Bank of Kaohsiung Co., Ltd.

2026 Annual Shareholders’ Meeting

Handbook

Time: May 8, 2026 (Friday) 9:30 am

Venue: 10F., No. 222, Longdexin Rd., Gushan District,
Kaohsiung, Taiwan (Kaohsiung Marriott Hotel Huang-Hsi
Meeting Room C）

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Bank of Kaohsiung Co., Ltd.

Agenda for 2026 Annual Shareholders' Meeting

Means of Meeting: physical shareholders' meeting
Time: May 8, 2026 (Friday) 9:30 am
Venue: 10F., No. 222, Longdexin Rd., Gushan District, Kaohsiung, Taiwan
(Kaohsiung Marriott Hotel Huang-Hsi Meeting Room C）

I. Reporting the number of shares represented by the shareholders present and calling the meeting to order

II. Opening speech by the chairperson

III. Reported Matters
- (I) Report on the operating performance in 2025
- (II) 2025 audit report by the Audit Committee and communication between Audit Committees and chief internal auditors
- (III) Report on the remuneration for employees and remuneration for directors in 2025

IV. Acknowledged Matters
- (I) Acknowledgement of the business report and financial statements of 2025
- (II) Acknowledgement of the earnings distribution proposal of 2025

V. Matters for Discussion and Election
- (I) Proposal to increase capital through earnings and capital reserves to issue new shares
- (II) Proposal to amend the Articles of Incorporation
- (III) Proposal to amend the Regulations Governing the Acquisition and Disposal of Assets
- (IV) Election of the 16th Board of Directors
- (V) Lifting the ban on newly elected Directors and their representatives regarding competition

VI. Extemporary motion

VII. Adjournment of the meeting

Reported Matters No. I

Subject: Report on the operating performance in 2025

Descriptions: For the 2025 Business Report, please refer to pp.3-7 of the Meeting Agenda Handbook.

Business Report

Dear Shareholders,

Looking back on 2025, the global political and economic environment was characterized by ongoing volatility and uncertainty. Global economic conditions were influenced by U.S. tariff policies and persistent geopolitical tensions, underscoring the importance of resilience and prudent management in navigating such challenges. Domestically, Taiwan's industrial landscape exhibited clear structural divergence. The electronics and semiconductor sectors demonstrated robust export momentum, supported by rising demand for artificial intelligence and high-performance computing. Meanwhile, traditional industries and petrochemical-related sectors experienced a slower pace of recovery, reflecting subdued end-market demand.

Amid the dual challenges of industrial polarization and the Central Bank's strengthened selective credit controls, the Bank maintained responsible and resilient management practices. Through dynamic risk management and flexible credit portfolio adjustments, we continued to strengthen financial performance despite a challenging economic environment, creating sustainable value for our customers, shareholders, and the Bank.

Advancing Balanced Business Performance

Benefiting from the NT$5 billion cash capital increase completed in March 2024, the Bank further strengthened its capital structure, supporting sustainable growth in lending and investment activities. In 2025, the Bank reported resilient financial performance. Pre-tax net income reached NT$1.567 billion, reflecting a year-on-year increase of 19.16%. Post-tax net income rose to NT$1.278 billion, representing annual growth of 32.99%. Earnings per share (EPS) stood at NT$0.68, underscoring the Bank's commitment to balanced and sustainable value creation. Earnings growth was supported by the expansion of the loan portfolio and improvements in the interest spread on foreign currency bonds, contributing to an increase of NT$633 million in net interest income. Return on assets (ROA) and return on equity (ROE) rose to 0.36% and 4.94%, respectively, reflecting enhanced efficiency in capital utilization and the Bank's commitment to sustainable financial performance.

In terms of business development, the Bank continued to broaden its customer base while strengthening relationships with existing corporate clients, supporting steady growth in asset scale and reinforcing our commitment to sustainable value creation. As of year-end 2025, total assets reached NT$355.8 billion, representing growth of 1.48%. Average deposit balances increased by 8.32% to NT$299.305 billion, while average loan balances grew by 9.59% to NT$227.222 billion. Within this, corporate lending expanded by NT$11.45 billion (up 8.5%), consumer lending rose by NT$4.757 billion (up 7.16%), and municipal lending increased by NT$3.682 billion (up 59.52%). These results reflect the Bank's balanced and prudent development, underscoring its commitment to sustainable and resilient growth.

Reflecting the Bank's sound operating fundamentals, Fitch Ratings assigned credit ratings on September 1, 2025. The Bank received an international long-term issuer default rating of BBB+ and a short-term rating of F1. Domestically, the Bank was rated AA-(twn) for long-term credit and F1+(twn) for short-term credit, all with a Stable Outlook, underscoring confidence in the Bank's resilient and sustainable operations.

Integrating Sustainability into Core Operations

The Bank has integrated ESG indicators into the core of its operations, reinforcing its commitment to sustainable development through initiatives in digital transformation, green finance, and social inclusion.

By strengthening information and cybersecurity frameworks and enhancing our Mobile Banking App, the Bank has introduced a user-friendly and intuitive interface together with streamlined transaction processes, supporting customer accessibility and reinforcing a secure and seamless user experience. Under the "Green and Transition Finance Action Plan," the Bank introduced Green and Sustainability Time Deposits and issued Sustainability Bonds to direct funds toward green and sustainable lending. Through sustainability-linked loans and green investments, the Bank supports domestic enterprises in their low-carbon transition, strengthening resilience in operations and contributing to sustainable development. In addition, the Bank continues to strengthen climate risk management. Beyond reducing and managing carbon emissions, we apply responsible investment and lending mechanisms to evaluate the greenhouse gas emissions and management practices of our financing and investment counterparties. By supporting clients in their net zero transition, the Bank reduces its own carbon footprint while gradually expanding its portfolio of green assets, reinforcing our commitment to sustainable development.

In terms of sustainability talent development, the Bank continues to provide training for employees in sustainability-related professional knowledge, fostering cross-disciplinary and diverse thinking capabilities. This forms a solid foundation for the Bank's sustainable operations. Guided by our commitment to giving back to society, we also organize environmental conservation activities and support initiatives in sports, arts and culture, and assistance for disadvantaged groups, thereby promoting social inclusion and shared value.

Furthermore, in alignment with the competent authority's anti-fraud policies, the Bank has strengthened internal system controls and fraud prevention mechanisms, while enhancing frontline customer care procedures to safeguard customer deposits. In addition, the Bank conducted 224 financial literacy and fraud prevention outreach sessions across schools, community organizations, public institutions, and remote areas in Kaohsiung City, promoting public awareness of fraud prevention and supporting inclusive financial education.

External Recognition

In 2025, the Bank was recognized with the following awards and honors:

1.The Bank was rated by the Financial Supervisory Commission as having "Grade A performance in SME lending".

2.The Bank was recognized by the Joint Credit Information Center with the "Gold Quality Award" for banking credit information.

3.Received the "Trust Information Exchange Platform Excellence Award" from the Trust Association.

4.Honored by the Trust Association as an "Outstanding Institution for Trust Promotion", receiving the "Excellence in Promotion Award."

5.Won first place in Business Today's "Wealth Management Bank and Securities Evaluation" for the "Best Trust Innovation Award."

6.Won the "Trust Award" for Innovative Multi-Trust Solutions (1 Gold and 2 Excellence Awards) from the Commercial Times:

(1) Best Securities Trust Innovation Award (Small Banks Category) – Gold Award

(2) Best Integrated Trust Product Innovation Award (Small Banks Category) – Excellence Award

(3) Best Real Estate Management Trust Innovation Award – Excellence Award

7.At the Commercial Times "Protecting Assets, Securing the Future" Campus Video Competition, the Bank mentored students in producing trust-related videos, which received one Silver Award, two Bronze Awards, one Excellence Award, one Honorable Mention, and one Online Popularity Award. The Bank was also honored with the Outstanding Trust Industry Mentor Award.

8.Awarded the Silver Prize for Sustainability Reporting at the TCSA Taiwan Corporate Sustainability Awards organized by the Taiwan Institute for Sustainable Energy.

9.Selected as a constituent stock of the RAFI® Taiwan High Compensation

100 Index by the Taiwan Stock Exchange for four consecutive years.

Driving Transformation and Opening New Pathways

Looking ahead to 2026, the Bank will position wealth management as its core growth engine. We will continue to expand services for high-net-worth clients and establish operations within the Kaohsiung Zone of the Asian Asset Management Center. Guided by our principles of prudent management, professionalism, and customer-centric service, the Bank is developing a robust wealth management platform. At the same time, we will strengthen the synergies of our deposit and lending businesses and diversify income streams within our investment portfolio. Through these three strategic pillars, the Bank aims to support new avenues of sustainable growth and reinforce long-term resilience.

To further strengthen our competitive advantage, the Bank will continue to refine corporate governance and advance three key transformation strategies: capital transformation, asset–liability structure optimization, and operating expense transformation. These initiatives aim to reinforce financial resilience, support sustained operational performance, and deliver long-term value for shareholders, reflecting our commitment to responsible and sustainable growth.

Bank of Kaohsiung Co., Ltd.

