1**	111.7	**182.3**	177.9	**-**	-	**664.4**	601.6
Increase/(decrease) in provision for impairment of assets	**20.2**	35.2	**(4.5)**	5.6	**-**	-	**-**	-	**15.7**	40.8
Management expenses	**154.4**	121.9	**50.4**	45.3	**73.2**	56.0	**-**	-	**278.0**	223.2
Agents' retirement benefits	**23.3**	23.4	**2.1**	2.2	**5.8**	5.1	**-**	-	**31.2**	30.7
Depreciation	**39.7**	41.5	**3.5**	3.5	**1.9**	1.9	**-**	-	**45.1**	46.9
Change in life assurance fund contract liabilities	**1,255.6**	2,650.6	**342.3**	54.4	**15.6**	459.2	**-**	-	**1,613.5**	3,164.2
Segment expense	**5,117.2**	6,254.7	**1,272.3**	811.3	**789.1**	1,222.6	**-**	-	**7,178.6**	8,288.6
Segment profit/(loss) before share of profit/(loss) of associates and joint ventures	**417.9**	(304.7)	**63.8**	250.3	**137.1**	112.9	**-**	-	**618.8**	58.5
Share of (loss)/profit of associates	**(2.6)**	28.6	**(0.6)**	-	**-**	-	**-**	-	**(3.2)**	28.6
Share of loss of joint ventures	**-**	(3.0)	**-**	-	**-**	-	**-**	-	**-**	(3.0)
Segment profit/(loss) before income tax	**415.3**	(279.1)	**63.2**	250.3	**137.1**	112.9	**-**	-	**615.6**	84.1
Income tax	**(138.5)**	(205.9)	**1.4**	(37.5)	**(12.1)**	(22.5)	**-**	-	**(149.2)**	(265.9)
Segment profit/(loss) after income tax	**276.8**	(485.0)	**64.6**	212.8	**125.0**	90.4	**-**	-	**466.4**	(181.8)
Retained in life assurance fund	**155.3**	(588.8)	**(69.8)**	(26.7)	**(1.6)**	(3.5)	**-**	-	**83.9**	(619.0)
Transferred to Profit and Loss Statement	**121.5**	103.8	**134.4**	239.5	**126.6**	93.9	**-**	-	**382.5**	437.2
	276.8	(485.0)	**64.6**	212.8	**125.0**	90.4	**-**	-	**466.4**	(181.8)

34 SEGMENTAL INFORMATION (continued)

(1) By Business Segments (continued)

in Singapore Dollars (millions)	Group									
	Participating Business		Non-Participating Business		Linked Business		Adjustments and Eliminations		Consolidated	
	2011	2010	**2011**	2010	**2011**	2010	**2011**	2010	**2011**	2010
(c) Life Assurance Fund (continued)										
Other material items:										
Interest income	**1,124.2**	1,141.2	**166.8**	164.3	**65.1**	65.4	**-**	-	**1,356.1**	1,370.9
Staff costs and related expenses (including executive directors and key management personnel compensation)	**89.8**	73.7	**28.6**	26.0	**32.8**	26.9	**-**	-	**151.2**	126.6
Rental expense	**8.0**	10.5	**2.8**	3.4	**2.6**	3.1	**-**	-	**13.4**	17.0
Gain on disposal of property, plant and equipment and investment properties	**0.6**	1.3	**0.1**	0.1	**-**	-	**-**	-	**0.7**	1.4
Interest expense on policy benefits	**90.3**	84.1	**0.1**	0.1	**-**	-	**-**	-	**90.4**	84.2
Non-cash items:										
Depreciation	**39.7**	41.5	**3.5**	3.5	**1.9**	1.9	**-**	-	**45.1**	46.9
Impairment of assets	**20.2**	35.2	**(4.5)**	5.6	**-**	-	**-**	-	**15.7**	40.8
Changes in fair value of investments:										
- through Profit & Loss Statement	**177.8**	(251.8)	**1.7**	(24.1)	**263.2**	(72.8)	**-**	-	**442.7**	(348.7)
- through life assurance fund	**(100.6)**	1,380.9	**108.7**	68.0	**-**	-	**-**	-	**8.1**	1,448.9

in Singapore Dollars (millions)	**31 Dec 11**	31 Dec 10	**31 Dec 11**	31 Dec 10	**31 Dec 11**	31 Dec 10	**31 Dec 11**	31 Dec 10	**31 Dec 11**	31 Dec 10
Assets and liabilities:										
Segment assets	**41,024.9**	39,264.7	**4,814.4**	4,737.2	**4,364.9**	4,389.2	**-**	-	**50,204.2**	48,391.1
Investments in associates and joint ventures	**234.2**	243.2	**4.9**	8.6	**-**	-	**-**	-	**239.1**	251.8
Total assets	**41,259.1**	39,507.9	**4,819.3**	4,745.8	**4,364.9**	4,389.2	**-**	-	**50,443.3**	48,642.9
Segment liabilities	**40,264.0**	38,552.6	**4,651.9**	4,569.3	**4,348.8**	4,385.2	**-**	-	**49,264.7**	47,507.1
Income tax and deferred tax liabilities	**995.1**	955.3	**167.4**	176.5	**16.1**	4.0	**-**	-	**1,178.6**	1,135.8
Total liabilities	**41,259.1**	39,507.9	**4,819.3**	4,745.8	**4,364.9**	4,389.2	**-**	-	**50,443.3**	48,642.9
Other segment information:										
Additions to non-current assets										
- property, plant and equipment	**32.2**	24.4	**2.2**	2.3	**0.7**	-	**-**	-	**35.1**	26.7
- investment properties	**4.3**	0.7	**0.6**	0.1	**-**	-	**-**	-	**4.9**	0.8

34 SEGMENTAL INFORMATION (continued)

(2) By Geographical Segments

in Singapore Dollars (millions)	Singapore 2011	Singapore 2010	Malaysia 2011	Malaysia 2010	Other Asia 2011	Other Asia 2010	Adjustments and Eliminations 2011	Adjustments and Eliminations 2010	Consolidated 2011	Consolidated 2010
(a) Shareholders' Fund										
Investment income, net	**78.8**	76.7	**13.0**	13.6	**4.6**	4.0	**-**	-	**96.4**	94.3
(Loss)/gain on sale of investments and changes in fair value	**(11.9)**	55.4	**2.0**	1.5	**-**	-	**-**	-	**(9.9)**	56.9
Fees and other income	**69.0**	68.6	**-**	-	**-**	-	**-**	-	**69.0**	68.6
Total revenue from external customers	**135.9**	200.7	**15.0**	15.1	**4.6**	4.0	**-**	-	**155.5**	219.8
Inter-segment revenue	**172.7**	277.7	**-**	-	**-**	-	**(172.7)**	(277.7)	**-**	-
Total revenue	**308.6**	478.4	**15.0**	15.1	**4.6**	4.0	**(172.7)**	(277.7)	**155.5**	219.8
Profit/(loss) after income tax	**357.8**	629.2	**226.2**	193.3	**(19.5)**	(28.5)	**(172.7)**	(277.7)	**391.8**	516.3
As at 31 December										
Non-current assets	**23.2**	20.7	**7.2**	0.2	**1.3**	1.4	**-**	-	**31.7**	22.3
(b) General Insurance Fund										
Total revenue from external customers	**54.6**	58.6	**112.1**	86.4	**-**	-	**-**	-	**166.7**	145.0
As at 31 December										
Non-current assets	**0.7**	0.5	**12.2**	0.6	**-**	-	**-**	-	**12.9**	1.1
(c) Life Assurance Fund										
Total revenue from external customers	**4,158.2**	4,768.4	**3,492.9**	3,429.2	**146.3**	149.5	**-**	-	**7,797.4**	8,347.1
As at 31 December										
Non-current assets	**1,685.0**	1,631.5	**425.7**	442.3	**4.6**	4.4	**-**	-	**2,115.3**	2,078.2

Non-current assets information presented above consist of goodwill, investment properties and property, plant and equipment as presented in the consolidated balance sheet.

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES

Governance framework

Managing risk is an integral part of the Group's core business. As stated in the Enterprise Risk Management ("ERM") Framework, the Group shall:

- Always operate within the risk appetite set by the Board; and
- Ensure reward commensurate for any risk taken.

Group Risk Management department spearheads the development and implementation of the ERM Framework for the Group.

The Risk and Investment Committee ("RIC") is constituted to provide oversight on the risk management initiatives. At the group level, detailed risk management and oversight activities are undertaken by the following group management committees comprising the Group Chief Executive Officer and key Senior Management Executives:

- Group Management Team ("GMT")
- Group Asset-Liability Committee (“Group ALC”)
- Group Information Technology Steering Committee ("Group ITSC")

GMT is responsible for providing leadership, direction and oversight with regards to all matters of the Group. The GMT is also responsible for ensuring compliance and alignment with Group Governance and Oversight Framework, i.e. Group standards and guidelines. The GMT is supported by the local Senior Management Team ("SMT") and Product Development Committee ("PDC").

Group ALC is responsible for assisting GMT in balance sheet management. Specifically, Group ALC reviews and formulates technical frameworks, policies and methodology relating to balance sheet management. Group ALC is also responsible for ensuring compliance and alignment with Group Governance and Oversight Framework, i.e. Group standards and guidelines. Group ALC is supported by the local Asset-Liability Committee ("ALC").

Regulatory framework

Insurers are required to comply with the Insurance Act and Regulations, as applicable, including guidelines on investment limits. The responsibility for the formulation, establishment and approval of the investment policy rests with the respective Board of Directors (“Board”). The Board exercises oversight on investments to safeguard the interests of policyholders and shareholders.

Capital management

GEH’s capital management policy is to create shareholder value, deliver sustainable returns to shareholders, maintain a strong capital position with sufficient buffer to meet policyholders’ obligations and regulatory requirements and make strategic investments for business growth.

<u>Regulatory Capital</u>

The insurance subsidiaries of the Group are required to comply with capital ratios prescribed by the Insurance Regulations of the jurisdiction in which the subsidiaries operate.

In Singapore, the minimum Capital Adequacy Ratio under the Risk-based Capital Framework regulated by the Monetary Authority of Singapore is 120% for each insurance entity. The capital requirement also includes Fund Solvency Ratios for the respective insurance funds operated by the Group. Regulatory capital of the consolidated Singapore insurance subsidiaries as at 31 December 2011 comprised Available Capital of $8.1 billion (31 December 2010: $7.1 billion), Risk Capital of $3.7 billion (31 December 2010: $3.3 billion) and Capital Adequacy Ratio of 218% (31 December 2010: 215%).

In Malaysia, the minimum capital requirement under the Risk-based Capital Framework regulated by Bank Negara, Malaysia is 130% for each insurance entity. Regulatory capital of the consolidated Malaysia insurance subsidiaries as at 31 December 2011 comprised Available Capital of $0.7 billion (31 December 2010: $0.6 billion), Risk Capital of $0.2 billion (31 December 2010: $0.2 billion) and Capital Adequacy Ratio of 279% (31 December 2010: 277%).

The Group has met all of its regulatory requirements throughout the financial year.

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES (continued)

Capital management *(continued)*

Dividend

GEH's dividend policy aims to provide shareholders with a predictable and sustainable dividend return, payable on a half-yearly basis.

The Group has had no significant changes in the policies and processes relating to its capital structure during the year.

Insurance Risk

The principal activities of the Group are the provision of financial advisory services coupled with insurance protection against risks such as mortality, morbidity (health, disability, critical illness, personal accident), and property and casualty.

The Group's underwriting strategy is designed to ensure that these risks are well diversified in terms of type of risk and level of insured benefits. This is largely achieved through diversification across industry sectors and geography, the use of medical screening in order to ensure that pricing takes account of current health conditions and family medical history, regular review of actual claims experience and product pricing, as well as detailed claims handling procedures. Underwriting limits are also set in place to enforce appropriate risk selection criteria. For example, the Group has the right not to renew individual policies, it can impose deductibles and it has the right to reject the payment of fraudulent claims.

