
FIRST SUPPLEMENTARY BASE PROSPECTUS

RELATING TO THE OFFERING OF
STRUCTURED WARRANTS
TO BE ISSUED BY



OCBC BANK (MALAYSIA) BERHAD

(Company No. 295400-W)
(Incorporated in Malaysia under the Companies Act, 1965)

If you are in doubt as to any aspect of this document, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

This First Supplementary Base Prospectus is published in connection with the offering of Structured Warrants to be issued from time to time (within the validity period of the Base Prospectus dated 3 June 2011 and expires on 2 June 2012) by OCBC Bank (Malaysia) Berhad ("Issuer"). This First Supplementary Base Prospectus is intended to provide information on the Issuer and the Structured Warrants. The Structured Warrants are non-collateralised and comprise cash settled call warrants over single equities (American and/or European styles), cash settled call warrants over basket of equities (American and/or European styles), cash settled call warrants over single index (American and/or European styles), cash settled put warrants over single equities (American and/or European styles), cash settled put warrants over basket of equities (American and/or European styles), cash settled put warrants over single index (American and/or European styles), cash settled callable bull/bear certificates ("CBBC") over single equities (European style) and cash settled CBBC over single index (European style). The specific terms relating to each series of the Structured Warrants will be set out in the term sheets to be issued in respect of each relevant Structured Warrants, which will be supplement to, and should be read in conjunction with, the Base Prospectus and this First Supplementary Base Prospectus.

You are warned that the price and level of the securities and indices respectively (and potentially along with them, the price of the corresponding Structured Warrants) may fall in value as rapidly as it may rise and you may sustain a total loss of your investment. You should therefore make sure you understand the terms and conditions of the Structured Warrants offered, the risk factors involved, and where necessary seek professional advice before investing in the Structured Warrants.

The Structured Warrants constitute general unsecured contractual obligations of the Issuer and of no other person. Therefore, if you purchase the Structured Warrants, you are relying on the creditworthiness of the Issuer and have no recourse/rights against the company which has issued the underlying securities or the index sponsor that compiles and publishes the underlying index.

THE STRUCTURED WARRANTS ARE TO BE LISTED AND TRADED ON THE STRUCTURED WARRANTS BOARD OF BURSA MALAYSIA SECURITIES BERHAD.

YOU ARE ADVISED TO READ AND UNDERSTAND THE CONTENTS OF THIS FIRST SUPPLEMENTARY BASE PROSPECTUS. IF IN DOUBT, PLEASE CONSULT A PROFESSIONAL ADVISER. THERE ARE CERTAIN RISK FACTORS WHICH PROSPECTIVE INVESTORS SHOULD CONSIDER. TURN TO SECTION 4 OF THE BASE PROSPECTUS FOR "RISK FACTORS".

This First Supplementary Base Prospectus is to be read in conjunction with the Base Prospectus dated 3 June 2011

This First Supplementary Base Prospectus is dated 10 January 2012 and expires on 2 June 2012

OUR DIRECTORS HAVE SEEN AND APPROVED THIS FIRST SUPPLEMENTARY BASE PROSPECTUS. OUR DIRECTORS COLLECTIVELY AND INDIVIDUALLY ACCEPT FULL RESPONSIBILITY FOR THE ACCURACY OF THE INFORMATION CONTAINED IN THIS FIRST SUPPLEMENTARY BASE PROSPECTUS AND CONFIRM, AFTER HAVING MADE ALL REASONABLE ENQUIRIES, THAT TO THE BEST OF THEIR KNOWLEDGE AND BELIEF, THERE ARE NO FALSE OR MISLEADING STATEMENTS OR OTHER FACTS THE OMISSION OF WHICH WOULD MAKE ANY STATEMENT IN THIS FIRST SUPPLEMENTARY BASE PROSPECTUS FALSE OR MISLEADING.

NOTWITHSTANDING THE FOREGOING, OUR DIRECTORS DO NOT ACCEPT RESPONSIBILITY FOR THE CONTENTS OF INFORMATION ON ANY UNDERLYING SECURITY, UNDERLYING COMPANY, INDEX OR INDEX SPONSOR, SAVE FOR THE FACT THAT THE INFORMATION IS AN ACCURATE EXTRACT OR SUMMARY OF RELEVANT PUBLICLY RELEASED INFORMATION.