Chairman: Tsui-Mei Hsu

President: Jung-Tai Chang

Chief Accountant: Yu-Huey Tsao

Reported Matters No. II

Subject: 2025 audit report by the Audit Committee and communication between Audit Committees and chief internal auditors

Descriptions:

I. The Bank's financial statements of 2025 have been duly certified and audited by Certified Public Accountants Ling-Wen Huang and Kuo-Ming Lee of Crowe Horwath International, who have, in turn, issued an audit report with unqualified (unreserved) opinions.

II. The Bank's business report, financial statements, and earnings distribution proposal of 2025 have been duly audited by the Audit Committee, which has, in turn, issued an audit report. Please refer to pp. 9 of the Meeting Agenda Handbook for details.

III. The communication between the Audit Committee and the Chief Internal Auditor in 2025 has been approved by the Audit Committee by signing. Please refer to pp.10-12 of the Meeting Agenda Handbook for details.

Bank of Kaohsiung Co., Ltd.
Audit Committee’s Audit Report

To 2026 Regular Shareholders' Meeting of the Bank:

The Board of Directors has prepared the business report, financial statements, and earnings distribution proposal of 2025. Among these, Crowe Horwath (TW) CPAs has audited the financial statements and issued an audit report. We, the Audit Committee, have reviewed the said documents prepared and submitted by the Board of Directors. We believe that these documents conform to applicable regulations. This report is duly prepared pursuant to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act. Your approval would be greatly appreciated.

Audit Committee

Independent Director: Chun-Tsung Lee

Independent Director: Tu-Tsun Wang

Independent Director: Chin-Hsiung Chen

Independent Director:Jain-Rong Su

March 12, 2026

Communication between Audit Committees and chief internal auditors

To 2026 Regular Shareholders' Meeting of the Bank:

In the pursuit of corporate governance, BOK has established the channels and mechanisms for communication between the Independent Directors, Audit Committee, and Chief Internal Auditor in accordance with the “Guidelines for Banking Enterprises in the Pursuit of Corporate Governance.” They have reviewed and communicated regarding the defects of internal audits and the internal control system. The content of the communication in 2025 is exhibited on the next page.

Audit Committee

Independent Director: Chun-Tsung Lee

Independent Director: Tu-Tsun Wang

Independent Director: Chin-Hsiung Chen

Independent Director:Jain-Rong Su

February 5, 2026

Communication between the Independent Directors, Audit Committee, and Chief Internal Auditor in 2025

Date	Communication Method	Communication Personnel	Communicated Matters	Communication results
Feb. 7, 2025	Audit Committee	Chief Auditor	"Internal Control System Statement" and "Evaluation Report on the Implementation of Internal Control System" for FY 2024.	Motion passed as stated, to be further submitted for deliberation by the Board of Directors.
Mar. 26, 2025	Audit Committee	Chief Auditor	Second Half 2024 Internal Audit Business Report and Status of Corrective Action on Internal Audit Findings.	Noted, and further submit the report to the Board of Directors.
May. 9, 2025	A meeting for independent communication between independent directors and internal audit supervisors.	Chief Auditor and internal audit supervisors	Internal Audit Proposed Internal Control Improvement Suggestions and Implementation status by the competent business unit.	Proceed in accordance with the directives of the Independent Director.
Oct. 17, 2025	Audit Committee	Chief Auditor	First Half 2025 Internal Audit Business Report and Improvement of deficiencies identified in internal audits and self-inspections.	Noted, and further submit the report to the Board of Directors.
Oct. 17, 2025	A meeting for independent communication between independent directors and internal audit supervisors.	Chief Auditor and internal audit supervisors	Internal Audit Proposed Internal Control Improvement Suggestions and Implementation Status by the Responsible Business Unit.	Proceed in accordance with the directives of the Independent Director.
Dec. 5, 2025	Audit Committee	Chief Auditor	Discussion of the 2025 internal audit plan.	Motion passed as stated, to be further submitted for deliberation by the Board of Directors.

Dec. 19, 2025	A review meeting on the deficiencies of the internal control system between all Directors (including Independent Directors) and internal audit supervisors.	Chief Auditor and internal audit supervisors	1. Pursuit of BOK internal audit on the internal control risk assessment of each Business Unit from January to November 2025. 2. AML/CFT Operational Audit Deficiencies and Status of Corrective Action in Business Units from January to November 2025. 3. The FSC's Key Areas of Examination on Banking Operations, Industry Peer Experience Sharing and Case Studies, and a Review of the Implementation of the Bank's Internal Control System and Corresponding Response Measures.	Proceed in accordance with the directives of the meeting, and prepare the minutes for submission to the Board of Directors.

Reported Matters No. III

Subject: Report on the remuneration for employees and remuneration for directors in 2025

Descriptions:

I. This matter is handled in accordance with Paragraph 3 of Article 235-1 of the Company Act.

II. This motion has been discussed and passed by the 30th session of the 15th Board of Directors of the Bank on March 12, 2026.

III. As expressly provided for in Article 34-1 of the Articles of Incorporation: If a profit is made in a year, 5% of the profit shall be set aside as employees' compensation, of which allocated as remuneration to basic-level employees shall be no less than 1%, and no more than 1.25% as directors' remunerations. According to the Financial Supervisory Commission's letter under Jin-Guan-Zheng-Fa-Zi No. 1130385442 dated November 8, 2024, rank-and-file employees refer to those who are not managers and whose salary level is lower than a certain amount. The "certain amount" for rank-and-file employees, as defined by the "Regulations for Tax Preferences Provided to Small and Medium Enterprise on Wage Payment Raising" for 2025, is NT$63,000 (same currency applicable below). Therefore, the Bank's rank-and-file employees were defined as those whose base salary (including meal allowance) no more than NT$ 63,000 in 2025. 1.9% of the 2025 remuneration to employees will be distributed to the rank-and-file employees. Regarding the remuneration for directors in 2025, the 15th Remuneration Committee of the Bank proposed in the 9th meeting held on February 24, 2026 that 1.25% of the profit before tax shall be allotted. The two remunerations shall be distributed in the following manners:

Expressed in New Taiwan Dollars

Item	Amount	Remark
Net profit before tax in 2025 (A)	1,566,847,202	
Remuneration for employees and remuneration for directors on book (B)	104,458,000	
Profit before tax (C)	1,671,305,202	(C)= (A)+ (B)
Distribution of remuneration for employees (D)	83,565,260	(D)=(C)*5%
Distribution of remuneration for directors (E)	20,891,315	(E)=(C)*1.25%

Note: The remuneration for employees is NT$740 less than the estimate, and the remuneration for directors is NT$685 less than the estimate, due to the differential gap in previous estimation. The amounts of such differential gaps shall be accounted as adjustments in the profit and/or loss of 2026.

IV. The remuneration for employees and remuneration for directors shall be distributed in the following manners:

(I) The remuneration for employees amounts to NT$83,565,260, which shall be distributed in cash.

(II) The remuneration for directors amounts to NT$20,891,315, which shall be distributed in cash.

Acknowledged Matters No. I

Proposed by the Board of Directors

Subject: The business report and financial statements of 2025

Descriptions:

I. The present issue is duly handled in accordance with Article 230 of the Company Act.
II. Please find enclosed herewith the financial statements of the Bank for 2025 as duly audited and certified by Crowe Horwath International, including the certified public accountants' audit report, balance sheets, consolidated profit & loss statement, statement of changes in equity, and cash flow statement. For the contents therein, please refer to pp. 16-26 of the Meeting Agenda Handbook.
III. Financial reports has been discussed and passed by the 18th session of the 29th Board of Directors of the Bank on February 24, 2026.
IV. The Bank's business report of 2025 has been discussed and passed by the 30th session of the 15th Board of Directors of the Bank on March 12, 2026. For the contents therein, please refer to pp.3-7 of the Meeting Agenda Handbook.

Resolutions:

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INDEPENDENT AUDITORS' REPORT

The Board of Directors and Stockholders
Bank of Kaohsiung Co., Ltd.

Opinion

We have audited the accompanying balance sheets of Bank of Kaohsiung Co., Ltd. (the "Company") as of December 31, 2025 and 2024 and the related statements of comprehensive income, changes in equity and cash flows for the years then ended and related notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2025 and 2024, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Public Banks, Regulations Governing the Preparation of Financial Reports by Securities Firms, and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and auditing standards of the Republic of China. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Professional Ethics for Certified Public Accountant of the Republic of China (the "Code"), and we have fulfilled our ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Crowe

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements for the year ended December 31, 2025. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on those matters. Key audit matters for the Company's financial statements for the year ended December 31, 2025 are stated as follows:

1. Impairment losses on loans and receivables

   The balance of loans and receivables from the balance sheet of the Company as of December 31, 2025 was $225,913,756 thousand (after deducting the allowance for bad debts of $2,650,625 thousand). Please refer to Notes 5, 6.7 and 6.8 to the financial statements. Due to the unstable domestic and foreign economic situation, the collection risk of recovery of loans and receivables has increased. Since the provision of impairment losses involves significant judgments of management, we decided to take it as a key audit matter.