Risks inherent in the Group's activities include but are not limited to the following:

Insurance Risks of Life Insurance Contracts

Insurance risks arise when the Group underwrites insurance contracts. A mis-estimation of the assumptions used in pricing the insurance products as well as subsequent setting of the technical provisions may give rise to potential shortfalls when actual experience is different from expected experience. Sources of assumptions affecting insurance risks include policy lapses and policy claims such as mortality, morbidity and expenses. These risks do not vary significantly in relation to the location of the risk insured by the Group, type of risk insured or by industry.

The Group utilises reinsurance to manage the mortality and morbidity risks. The Group's reinsurance management strategy and policy are reviewed annually by RIC and Group ALC. Reinsurance structures are set based on the type of risk. Retention limits for mortality risk per life are limited to a maximum of $700,000 in Singapore and RM350,000 in Malaysia. Retention limits for critical illness per life are limited to a maximum of $400,000 in Singapore and RM250,000 in Malaysia. Catastrophe reinsurance is procured to limit catastrophic losses. The Group's exposure to group insurance business is not significant, thus there is no material concentration in insurance risk.

Only reinsurers meeting a minimum credit rating of S&P A- are considered when deciding on which reinsurers to reinsure the Group's risk. The Group limits its risk to any one reinsurer by ceding different products to different reinsurers or to a panel of reinsurers.

Group ALC reviews the actual experience of mortality, morbidity, lapses and surrenders, and expenses to ensure that the policies, guidelines and limits put in place to manage the risks remain adequate and appropriate.

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES (continued)

Insurance Risk *(continued)*

A substantial portion of the Group's life assurance funds is participating in nature. In the event of volatile investment climate and/or unusual claims experience, the insurer has the option of revising the bonus and dividends payable to policyholders.

For non-participating funds, the risk is that the guaranteed policy benefits must be met even when investment markets perform poorly, or claims experience is higher than expected.

For investment-linked funds, the risk exposure for the Group is limited only to the underwriting aspect as all investment risks are borne by the policyholders.

Stress Testing ("ST") is performed at least once a year. The purpose of the ST is to test the solvency of the life fund under various scenarios according to prescribed statutory valuation basis, simulating drastic changes in major parameters such as new business volume, investment environment, expense patterns, mortality/morbidity patterns and lapse rates.

TABLE 35(A): The table below sets out the concentration of the life insurance risk as at the balance sheet date, net of reinsurance:

	Life Assurance	
	As at 31 December 2011	As at 31 December 2010
in Singapore Dollars (millions)	**Insurance liabilities**	Insurance liabilities
(i) by Class of business:		
Whole life	**21,271.2**	20,170.1
Endowment	**15,243.9**	15,486.2
Term	**347.9**	343.9
Accident and health	**962.5**	766.0
Annuity	**644.0**	624.1
Others	**820.2**	543.5
Total	**39,289.7**	37,933.8
(ii) by Country:		
Singapore	**24,523.6**	24,450.9
Malaysia	**14,449.8**	13,221.1
Others	**316.3**	261.8
Total	**39,289.7**	37,933.8

The sensitivity analysis below shows the impact of change in key parameters on the value of policy liabilities, and hence on the profit and loss statement and shareholders' equity.

Sensitivity analysis produced are based on parameters set out as follows:

		Change in assumptions
(a)	Scenario 1 – Mortality and Major Illness	+ 25% for all future years
(b)	Scenario 2 – Mortality and Major Illness	- 25% for all future years
(c)	Scenario 3 – Health and Disability	+ 25% for all future years
(d)	Scenario 4 – Health and Disability	- 25% for all future years
(e)	Scenario 5 – Lapse and Surrender rates	+ 25% for all future years
(f)	Scenario 6 – Lapse and Surrender rates	- 25% for all future years
(g)	Scenario 7 - Expenses	+ 30% for all future years

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES (continued)

Insurance Risk (continued)

TABLE 35(B1): Profit/(Loss) After Tax and Shareholders' Equity sensitivity for the Singapore segment:

Impact on 1-year's profit/(loss) after tax and Shareholders' Equity

in Singapore Dollars (millions)	Scenario 1	Scenario 2	Scenario 3	Scenario 4	Scenario 5	Scenario 6	Scenario 7
2011							
Gross impact	**(58.1)**	**17.2**	**70.3**	**(78.4)**	**53.7**	**(67.6)**	**(26.1)**
Reinsurance ceded	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Net impact	**(58.1)**	**17.2**	**70.3**	**(78.4)**	**53.7**	**(67.6)**	**(26.1)**
2010							
Gross impact	(33.6)	(7.5)	47.9	(85.0)	37.4	(45.3)	(19.6)
Reinsurance ceded	-	-	-	-	-	-	-
Net impact	(33.6)	(7.5)	47.9	(85.0)	37.4	(45.3)	(19.6)

TABLE 35(B2): Profit/(Loss) After Tax and Shareholders' Equity sensitivity for the Malaysia segment:

Impact on 1-year's profit/(loss) after tax and Shareholders' Equity

in Singapore Dollars (millions)	Scenario 1	Scenario 2	Scenario 3	Scenario 4	Scenario 5	Scenario 6	Scenario 7
2011							
Gross impact	**(53.6)**	**54.2**	**(13.2)**	**10.7**	**(0.8)**	**1.8**	**(6.1)**
Reinsurance ceded	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Net impact	**(53.6)**	**54.2**	**(13.2)**	**10.7**	**(0.8)**	**1.8**	**(6.1)**
2010							
Gross impact	(51.0)	55.4	(11.8)	10.0	(3.6)	4.7	(6.2)
Reinsurance ceded	-	-	-	-	-	-	-
Net impact	(51.0)	55.4	(11.8)	10.0	(3.6)	4.7	(6.2)

The above table demonstrates the sensitivity of the Group's profit and loss after tax to a reasonably possible change in actuarial valuation assumptions on an individual basis with all other variables held constant.

The effect of sensitivity analysis on reinsurance ceded for the Singapore and Malaysia segments are not material.

The method used and significant assumptions made for deriving sensitivity information above did not change from the previous year.

Insurance Risk of Non-Life Insurance Contracts

Risks under non-life insurance policies usually cover a twelve-month duration. The risk inherent in non-life insurance contracts is reflected in the insurance contract liabilities which include the premium and claims liabilities, as set out under Notes 16 and 17 of the financial statements. The premium liabilities comprise reserve for unexpired risks, while the claims liabilities comprise the loss reserves which include both provision for outstanding claims notified and outstanding claims incurred but not reported.

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES (continued)

Insurance Risk (continued)

TABLE 35(C1): The table below sets out the concentration of the non-life insurance risk as at the balance sheet date:

(i) by Class of business:

	Non-life Insurance Contracts					
	As at 31 December 2011			As at 31 December 2010		
in Singapore Dollars (millions)	Gross premium liabilities	Reinsured premium liabilities	Net premium liabilities	Gross premium liabilities	Reinsured premium liabilities	Net premium liabilities
Fire	22.8	(13.1)	9.7	21.0	(14.9)	6.1
Motor	33.2	(5.2)	28.0	27.5	(3.9)	23.6
Marine & aviation	1.6	(1.0)	0.6	1.8	(1.4)	0.4
Workmen's compensation	5.5	(1.7)	3.8	4.2	(1.8)	2.4
Personal accident & health	23.6	(1.1)	22.5	23.8	(1.3)	22.5
Miscellaneous	25.1	(15.5)	9.6	18.8	(12.7)	6.1
Total	111.8	(37.6)	74.2	97.1	(36.0)	61.1

in Singapore Dollars (millions)	Gross claims liabilities	Reinsured claims liabilities	Net claims liabilities	Gross claims liabilities	Reinsured claims liabilities	Net claims liabilities
Fire	29.7	(22.9)	6.8	23.0	(18.5)	4.5
Motor	87.2	(12.5)	74.7	42.6	(7.3)	35.3
Marine & aviation	7.3	(5.2)	2.1	2.3	(1.1)	1.2
Workmen's compensation	10.2	(3.0)	7.2	7.3	(1.4)	5.9
Personal accident & health	10.6	(1.3)	9.3	7.5	(0.6)	6.9
Miscellaneous	37.9	(21.9)	16.0	22.9	(10.0)	12.9
Total	182.9	(66.8)	116.1	105.6	(38.9)	66.7

(ii) by Country:

	Non-life Insurance Contracts					
	As at 31 December 2011			As at 31 December 2010		
in Singapore Dollars (millions)	Gross premium liabilities	Reinsured premium liabilities	Net premium liabilities	Gross premium liabilities	Reinsured premium liabilities	Net premium liabilities
Singapore	52.5	(20.8)	31.7	47.0	(16.6)	30.4
Malaysia	59.3	(16.8)	42.5	50.1	(19.4)	30.7
Total	111.8	(37.6)	74.2	97.1	(36.0)	61.1

in Singapore Dollars (millions)	Gross claims liabilities	Reinsured claims liabilities	Net claims liabilities	Gross claims liabilities	Reinsured claims liabilities	Net claims liabilities
Singapore	57.9	(30.1)	27.8	40.8	(16.8)	24.0
Malaysia	125.0	(36.7)	88.3	64.8	(22.1)	42.7
Total	182.9	(66.8)	116.1	105.6	(38.9)	66.7

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES (continued)

Insurance Risk *(continued)*

Key Assumptions

Non-life insurance contract liabilities are determined based on previous claims experience, existing knowledge of events, the terms and conditions of the relevant policies and interpretation of circumstances. Of particular relevance is past experience with similar cases, historical claims development trends, legislative changes, judicial decisions, economic conditions and claims handling procedures. The estimates of the non-life insurance contract liabilities are therefore sensitive to various factors and uncertainties. The actual future premium and claims liabilities will not develop exactly as projected and may vary from initial estimates.

Insurance risk of non-life insurance contracts is mitigated by emphasizing diversification across a large portfolio of insurance contracts and geographical areas. The variability of risks is improved by careful selection and implementation of underwriting strategies, which are designed to ensure that risks are diversified in terms of type of risk and level of insured benefits. This is largely achieved through diversification across industry sectors and geography. Further, strict claim review policies to assess all new and ongoing claims, regular detailed review of claims handling procedures and frequent investigation of possible fraudulent claims are all policies and procedures put in place to reduce the risk exposure of the Group. The Group further enforces a policy of actively managing and prompt pursuing of claims, in order to reduce its exposure to unpredictable future developments that can negatively impact the Group.

The Group has also limited its exposure by imposing maximum claim amounts on certain contracts as well as the use of reinsurance arrangements in order to limit exposure to catastrophic events, e.g. hurricanes, earthquakes and flood damages.

The sensitivity analysis below shows the impact of changes in key assumptions on gross and net liabilities, profit before tax and equity.

in Singapore Dollars (millions)	Change in assumptions	Impact on gross liabilities	Impact on net liabilities	Impact on profit before tax	Impact on equity
As at 31 December 2011					
Provision for adverse deviation margin	**+20%**	**2.4**	**1.6**	**(1.6)**	**(1.4)**
Loss ratio	**+20%**	**115.4**	**83.0**	**(83.0)**	**(63.0)**
Claim handling expenses	**+20%**	**0.4**	**2.0**	**(2.0)**	**(1.5)**
As at 31 December 2010					
Provision for adverse deviation margin	+20%	2.1	1.8	(1.8)	(1.6)
Loss ratio	+20%	78.2	47.1	(47.1)	(35.9)
Claim handling expenses	+20%	0.2	2.0	(2.0)	(1.5)

The method used and significant assumptions made for deriving sensitivity information above did not change from the previous year.

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES (continued)

Insurance Risk *(continued)*

TABLE 35(C2): The table below shows the cumulative claims estimates, including both claims notified and IBNR for each successive accident year, at each balance sheet date, together with cumulative payments to date.