WE ACKNOWLEDGE THAT, BASED ON ALL AVAILABLE INFORMATION, AND TO THE BEST OF OUR KNOWLEDGE AND BELIEF, THIS FIRST SUPPLEMENTARY BASE PROSPECTUS CONSTITUTES A FULL AND TRUE DISCLOSURE OF ALL MATERIAL FACTS CONCERNING THE OFFERING OF THE STRUCTURED WARRANTS ("OFFER").

A COPY OF THIS FIRST SUPPLEMENTARY BASE PROSPECTUS HAS BEEN REGISTERED WITH THE SECURITIES COMMISSION MALAYSIA ("SC"). THE REGISTRATION OF THIS FIRST SUPPLEMENTARY BASE PROSPECTUS SHOULD NOT BE TAKEN TO INDICATE THAT THE SC RECOMMENDS THE OFFER OR ASSUMES RESPONSIBILITY FOR THE CORRECTNESS OF ANY STATEMENT MADE OR OPINION OR REPORT EXPRESSED IN THIS FIRST SUPPLEMENTARY BASE PROSPECTUS. THE SC IS NOT LIABLE FOR ANY NON-DISCLOSURE ON OUR PART AND TAKES NO RESPONSIBILITY FOR THE CONTENTS OF THIS FIRST SUPPLEMENTARY BASE PROSPECTUS, MAKES NO REPRESENTATION AS TO ITS ACCURACY OR COMPLETENESS AND EXPRESSLY DISCLAIMS ANY LIABILITY WHATSOEVER FOR ANY LOSS HOWSOEVER ARISING FROM OR IN RELIANCE UPON THE WHOLE OR ANY PART OF THE CONTENTS OF THIS FIRST SUPPLEMENTARY BASE PROSPECTUS. **YOU SHOULD RELY ON YOUR OWN EVALUATION TO ASSESS THE MERITS AND RISKS OF THE OFFER AND THE INVESTMENT IN THE STRUCTURED WARRANTS. IF YOU ARE IN ANY DOUBT AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.**

APPROVAL WILL BE OBTAINED FROM BURSA MALAYSIA SECURITIES BERHAD ("BURSA SECURITIES") FOR THE LISTING OF AND QUOTATION OF THE STRUCTURED WARRANTS BEING OFFERED. ADMISSION OF THE STRUCTURED WARRANTS TO THE OFFICIAL LIST OF BURSA SECURITIES IS NOT TO BE TAKEN AS AN INDICATION OF OUR MERITS, THE MERITS OF THE OFFER, THE STRUCTURED WARRANTS, THE UNDERLYING SECURITIES, UNDERLYING COMPANIES OR THE UNDERLYING INDEX.

IF YOU ARE IN DOUBT AS TO THE REQUIREMENTS, RESTRICTIONS AND RISKS RELATING TO OR IN CONNECTION WITH MAKING AN INVESTMENT IN THE STRUCTURED WARRANTS, YOU SHOULD CONSULT YOUR OWN PROFESSIONAL ADVISER AND SEEK ADVICE ON SUCH CONCERNS IN RESPECT OF YOUR SPECIFIC TAX POSITION. YOU SHOULD ALSO MAKE YOUR OWN INQUIRIES AS TO THE LAWS, REGULATIONS AND DIRECTIVES IN FORCE OR APPLICABLE RELATING TO OR IN CONNECTION WITH MAKING SUCH INVESTMENT.

A COPY OF THIS FIRST SUPPLEMENTARY BASE PROSPECTUS HAS ALSO BEEN LODGED WITH THE REGISTRAR OF COMPANIES WHO TAKES NO RESPONSIBILITY FOR ITS CONTENTS. THIS FIRST SUPPLEMENTARY BASE PROSPECTUS CAN ALSO BE VIEWED OR DOWNLOADED FROM BURSA SECURITIES WEBSITE AT WWW.BURSAMALAYSIA.COM.

ADDITIONAL INFORMATION AND TERMS RELATING TO EACH OFFERING WILL BE SET OUT IN THE RESPECTIVE TERM SHEET, WHICH WILL BE SUPPLEMENTAL TO, AND SHOULD BE READ IN CONJUNCTION WITH, THE BASE PROSPECTUS AND THIS FIRST SUPPLEMENTARY BASE PROSPECTUS. IN THE EVENT OF ANY INCONSISTENCY BETWEEN THE PROVISIONS OF THE BASE PROSPECTUS AND/OR THIS FIRST SUPPLEMENTARY BASE PROSPECTUS AND ANY TERM SHEET, THE PROVISIONS OF THE TERM SHEET WILL PREVAIL FOR THE PURPOSE OF SUCH OFFER.