   The main audit procedures we had implemented for the above-mentioned aspects include: understanding and assessing the assumptions and assessments of the Company's loans and receivables impairment losses (including default loss rate, default probability, forward-looking factor, future cash flow and the collateral value) and relevant policies; selecting samples for credit cases that have been assessed for impairment and assessing assumption of future cash flow projections and the reasonableness of the collateral value; for collective assessment of impairment cases, understanding and testing whether impairment model's assumption and important parameters (default loss rate, default probability and forward-looking factor) reflect the actual situation of each loan combination; testing the classification of credit assets to assess whether the allowance for bad debts meets the requirements of the competent authority's laws and regulations.

2. Fair value measurement of financial instruments

   The balance of financial assets at fair value through profit or loss and the balance of financial assets at fair value through other comprehensive income as of December 31, 2025 were $3,744,699 thousand and $33,587,749 thousand, respectively. The fair value of partial financial instruments is evaluated by the evaluation model because there is no trading price in the market, and some of the required input values are not publicly available in the market. Since the use of different evaluation techniques and input value assumptions involve significant judgments of the management, we decided to take it as a key audit matter.

Crowe

The main audit procedures we had implemented for the above-mentioned aspects include: understanding the Company's control over the identification, measurement and management of the evaluation risks; sampling test to assess the appropriateness and accuracy of the public quoted prices for financial instruments with active market prices; and sampling test the internal review documents to assess the appropriateness of the evaluation method for financial instruments with no active market prices and using evaluation model. In addition, we also evaluate whether the expression and disclosure of the financial instrument is in accordance with relevant accounting standards.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair representation of the financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Public Banks, Regulations Governing the Preparation of Financial Reports by Securities Firms, and IFRS, IAS, IFRIC, and SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
Those charged with governance, including members of the Audit Committee, are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the auditing standards of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Crowe

As part of an audit in accordance with the auditing standards of the Republic of China, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit 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 Company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements for the year ended December 31, 2025 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Ling Wen Huang and Kuo Ming Lee.

Crowe (TW) CPAs
Kaohsiung, Taiwan
Republic of China

February 24, 2026

<u>*Notice to Readers*</u>

The accompanying financial statements are intended only to present the financial position, financial performance and cash flows in accordance with accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such financial statements are those generally applied in the Republic of China.

For the convenience of readers, the independent auditors' report and the accompanying financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and financial statements shall prevail.

BANK OF KAOHSIUNG CO., LTD.
BALANCE SHEETS
DECEMBER 31, 2025 AND 2024
(Expressed In Thousands of New Taiwan Dollars)

Assets			December 31, 2025		December 31, 2024	
A/C No.	Item	Note	Amount	%	Amount	%
11000	Cash and cash equivalents	6.1	$3,302,998	1	$4,837,717	1
11500	Due from the Central Bank and call loans to banks	6.2	16,806,142	5	17,004,114	5
12000	Financial assets at fair value through profit or loss	6.3	3,744,699	1	3,434,712	1
12100	Financial assets at fair value through other comprehensive income	6.4	33,587,749	10	34,944,963	10
12200	Investments in debt instruments at amortized cost	6.5	56,553,205	16	58,571,833	17
12500	Securities purchased under resale agreements	6.6	11,012,458	3	8,645,942	2
13000	Receivables, net	6.7	1,402,313	-	1,735,972	1
13500	Discounts and loans, net	6.8	224,511,443	63	217,145,089	62
15500	Other financial assets, net	6.9	237,540	-	234,759	-
18500	Property and equipment, net	6.10	3,729,259	1	3,296,175	1
18600	Right-of-use assets, net	6.11	294,027	-	339,192	-
19000	Intangible assets, net	6.12	120,617	-	109,407	-
19300	Deferred tax assets	6.34	117,558	-	110,946	-
19500	Other assets, net	6.13	416,190	-	239,617	-
10000	Total Assets		$355,836,198	100	$350,650,438	100

(Continued)

A/C No.	Liabilities and Equity Item	Note	December 31, 2025 Amount	%	December 31, 2024 Amount	%
	Liabilities					
21000	Deposits from the Central Bank and other banks	6.14	$12,906,135	4	$14,202,790	4
22000	Financial liabilities at fair value through profit or loss	6.15	6,258	-	5,334	-
22500	Securities sold under repurchase agreements	6.16	8,652,119	2	12,562,802	4
23000	Payables	6.17	4,154,525	1	3,867,930	1
23200	Current tax liabilities		120,266	-	122,090	-
23500	Deposits and remittances	6.18	295,897,339	83	288,418,948	82
24000	Bonds payable	6.19	6,327,000	2	5,377,000	2
25600	Provisions	6.20	$490,137	-	$369,930	-
26000	Lease liabilities	6.11	292,086	-	340,434	-
29300	Deferred tax liabilities	6.34	32,181	-	49,369	-
29500	Other liabilities	6.21	247,184	-	307,593	-
20000	Total Liabilities		329,125,230	92	325,624,220	93
	Equity	6.22				
31101	Common stock		18,399,170	5	17,863,272	5
31103	Preferred stock		400,000	-	400,000	-
31100	Total capital stock	6.22	18,799,170	5	18,263,272	5
31500	Capital surplus	6.22	1,436,134	1	1,436,134	-
	Retained earnings					
32001	Legal reserve	6.22	3,951,407	1	3,584,509	1
32003	Special reserve	6.22	31,000	-	289,929	-
32005	Unappropriated earnings	6.22	1,269,094	1	1,285,866	1
32000	Total retained earnings		5,251,501	2	5,160,304	2
32500	Other equity	6.22	1,224,163	-	166,508	-
30000	Total equity		26,710,968	8	25,026,218	7
	Total Liabilities and Equity		$355,836,198	100	$350,650,438	100

(The accompanying notes are an integral part of the financial statements.)

BANK OF KAOHSIUNG CO., LTD.

STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024

(Expressed In thousands of New Taiwan Dollars, Except Earnings Per Share)

A/C No.	Item	Note	2025 Amount	2025 %	2024 Amount	2024 %	%Change
41000	Interest income		$8,714,084	174	$8,295,524	189	5
51000	Less: Interest expense		(5,153,602)	(103)	(5,367,212)	(122)	(4)
49010	Net interest income	6.23	3,560,482	71	2,928,312	67	22
49020	Net non-interest gain						
49100	Net service fee and commission income	6.24	887,212	18	901,984	21	(2)
49200	Gain (loss) on financial assets and liabilities at fair value through profit or loss	6.25	42,265	1	411,048	9	(90)
49310	Realized gain (loss) on financial assets at fair value through other comprehensive income	6.26	215,258	4	174,438	4	23
49450	Gain (loss) on derecognition of financial assets at amortized cost	6.27	63,571	1	46,919	1	35
49600	Foreign exchange gain (loss)	6.28	226,233	4	(129,941)	(3)	274
49700	Reversal of impairment loss (impairment losses) on assets	6.29	686	-	(4,009)	-	117
49800	Net other non-interest gain	6.30	25,617	1	55,845	1	(54)
4XXXX	Total net revenue		5,021,324	100	4,384,596	100	15
58200	Provision for bad debt, commitments and guarantee liabilities	6.8	(387,149)	(8)	(65,713)	(2)	489
58400	Operating expenses						
58500	Employee benefits expenses	6.31	(1,911,919)	(38)	(1,860,760)	(42)	3
59000	Depreciation and amortization expenses	6.32	(190,694)	(4)	(191,641)	(4)	0
59500	Other general and administrative expenses	6.33	(964,715)	(19)	(951,975)	(22)	1
61001	Income before income tax		1,566,847	31	1,314,507	30	19
61003	Income tax expense	6.34	(288,972)	(6)	(353,122)	(8)	(18)
64000	Net income		1,277,875	25	961,385	22	33
	Other comprehensive income:	6.35					
65200	Items that will not be reclassified subsequently to profit or loss						
65201	Gain (loss) on remeasurement of defined benefit plans		29,123	1	21,365	-	36
65204	Unrealized gain (loss) on valuation of investments in equity instruments at fair value through other comprehensive income		247,514	5	345,113	8	(28)
65220	Income tax related to items that will not be reclassified subsequently to profit or loss	6.34	(5,824)	-	(4,273)	-	36
65300	Items that may be reclassified subsequently to profit or loss						
65301	Exchange differences on the translation of financial statements of foreign operations		143	-	(869)	-	116
65309	Unrealized gain (loss) on valuation of investments in debt instruments at fair value through other comprehensive income		703,548	14	323,441	8	118
65310	Reversal gain (impairment loss) on debt instruments at fair value through other comprehensive income		(715)	-	2,095	-	(134)
65320	Income tax related to items that may be reclassified subsequently to profit or loss	6.34	(29)	-	174	-	(117)
65000	Other comprehensive income, net of tax		973,760	20	687,046	16	42
66000	Total comprehensive income (loss) for the year		$2,251,635	45	$1,648,431	38	37
	Earnings per share						
67500	Basic earnings per share	6.36	$0.68		$0.53		
67700	Diluted earnings per share	6.36	$0.67		$0.53		

(The accompanying notes are an integral part of the financial statements.)

BANK OF KAOHSIUNG CO., LTD.