Gross non-life insurance contract liabilities for 2011:

in Singapore Dollars (millions)	2004	2005	2006	2007	2008	2009	2010	2011	Total
Estimate of cumulative claims									
Accident Year	62.2	60.1	50.2	62.1	58.2	76.0	77.6	128.5	
One year later	59.6	65.8	52.6	65.5	59.1	81.7	97.3	-	
Two years later	61.1	63.8	50.7	60.3	59.1	108.2	-	-	
Three years later	60.8	62.7	49.7	60.4	85.0	-	-	-	
Four years later	60.1	61.6	49.6	88.4	-	-	-	-	
Five years later	59.5	61.3	90.5	-	-	-	-	-	
Six years later	59.1	94.2	-	-	-	-	-	-	
Seven years later	65.2	-	-	-	-	-	-	-	
Current estimate of cumulative claims	**65.2**	**94.2**	**90.5**	**88.4**	**85.0**	**108.2**	**97.3**	**128.5**	
Cumulative payments									
Accident Year	19.1	21.2	19.9	22.7	23.8	32.7	31.4	40.7	
One year later	41.6	50.5	38.4	44.1	46.0	58.2	67.5	-	
Two years later	52.9	53.8	42.9	49.5	50.8	87.1	-	-	
Three years later	55.2	55.3	44.9	51.5	74.2	-	-	-	
Four years later	56.1	56.9	45.4	78.2	-	-	-	-	
Five years later	56.7	56.9	85.0	-	-	-	-	-	
Six years later	57.0	89.8	-	-	-	-	-	-	
Seven years later	57.1	-	-	-	-	-	-	-	
Cumulative payments	**57.1**	**89.8**	**85.0**	**78.2**	**74.2**	**87.1**	**67.5**	**40.7**	
Non-life gross claim liabilities	**8.1**	**4.4**	**5.5**	**10.2**	**10.8**	**21.1**	**29.8**	**87.8**	**177.7**
Reserve for prior years									**2.3**
Unallocated surplus									**2.9**
General Insurance Fund Contract Liabilities, gross									**182.9**

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES (continued)

Insurance Risk *(continued)*

TABLE 35(C2): The table below shows the cumulative claims estimates, including both claims notified and IBNR for each successive accident year, at each balance sheet date, together with cumulative payments to date (continued).

Non-life insurance contract liabilities, net of reinsurance of liabilities, for 2011:

in Singapore Dollars (millions)	2004	2005	2006	2007	2008	2009	2010	2011	Total
Estimate of cumulative claims									
Accident Year	27.5	26.8	29.5	32.4	36.9	44.0	52.6	85.1	
One year later	27.0	27.3	29.7	33.2	37.7	47.5	69.1	-	
Two years later	26.6	26.8	28.6	32.1	37.5	69.2	-	-	
Three years later	26.3	26.2	28.1	32.0	57.5	-	-	-	
Four years later	25.9	25.7	27.9	56.3	-	-	-	-	
Five years later	25.4	25.5	62.5	-	-	-	-	-	
Six years later	25.1	52.5	-	-	-	-	-	-	
Seven years later	27.7	-	-	-	-	-	-	-	
Current estimate of cumulative claims	**27.7**	**52.5**	**62.5**	**56.3**	**57.5**	**69.2**	**69.1**	**85.1**	
Cumulative payments									
Accident Year	10.6	11.0	12.6	13.6	16.9	22.2	24.8	28.8	
One year later	19.4	20.4	22.4	25.4	29.8	36.6	51.0	-	
Two years later	22.1	22.4	24.4	28.0	32.4	55.3	-	-	
Three years later	23.4	23.4	25.5	28.9	49.3	-	-	-	
Four years later	24.0	23.9	25.8	50.6	-	-	-	-	
Five years later	24.3	24.1	57.9	-	-	-	-	-	
Six years later	24.5	50.5	-	-	-	-	-	-	
Seven years later	24.5	-	-	-	-	-	-	-	
Cumulative payments	**24.5**	**50.5**	**57.9**	**50.6**	**49.3**	**55.3**	**51.0**	**28.8**	
Non-life net claim liabilities	**3.2**	**2.0**	**4.6**	**5.7**	**8.2**	**13.9**	**18.1**	**56.3**	**112.0**
Reserve for prior years									**1.2**
Unallocated surplus									**2.9**
General Insurance Fund Contract Liabilities, net									**116.1**

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES (continued)

Market and Credit Risk

Market risk arises when the market values of assets and liabilities do not move consistently as financial markets change. Changes in interest rates, foreign exchange rates, equity prices and alternative investment prices can impact present and future earnings of the insurance operations as well as shareholders' equity.

The Group is exposed to market risk in the investments of the Shareholders' Fund as well as in the mismatch risk between the assets and liabilities of the Insurance Funds. In the case of the funds managed by Lion Global Investors, investment risks are borne by investors and the Group does not assume any liability in the event of occurrence of loss or write-down in market valuation.

Group ALC and local ALCs actively manage market risks through setting of investment policy and asset allocation, approving portfolio construction and risk measurement methodologies, approving hedging and alternative risk transfer strategies. Investment limits monitoring is in place at various levels to ensure that all investment activities are aligned with the Group's risk management principles and philosophies. Compliance with established financial risk limits forms an integral part of the risk governance and financial reporting framework. Management of market risks resulting from changes in interest rates and currency exchange rates; volatility in equity price; as well as other risks like credit and liquidity risks are briefly described as follows:

(a) ***Interest rate risk (including asset liability mismatch).*** The Group is exposed to interest rate risk through (i) investments in fixed income instruments in both the Shareholders' Fund as well as the Insurance Funds and (ii) policy liabilities in the Insurance Funds. Since the Shareholders' Fund has exposure to investments in fixed income instruments but no exposure to insurance policy liabilities, it will incur an economic loss when interest rates rise. Given the long duration of policy liabilities and the uncertainty of the cash flows of the Insurance Funds, it is not possible to hold assets that will perfectly match the policy liabilities. This results in a net interest rate risk or asset liability mismatch risk which is managed and monitored by Group ALC and the local ALCs. The Insurance Funds will incur an economic loss when interest rates drop since the duration of policy liabilities is generally longer than the duration of the fixed income assets.

Under Singapore regulations governed by the Monetary Authority of Singapore (MAS), the liability cash flows with durations less than 15 years are discounted using zero-coupon spot yield of Singapore Government Securities (SGS) while liability cash flows with duration more than 15 years for Singapore funds are discounted using the Long Term Risk Free Discount Rate ("LTRFDR"). As a result, the Singapore Non Participating funds could have negative earnings impact when the LTRFDR decreases.

In 2009, the Group commenced an exercise to achieve portfolio matching of the assets and liabilities of GEL Non Participating fund's long dated liabilities. These long dated liabilities are discounted using the zero-coupon spot yield of SGS of a matching duration (and not the LTRFDR mentioned above). The long dated liabilities which do not fall within the matching program will still be subject to the LTRFDR requirement.

Under Malaysia regulations governed by Bank Negara Malaysia (BNM), the liability cash flows with durations less than 15 years are discounted using zero-coupon spot yield of Malaysia Government Securities (MGS) with matching duration while the liability cash flows with durations of 15 years or more are discounted using zero-coupon spot yield of MGS with 15 years term to maturity. As a result, the Malaysia non-participating fund could have negative earnings impact when the zero-coupon spot yield of MGS decreases.

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES (continued)

***Market and Credit Risk** (continued)*

(b) ***Foreign currency risk.*** Hedging through currency forwards and swaps is typically used for the fixed income portfolio. Internal limits on foreign exchange exposure ranging from 15% to 35% are applied to investments in fixed income portfolios at a fund level. Currency risk derived from investments in foreign equities is generally not hedged.

The Group is also exposed to foreign exchange movement on net investment in its foreign subsidiaries. The major item for the Group is in respect of its Malaysia subsidiaries. The Insurance and Shareholders' Funds in Malaysia are predominantly held in Malaysian Ringgit, as prescribed by Bank Negara, Malaysia.

TABLE 35(D): The tables below show the foreign exchange position of the Group's financial assets and liabilities by major currencies:

in Singapore Dollars (millions)	SGD	RM	USD	Others	Total
As at 31 December 2011					
FINANCIAL ASSETS					
Available-for-sale securities					
Equity securities	2,640.6	3,906.0	1,168.6	2,346.4	10,061.6
Debt securities	7,874.0	11,899.8	3,810.3	438.7	24,022.8
Other investments	382.0	106.3	687.3	232.9	1,408.5
Securities at fair value through profit or loss					
Equity securities	231.8	694.9	180.0	797.6	1,904.3
Debt securities	27.1	228.9	280.2	184.2	720.4
Other investments	636.7	50.2	74.0	181.7	942.6
Embedded derivatives	724.1	5.5	157.3	205.8	1,092.7
Derivative financial assets	429.0	-	7.7	1.3	438.0
Loans	957.8	244.7	-	-	1,202.5
Insurance receivables	938.5	1,597.7	2.6	19.3	2,558.1
Other debtors and interfund balances	1,033.6	457.1	3.1	23.9	1,517.7
Cash and cash equivalents	4,609.8	2,153.1	361.1	124.9	7,248.9
	20,485.0	21,344.2	6,732.2	4,556.7	53,118.1
FINANCIAL LIABILITIES					
Other creditors and interfund balances	1,678.3	649.1	1.8	35.7	2,364.9
Insurance payables	841.7	1,660.2	2.9	12.7	2,517.5
Derivative financial liabilities	7.3	7.7	33.5	13.6	62.1
Provision for agents' retirement benefits	-	231.0	-	0.3	231.3
Amount due to joint venture	-	-	-	0.1	0.1
Debts issued	399.1	-	-	-	399.1
General insurance fund contract liabilities	57.9	125.0	-	-	182.9
Life assurance fund contract liabilities	24,320.1	14,449.9	236.7	283.0	39,289.7
	27,304.4	17,122.9	274.9	345.4	45,047.6

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES (continued)

Market and Credit Risk *(continued)*

(b) ***Foreign currency risk*** *(continued)*

TABLE 35(D): The tables below show the foreign exchange position of the Group's financial assets and liabilities by major currencies (continued):

in Singapore Dollars (millions)	SGD	RM	USD	Others	Total
As at 31 December 2010					
FINANCIAL ASSETS					
Available-for-sale securities					
Equity securities	2,730.8	3,867.5	1,245.8	2,211.0	10,055.1
Debt securities	8,789.1	12,548.2	4,081.6	427.4	25,846.3
Other investments	413.2	76.1	657.7	133.9	1,280.9
Securities at fair value through profit or loss					
Equity securities	310.8	723.7	188.1	976.7	2,199.3
Debt securities	36.1	261.0	250.2	143.6	690.9
Other investments	703.0	26.9	56.4	145.6	931.9
Embedded derivatives	565.6	7.2	51.1	64.7	688.6
Derivative financial assets	513.7	-	6.0	3.4	523.1
Loans	1,311.4	268.3	-	-	1,579.7
Insurance receivables	928.8	1,568.3	1.4	20.8	2,519.3
Other debtors and interfund balances	1,307.6	463.2	2.7	15.2	1,788.7
Cash and cash equivalents	2,274.8	276.2	156.5	122.9	2,830.4
	19,884.9	20,086.6	6,697.5	4,265.2	50,934.2
FINANCIAL LIABILITIES					
Other creditors and interfund balances	1,230.1	635.4	2.7	23.9	1,892.1
Insurance payables	874.7	1,481.6	5.1	11.2	2,372.6
Derivative financial liabilities	15.0	-	6.0	4.9	25.9
Provision for agents' retirement benefits	-	215.0	-	1.2	216.2
Amount due to joint venture	-	-	-	0.3	0.3
General insurance fund contract liabilities	40.9	64.7	-	-	105.6
Life assurance fund contract liabilities	24,358.0	13,221.1	111.9	242.8	37,933.8
	26,518.7	15,617.8	125.7	284.3	42,546.5

The Group has no significant concentration of foreign currency risk.