YOU ARE ADVISED TO NOTE THAT RECOURSE FOR FALSE OR MISLEADING STATEMENTS OR ACTS MADE IN CONNECTION WITH THIS FIRST SUPPLEMENTARY BASE PROSPECTUS IS DIRECTLY AVAILABLE UNDER SECTIONS 248, 249 AND 357 OF THE CAPITAL MARKETS AND SERVICES ACT 2007 ("CMSA").

SECURITIES LISTED ON BURSA SECURITIES ARE OFFERED TO THE PUBLIC PREMISED ON FULL AND ACCURATE DISCLOSURE OF ALL MATERIAL INFORMATION CONCERNING THE ISSUE FOR WHICH ANY OF THE PERSONS SET OUT IN SECTION 236 OF THE CMSA, E.G. DIRECTORS AND ADVISERS, ARE RESPONSIBLE.

This First Supplementary Base Prospectus is to be read in conjunction with the Base Prospectus dated 3 June 2011

TABLE OF CONTENTS

	Page
1. CHANGE IN THE BOARD OF DIRECTORS	1
2. CHANGES IN THE KEY MANAGEMENT TEAM OF OCBC BANK (MALAYSIA) BERHAD	1
3. CHANGES IN INFORMATION ON OCBC BANK (MALAYSIA) BERHAD	
3.1 AMENDMENT TO THE SUMMARY OF OCBC BANK (MALAYSIA BERHAD)	1
3.2 GROUP STRUCTURE	1
4. OCBC BANK (MALAYSIA) BERHAD FINANCIAL HIGHLIGHTS	
4.1 AMENDMENT TO THE FINANCIAL HIGHLIGHTS	2
4.2 UNAUDITED FINANCIAL HIGHLIGHTS AS OF 30 JUNE 2011	2
5. BASE PROSPECTUS REMAINS IN FULL FORCE AND EFFECT	4
6. RESPONSIBILITY STATEMENT	5

This First Supplementary Base Prospectus is to be read in conjunction with the Base Prospectus dated 3 June 2011

The expressions and abbreviations used in this First Supplementary Base Prospectus shall have the same meaning as in the Base Prospectus dated 3 June 2011 unless otherwise defined in this First Supplementary Base Prospectus.

1. CHANGE IN THE BOARD OF DIRECTORS

We wish to update information on the board of directors, which was disclosed under Section 1 (pg. 1) and Section 7.8 (pg. 147) of the Base Prospectus

Mr. Soon Tit Koon has resigned from his position as Non-Independent Non-Executive Director of OCBC Bank (Malaysia) Berhad on 5 December 2011.

2. CHANGES IN THE KEY MANAGEMENT TEAM OF OCBC BANK (MALAYSIA) BERHAD

We wish to update information on the key management team, which was disclosed in Section 7.9 (pg. 148) of the Base Prospectus.

Key Management Team

Name	Event	New designation	Effective date
Gan Kok Kim	Re-assignment	Head of Asset Liability Management and Global Treasury International	1 August 2011
Ng Seow Pang	New appointment	Head of Global Treasury Malaysia	8 Nov 2011

3. CHANGES IN INFORMATION ON OCBC BANK (MALAYSIA) BERHAD

3.1 AMENDMENT TO THE SUMMARY OF OCBC BANK (MALAYSIA) BERHAD

We wish to advise that there is an error in the date stated in paragraph 3 of Section 7.7 (pg. 147) of the Base Prospectus. The date should read '31 December 2010' instead of '31 December 2011'.

3.2 GROUP STRUCTURE

As disclosed in Section 7.10 (pg. 148) and 7.11 (pg. 149) of the Base Prospectus, Malaysian Trustees Berhad (MTB) is part of the group structure by virtue of being an Associated Company. We wish to advise that as of 15 June 2011 OCBC Bank (Malaysia) Berhad completed the disposal of its entire equity interest in MTB. Therefore, MTB is no longer part of OCBC Bank (Malaysia) Berhad's group structure.