STATEMENTS OF CHANGES IN EQUITY

FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024

(Expressed In Thousands of New Taiwan Dollars)

	Stock				Retained Earnings			Other Equity Item		
Item	Common Stock	Preferred stock	Subtotal	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings	Exchange Differences on the Translation of Financial Statements of Foreign Operations	Unrealized Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income	Total Equity
Balance at January 1, 2024	$12,342,982	$400,000	$12,742,982	$1,057,132	$3,286,533	$729,090	$993,253	$450	($259,379)	$18,550,061
Appropriation and distribution of retained earnings:										
Legal reserve	-	-	-	-	297,976	-	(297,976)	-	-	-
Special reserve	-	-	-	-	-	31,000	(31,000)	-	-	-
Cash dividends of common stock	-	-	-	-	-	-	(520,289)	-	-	(520,289)
Cash dividends of preferred stock	-	-	-	-	-	-	(31,000)	-	-	(31,000)
Stock dividends	520,290	-	520,290	-	-	-	(520,290)	-	-	-
Reversal of special reserve	-	-	-	-	-	(470,161)	470,161	-	-	-
Net income For the Year Ended December 31, 2024	-	-	-	-	-	-	961,385	-	-	961,385
Other comprehensive income (loss) for the year Ended December 31, 2024	-	-	-	-	-	-	17,092	(695)	670,649	687,046
Total comprehensive income (loss) for the year Ended December 31, 2024	-	-	-	-	-	-	978,477	(695)	670,649	1,648,431
Issuance of ordinary shares for cash	5,000,000	-	5,000,000	350,000	-	-	-	-	-	5,350,000
Share-based payment transactions	-	-	-	29,002	-	-	-	-	-	29,002
Disposal of equity instruments measured at fair value through other comprehensive income	-	-	-	-	-	-	244,517	-	(244,517)	-
Others	-	-	-	-	-	-	13	-	-	13
Balance at December 31, 2024	$17,863,272	$400,000	$18,263,272	$1,436,134	$3,584,509	$289,929	$1,285,866	($245)	$166,753	$25,026,218
Balance at January 1, 2025	$17,863,272	$400,000	$18,263,272	$1,436,134	$3,584,509	$289,929	$1,285,866	($245)	$166,753	$25,026,218
Appropriation and distribution of retained earnings:										
Legal reserve	-	-	-	-	366,898	-	(366,898)	-	-	-
Cash dividends of common stock	-	-	-	-	-	-	(535,898)	-	-	(535,898)
Cash dividends of preferred stock	-	-	-	-	-	-	(31,000)	-	-	(31,000)
Stock dividends	535,898	-	535,898	-	-	-	(535,898)	-	-	-
Reversal of special reserve	-	-	-	-	-	(258,929)	258,929	-	-	-
Net income For the Year Ended December 31, 2025	-	-	-	-	-	-	1,277,875	-	-	1,277,875
Other comprehensive income (loss) for the year Ended December 31, 2025	-	-	-	-	-	-	23,299	114	950,347	973,760
Total comprehensive income (loss) for the year Ended December 31, 2025	-	-	-	-	-	-	1,301,174	114	950,347	2,251,635
Disposal of equity instruments measured at fair value through other comprehensive income	-	-	-	-	-	-	(107,194)	-	107,194	-
Others	-	-	-	-	-	-	13	-	-	13
Balance at December 31, 2025	$18,399,170	$400,000	$18,799,170	$1,436,134	$3,951,407	$31,000	$1,269,094	($131)	$1,224,294	$26,710,968

(The accompanying notes are an integral part of the financial statements.)

BANK OF KAOHSIUNG CO., LTD.
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024
(Expressed In thousands of New Taiwan Dollars)

Item	2025	2024
Cash Flows From Operating Activities		
Income before income tax	$1,566,847	$1,314,507
Adjustments :		
Income and expense items		
Depreciation expense	151,939	149,592
Amortization expense	38,755	42,049
Expected credit loss (gain)/bad debt expense (revenue)	499,900	549,878
Net loss (gain) on financial assets and liabilities at fair value through profit or loss	(42,265)	(411,048)
Interest expense	5,153,602	5,367,212
Net loss (gain) on derecognition of financial assets at amortized cost	(63,571)	(46,919)
Interest income	(8,714,084)	(8,295,524)
Dividend income	(195,660)	(177,584)
Net change in provision for guarantee liabilities	60,582	15,089
Net change in other provisions	48,643	(3,405)
Compensation cost of share-based payments	-	29,002
Loss (gain) on disposal of properties and equipment	7	369
Loss (gain) on disposal of investments	(19,598)	3,146
Impairment loss on financial assets	-	4,009
Reversal of impairment loss on financial assets	(686)	-
Others	(1,098)	2
Total income and expense items	(3,083,534)	(2,774,132)
Net changes in operating assets and liabilities		
Net changes in operating assets		
Decrease (increase) in due from the Central Bank and call loans to banks	(270,383)	(1,140,142)
Decrease (increase) in financial assets at fair value through profit or loss	(266,798)	(757,313)
Decrease (increase) in financial assets at fair value through other comprehensive income	2,327,738	2,580,827
Decrease (increase) in investments in debt instruments at amortized cost	2,082,306	(5,305,083)
Decrease (increase) in receivables	242,732	(125,469)
Decrease (increase) in discounts and loans	(7,860,674)	(34,191,740)
Decrease (increase) in other financial assets	(3,964)	(8,207)
Decrease (increase) in other assets	(136,616)	-
Total net changes in operating assets	(3,885,659)	(38,947,127)
Net changes in operating liabilities		
Increase (decrease) in deposits from the Central Bank and other banks	(1,296,655)	3,088,911

(Continued)

Item	2025	2024
Increase (decrease) in securities sold under repurchase agreements	(3,910,683)	(1,970,193)
Increase (decrease) in payables	345,538	(580,110)
Increase (decrease) in deposits and remittances	7,478,391	36,601,927
Increase (decrease) in provision for employee benefits	34,140	(58,255)
Total net changes in operating liabilities	2,650,731	37,082,280
Total net changes in operating assets and liabilities	(1,234,928)	(1,864,847)
Total adjustments	(4,318,462)	(4,638,979)
Net cash generated from (used in) operations	(2,751,615)	(3,324,472)
Interest received	8,800,614	8,239,378
Dividends received	195,660	177,584
Interest paid	(5,212,545)	(5,269,307)
Income taxes paid	(320,449)	(308,550)
Net cash generated from (used in) operating activities	711,665	(485,367)
Cash Flows From Investing Activities		
Acquisition of property and equipment	(502,133)	(333,282)
Acquisition of intangible assets	(40,480)	(36,108)
Increase in other assets	(48,036)	(80,178)
Net cash generated from (used in) investing activities	(590,649)	(449,568)
Cash Flows From Financing Activities		
Issuance of financial bonds	2,450,000	-
Repayments of financial bonds	(1,500,000)	-
Increase in guarantee deposits received	-	110,978
Decrease in guarantee deposits received	(61,399)	-
Repayments of principal of lease liabilities	(80,423)	(80,916)
Increase in other liabilities	990	12,798
Cash dividends	(566,898)	(551,289)
Capital increase by cash	-	5,350,000
Other financing activities	13	13
Net cash generated from (used in) financing activities	242,283	4,841,584
Effects of exchange rate changes on cash and cash equivalents	143	(869)
Net increase (decrease) in cash and cash equivalents	363,442	3,905,780
Cash and cash equivalents at the beginning of the period	20,822,688	16,916,908
Cash and cash equivalents at the end of the period	$21,186,130	$20,822,688
Composition of cash & cash equivalents		
Cash and cash equivalents in the balance sheets	$3,302,998	$4,837,717
Due from the Central Bank and call loans to banks in accordance with cash and cash equivalents under IAS 7 "Statement of Cash Flows"	6,870,674	7,339,029
Investments in securities purchased under resale agreement in accordance with cash and cash equivalents under IAS 7 "Statement of Cash Flows"	11,012,458	8,645,942
Cash and cash equivalents at the end of the period	$21,186,130	$20,822,688

(The accompanying notes are an integral part of the financial statements.)

Acknowledged Matters No. II

Proposed by the Board of Directors

Subject: The earnings distribution proposal of 2025

Descriptions:

I. The Bank's final accounts of 2025 have been audited and certified by Certified Public Accountants Ling-Wen Huang and Kuo-Ming Lee of Crowe Horwath International. The outcome indicates that the net profit after tax came to NT$1,277,875,458. The initial unappropriated retained earnings came to NT$75,100,603, adding the reversal of cash dividends from odd lot of shares amounting to NT$12,931, and the reassessment of defined benefit plan amounting to NT$23,298,609, net of the capital losses from the disposal of equity instruments at fair value through comprehensive income statements amounting to (NT$107,193,515) and the legal reserve amounting to (NT$358,194,166), the total distributable earnings came to NT$910,899,920.

II. The distribution shall be duly conducted in accordance with Article 35 of the Bank's Articles of Incorporation, after the distribution of a special share dividend of NT $31,000,000, with NT$0.45 per share to be distributed to each commom shareholders (including cash dividends of NT$0.40 per share and stock dividends of NT$0.05 per share).

III. Meanwhile, in order to increase the Bank’s capital, the Bank proposes to contribute a portion of capital surplus to capital in accordance with Article 241 of the Company Act, distribute the stock dividend, NT$0.05, per share and allocate new shares to existing shareholders in proportion to their holdings, resulting in a capital increase by NT$91,995,840 (the capital increase case shall be proposed for discussion separately).