(c) ***Equity price risk.*** Exposure to equity price risk exists in both assets and liabilities. Asset exposure exists through direct equity investment, where the Group, through investments in both Shareholders' Fund and Insurance Funds, bears all or most of the volatility in returns and investment performance risk. Equity price risk also exists in investment-linked products where the revenues of the insurance operations are linked to the value of the underlying equity funds since this has an impact on the level of fees earned. Limits are set for single security holdings as a percentage of equity holdings.

(d) ***Credit spread risk.*** Exposure to credit spread risk exists in the Group's investments in bonds. Credit spread is the difference between the quoted rates of return of two different investments of different credit quality. When spreads widen between bonds with different quality ratings, it implies that the market is factoring more risk of default on lower grade bonds. A widening in credit spreads will result in a fall in the values of the Group's bond portfolio.

(e) ***Alternative investment risk.*** The Group is exposed to alternative investment risk through investments in direct real estate that it owns in Singapore and Malaysia and through real estate, private equity, infrastructure and hedge funds for exposures in other countries. A monitoring process is in place to manage foreign exchange, country and manager concentration risks. This process and the acquisition or divestment of alternative investments are reviewed and approved by RIC and Group ALC.

(f) ***Commodity risk.*** The Group does not have a direct or significant exposure to commodity risk.

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES (continued)

***Market and Credit Risk** (continued)*

(g) ***Cash flow and liquidity risk.*** Cash flow and liquidity risk arises when a company is unable to meet its obligations associated with financial instruments when required to do so. This typically happens when the investments in the portfolio are illiquid. Demands for funds can usually be met through ongoing normal operations, premiums received, sale of assets or borrowings. Unexpected demands for liquidity may be triggered by negative publicity, deterioration of the economy, reports of problems in other companies in the same or similar lines of business, unanticipated policy claims, or other unexpected cash demands from policyholders.

Expected liquidity demands are managed through a combination of treasury, investment and asset-liability management practices, which are monitored on an ongoing basis. Actual and projected cash inflows and outflows are monitored and a reasonable amount of assets are kept in liquid instruments at all times. The projected cash flows from the in-force insurance policy contract liabilities consist of renewal premiums, commissions, claims, maturities and surrenders. Renewal premiums, commissions, claims and maturities are generally stable and predictable. Surrenders can be more uncertain although it has been quite stable over the past several years.

Unexpected liquidity demands are managed through a combination of product design, diversification limits, investment strategies and systematic monitoring. The existence of surrender penalty in insurance contracts also protects the Group from losses due to unexpected surrender trends as well as reduces the sensitivity of surrenders to changes in interest rates.

Maturity Profile

TABLE 35(E1): The following tables show the expected recovery or settlement of financial assets and maturity profile of the Group's financial liabilities (contractual undiscounted cash flow basis):

in Singapore Dollars (millions)	Carrying Amount	< 1 Year	1 - 5 Years	> 5 Years	No maturity date	Total
As at 31 December 2011						
FINANCIAL ASSETS						
Available-for-sale securities						
Equity securities	**10,061.6**	**-**	**-**	**-**	**10,061.6**	**10,061.6**
Debt securities	**24,022.8**	**3,850.5**	**9,192.1**	**21,736.0**	**-**	**34,778.6**
Other investments	**1,408.5**	**-**	**-**	**-**	**1,408.5**	**1,408.5**
Securities at fair value through profit or loss						
Equity securities	**1,904.3**	**-**	**-**	**-**	**1,904.3**	**1,904.3**
Debt securities	**720.4**	**73.5**	**275.7**	**698.3**	**-**	**1,047.5**
Other investments	**942.6**	**-**	**-**	**-**	**942.6**	**942.6**
Embedded derivatives	**1,092.7**	**238.6**	**1,114.1**	**329.3**	**4.7**	**1,686.7**
Loans	**1,202.5**	**367.1**	**845.1**	**100.6**	**-**	**1,312.8**
Insurance receivables	**2,558.1**	**255.4**	**0.5**	**-**	**2,302.2**	**2,558.1**
Other debtors and interfund balances	**1,517.7**	**1,367.7**	**120.3**	**13.1**	**16.6**	**1,517.7**
Cash and cash equivalents	**7,248.9**	**7,248.9**	**-**	**-**	**-**	**7,248.9**
	52,680.1	**13,401.7**	**11,547.8**	**22,877.3**	**16,640.5**	**64,467.3**
FINANCIAL LIABILITIES						
Other creditors and interfund balances	**2,364.9**	**2,074.4**	**275.8**	**14.7**	**-**	**2,364.9**
Insurance payables	**2,517.5**	**2,473.6**	**37.5**	**1.8**	**4.6**	**2,517.5**
Provision for agents' retirement benefits	**231.3**	**59.9**	**44.5**	**126.9**	**-**	**231.3**
Amount due to joint venture	**0.1**	**0.1**	**-**	**-**	**-**	**0.1**
Debts issued	**399.1**	**18.4**	**73.6**	**482.8**	**-**	**574.8**
General insurance fund contract liabilities	**182.9**	**152.6**	**15.0**	**0.3**	**15.0**	**182.9**
Life assurance fund contract liabilities	**39,289.7**	**6,686.0**	**6,652.1**	**25,951.6**	**-**	**39,289.7**
	44,985.5	**11,465.0**	**7,098.5**	**26,578.1**	**19.6**	**45,161.2**

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES (continued)

***Market and Credit Risk** (continued)*

(g) ***Cash flow and liquidity risk** (continued)*

TABLE 35(E1): The following tables show the expected recovery or settlement of financial assets and maturity profile of the Group's financial liabilities (contractual undiscounted cash flow basis) (continued):

in Singapore Dollars (millions)	Carrying Amount	< 1 Year	1 - 5 Years	> 5 Years	No maturity date	Total
As at 31 December 2010						
FINANCIAL ASSETS						
Available-for-sale securities						
Equity securities	10,055.1	-	-	-	10,055.1	10,055.1
Debt securities	25,846.3	3,466.0	9,759.3	28,682.6	-	41,907.9
Other investments	1,280.9	-	-	-	1,280.9	1,280.9
Securities at fair value through profit or loss						
Equity securities	2,199.3	-	-	-	2,199.3	2,199.3
Debt securities	690.9	84.8	284.9	682.8	-	1,052.5
Other investments	931.9	-	-	-	931.9	931.9
Embedded derivatives	688.6	59.1	718.6	348.0	-	1,125.7
Loans	1,579.7	324.4	1,139.5	296.3	-	1,760.2
Insurance receivables	2,519.3	197.1	0.9	-	2,321.3	2,519.3
Other debtors and interfund balances	1,788.7	1,595.9	176.0	-	16.8	1,788.7
Cash and cash equivalents	2,830.4	2,830.4	-	-	-	2,830.4
	50,411.1	8,557.7	12,079.2	30,009.7	16,805.3	67,451.9
FINANCIAL LIABILITIES						
Other creditors and interfund balances	1,892.1	1,623.8	254.2	14.1	-	1,892.1
Insurance payables	2,372.6	2,318.4	48.0	2.0	4.2	2,372.6
Provision for agents' retirement benefits	216.2	52.0	44.4	119.8	-	216.2
Amount due to joint venture	0.3	0.3	-	-	-	0.3
General insurance fund contract liabilities	105.6	59.5	45.2	0.9	-	105.6
Life assurance fund contract liabilities	37,933.8	6,214.9	7,499.5	24,110.7	108.7	37,933.8
	42,520.6	10,268.9	7,891.3	24,247.5	112.9	42,520.6

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES (continued)

Market and Credit Risk *(continued)*

(g) ***Cash flow and liquidity risk*** *(continued)*

TABLE 35(E2): The following tables show the current/non-current classification of assets and liabilities:

in Singapore Dollars (millions)	Current*	Non-Current	Unit-linked	Total
As at 31 December 2011				
ASSETS				
Cash and cash equivalents	6,755.8	-	493.1	7,248.9
Other debtors and interfund balances	934.9	541.6	41.2	1,517.7
Insurance receivables	306.3	2,251.8	-	2,558.1
Loans	353.2	849.3	-	1,202.5
Derivative financial assets	99.0	335.8	3.2	438.0
Investments	6,664.6	29,908.5	3,579.8	40,152.9
Assets held for sale	4.4	-	-	4.4
Associates and joint ventures	-	320.2	-	320.2
Goodwill	-	26.1	-	26.1
Property, plant and equipment	-	722.0	-	722.0
Investment properties	-	1,411.8	-	1,411.8
	15,118.2	36,367.1	4,117.3	55,602.6
LIABILITIES				
Insurance payables	2,042.5	460.0	15.0	2,517.5
Other creditors and interfund balances	2,128.7	171.7	64.5	2,364.9
Unexpired risk reserve	111.8	-	-	111.8
Derivative financial liabilities	24.4	33.5	4.2	62.1
Income tax	412.4	-	5.5	417.9
Provision for agents' retirement benefits	59.9	171.4	-	231.3
Amount due to joint venture	0.1	-	-	0.1
Deferred tax	-	937.2	8.7	945.9
Debts issued	-	399.1	-	399.1
General insurance fund	152.6	36.1	-	188.7
Life assurance fund	2,605.8	37,733.0	4,082.0	44,420.8
	7,538.2	39,942.0	4,179.9	51,660.1

* expected recovery or settlement within 12 months from the balance sheet date.

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES (continued)

Market and Credit Risk *(continued)*

(g) ***Cash flow and liquidity risk*** *(continued)*

TABLE 35(E2): The following tables show the current/non-current classification of assets and liabilities (continued):

in Singapore Dollars (millions)	Current*	Non-Current	Unit-linked	Total
As at 31 December 2010				
ASSETS				
Cash and cash equivalents	2,568.2	-	262.2	2,830.4
Other debtors and interfund balances	1,607.2	109.9	71.6	1,788.7
Insurance receivables	276.7	2,242.6	-	2,519.3
Loans	311.9	1,267.8	-	1,579.7
Derivative financial assets	92.0	421.9	9.2	523.1
Investments	3,271.5	34,599.1	3,822.4	41,693.0
Associates and joint ventures	-	337.2	-	337.2
Goodwill	-	18.7	-	18.7
Property, plant and equipment	-	727.5	-	727.5
Investment properties	-	1,355.4	-	1,355.4
	8,127.5	41,080.1	4,165.4	53,373.0
LIABILITIES				
Insurance payables	2,317.7	42.2	12.7	2,372.6
Other creditors and interfund balances	1,532.0	244.2	115.9	1,892.1
Unexpired risk reserve	97.1	-	-	97.1
Derivative financial liabilities	3.5	15.8	6.6	25.9
Income tax	391.0	-	(8.8)	382.2
Provision for agents' retirement benefits	52.0	164.2	-	216.2
Amount due to joint venture	0.3	-	-	0.3
Deferred tax	-	939.6	10.2	949.8
General insurance fund	59.5	50.4	-	109.9
Life assurance fund	2,234.3	36,944.2	4,089.4	43,267.9
	6,687.4	38,400.6	4,226.0	49,314.0

* expected recovery or settlement within 12 months from the balance sheet date.

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES (continued)

***Market and Credit Risk** (continued)*

(h) ***Credit risk.*** Credit risk is the risk that one party to a financial instrument will cause financial loss to the other party by failing to discharge an obligation. The Group is mainly exposed to credit risk through (i) investments in cash and bonds, (ii) corporate lending activities and (iii) exposure to counterparty's credit in derivatives transactions and reinsurance contracts. For all three types of exposures, financial loss may materialise as a result of a credit default by the borrower or counterparty. For investments in bonds, financial loss may also materialise as a result of the widening of credit spreads or a downgrade of credit rating.

