

UOB Kay Hian Private Limited

United Overseas Bank Limited

8 March 2013

Singapore Exchange Securities Trading Limited
2 Shenton Way #19-00
SGX Centre 1
Singapore 068804

Attention: Ms Siew Wun Mui / Mr Hiu Siu Wai

Dear Sirs

Stabilising action in relation to the invitation (the "Invitation") by Overseas Education Limited (the "Company") and its subsidiaries (the "Group") in respect of 125,000,000 Invitation Shares comprising 125,000,000 New Shares (subject to the Over-allotment Option of up to 25,000,000 New Shares) as follows:

- (a) 3,750,000 Offer Shares at S\$0.48 each by way of public offer; and**
- (b) 121,250,000 Placement Shares at S\$0.48 each by way of placement comprising:**
 - (i) 108,750,000 Placement Shares; and**
 - (ii) 12,500,000 Reserved Shares reserved for Independent Directors, Employees, business associates and those who have contributed to the success of our Group, payable in full on application, payable in full on application**

Capitalised terms used herein, shall, unless otherwise defined, bear the same meanings as assigned to them in the Prospectus dated 31 January 2013 issued by the Company in respect of the Invitation.

We refer to the Invitation.

As required by Regulation 3A(14) of the Securities and Futures (Market Conduct) (Exemptions) Regulations 2006, we wish to announce, through the Singapore Exchange Securities Trading Limited, the cessation of the stabilising action and that we have exercised the Over-allotment Option in respect of an aggregate of 25,000,000 Shares on 8 March 2013.

Yours faithfully
For and on behalf of
UOB Kay Hian Private Limited



Esmond Choo
Senior Executive Director

Yours faithfully
For and on behalf of
United Overseas Bank Limited



Khong Choun Mun
Managing Director
Corporate Finance