IV. The Bank’s earnings distribution proposal of 2025 should be put into enforcement after being resolved in the regular shareholders' meeting, including:

(I) The ex-dividend base day for dividends on preferred shares and cash dividends on common shares shall be fixed separately by the Board of Directors with bestowed power after the issue is duly resolved in the regular shareholders' meeting.

(II) The ex-right base day for cash dividends shall be fixed separately by the Board of Directors with bestowed power after the issue regarding capital increase is approved by the Securities and Futures Bureau, Financial Supervisory Commission.

V. This motion has been discussed and passed by the 30th session of the 15th Board of Directors of the Bank on March 12, 2026.

VI. One copy of the earnings distribution proposal of 2025 is annexed hereto (refer to pp.29 of the Meeting Agenda Handbook for details).

Resolutions:

Bank of Kaohsiung
Distribution of Earnings

2025

Expressed in New Taiwan dollars

Item	Amount
Initial unappropriated retained earnings	$75,100,603
Add: The reversal of cash dividends from odd lot of shares	12,931
Net profit after tax	1,277,875,458
Remeasurements of Defined Benefit Plan	23,298,609
Less: The capital gains(losses) from the disposal of equity instruments at fair value through comprehensive income statements	(107,193,515)
Legal reserve	(358,194,166)
Distributions earnings	$910,899,920
Distributions:	
Dividends on Preferred Stock A Shares($0.775 per share)	(31,000,000)
Cash Dividends on Common Shares($0.40 per share)	(735,966,794)
Stock Dividends on Common Shares($0.05 per share)	(91,995,840)
Unappropriated retained earnings at end of the term	$51,937,286

Note: The dividends on preferred shares and cash dividend on common shares, calculated according to the distribution ratio, is rounded down to the nearest dollar, and number to the right of the decimal point is discarded.

Matters for Discussion and Election No. I

Proposed by the Board of Directors

Subject: Proposal to increase capital through earnings and capital reserves to issue new shares

Descriptions:

I. This motion has been discussed and passed by the 30th session of the 15th Board of Directors of the Bank on March 12, 2026.

II. In order to boost capital structure, it is proposed to appropriate NT$91,995,840 each from the 2025 distributable earnings and capital reserves as stock dividends pursuant to Article 240 and 241 of the Company Act, amount to NT$183,991,680. The par value of the shares to be issued is NT$10 and the total number of the common shares to be issued is 18,399,168 shares and the total paid-in capital would reach NT$18,983,161,530. (Including special shares)

III. The board of directors is authorized to set the record date for the proposed capital increase after the approval of competent authority in connection therewith is granted. The distribution of the new shares should be made to the shareholders with no consideration at the ratio of 10 new shares for every 1,000 shares held by shareholders(including 5 shares distribution each from earnings and capital reserves) and according to their respective shareholding as stated in shareholders' register book on the record date. Common shareholders may, within five days from the book closure date for stock dividend, apply to the stock affairs agent of the Company to combine fractional shares into one share. In the event that fractional shares are not consolidated within such time period, or where consolidation produces a fraction of less than one share, then such fractional shares will be converted to cash rounded to the nearest NT$ dollar in accordance with its par value and distributed to the shareholder. The shareholders' meeting shall authorize the Chairman to solicit specified persons to subscribe for accumulated fractional shares at a subscription price equal to par value. As the Company's shares are issued in intangibles in accordance with the law, and the book-entry transfer and allotment are coordinated, the fractional payment of less than one share is used for the handling of the intangibles and other necessary expenses.

IV. Subsequently, if the capital increase in cash, the repurchase of the Company's shares, the transfer, conversion, and cancellation of its treasury stock, or other situations affect the total number of outstanding shares, changing the shareholder subscription rate as a consequence, or due to the amendment of applicable laws or the opinions or comments of the relevant government authority, the Board proposes to seek authorization from the shareholders' meeting to handle the necessary adjustments and changes.

V. The rights and obligations related to the new common shares issued in the capital increase are exactly the same as those related to the previously issued shares.

Resolutions:

Matters for Discussion and Election No. II

Proposed by the Board of Directors

Subject: Proposal to amend the Articles of Incorporation

Descriptions:

I. This motion has been discussed and passed by the 30th session of the 15th Board of Directors of the Bank on March 12, 2026.

II. In order to strengthen corporate governance and in reference to Article 208 of the Company Act, the Bank adds the way to elect a Vice Chairman and delegation of the Vice Chairman's authority and, therefore, amends its “Articles of Incorporation”.

III. Summary of amendments: The provisions for the selection of a Vice Chairman and delegation of the Vice Chairman's authority are added to Paragraph 1, Article 20.

IV. Table of mapping of the provisions of the “Article 20 of Incorporation” of the Bank after amendment (refer to pp. 33-35 of the Meeting Handbook) and the provisions currently in effect (refer to pp.60-75 of the Meeting Handbook.

Resolutions:

Bank of Kaohsiung Co., Ltd.

Comparison Table of Partial Provisions of the Articles of Incorporation Before and After Amendment

Approved by a resolution adopted at Promoters Meeting on August 24, 1981
Amended and adopted at 1987 Regular Meeting of Shareholders on December 30, 1987
Amended and adopted at 1988 2nd Special Meeting of Shareholders on September 12, 1988
Amended and adopted at 1989 Regular Meeting of Shareholders on November 22, 1988
Amended and adopted at 1991 1st Special Meeting of Shareholders on January 10, 1991
Amended and adopted at 1991 2nd Special Meeting of Shareholders on April 24, 1991
Amended and adopted at 1993 Regular Meeting of Shareholders on October 29, 1993
Approved, amended, and adopted at 1994 Regular Meeting of Shareholders on October 26, 1994
Approved, amended, and adopted at 1995 Regular Meeting of Shareholders on October 12, 1995
Amended and adopted at 1997 Special Meeting of Shareholders on February 4, 1997
Amended and adopted at 1997 2nd Special Meeting of Shareholders on May 14, 1997
Amended and adopted at 1997 3rd Special Meeting of Shareholders on June 26, 1997
Amended and adopted at 1997 4th Special Meeting of Shareholders on August 11, 1997
Amended and adopted at 1998 Regular Meeting of Shareholders on November 27, 1998
Amended and adopted at 1999 Regular Meeting of Shareholders on December 7, 1999
Amended and adopted at 2001 Regular Meeting of Shareholders on May 22, 2001
Amended and adopted at 2002 Regular Meeting of Shareholders on June 20, 2002
Amended and adopted at 2004 Regular Meeting of Shareholders on June 10, 2004
Amended and adopted at 2005 Regular Meeting of Shareholders on June 23, 2005
Amended and adopted at 2006 Regular Meeting of Shareholders on June 22, 2006
Amended and adopted at 2007 Regular Meeting of Shareholders on June 14, 2007
Amended and adopted at 2008 Regular Meeting of Shareholders on June 19, 2008
Amended and adopted at 2011 Regular Meeting of Shareholders on June 16, 2011
Amended and adopted at 2012 Regular Meeting of Shareholders on June 21, 2012
Amended and adopted at 2013 Regular Meeting of Shareholders on June 20, 2013
Amended and adopted at 2014 Regular Meeting of Shareholders on June 19, 2014
Amended and adopted at 2016 Regular Meeting of Shareholders on June 23, 2016
Amended and adopted at 2017 Regular Meeting of Shareholders on June 22, 2017
Amended and adopted at 2018 Regular Meeting of Shareholders on June 20, 2018
Amended and adopted at 2019 Regular Meeting of Shareholders on June 20, 2019
Amended and adopted at 2020 2nd Regular Meeting of Shareholders on November 11, 2020
Amended and adopted at 2022 Regular Meeting of Shareholders on May 27, 2022
Amended and adopted at 2022 Special Meeting of Shareholders on December 22, 2022
Amended and adopted at 2024 Regular Meeting of Shareholders on May 24, 2024
Amended and adopted at 2025 Regular Meeting of Shareholders on May 23, 2025
Amended and adopted at 2026 Regular Meeting of Shareholders on OO O, 2026

Amended Provisions	Existing Provisions	Remark
Article 20 A Board of Directors' meeting shall be attended by at least two thirds of the directors, and three to five managing directors shall be mutually elected among the directors with the consent of over half of the attending directors. Moreover, a Chairperson of the Board of Directors shall be mutually elected among the managing directors with the consent of over half of the attending managing directors at a meeting attended by over	Article 20 A Board of Directors' meeting shall be attended by at least two thirds of the directors, and three to five managing directors shall be mutually elected among the directors with the consent of over half of the attending directors. Moreover, a Chairperson of the Board of Directors shall be mutually elected among the managing directors with the consent of over half of the attending managing directors at a meeting attended by over	In order to strengthen corporate governance and in reference to Article 208 of the Company Act, the Bank adds the way to elect a Vice Chairman and delegation of the Vice Chairman's authority After the Board of Directors resolves