The task of evaluating and monitoring credit risk is undertaken by the local ALCs. Group wide credit risk is managed by Group ALC. The Group has internal limits by issuer or counterparty and by investment grades. These limits are actively monitored to manage the credit and concentration risk. These limits are reviewed on a regular basis. The creditworthiness of reinsurers is assessed on an annual basis by reviewing their financial strength through published credit ratings and other publicly available financial information.

Reinsurance is placed with counterparties that have a good credit rating and concentration of risk is avoided by following policy guidelines in respect of counterparties' limits that are set each year.

Credit risk in respect of customer balances incurred on non-payment of premiums or contributions will only persist during the grace period specified in the policy document or trust deed until expiry, when the policy is either paid up or terminated.

The Group issues unit-linked investment policies. In the unit-linked business, the policyholder bears the investment risk on the assets held in the unit-linked funds as the policy benefits are directly linked to the value of the assets in the fund. Therefore, the Group has no material credit risk on unit-linked financial assets.

The loans in the Group's portfolio are generally secured by collateral, with a maximum loan to value ratio of 70% predominantly. The amount and type of collateral required depend on an assessment of the credit risk of the counterparty. Guidelines are implemented regarding the acceptability of the types of collateral and the valuation parameters. Management monitors the market value of the collateral, requests additional collateral when needed and performs an impairment valuation when applicable. The fair value of collateral, held by the Group as lender, for which it is entitled to sell or pledge in the event of default is as follows:

in Singapore Dollars (millions)	Type of Collateral	Carrying Amount of Loans	Fair Value of Collateral
As at 31 December 2011			
Secured loans	**Properties**	**1,200.7**	**3,160.4**
	Others	**1.1**	**1.0**
Policy loans	**Cash value of policies**	**2,251.3**	**4,352.1**
		3,453.1	**7,513.5**
As at 31 December 2010			
Secured loans	Properties	1,506.8	3,868.4
	Shares	51.5	107.9
	Bankers' guarantees	17.7	17.7
	Others	2.8	4.8
Policy loans	Cash value of policies	2,241.7	4,284.2
		3,820.5	8,283.0

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES (continued)

***Market and Credit Risk** (continued)*

(h) *Credit risk* *(continued)*

There were no investments lent and collateral received under securities lending arrangements as at 31 December 2011 (31 December 2010: $41.8 million and $43.2 million respectively).

As at the balance sheet date, no investments (2010: nil) were placed as collateral for currency hedging purposes.

Transactions are conducted under terms and conditions that are usual and customary for standard securities borrowing and lending activities.

The tables below show the maximum exposure to credit risk for the components of the balance sheet. The maximum exposure is shown gross, before the effect of mitigation through the use of master netting or collateral agreements and the use of credit derivatives. For derivatives, the fair value shown on the balance sheet represents the current risk exposure but not the maximum risk exposure that could arise in the future as a result of the change in value. The tables also provide information regarding the credit risk exposure of the Group by classifying assets according to the Group's credit ratings of counterparties.

	Neither past-due nor impaired						
in Singapore Dollars (millions)	Investment Grade* (BBB to AAA)	Non Investment Grade* (C to BB)	Not Rated	Unit-linked	Not subject to credit risk	Past due**	Total
As at 31 December 2011							
Available-for-sale securities							
Equity securities	-	-	-	-	10,061.6	-	10,061.6
Debt securities	19,114.1	204.3	2,145.9	3.0	2,555.5	-	24,022.8
Other investments	-	-	-	-	1,408.5	-	1,408.5
Securities at fair value through profit or loss							
Equity securities	-	-	-	1,904.3	-	-	1,904.3
Debt securities	-	-	1.6	718.8	-	-	720.4
Other investments	-	-	-	942.6	-	-	942.6
Embedded derivatives	221.1	14.0	801.8	11.3	44.5	-	1,092.7
Derivative financial assets	434.7	-	0.1	3.2	-	-	438.0
Loans	-	-	1,202.5	-	-	-	1,202.5
Insurance receivables	0.8	-	2,531.1	-	-	26.2	2,558.1
Other debtors and interfund balances	-	-	1,474.9	40.1	-	2.7	1,517.7
Cash and cash equivalents	6,586.8	-	169.1	493.0	-	-	7,248.9
	26,357.5	218.3	8,327.0	4,116.3	14,070.1	28.9	53,118.1

* Based on public ratings assigned by external rating agencies including S&P, Moody's, RAM and MARC.

** An aging analysis for financial assets past due is provided below.

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES (continued)

***Market and Credit Risk** (continued)*

(h) *Credit risk* *(continued)*

in Singapore Dollars (millions)	Neither past-due nor impaired: Investment Grade* (BBB to AAA)	Neither past-due nor impaired: Non Investment Grade* (C to BB)	Neither past-due nor impaired: Not Rated	Unit-linked	Not subject to credit risk	Past due**	Total
As at 31 December 2010							
Available-for-sale securities							
Equity securities	-	-	-	-	10,055.1	-	10,055.1
Debt securities	23,850.2	224.3	1,771.8	-	-	-	25,846.3
Other investments	-	-	-	-	1,280.9	-	1,280.9
Securities at fair value through profit or loss							
Equity securities	-	-	-	2,198.5	0.8	-	2,199.3
Debt securities	1.9	-	1.7	687.3	-	-	690.9
Other investments	-	-	-	931.9	-	-	931.9
Embedded derivatives	348.4	52.2	148.3	4.7	135.0	-	688.6
Derivative financial assets	512.6	-	1.3	9.2	-	-	523.1
Loans	167.7	-	1,412.0	-	-	-	1,579.7
Insurance receivables	1.1	-	2,500.8	-	-	17.4	2,519.3
Other debtors and interfund balances	-	-	1,706.9	71.6	-	10.2	1,788.7
Cash and cash equivalents	2,390.7	-	177.5	262.2	-	-	2,830.4
	27,272.6	276.5	7,720.3	4,165.4	11,471.8	27.6	50,934.2

* Based on public ratings assigned by external rating agencies including S&P, Moody's, RAM and MARC.

** An aging analysis for financial assets past due is provided below.

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES (continued)

Market and Credit Risk *(continued)*

(h) ***Credit risk*** *(continued)*

Aging analysis of financial assets past due:

in Singapore Dollars (millions)	Past due but not impaired < 6 months	6 months to 12 months	> 12 months	Total	Past due and impaired	Total
As at 31 December 2011						
Insurance receivables	**23.4**	**2.6**	**0.2**	**26.2**	**13.2**	**39.4**
Other debtors and interfund balances	**2.4**	**0.1**	**0.2**	**2.7**	**-**	**2.7**
	25.8	**2.7**	**0.4**	**28.9**	**13.2**	**42.1**
As at 31 December 2010						
Insurance receivables	16.7	0.7	-	17.4	0.2	17.6
Other debtors and interfund balances	8.6	0.8	0.8	10.2	-	10.2
	25.3	1.5	0.8	27.6	0.2	27.8

For assets to be classified as "past due and impaired", contractual payments must be in arrears for more than 90 days. These receivables are not secured by any collateral or credit enhancements.

(i) ***Concentration risk.*** An important element of managing both market and credit risks is to actively manage concentration to specific issuers, counterparties, industry sectors, countries and currencies. Both internal and regulatory limits are put in place and monitored to manage concentration risk. These limits are reviewed on a regular basis by the respective management committees. The Group's exposures are within the concentration limits set by the respective local regulators.

The Group actively manages its product mix to ensure that there is no significant concentration of credit risk.

(j) ***Sensitivity analysis on financial risks***

The analysis below is performed for reasonably possible movements in key variables with all other variables constant. The correlation of variables will have a significant effect in determining the ultimate fair value and/or amortised cost of financial assets, but to demonstrate the impact due to changes in variables, variables have to be changed on an individual basis. It should be noted that the movements in these variables are non-linear.

The impact on net profit after tax represents the effect caused by changes in fair value of financial assets whose fair values are recorded in the Profit and Loss Statement, and changes in valuation of insurance contract liabilities. The impact on equity represents the impact on net profit after tax and the effect on changes in fair value of financial assets held in Shareholders' Funds.

35 ENTERPRISE RISK GOVERNANCE AND MANAGEMENT OBJECTIVES AND POLICIES (continued)

Market and Credit Risk *(continued)*

(j) ***Sensitivity analysis on financial risks*** *(continued)*

Market risk sensitivity analysis:

	Impact on Profit After Tax		Impact on Equity	
in Singapore Dollars (millions)	**31 December 2011**	31 December 2010	**31 December 2011**	31 December 2010
Change in variables:				
(a) Interest Rate				
+ 100 basis points	**(77.7)**	(119.9)	**(121.2)**	(172.9)
- 100 basis points	**(45.0)**	39.4	**(13.0)**	84.1
(b) LTRFDR[(1)]				
+ 10 basis points	**16.0**	11.5	**16.0**	11.5
- 10 basis points	**(16.7)**	(11.5)	**(16.7)**	(11.5)
(c) Foreign Currency				
5% increase in market value of foreign currency denominated assets	**12.3**	24.4	**45.3**	47.9
5% decrease in market value of foreign currency denominated assets	**(12.3)**	(24.4)	**(45.3)**	(47.9)
(d) Equity				
20% increase in market indices:				
- STI	**1.3**	3.4	**93.1**	96.4
- KLCI	**0.4**	1.8	**13.8**	16.7
20% decrease in market indices:				
- STI	**(1.3)**	(3.4)	**(93.1)**	(96.4)
- KLCI	**(0.4)**	(1.8)	**(13.8)**	(16.7)
(e) Credit				
Spread + 100 basis points	**(197.2)**	(178.3)	**(227.2)**	(202.9)
Spread - 100 basis points	**197.2**	178.3	**227.2**	202.9
(f) Alternative Investments[(2)]				
10% increase in market value of all alternative investments	**17.8**	17.2	**21.8**	22.5
10% decrease in market value of all alternative investments	**(17.8)**	(17.2)	**(21.8)**	(22.5)

(1) LTRFDR refers to Long Term Risk Free Discount Rate formulated under the Singapore regulations governed by the Monetary Authority of Singapore.

(2) Alternative Investments comprise investments in real estate, private equity, infrastructure and hedge funds.

The method for deriving sensitivity information and significant variables did not change from the previous year.

Operational and Compliance Risk

Operational risk is an event or action that may potentially impact partly or completely the achievement of the organisation's objectives resulting from inadequate or failed internal processes and systems, human factors, or external events.

Compliance risk is any event or action that may potentially impact partly or completely the achievement of the organisation's objectives, via legal or regulatory sanctions or financial losses, as a result of its failure to comply with applicable laws, regulations, rules and standards, which are defined as:

- laws, regulations and rules governing insurance business and financial activities undertaken by Great Eastern
- codes of practice promoted by industry associations
- internal standards and guidelines.

The day-to-day management of operational and compliance risk is through the maintenance of comprehensive internal controls, supported by an infrastructure of systems and procedures to monitor processes and transactions. GMT reviews operational and compliance issues on a group basis at its monthly meetings while local level issues are managed and monitored by the local SMTs. The Internal Audit team reviews the systems of internal controls to assess their ongoing relevance and effectiveness, and reports at least quarterly to the Audit Committee.