This First Supplementary Base Prospectus is to be read in conjunction with the Base Prospectus dated 3 June 2011

4. OCBC BANK (MALAYSIA) BERHAD FINANCIAL HIGHLIGHTS

4.1 AMENDMENT TO THE FINANCIAL HIGHLIGHTS

We wish to advise that there is an error in the dividend payout ratio figures as disclosed in Section 3.7 (pg. 10) and Section 7.12.1 (pg. 150) of the Base Prospectus. The correct figures are as follows:

	FYE 31st December		
	2008 (restated)	2009 (restated)	2010
Dividend Payout Ratio	0%	7.1%	45.8%

4.2 UNAUDITED FINANCIAL HIGHLIGHTS AS OF 30 JUNE 2011

The unaudited consolidated statement of financial position, comprehensive income and statement of cash flow for the financial period ended 30 June 2011 are set out below:

UNAUDITED STATEMENT OF FINANCIAL POSITION FOR THE HALF YEAR ENDED 30 JUNE 2011

	Group
	30 June 2011
	(RM'000)
Assets	
Cash and cash equivalents	12,395,825
Deposits and placements with banks	2,154,238
Securities held-for-trading	989,250
Securities available-for-sale	6,463,714
Loans, advances and financing	38,411,626
Derivative assets	463,315
Other assets	235,827
Statutory deposits with Bank Negara Malaysia	586,092
Investment in subsidiary companies	-
Property, plant and equipment	201,143
Prepaid lease payments	982
Investment properties	20,149
Non-current assets held for sale	58
Deferred tax assets	146,792
Total Assets	62,069,011

This First Supplementary Base Prospectus is to be read in conjunction with the Base Prospectus dated 3 June 2011

	30 June 2011 (RM'000)
Liabilities	
Deposits from customers	47,378,494
Deposits and placements of banks and other financial institutions	7,019,926
Bills and acceptances payable	307,487
Recourse obligation on loans sold to Cagamas Berhad	314,065
Subordinated term loan / bonds	1,501,237
Derivative liabilities	568,694
Other liabilities	503,453
Current tax liabilities and zakat	67,088
Total Liabilities	57,660,444
Equity	
Share capital	291,500
Reserves	4,117,067
Total equity	4,408,567
Total liabilities and equity	62,069,011
Commitments and contingencies	88,238,259

**UNADITED STATEMENT OF COMPREHENSIVE INCOME FOR THE HALF YEAR
ENDED 30 JUNE 2011**

	Group 30 June 2011 (RM'000)
Profit for the period	389,877
Fair value of securities available-for-sale	
-change in fair value	9,767
-amount transferred to profit or loss on disposal	(10,545)
Income tax expense relating to components of other comprehensive income	(194)
Other comprehensive income/(expense) for the period, net of tax	(972)
Total comprehensive income for the period	388,905
Profit attributable to:	
Owner of the bank	389,877
Total comprehensive income attributable to:	
Owner of the bank	388,905

**This First Supplementary Base Prospectus is to be read in conjunction with the Base
Prospectus dated 3 June 2011**

**UNADITED CONDENSED STATEMENT OF CASH FLOWS FOR THE HALF YEAR
ENDED 30 JUNE 2011**

	Group 30 June 2011 (RM'000)
Cash flows from operating activities	
Profit before income tax expense and zakat	515,365
Adjustments for non-operating and non-cash items	86,391
Operating profit before changes in working capital	601,756
Changes in working capital:	
Net increase in operating assets	(4,532,243)
Net increase/(decrease) in operating liabilities	6,235,880
Cash generated from/(used in) operations	2,305,393
Income tax and zakat paid	(97,304)
Net cash generated from/(used) in operating activities	2,208,089
Net cash (used in)/generated from investing activities	(481,630)
Net cash used in financing activities	(334,675)
Net increase/(decrease) in cash and cash equivalents	1,391,784
Cash and cash equivalents at beginning of the period	11,004,041
Cash and cash equivalents at end of the period	12,395,825

5. BASE PROSPECTUS REMAINS IN FULL FORCE AND EFFECT

The Base Prospectus remains in full force and effect, save and except for the variations to the Base Prospectus as set out in this First Supplementary Base Prospectus.

This First Supplementary Base Prospectus is to be read in conjunction with the Base Prospectus dated 3 June 2011

6. RESPONSIBILITY STATEMENT

We acknowledge that based on all available information, and to the best of our knowledge and belief, the Base Prospectus and this First Supplementary Base Prospectus constitute a full and true disclosure of all material facts concerning the Offerings.

Our Directors have seen and approved this First Supplementary Base Prospectus and they collectively and individually accept full responsibility for the accuracy of the information contained herein and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief there is no false or misleading statement or other fact, the omission of which would make any statement herein false or misleading.

This First Supplementary Base Prospectus is to be read in conjunction with the Base Prospectus dated 3 June 2011