Amended Provisions	Existing Provisions	Remark
two-thirds of the managing directors, <u>and a vice chairperson of the board may also be mutually elected if necessary.</u> At least one of the managing directors shall be independent director and the number of independent directors shall not be less than one fifth of the number of managing directors. The Chairperson of the Board of Directors shall preside the shareholders' meetings, the Board of Directors' meetings, and the meetings of managing directors, and represent the Bank before external parties. In case the Chairperson is on leave or absent or fails to exercise his/her power and authority for a reason, <u>the vice chairperson shall act on his behalf. In case there is no vice chairperson, or the vice chairperson is also on leave or absent or unable to exercise his power and authority for any cause, the Chairperson</u> shall designate one of the managing directors to act on his/her behalf; where the Chairperson has failed to designate a managing director to act on his/her behalf, the managing directors shall mutually elect an Acting Chairperson of the Board of Directors. The Board of Directors is authorized to examine and specify the remuneration for directors by referencing the customary standards of the same industry. The remuneration for the Chairperson of the Board of Directors is calculated at 1.25 times the incomes paid to the General Manager.	two-thirds of the managing directors. At least one of the managing directors shall be independent director and the number of independent directors shall not be less than one fifth of the number of managing directors. The Chairperson of the Board of Directors shall preside the shareholders' meetings, the Board of Directors' meetings, and the meetings of managing directors, and represent the Bank before external parties. In case the Chairperson is on leave or absent or fails to exercise his/her power and authority for a reason, he/she shall designate one of the managing directors to act on his/her behalf; where the Chairperson has failed to designate a managing director to act on his/her behalf, the managing directors shall mutually elect an Acting Chairperson of the Board of Directors. The Board of Directors is authorized to examine and specify the remuneration for directors by referencing the customary standards of the same industry. The remuneration for the Chairperson of the Board of Directors is calculated at 1.25 times the incomes paid to the General Manager.	to appoint a Vice Chairman, the Vice Chairman shall be elected at a Executive Directors' Meeting.

Amended Provisions	Existing Provisions	Remark
When the Chairperson retires or resigns, his/her pension shall be calculated on the basis of two points per year for the duration of his/her employment pursuant to the provisions pertaining to the pension fund system in the Labor Standards Act, without being subject to age or seniority.	When the Chairperson retires or resigns, his/her pension shall be calculated on the basis of two points per year for the duration of his/her employment pursuant to the provisions pertaining to the pension fund system in the Labor Standards Act, without being subject to age or seniority.	

Matters for Discussion and Election No. III

Proposed by the Board of Directors

Subject: Proposal to amend the Regulations Governing the Acquisition and Disposal of Assets

Descriptions:

I. This motion has been discussed and passed by the 27th session of the 15th Board of Directors of the Bank (2025.12.19).

II. In response to the Bank's organizational adjustment and amendments to the name of relevant internal regulations and FSC's amendments to the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies", the Bank amends its "Regulations Governing the Acquisition and Disposal of Assets" accordingly.

III. The gravity of amendment for this instance:

(I) Article 6: In response to the Bank's organizational adjustment and amendments to the name of relevant internal regulations, the amendments were made accordingly. ◦

(II) Article 16: Because engagement in derivatives trading is regulated under Articles 19 through 22 of the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies", the amendments were made accordingly.

(III) Article 25: (In response to the order of the Financial Supervisory Commission under Jin-Guan-Zheng-Fa-Zi No. 1140383333 dated July 24)

i In view of the fact that the acquisition or disposal of equipment for business use by a public company refers to a normal business conduct, and considering the principle of materiality in information disclosure, the public announcement and filing requirements for companies with a paid-in capital of NT$50 billion or more when acquiring or disposing of equipment for business use from non-related parties are eased.

ii Considering the need for public companies to adjust their funds by investing in fixed income bonds to improve cash yields, and taking into account the materiality of information disclosure and the risk characteristics of the products, the public announcement and filing requirements for the acquisition or disposal of government bonds, common corporate bonds, and general financial bonds not involving equity by companies with a paid-in capital of NT$50 billion or more, and by non-related parties, are eased.

iii In response to the addition of the subparagraph 6, the wording of the subparagraph is amended.

(IV) Article 29: In response to the Bank's amendments to the name of relevant internal regulations, the amendments were made accordingly.

IV. Table of mapping of the provisions of the “Regulations Governing the Acquisition and Disposal of Assets” of the Bank after amendment (refer to pp. 38-45 of the Meeting Handbook) and the provisions currently in effect (refer to pp. 76-97 of the Meeting Handbook).

Bank of Kaohsiung Co., Ltd.

Comparison Table of Partial Provisions of the Regulations Governing the Acquisition and Disposal of Assets Before and After Amendment

Approved by a Resolution Adopted at 2007 Regular Meeting of Shareholders on June 14, 2007
Amended at 2012 Regular Meeting of Shareholders on June 21, 2012
Amended at 2014 Regular Meeting of Shareholders on June 19, 2014
Amended at 2017 Regular Meeting of Shareholders on June 22, 2017
Amended at 2019 Regular Meeting of Shareholders on June 20, 2019
Amended at 2022 Regular Meeting of Shareholders on May 27, 2022
Amended at 2026 Regular Meeting of Shareholders on OO O, 2026

Amended Provisions	Existing Provisions	Remark
Article 6 The Bank’s operating procedures for acquisition or disposal of assets are set down below; the office in charge shall handle the relevant matters in accordance with the Banking Act, the competent authority’s directions, and the following provisions: 1. Real Estate: Report to the Board of Directors on a case-by-case basis. However, for real estate acquired as a collateral by means of bidding, the Bank’s <u>Guidelines</u> for Bidding for Collateral shall also be abided by. 2. Long-Term Investments in Equity: Carry out assessment according to the relevant provisions of the Bank’s “<u>Investment Review Committee</u>” and report to the Board of Directors on a case-by-case basis. A letter of request shall be submitted to the competent authority for approval before proceeding.	Article 6 The Bank’s operating procedures for acquisition or disposal of assets are set down below; the office in charge shall handle the relevant matters in accordance with the Banking Act, the competent authority’s directions, and the following provisions: 1. Real Estate: Report to the Board of Directors on a case-by-case basis. However, for real estate acquired as a collateral by means of bidding, the Bank’s <u>Directions</u> for Bidding for Collateral shall also be abided by. 2. Long-Term Investments in Equity: Carry out assessment according to the relevant provisions of the Bank’s “<u>Establishment Guidelines of Long-term Equity Investment Review Group</u>” and report to the Board of Directors on a case-by-case basis. A letter of request shall be submitted to the competent authority for	1. Per the letter under Gao-Yin-Jin-Rong-Zi No. 1070003636 dated March 29, 2018, in order to simplify the Bank's organizational structure, the “Long-Term Equity Investment Review Committee” and the “Investment Review Committee” were merged. Meanwhile, the reinvestment matters are added to the purpose and mission of the “Investment Review Committee”. Therefore, the applicable basis is amended. 2. In response to the Bank's amendments to the name of relevant internal regulations, the amendments were made accordingly： (1)From “The Bank’s Directions for Bidding for Collateral” to

Amended Provisions	Existing Provisions	Remark
3. Securities: The operating procedures and hierarchy of approval authority are in accordance with the Bank's "Investment Policy Guidelines", "Guidelines Governing Investment in New Taiwan Dollar Securities", "Directions for Investment in Stocks, Beneficiary Certificates, and Other Securities", "Forex Capital Management Guidelines", "National Risk Management Guidelines", and other relevant regulations. 4. Creditor's Rights: Disposal of creditor's rights in accordance with the Bank's "Guidelines for Selling Non-Performing Loans" shall be reported to the Board of Directors on a case-by-case basis. 5. Memberships, Intangible Assets or Equipment: For transactions of a value not exceeding NT$60 million, the office in charge shall handle the case based on the hierarchy of approval authority as prescribed in the Bank's "Guidelines for Revenue and Expenditure Process" and "Procurement Processing	approval before proceeding. 3. Securities: The operating procedures and hierarchy of approval authority are in accordance with the Bank's "Investment Policy Guidelines", "Regulations Governing Investment in New Taiwan Dollar Securities", "Directions for Investment in Stocks, Beneficiary Certificates, and Other Securities", "Forex Capital Management Guidelines", "National Risk Limit Management Guidelines", and other relevant regulations. 4. Creditor's Rights: Disposal of creditor's rights in accordance with the Bank's "Guidelines for Selling Non-Performing Loans" shall be reported to the Board of Directors on a case-by-case basis. 5. Memberships, Intangible Assets or Equipment: For transactions of a value not exceeding NT$60 million, the office in charge shall handle the case based on the hierarchy of approval authority as prescribed in the Bank's "Directions for Revenue and Expenditure Process" and "Procurement Processing	"The Bank's Guidelines for Bidding for Collateral" (2) From "Regulations Governing Investment in New Taiwan Dollar Securities" to "Guidelines Governing Investment in New Taiwan Dollar Securities" (3) From "National Risk Limit Management Guidelines" to "National Risk Management Guidelines" (4) From "Directions for Revenue and Expenditure Process" to "Guidelines for Revenue and Expenditure Process" (5) From "Procurement Processing Directions" to "Procurement Processing Guidelines"