36 FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES

36.1 The following table shows an analysis of financial instruments that are carried at fair value by level of fair value hierarchy:

in Singapore Dollars (millions)	Level 1 - Quoted market price	Level 2 - Valuation techniques - market observable inputs	Level 3 - Valuation techniques - unobservable inputs	Total fair value
As at 31 December 2011				
FINANCIAL ASSETS				
Derivative financial assets				
Foreign exchange				
Forwards	-	16.1	-	16.1
Currency swaps	-	311.6	-	311.6
Interest rates				
Swaps	-	109.4	-	109.4
Exchange traded futures	-	0.8	-	0.8
Equity				
Options	-	0.1	-	0.1
	-	438.0	-	438.0
Available-for-sale financial assets				
Equity securities				
Quoted equity securities	9,393.8	-	-	9,393.8
Unquoted equity securities	-	667.8	-	667.8
Debt securities				
Quoted debt securities	5,851.4	7,336.7	-	13,188.1
Unquoted debt securities	-	10,834.7	-	10,834.7
Other investments				
Collective investment schemes	696.1	712.4	-	1,408.5
	15,941.3	19,551.6	-	35,492.9
Financial assets designated at fair value through profit or loss				
Equity securities				
Quoted equity securities	1,904.3	-	-	1,904.3
Debt securities				
Quoted debt securities	198.0	145.7	-	343.7
Unquoted debt securities	-	376.7	-	376.7
Other investments				
Collective investment schemes	942.6	-	-	942.6
	3,044.9	522.4	-	3,567.3
Financial assets held-for-trading				
Embedded derivatives	927.4	99.6	65.7	1,092.7
	19,913.6	20,611.6	65.7	40,590.9
FINANCIAL LIABILITIES				
Derivative financial liabilities				
Foreign exchange				
Forwards	-	31.0	-	31.0
Currency swaps	-	24.4	-	24.4
Interest rates				
Swaps	-	6.7	-	6.7
	-	62.1	-	62.1

36 FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES (continued)

36.1 The following table shows an analysis of financial instruments that are carried at fair value by level of fair value hierarchy (continued):

in Singapore Dollars (millions)	Level 1 - Quoted market price	Level 2 - Valuation techniques - market observable inputs	Level 3 - Valuation techniques - unobservable inputs	Total fair value
As at 31 December 2010				
FINANCIAL ASSETS				
Derivative financial assets				
Foreign exchange				
Forwards	-	72.2	-	72.2
Currency swaps	-	368.0	-	368.0
Interest rates				
Swaps	-	82.4	-	82.4
Equity				
Options	-	0.5	-	0.5
	-	523.1	-	523.1
Available-for-sale financial assets				
Equity securities				
Quoted equity securities	9,421.1	-	-	9,421.1
Unquoted equity securities	-	634.0	-	634.0
Debt securities				
Quoted debt securities	6,988.0	8,469.2	-	15,457.2
Unquoted debt securities	-	10,389.1	-	10,389.1
Other investments				
Collective investment schemes	599.1	681.8	-	1,280.9
	17,008.2	20,174.1	-	37,182.3
Financial assets designated at fair value through profit or loss				
Equity securities				
Quoted equity securities	2,199.3	-	-	2,199.3
Debt securities				
Quoted debt securities	273.7	125.6	-	399.3
Unquoted debt securities	-	291.6	-	291.6
Other investments				
Collective investment schemes	931.9	-	-	931.9
	3,404.9	417.2	-	3,822.1
Financial assets held-for-trading				
Embedded derivatives	406.9	191.7	90.0	688.6
	20,820.0	21,306.1	90.0	42,216.1
FINANCIAL LIABILITIES				
Derivative financial liabilities				
Foreign exchange				
Forwards	-	7.8	-	7.8
Currency swaps	-	4.7	-	4.7
Interest rates				
Swaps	-	11.6	-	11.6
Swaptions	-	1.7	-	1.7
Equity				
Futures	-	0.1	-	0.1
	-	25.9	-	25.9

36 FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES (continued)

Fair Value Hierarchy

The Group classifies fair value measurement using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1 assets are those which market values are determined in whole or in part by reference to published quotes in an active market. A financial instrument is regarded as quoted in an active market if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service or regulatory agency and those prices represent actual and regularly occurring market transactions on an arm's length basis.

Level 2 assets are those which market values are measured using a valuation technique based on assumptions that are supported by prices from observable current market transactions. These type of assets includes assets which pricing is obtained via pricing services but where prices have not been determined in an active market, financial assets with fair values based on broker quotes, investments in private equity funds with fair values obtained from counterparties and assets that are valued using the Group's own models whereby the majority of assumptions are market observable.

Level 3 assets are those which market values are measured using a valuation technique based on assumptions formed from unobservable inputs. Unobservable inputs are inputs not supported by market data, but which are set on the basis that they represent what is reasonable given prevailing market conditions.

There have been no transfers of financial assets between Levels 1 and 2 during the financial years ended 31 December 2011 and 2010.

Movements in Level 3 financial instruments measured at fair value

The following table presents the reconciliation for all financial instruments measured at fair value based on significant unobservable inputs (Level 3):

	Group			
	As at 31 December 2011		As at 31 December 2010	
	Financial assets held-for-trading		Financial assets held-for-trading	
in Singapore Dollars (millions)	**Embedded Derivatives**	**Total**	Embedded Derivatives	Total
Opening balance	**90.0**	**90.0**	59.5	59.5
Total gains or losses:				
- in profit or loss [(1)]	**(24.3)**	**(24.3)**	30.5	30.5
Closing balance	**65.7**	**65.7**	90.0	90.0
Total gains or losses for the year included in profit or loss[(1)] for assets held at 31 December	**(24.3)**	**(24.3)**	30.5	30.5

(1) Included in "Gain on sale of investments and changes in fair value".

There have been no transfers from Level 1 and Level 2 to Level 3 during the financial years ended 31 December 2011 and 2010.

36 FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES (continued)

Impact of changes to key assumptions on fair value of Level 3 financial instruments

The following table shows the impact on fair value of Level 3 financial instruments by using reasonably possible alternative assumptions:

in Singapore Dollars (millions)	Group As at 31 December 2011 Carrying amount	Effect of reasonably possible alternative assumptions Favourable	(Unfavourable)
Financial assets held-for-trading			
Embedded derivatives	**65.7**	**10.5**	**(13.1)**

in Singapore Dollars (millions)	Group As at 31 December 2010 Carrying amount	Effect of reasonably possible alternative assumptions Favourable	(Unfavourable)
Financial assets held-for-trading			
Embedded derivatives	90.0	8.1	(9.0)

For embedded derivatives, the fair value had been determined using a valuation model where the correlation of default relationships among reference entities is a key assumption but not supportable by observable market data. The Group adjusted the assumptions by 20% (2010: 20%) from management's estimates, which is considered by the Group to be a reasonably possible but conservative alternative based on prevailing market conditions.

36.2 The carrying amounts of the Group's and the Company's financial assets and liabilities approximate their fair value, either due to their short-term nature or because they are floating rate instruments that are re-priced to market interest rates on or near the balance sheet date, except as disclosed below:

	Group				Company			
	2011		2010		2011		2010	
in Singapore Dollars (millions)	Carrying amount	Fair Value	Carrying amount	Fair Value	Carrying amount	Fair Value	Carrying amount	Fair Value
Financial assets								
Available-for-sale financial assets								
Unquoted equity securities	**50.4**	**#**	75.8	#	**-**	**-**	-	-
Financial liabilities								
Debts issued	**399.1**	**416.5**	-	-	**-**	**-**	-	-

Unquoted equity securities

It is not practicable to determine the fair values of the above unquoted equity investments because of the lack of unquoted market prices and the assumptions used in the valuation models to value these investments cannot be reasonably determined. However, the cash flows from these investments are expected to be in excess of their carrying amounts.

The Group does not intend to dispose of these investments in the foreseeable future. The Group intends to eventually dispose of these investments through sale to institutional investors.

Debts issued

Fair value is determined directly by reference to their published market bid price at the end of the reporting period.

37 DIVIDENDS

in Singapore Dollars (millions)	Group and Company 2011	2010
Final tax exempt (one-tier) dividend for the previous year of nil cents per ordinary share (2010: 27 cents per ordinary share)	-	127.8
Special final tax exempt (one-tier) dividend for the previous year of nil cents per ordinary share (2010: 8 cents per ordinary share)	-	37.9
First interim tax exempt (one-tier) dividend for the previous year of 10 cents per ordinary share (2010: 10 cents per ordinary share)	**47.3**	47.3
	47.3	213.0

The Directors proposed that a final tax exempt (one-tier) dividend of 27 cents per ordinary share amounting to $127.8 million (2010: nil) be paid in respect of the financial year ended 31 December 2011. These have not been recognised as distributions to shareholders.

There are no income tax consequences attached to the dividend to the shareholders proposed by the Company but not recognised as a liability in the financial statements.

38 AUTHORISATION OF FINANCIAL STATEMENTS

At the Board of Directors' Meeting held on 13 February 2012, the Board authorised these financial statements for issue and that two Directors of the Board, Mrs Fang Ai Lian and Mr Christopher Wei, sign the Directors' Report on behalf of the Board.

APPENDICES

LIST OF MAJOR PROPERTIES

Location	Tenure	Site Area (sq m)	Gross Floor Area (sq m)	Purpose
SINGAPORE PROPERTIES - 100% HELD BY THE GREAT EASTERN LIFE ASSURANCE COMPANY LIMITED:				
Great Eastern Centre 1 Pickering Street	99 years leasehold (Expiry date: 31 August 2096)	6,600	21,515 (strata area excluding voids)	Commercial - Offices
Orchard Emerald 202 & 218 Orchard Road	Freehold	1,444	-	Commercial - Retail & Offices Under redevelopment Estimated completion : 2012
Great Eastern @ Changi 200 Changi Road	Freehold	3,503	10,891	Commercial - Offices
Great Eastern House 49 Beach Road	999 years leasehold (Expiry date: 29 January 2834)	730	3,334	Commercial - Offices
Holland GEMS 1, 3 & 5 Taman Nakhoda	Freehold	8,685	13,895	Residential - 64-unit condominium
Gallop Court 6, 6A, 6B Gallop Road	Freehold	8,225	5,565	Residential - 25-unit condominium
Gallop Gardens 1, 1A, 1B, 1C, 3, 3A, 3B, 3C Tyersall Road	Freehold	12,636	4,805	Residential - 8-unit-Good Class Bungalows
Newton GEMS 50, 52 & 54 Newton Road Lot 660 TS 28, Newton Road and Lot 56 TS 28, Lincoln Road	Freehold 999 years leasehold (Expiry date: 12 February 2884)	2,809 6,945	28,819	Residential - 190-unit condominium
3 Pickering Street	99 years leasehold (Expiry date: 31 August 2096)	7,086	15,004 (strata area excluding voids)	Commercial - Retail & Offices 65-unit shop houses
MALAYSIA PROPERTIES - 100% HELD BY GREAT EASTERN LIFE ASSURANCE (MALAYSIA) BERHAD:				
Menara Great Eastern / Great Eastern Mall 303 Jalan Ampang Kuala Lumpur	Freehold	25,600	149,464	Commercial - Retail and Offices
40, 44, 50 & 68 Jln Ampang Kuala Lumpur	Freehold	2,880	10,673	Commercial - Offices
Seri Hening Residence 28, Jln Ampang Hilir, K.Lumpur	Freehold	21,484	53,111	Residential - Condominiums
Shell Garden, Port Dickson Negeri Sembilan	Freehold	16,349	-	Residential land
65 Jalan Gaya, Kota Kinabalu, Sabah	99 years leasehold (Expiry date: 31 December 2093)	718	8,853	Commercial - Offices
25, Light Street, Penang	Freehold	4,842	14,629	Commercial - Offices

LIST OF MAJOR PROPERTIES

MALAYSIA PROPERTIES - 100% HELD BY GREAT EASTERN LIFE ASSURANCE (MALAYSIA) BERHAD (continued):

Location	Tenure	Site Area (sq m)	Gross Floor Area (sq m)	Purpose
No. 103, 105, 107 & 109 Jalan Yam Tuan, Seremban Negeri Sembilan	Freehold	980	5,821	Commercial - 5-storey Retail & Offices
Lot Q169-Q173 Plz Mahkota Melaka	99 years leasehold (Expiry date: 18 July 2101)	531	2,127	Commercial - 4-storey Retail & Offices
25 Jalan Dato Lim Hoe Lek Kuantan	99 years leasehold (Expiry date: 2 September 2093)	507	1,525	Commercial -3-storey Shop Office
Menara Weld / The Weld 76 Jln Raja Chulan, Kuala Lumpur	Freehold	6,404	75,126	Commercial - 30-storey building with a 4 levels basement, 5 levels of shopping & 26 floors of office.
113, Jalan Tun Haji Openg, Kuching, Sarawak	837 years leasehold (Expiry date: 31 December 2774)	3,359	335	Residential - 1 storey detached house
Nos. 10a to 10i, Jln Brooks Drive Sibu, Sarawak	Leasehold (Expiry date: 31 December 2923)	1,015	3,850	9 units of 4-storey shophouses
Lot 48, 49, 50 & 51 Greentown Avenue, Ipoh	99 years leasehold (Title pending)	strata title	3,095	4 units of 4-storey shopoffices
Lot 72342 Mutiara Damansara	Freehold	4,490	-	Vacant commercial land
52 & 54 Jalan Ampang Kuala Lumpur	Freehold	1,209	3,268	Commercial - Offices
MALAYSIA PROPERTIES - 100% HELD BY OVERSEAS ASSURANCE CORPORATION (MALAYSIA) BERHAD:				
Nos 17 - 21 Jalan Medan Tuanku Satu Medan Tuanku 50300 Kuala Lumpur	Freehold	613	2,973	Commercial - Offices
No 1, Jalan 1/116B Kuchai Entrepreneurs Park Off Jalan Kuchai Lama 58200 Kuala Lumpur	99 years leasehold (Expiry date: 19 February 2097)	577	3,945	Commercial - Retail and Offices
No 1, Jalan 6/7, 46000, Petaling Jaya	99 years leasehold (Expiry date: 25 July 2054)	823	-	Residential
INDONESIA PROPERTIES - 100% HELD BY P.T. GREAT EASTERN LIFE INDONESIA:				
Menara Karya Building Jl.HR.Rasuna Said Blok X-5, Kav. 1-2 Setiabudi Kuningan, Jakarta Selatan 12950	Freehold	6,109	1,318	Commercial - Offices

SHAREHOLDING STATISTICS

AS AT 29 FEBRUARY 2012

Total Number of Issued Shares	:	473,319,069 shares
Class of Shares	:	Ordinary shares
Voting Rights	:	The Articles of Association provide for:
		(a) on a show of hands: 1 vote
		(b) on a poll: 1 vote for each ordinary share held

DISTRIBUTION OF SHAREHOLDINGS

Size of Holdings	No. of Shareholders	%	No. of Shares	%
1 – 999	60	4.37	12,443	0.00
1,000 – 10,000	1,085	79.02	2,855,724	0.61
10,001 – 1,000,000	216	15.73	16,716,691	3.53
1,000,001 and above	12	0.88	453,734,211	95.86
Total	1,373	100.00	473,319,069	100.00

TWENTY LARGEST SHAREHOLDERS (ACCORDING TO THE REGISTER OF MEMBERS)

	Shareholders (Members)	No. of Shares	%
1	Oversea-Chinese Bank Nominees Private Limited	403,170,489	85.18
2	HSBC (Singapore) Nominees Private Limited	10,895,995	2.30
3	Eastern Realty Company Limited	9,425,619	1.99
4	Citibank Nominees Singapore Private Limited	9,198,980	1.94
5	DBS Nominees (Private) Limited	6,748,540	1.43
6	Wong Hong Sun	3,164,000	0.67
7	Wong Hong Yen	3,119,668	0.66
8	Kuchai Development Berhad	3,032,000	0.64
9	Sungei Bagan Rubber Company (Malaya) Berhad	1,733,120	0.37
10	Shaw Vee Meng	1,208,000	0.26
11	Shaw Vee Foong	1,036,800	0.22
12	DBSN Services Private Limited	1,001,000	0.21
13	United Overseas Bank Nominees (Private) Limited	802,622	0.17
14	Lee Hak Heng	728,150	0.15
15	Asia Chemical Corporation Sendirian Berhad	658,677	0.14
16	Lee Seok Chee	560,480	0.12
17	Yeap Holdings (Private) Limited	487,238	0.10
18	The Estate of Alan Loke (Deceased)	455,094	0.10
19	The Bank of East Asia (Nominees) Private Limited	437,000	0.09
20	Yong Pui Fun	430,080	0.09
	Total	458,293,552	96.83

SHAREHOLDING STATISTICS
AS AT 29 FEBRUARY 2012

SUBSTANTIAL SHAREHOLDER
(ACCORDING TO THE REGISTER OF SUBSTANTIAL SHAREHOLDERS AS AT 29 FEBRUARY 2012)

	DIRECT INTEREST	DEEMED INTEREST	TOTAL INTEREST	
	No. of Shares	No. of Shares	No. of Shares	Percentage of issued shares
Oversea-Chinese Banking Corporation Limited ("OCBC Bank")	402,521,889[1]	10,059,219[2]	412,581,108	87.17

Notes:

(1) Shares registered in the name of Oversea-Chinese Bank Nominees Private Limited
(2) OCBC Bank is deemed to have an interest in 10,059,219 shares held by the following:

Name of Company	No. of Shares
Eastern Realty Company Limited	9,425,619
Singapore Building Corporation Limited (shares registered in the name of Oversea-Chinese Bank Nominees Private Limited)	633,600
Total deemed interest	10,059,219

Based on information available to the Company as at 29 February 2012, approximately 13% of the issued ordinary shares of the Company is held by the public, and therefore Rule 723 of the Listing Manual of Singapore Exchange Securities Trading Limited has been complied with.

MANAGEMENT TEAM

GROUP

Great Eastern Holdings Ltd

Christopher Wei
Group Chief Executive Officer

Tony Cheong
Group Chief Financial Officer

Andrew Lee
Group Chief Marketing & Distribution Officer

Dato Koh Yaw Hui
Chief Executive Officer,
Great Eastern Life Assurance (Malaysia) Bhd

Khoo Kah Siang (Dr)
General Manager (Singapore)

Yoon Mun Thim
Group Chief Investment Officer

Mohamad Salihuddin Ahmad
Chief Executive Officer,
Great Eastern Takaful Sdn Bhd

Ho Ming Heng
Managing Director,
Group Operations & IT

Chin Wee Cheak
Head, Group Audit

Jennifer Wong Pakshong
Group Company Secretary and General Counsel

Ronnie Tan
Head, Group Risk Management

Loo Boon Teik
Group Actuary

David Chiang Boon Kong
Managing Director,
Group Human Capital

SINGAPORE

The Great Eastern Life Assurance Co Ltd

The Overseas Assurance Corporation Ltd

Khoo Kah Siang (Dr)
General Manager (Singapore)

Ben Tan
Chief Distribution Officer

Colin Chan
Chief Marketing Officer

Koo Chung Chang
Appointed Actuary

Leow Yung Khee (Dr)
Head, General & Group Insurance

Magdeline Wong
Head, Life Bancassurance

Jesslyn Tan
Chief Executive Officer,
Great Eastern Financial Advisers

Lee Swee Kiang
Chief Product Officer

Patrick Chen
Head, Operations

Ng Koh Wee
Head, IT

Koh Peck Hoon
Deputy Head, Human Capital

Gary Colin Cosby
Head, Risk Management & Compliance

Joys Wiraatmadja
Chief Internal Auditor (Singapore)

Tan Mui Jun
Vice President, Investment Management

Edwin Foo
Senior Legal Counsel

Tan Seck Geok
Head, Corporate Communications

MALAYSIA

Great Eastern Life Assurance (Malaysia) Berhad

Dato Koh Yaw Hui
Chief Executive Officer

Raymond Ong Eng Siew
Chief Financial Officer

Richard Lin Kwok Wing
Chief Investment Officer

Song Hock Wan
Head, Customer Acquisition

Chan Chee Wei
Head, Bancassurance

Yap Chee Keong
Appointed Actuary

Jeffrey Yem Voon Cheat
Chief Operations Officer

Bruce Lee Yee Lam
Head, Property & Corporate Services

Cheong Soo Ching
Head, Risk Management & Compliance

Lee Pooi Hor
Head, Information Technology

Liza Hanim Binti Zainal Abidin
Company Secretary

Sophia Ch'ng Sok Heang
Head, Finance

Wong Wai Yean
Head, Group Insurance

MANAGEMENT TEAM

Lenard Cheong Kea Wai
Acting Head, Human Capital

Audra Chung Kit Li
Chief Internal Auditor

Overseas Assurance Corporation (Malaysia) Berhad

Ng Kok Kheng
Chief Executive Officer

Liew Kim Loy
Technical Advisor

Cheam Tat Hoi
Head, Finance & Administration

Kevin Choong Wui Teck
Head, Distribution

Lok Wey Cheng
Head, Agency Channel Management

Catherine Lee En Fah
Head, Retail & Alternative Distribution

Chong Kah Lay
Head, General Operations

Yap Foo Vee
Head, Technical Operations

Tang Yoke Kuen
Head, Claims

Great Eastern Takaful Sdn Bhd

Mohamad Salihuddin Ahmad
Chief Executive Officer

Zafri AB Halim
Chief Financial Officer

Wong Kang Yuan
Appointed Actuary

Ariff Azhan Abd Ghani
Head, Agency Distribution

Mohd Hanafi Mohd Isa
Head, Partnership Distribution

Mohd Hafiz Johari
Head, Human Capital

Wan Ahmad Najib Wan Ahmad Lotfi
Head, Strategic Management & Shariah

Shapini Abdul Halim
Head, Legal & Secretarial

CHINA

Great Eastern Life Assurance (China) Co Ltd

Tan Jiak Hiang
Chief Executive Officer

Huang Taoyuan
Chief Representative (Beijing Rep Office)

INDONESIA

PT Great Eastern Life Indonesia

Ivan Chak
President Director

Windawati Tjahjadi
Actuarial Director

Yannes Chandra
Director, IT & Operations

Gary Chuang
Chief Distribution Officer

Wong Fong Leng
Head, Finance & Strategic Planning

Yungki Aldrin
Head, Human Capital

Sukawati Lubis
Company Secretary and Head, Corporate Legal, Secretariat & Compliance

VIETNAM

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General Director

Huynh Kim Tu
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Lee Kok San
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Truong Minh Tam
Chief Operations Officer

Nguyen Thanh Son
Head, Agency Development

Pham Thi Thuy Nga
Head, Marketing and Public Relations

Phan Nguyen Diep Lan
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Chau Thi Bich Nga
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BRUNEI

Helen Yeo (Mrs)
Branch Head

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NOTICE OF ANNUAL GENERAL MEETING

GREAT EASTERN HOLDINGS LIMITED

(INCORPORATED IN THE REPUBLIC OF SINGAPORE)
(COMPANY REGISTRATION NO. 199903008M)

NOTICE IS HEREBY GIVEN that the Thirteenth Annual General Meeting of Great Eastern Holdings Limited (the "Company") will be held at 1 Pickering Street #02-02, Great Eastern Centre, Singapore 048659 on Wednesday, 18 April 2012 at 3.00 pm to transact the following business:

AS ORDINARY BUSINESS

1 To receive and adopt the Directors' Report and the audited Financial Statements for the financial year ended 31 December 2011.

2 To approve a final tax exempt (one-tier) dividend of 27 cents per ordinary share in respect of the financial year ended 31 December 2011 as recommended by the Directors.

3 (a) To re-appoint pursuant to Section 153(6) of the Companies Act, Chapter 50, the following Directors, who will be retiring under Section 153 of the said Act, to hold office from the date of this Annual General Meeting until the next Annual General Meeting:

(i) Mr Lee Seng Wee
(ii) Dr Cheong Choong Kong
(iii) Mr Tan Yam Pin

Note: Mr Tan Yam Pin will, upon his re-appointment as a Director, remain as Chairman of the Audit Committee and is considered an independent member of the Audit Committee.