Amended Provisions	Existing Provisions	Remark
Guidelines”. Transactions of a value exceeding NT$60 million should be reported to the Board of Directors.	Directions”. Transactions of a value exceeding NT$60 million should be reported to the Board of Directors.	
Article 16 The Bank engages in derivatives trading according to Articles 19 through 22 of the “Regulations Governing the Acquisition and Disposal of Assets by Public Companies” and the Bank’s “Regulations Governing Operating Procedures for Conducting Financial Derivatives Business”.	Article 16 The Bank engages in derivatives trading according to Articles 18 through 21 of the “Regulations Governing the Acquisition and Disposal of Assets by Public Companies” and the Bank’s “Regulations Governing Operating Procedures for Conducting Financial Derivatives Business”.	Because engagement in derivatives trading is regulated under Articles 19 through 22 of the “Regulations Governing the Acquisition and Disposal of Assets by Public Companies”, the amendments were made accordingly.
Article 25 For the acquisition or disposal of assets in any of the followingcircumstances, the Bank shall make a public notice and report the relevant information on the competent authority’s designatedwebsite in the prescribed format depending on nature of the incident within 2 days from the date of occurrence; however, if the incident concurrently meets the criteria depicted in the “Taiwan Stock Exchange Corporation Procedures for Verification and Disclosure of Material Information of Companies with Listed Securities”, the handling procedures thereof shall be followed: 1.Acquisition or disposal of real property or right-of-use assets thereof from or to a related party, or acquisition or disposal of assets other	Article 25 For the acquisition or disposal of assets in any of the followingcircumstances, the Bank shall make a public notice and report the relevant information on the competent authority’s designatedwebsite in the prescribed format depending on nature of the incident within 2 days from the date of occurrence; however, if the incident concurrently meets the criteria depicted in the “Taiwan Stock Exchange Corporation Procedures for Verification and Disclosure of Material Information of Companies with Listed Securities”, the handling procedures thereof shall be followed: 1.Acquisition or disposal of real property or right-of-use assets thereof from or to a related party, or acquisition or disposal of assets other	1.In response to the order of the Financial Supervisory Commission under Jin-Guan-Zheng-Fa-Zi No. 1140383333 dated July 24, 2025 requiring the amendments to Article 31 and 35 of the “Regulations Governing the Acquisition and Disposal of Assets by Public Companies”, the Bank amends the contents of this article accordingly, which is outlined as follows: (1) In view of the fact that the acquisition or disposal of equipment for

Amended Provisions	Existing Provisions	Remark
than real property or right-of-use assets thereof from or to a related party at a transaction amount reaching 20 percent of the Bank's paid-in capital, 10 percent of its total assets, or NT$300 million or more, but this does not apply to trading of domestic government bonds, bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises. 2. Merger, demerger, acquisition, or transfer of shares. 3. Losses from derivatives trading reaching the Bank's prescribed net loss ceiling. 4. Acquisition or disposal of equipment for business use or right-of-use assets thereof from or to a non-related party, and the transaction amount meets any of the following criteria: (1) The transaction amount reaches NT$500 million or more where the paid-in capital has not reached NT$10 billion. (2) The transaction amount reaches NT$1 billion or more where the paid-in capital has reached NT$10 billion <u>and less than NT$50 billion</u>. (3) <u>The transaction amount reaches 5% of the paid-in capital or more where the paid-in capital</u>	than real property or right-of-use assets thereof from or to a related party at a transaction amount reaching 20 percent of the Bank's paid-in capital, 10 percent of its total assets, or NT$300 million or more, but this does not apply to trading of domestic government bonds, bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises. 2. Merger, demerger, acquisition, or transfer of shares. 3. Losses from derivatives trading reaching the Bank's prescribed net loss ceiling. 4. Acquisition or disposal of equipment for business use or right-of-use assets thereof from or to a non-related party, and the transaction amount meets any of the following criteria: (1) The transaction amount reaches NT$500 million or more where the paid-in capital has not reached NT$10 billion. (2) The transaction amount reaches NT$1 billion or more where the paid-in capital has reached NT$10 billion.	business use by a public company refers to a normal business conduct, and considering the principle of materiality in information disclosure, the public announcement and filing requirements for companies with a paid-in capital of NT$50 billion or more when acquiring or disposing of equipment for business use from non-related parties are eased. (2)Considering the need for public companies to adjust their funds by investing in fixed income bonds to improve cash yields, and taking into account the materiality of information disclosure and the risk characteristics of the products, the public announcement and filing requirements for the acquisition or

Amended Provisions	Existing Provisions	Remark
has reached NT$50 billion. 5. Land is acquired under an arrangement of engaging others to build on the Bank's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sale, and the transaction counterparty is not a related party, and the amount the Bank expects to invest in the transaction reaches NT$500 million. 6. The amount of paid-in capital is NT$50 billion or more, and government bonds, common corporate bonds, and general financial bonds not involving equity (excluding subordinated bonds) are traded on the stock exchange or through securities firms, free from the exceptions outlined in the subparagraph 7, and the transaction counterparts are not related parties, with a transaction amount exceeding 5% of the paid-in capital. 7. An asset transaction other than those described in the preceding six subparagraphs, a disposal of receivables, or an investment in China which involves a transaction amount reaching 20 percent of the Bank's paid-in capital or NT$300 million or more,	5.Land is acquired under an arrangement of engaging others to build on the Bank's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sale, and the transaction counterparty is not a related party, and the amount the Bank expects to invest in the transaction reaches NT$500 million. 6. An asset transaction other than those described in the preceding five subparagraphs, a disposal of receivables, or an investment in China which involves a transaction amount reaching 20 percent of the Bank's paid-in capital or NT$300	disposal of government bonds, common corporate bonds, and general financial bonds not involving equity by companies with a paid-in capital of NT$50 billion or more, and by non-related parties, are eased. 2. In response to the addition of the subparagraph 6, the wording of the subparagraph is amended.

Amended Provisions	Existing Provisions	Remark
but this does not apply to the following circumstances: (1) Trading of domestic government bonds or foreign government bonds with a credit rating not lower than the sovereignty rating level of Taiwan. (2) Trading of securities at TWSE or TPEx or subscription of foreign government bonds or general corporate bonds and financial debentures not involving equity (excluding subordinated debentures) in the primary market or the subscription or redemption of securities investment trust funds or futures trust funds or the subscription or reverse repurchase of indexed securities or the subscription of securities required by TPEx as securities dealers for underwriting needs and in the capacity as advisor securities dealers in the Emerging Stock Market where investment is the principal business engagement. (3) Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities	million or more, but this does not apply to the following circumstances: (1) Trading of domestic government bonds or foreign government bonds with a credit rating not lower than the sovereignty rating level of Taiwan. (2) Trading of securities at TWSE or TPEx or subscription of foreign government bonds or general corporate bonds and financial debentures not involving equity (excluding subordinated debentures) in the primary market or the subscription or redemption of securities investment trust funds or futures trust funds or the subscription or reverse repurchase of indexed securities or the subscription of securities required by TPEx as securities dealers for underwriting needs and in the capacity as advisor securities dealers in the Emerging Stock Market where investment is the principal business engagement. (3) Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities	

Amended Provisions	Existing Provisions	Remark
investment trust enterprises. The amount of transactions mentioned above shall be calculated as follows: 1. The transaction amount per each transaction. 2. The cumulative transaction amount of acquisitions or disposals of the same type of underlying asset with the same transaction counterparty within one year. 3. The cumulative transaction amount of acquisitions or disposals (cumulative acquisitions and disposals, respectively) of real property or right-of-use assets thereof in the same development project within one year. 4. The cumulative transaction amount of acquisitions or disposals (cumulative acquisitions and disposals, respectively) of the same security within one year. "Within one year" as used in the preceding paragraph refers to the year preceding the date of occurrence of the current transaction. Items duly announced in accordance with these Regulations need not be counted toward the transaction amount. The Bank shall compile monthly reports on the status of derivatives trading the Bank and its subsidiaries that are not domestic public companies have engaged in as of the end of the preceding month and input the data in	investment trust enterprises. The amount of transactions mentioned above shall be calculated as follows: 1. The transaction amount per each transaction. 2. The cumulative transaction amount of acquisitions or disposals of the same type of underlying asset with the same transaction counterparty within one year. 3. The cumulative transaction amount of acquisitions or disposals (cumulative acquisitions and disposals, respectively) of real property or right-of-use assets thereof in the same development project within one year. 4. The cumulative transaction amount of acquisitions or disposals (cumulative acquisitions and disposals, respectively) of the same security within one year. "Within one year" as used in the preceding paragraph refers to the year preceding the date of occurrence of the current transaction. Items duly announced in accordance with these Regulations need not be counted toward the transaction amount. The Bank shall compile monthly reports on the status of derivatives trading the Bank and its subsidiaries that are not domestic public companies have engaged in as of the end of the preceding month and input the data in	

Amended Provisions	Existing Provisions	Remark
the prescribed format into the information reporting website designated by the competent authority by the 10th day of each month. When the Bank makes an error or omission in the items required by regulations to be publicly announced at the time of publishing the public notice, and so is required to correct it, all items shall be publicly announced again and reported in their entirety within two days from the date of knowing of such error or omission. When acquiring or disposing of assets, the Bank shall keep and retain all of the related contracts, meeting minutes, log books, appraisal reports, and opinions of the CPA, attorney, and securities underwriters at the Bank for at least 5 years unless otherwise provided by other laws.	the prescribed format into the information reporting website designated by the competent authority by the 10th day of each month. When the Bank makes an error or omission in the items required by regulations to be publicly announced at the time of publishing the public notice, and so is required to correct it, all items shall be publicly announced again and reported in their entirety within two days from the date of knowing of such error or omission. When acquiring or disposing of assets, the Bank shall keep and retain all of the related contracts, meeting minutes, log books, appraisal reports, and opinions of the CPA, attorney, and securities underwriters at the Bank for at least 5 years unless otherwise provided by other laws.	
Article 29 The Bank shall, in accordance with the Bank's "Employee Reward and Punishment <u>Rules</u>" punish the staff members who have acquired or disposed of assets in violation of these Regulations.	Article 29 The Bank shall, in accordance with the Bank's "Employee Reward and Punishment <u>Regulations</u>" punish the staff members who have acquired or disposed of assets in violation of these Regulations.	Revised from "Employee Reward and Punishment Regulations" to "Employee Reward and Punishment Rules"

Matters for Discussion and Election No. IV

Proposed by the Board of Directors

Subject: Election of the 16th Board of Directors

Descriptions:

I. The 15th term of the Board of BOK expires on 2026.5.24, and the election of the 16th Board is planned to be held during the regular session of the Shareholders Meeting in 2026.