Tan Sri Dato' Dr Lin See-Yan will also be retiring under Section 153 of the Companies Act, Chapter 50 but will not be offering himself for re-appointment.

(b) To re-elect the following Directors retiring by rotation under Article 91 of the Company's Articles of Association and, who being eligible, offer themselves for re-election:

(i) Mrs Fang Ai Lian
(ii) Mr Koh Beng Seng

Note: Mrs Fang Ai Lian will, upon her re-election as a Director, remain as a member of the Audit Committee and is considered an independent member of the Audit Committee.

(c) To re-elect Mr Samuel Nag Tsien retiring under Article 97 of the Company's Articles of Association and, who being eligible, offers himself for re-election.

Note: Mr Samuel Nag Tsien is to be appointed as a Director of the Company with effect from 15 April 2012.

4 (a) To approve Directors' fees of $1,995,000 for the financial year ended 31 December 2011 (2010: $1,399,409).

(b) To approve a Special Director's fee of $150,000 to Mrs Fang Ai Lian for the financial year ended 31 December 2011 (2010: $600,000).

5 To re-appoint Messrs Ernst & Young LLP as Auditors and authorise the Directors to fix their remuneration.

AS SPECIAL BUSINESS

6 To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution to empower the Directors to issue shares in the Company and to make or grant instruments (such as warrants or debentures) convertible into shares, and to issue shares in pursuance of such instruments, up to the limit specified therein from the date of this Annual General Meeting up to the next Annual General Meeting.

Mandate to issue shares

That pursuant to Section 161 of the Companies Act, Chapter 50 and the Listing Manual of the Singapore Exchange Securities Trading Limited ("SGX-ST"), authority be and is hereby given to the Directors of the Company to:

(a) (i) issue shares in the capital of the Company ("shares") whether by way of rights, bonus or otherwise; and/or

(ii) make or grant offers, agreements or options (collectively, "Instruments") that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into shares,

on a pro rata basis to shareholders of the Company, at any time and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit; and

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

provided that:

(1) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed 50% of the total number of issued shares in the capital of the Company excluding treasury shares (as calculated in accordance with sub-paragraph (2) below);

(2) (subject to such manner of calculation and adjustments as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (1) above, the total number of issued shares in the capital of the Company excluding treasury shares shall be based on the total number of issued shares in the capital of the Company excluding treasury shares at the time this Resolution is passed, after adjusting for:

(i) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time this Resolution is passed; and

(ii) any subsequent bonus issue, consolidation or subdivision of shares;

(3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Articles of Association for the time being of the Company; and

(4) (unless revoked or varied by the Company in general meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.

7 That authority be and is hereby given to the Directors of the Company to allot and issue from time to time such number of shares as may be required to be allotted and issued pursuant to the Great Eastern Holdings Limited Scrip Dividend Scheme.

8 To transact any other ordinary business.

By Order of the Board

JENNIFER WONG PAKSHONG
Secretary

Singapore
22 March 2012

EXPLANATORY NOTES

Ordinary Resolution 3(c)

Mr Samuel Nag Tsien is to be appointed as a non-executive Director of the Company in place of Mr David Conner with effect from 15 April 2012. Under Article 97 of the Articles of Association of the Company, Mr Tsien will cease to hold office as a Director at the forthcoming Annual General Meeting, but will be eligible for re-election thereat.

Mr Tsien succeeds Mr David Conner as Chief Executive Officer of OCBC Bank with effect from 15 April 2012.

Mr Tsien was appointed Senior Executive Vice President in July 2007 when he joined OCBC Bank. As Head of Global Corporate Bank of OCBC Bank, he has bankwide responsibilities for corporate, commercial and institutional banking, covering Singapore and all overseas countries. Since July 2008, he also oversees the International and Transaction Banking divisions of OCBC Bank. Mr Tsien has 35 years of banking experience and has held various senior management roles in corporate banking, retail banking and risk management at Bank of America. Prior to joining OCBC Bank, he was President and Chief Executive Officer of Bank of America (Asia) and China Construction Bank (Asia) Corporation respectively.

He is a Director of OCBC Bank (China) Limited, Singapore Island Bank Limited, Asean Finance Corporation Limited, Asfinco Singapore Ltd and Mapletree Commercial Trust Management Ltd. He was previously a Commissioner of P.T. Bank OCBC Indonesia (until 1 January 2011).

Mr Tsien holds a BA (Hons) in Economics from the University of California, Los Angeles (UCLA).

Ordinary Resolution 4(b)

The payment of $150,000 as a Special Director's fee to Mrs Fang Ai Lian is in recognition of her exceptional contributions during the period of Group CEO transition in financial year 2011 (2010: $600,000).

Special Business

The Ordinary Resolution set out in item 6 authorises the Directors of the Company from the date of the forthcoming Annual General Meeting until the next Annual General Meeting to issue shares in the capital of the Company and to make or grant instruments (such as warrants or debentures) convertible into shares on a *pro rata* basis to shareholders of the Company, and to issue shares in pursuance of such instruments, up to a number not exceeding 50% of the total number of issued shares in the capital of the Company excluding treasury shares. For the purpose of determining the aggregate number of shares that may be issued, the total number of issued shares in the capital of the Company excluding treasury shares shall be based on the total number of issued shares in the capital of the Company excluding treasury shares at the time this proposed Ordinary Resolution is passed, after adjusting for (a) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time this proposed Ordinary Resolution is passed, and (b) any subsequent bonus issue, consolidation or subdivision of shares. For the avoidance of doubt, any consolidation or subdivision of shares in the capital of the Company will require shareholders' approval. The Directors will only issue shares under this Resolution if they consider it necessary and in the interests of the Company.

The Ordinary Resolution set out in item 7 authorises the Directors of the Company to issue shares pursuant to the Great Eastern Holdings Limited Scrip Dividend Scheme to members who, in respect of a qualifying dividend, have elected to receive scrip in lieu of the cash amount of that qualifying dividend.

Note: A member of the Company entitled to attend and vote at the above Meeting may appoint a proxy to attend and vote on his behalf. Such proxy need not be a member of the Company. The instrument appointing a proxy must be deposited at the Company's registered office at 1 Pickering Street #16-01, Great Eastern Centre, Singapore 048659 not less than 48 hours before the time fixed for holding the Meeting.

BOOKS CLOSURE DATE AND PAYMENT DATE FOR FINAL DIVIDEND

Subject to the approval of the shareholders to the final tax exempt (one-tier) dividend at the Annual General Meeting, the Share Transfer Books and Register of Members of the Company will be closed on 26 April 2012 for the purpose of determining the entitlement of shareholders to the recommended final tax exempt (one-tier) dividend of 27 cents per ordinary share. Duly completed registrable transfers of shares received by the Company's Share Registrar, M & C Services Pte Ltd at 138 Robinson Road #17-00, The Corporate Office, Singapore 068906 up to 5.00 pm on 25 April 2012 will be registered to determine shareholders' entitlements to the final dividend. Subject to the aforesaid, Members whose securities accounts with The Central Depository (Pte) Limited are credited with shares as at 5.00 pm on 25 April 2012 will be entitled to the recommended final tax exempt (one-tier) dividend.

The final tax exempt (one-tier) dividend, if approved by shareholders, will be paid on 9 May 2012.

PROXY FORM

GREAT EASTERN HOLDINGS LIMITED
(INCORPORATED IN THE REPUBLIC OF SINGAPORE)
(COMPANY REGISTRATION NO. 199903008M)

IMPORTANT:
1. For investors who have used their CPF monies to buy Great Eastern Holdings Limited shares, this Annual Report is sent solely FOR INFORMATION ONLY.
2. This Proxy Form is not valid for use by CPF investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

I/We, ____

NRIC/Passport No. ______________________ of ______________________

____

being a member/members of Great Eastern Holdings Limited, hereby appoint

Name	Address	NRIC/Passport No.	Proportion of Shareholdings (%)
and/or (delete as appropriate)			

as my/our proxy/proxies to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at 1 Pickering Street #02-02, Great Eastern Centre, Singapore 048659 on Wednesday, 18 April 2012 at 3.00 pm and at any adjournment thereof.

I/We have indicated with an "X" in the appropriate box against such item how I/we wish my/our proxy/proxies to vote. If no specific direction as to voting is given, or in the event of any item arising not summarised below, my/our proxy/proxies may vote or abstain at the discretion of my/our proxy/proxies.

No.	Resolutions	For	Against
	AS ORDINARY BUSINESS		
1	Adoption of Directors' Report and 2011 Audited Financial Statements		
2	Approval of a final tax exempt (one-tier) dividend of 27 cents per ordinary share		
3(a)(i)	Re-appointment of Mr Lee Seng Wee		
3(a)(ii)	Re-appointment of Dr Cheong Choong Kong		
3(a)(iii)	Re-appointment of Mr Tan Yam Pin		
3(b)(i)	Re-election of Mrs Fang Ai Lian		
3(b)(ii)	Re-election of Mr Koh Beng Seng		
3(c)	Re-election of Mr Samuel Nag Tsien		
4(a)	Approval of Directors' fees of $1,995,000 in respect of financial year 2011		
4(b)	Approval of a Special Director's fee of $150,000 to Mrs Fang Ai Lian in respect of financial year 2011		
5	Re-appointment of Messrs Ernst & Young LLP as Auditors and to authorise Directors to fix their remuneration		
	AS SPECIAL BUSINESS		
6	Authority for Directors to issue shares pursuant to Section 161 of the Companies Act, Chapter 50		
7	Authority for Directors to issue shares pursuant to the Great Eastern Holdings Limited Scrip Dividend Scheme		

Dated this __________ day of ________________ 2012

Total Number of Shares held

____
Signature(s) of Member(s) or Common Seal

IMPORTANT: PLEASE READ NOTES OVERLEAF.

NOTES TO PROXY FORM:

1. (a) A member of the Company entitled to attend and vote at a meeting of the Company is entitled to appoint one or two proxies to attend and vote on his behalf. Such proxy need not be a member of the Company.

   (b) Completion and return of this instrument appointing a proxy shall not preclude a member from attending and voting at the meeting. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the meeting in person.

2. The instrument appointing a proxy or proxies must be deposited at the Company's registered office at 1 Pickering Street #16-01, Great Eastern Centre, Singapore 048659, not less than 48 hours before the time fixed for holding the Annual General Meeting.

3. Where a member appoints two proxies, the appointments shall be invalid unless he specifies the proportion of his shareholding (expressed as a percentage of the whole) to be represented by each proxy.

4. Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (as defined in Section 130A of the Companies Act, Chapter 50), you should insert that number of shares. If you have shares registered in your name in the Register of Members, you should insert that number of shares. If you have shares entered against your name in the Depository Register and shares registered in your name in the Register of Members, you should insert the aggregate number of shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the shares held by you.

5. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal or under the hand of a director or an officer or attorney duly authorised.

6. Where an instrument appointing a proxy or proxies is signed on behalf of the appointor by an attorney, the letter of power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.

7. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the Annual General Meeting, in accordance with Section 179 of the Companies Act, Chapter 50.

8. The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies. In addition, in the case of shares entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register as at 48 hours before the time appointed for holding the Annual General Meeting, as certified by The Central Depository (Pte) Limited to the Company.

EPILOGUE

As we embark on a new phase of growth and development in the current financial year, we are mindful that the macroeconomic environment continues to present challenges that will put our tenacity and resilience to the test. Against this backdrop of economic uncertainty, we are stepping forward refreshed and rejuvenated, armed with our renewed commitment to helping you achieve the best that life can offer, for you and for those who need you most.

This annual report is printed on 9lives silk. This paper is environmentally-friendly and is produced with a minimum content of 51% recycled paper.

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A member of the OCBC Group

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(Incorporated in the Republic of Singapore)
(Company Reg. No. 199903008M)

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