II. According to Article 192-1 of the Company Act, Article 5 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies, Article 18 and 19 of the Articles of Incorporation of the Bank, the election of company directors and independent directors adopts a candidate nomination system. Shareholders shall elect the candidates to the seats of Directors and Independent Directors from the list of candidates.

III. In consideration of the scale of the Bank and the aforementioned requlations, we plan to hold an election of the 16th Board pursuant. There will be 13 seats of Directors (including 5 seats for Independent Directors). Candidates elected to the seats will assume office immediately after the end of the Shareholders Meeting for the election. The term of office runs from 2026.5.8 to 2029.5.7.

IV. The list of candidates to the seats of Directors and Independent Directors of the 16th Board has been approved by the 30th session of the 15th Board on 2026.3.12. The names, education and major experience of the candidates are shown on pp.47-53 of the Meeting Handbook.

V. Proceed to voting

Election Results:

List of Candidate to the seat of Directors of the 16th Board of Bank of Kaohsiung

Code no.	Name of candidate	Education	Major experience	Current position	Shareholding (Unit: share) Date: 2026.3.10
1	Kaohsiung City Government Representative : Tsui-Mei Hsu	EMBA, National Sun Yat-sen University	1. President, Bank of Kaohsiung. 2. Chairperson, Kaohsiung Bank General Insurance Agency Co., Ltd. 3. Exec. Vice President and Chief Secretary of the Board of Directors, Bank of Kaohsiung. 4. Consultant, Bank of Kaohsiung. 5. General Manager, Credit Management Dept., Bank of Kaohsiung. 6. General Manager, Research & Development Dept., Bank of Kaohsiung.	Director, Taiwan Finance Corporation	758,578,030
2	Kaohsiung City Government Representative : Chiung-Hui Lee	Master of Sun Yet-Sen Thoughts, National Sun Yat-sen University	1. Director-General, Department of Budget, Accounting and Statistics, Kaohsiung City Government 2. Deputy Director-General, Department of	Director-General, Department of Finance, Kaohsiung City Government	758,578,030

			Finance, Kaohsiung City Government 3. Director, Revenue Service Office Kaohsiung City 4. Chief Accountant, Accounting Office, Kaohsiung City Council		
3	Kaohsiung City Government Representative : I-Lang Shen	Banchelor, Department of Finance, National Sun Yat-sen University	1. Deputy General Manager of Branch, Bank of Kaohsiung 2. Division Chief, E-Banking Division, Bank of Kaohsiung	1. Chairman, Bank of Kaohsiung Corporate Union 2. Chairperson, Board of Supervisor, Kaohsiung Independent Federation of Union	758,578,030
4	Hong-Cheng Liu	Doctor of Public Administration , University of La Verne	Professor and Chair, Department of Public Policy and Management, I-SHOU University	1.Professor, Department of Public Policy and Management, Shih Hsin University 2.Director, Bank of Kaohsiung. 3.Director, Yeou Yih Steel Co., Ltd	0
5	JinnHer Enterprise Co., Ltd. Representative: Yung-Yu Tsai	EMBA, National Sun Yat-sen University	1.Director, Hwa Fong Rubber Ind. Co., Ltd. 2.Supervisor, Bank of Kaohsiung	1.Chairman, JinnHer Enterprise Co., Ltd. 2.Director, Ta Chen Stainless Pipe Co., Ltd. 3.Chairman of Council, Taiwan Industrial Fasteners Institute 4.Managing Director, Bank of Kaohsiung	280,718,934

				5.Director, Taiwan Green Productivity Foundation	
6	JinnHer Enterprise Co., Ltd. Representative: Li-Chih Lin	EMBA, National Kaohsiung University of Science and Technology	Consultant, JinnHer Enterprise Co., Ltd.	1.Executive Assistant to the Chairman, JinnHer Enterprise Co., Ltd. 2.Director, Bank of Kaohsiung	280,718,934
7	JinnHer Enterprise Co., Ltd. Representative: Jung-Hsien Tsai	National Kaohsiung University of Science and Technology	President,Tamron Construction Co., Ltd.	Manager, JinnHer Enterprise Co., Ltd.	280,718,934
8	JinnHer Enterprise Co., Ltd. Representative: Chin-San Huang	Honorary Doctorates, National Kaohsiung University of Applied Sciences	1.Chairman, Taiwan Nonwoven Fabrics Industry Association 2.Chairman, Kaohsiung Industrial Association(KHIA) 3.Chairman, Asia Nonwoven Fabrics Association(ANFA)	1.Chairman, Nan Liu Enterprise Co., Ltd. 2.Chairman, South Lukes Charitable Foundation	280,718,934
9	Kaohsiung Jinn Her Social Welfare Charity Foundation Representative: Ying-Fang Huang	Phd., University of Paisley, UK	1.Professor, National Kaohsiung University of Science and Technology 2.Principal, Fortune Institute of Technology	-	59,438,498
10	Chuan-Pu Investment Holding Co., Ltd. Representative: Chien-Fu Chen	EMBA, GuangHua School of Management, Peking University, China	3.Research Fellow, Harvard University Business School, USA. 4.Director, Adimmune	1. Chairman, Chuan Pu Investment Holding Co., Ltd. 2. Director, Nan Ho Property Co., Ltd.	9,775,053

			Corporation 5.Director, E&E Recycling Inc. 6.Director, JKO Asset Management Co., Ltd.	3. Director, Tien Pu Enterprises Co., Ltd. 4. Director, Wen Teng Investment Co., Ltd. 5. Director, Han Hsien Co., Ltd. 6. Director, Senhwa Biosciences Inc. 7. Director,Taiwan Styrene Monomer Corporation	

List of Candidate to the seat of Independent Directors of the 16th Board of Bank of Kaohsiung

Code no.	Name of candidate	Education	Major experience	Current position	Shareholding (Unit: share) Date: 2026.3.10
1	Tu-Tsun Wang	Ph. D., in Law, National Chengchi University	1. Professor, Department of Law, Ming Chuan University 2. Emeritus Professor, School of Law, Ming Chuan University	CAO, ASE Technology Holding Co., Ltd.	0
2	Jain-Rong Su	Ph.D., Department of Economics, Pennsylvania State University, USA	1. Minister, Ministry of Finance, ROC 2. Director-General, Department of Finance, Taipei City Government 3. President, Taiwan Financial Services Roundtable 4. Chairman of the Board, Taiwan Academy of Banking and Finance 5. Dean, College of Public Affairs, National Taipei University 6. Professor, Department of Public Finance, National Taipei University	1. Dean, College of Global Banking and Finance, National Chengchi University 2. Jointly Appointed Professor, National Chengchi University and National Taipei University	0

3	Ching-Hua Lee	EMBA, National Chengchi University	1. Political Deputy Minister, Ministry of Finance 2. Director-general, Taxation Administration, Ministry of Finance 3. Director-general, National Taxation Bureau of the Northern Area, Ministry of Finance 4. Deputy Director-general, Fiscal Information Agency, Ministry of Finance	-	0
4	I- Hui Lee	Master, Public Finance, National Chengchi University	1. Director-general, National Taxation Bureau of the Northern Area, Ministry of Finance 2. Director-general, National Taxation Bureau of Kaohsiung, Ministry of Finance 3. Deputy Director-general, Taxation Administration, Ministry of Finance 4. Director-General, Dept. of Planning, Ministry of Finance	-	0

			5. Special Committee, Taxation Committee, Ministry of Finance		
5	Sheng-Fu Huang	Master, Accounting, Shanghai University of Finance and Economics	CPA, Chung Cheng CPAs Office	1. Chairman, Kaohsiung CPA Association 2. CPA, Chung Cheng CPAs Office	0
6	Hom-Gang Wang	Cooperative economics, Tamkang University	1. Chairperson, Chang Hwa Bank Venture Capital Co. Ltd. 2. Director, Taiwan Urban Regeneration & Financial Services Co. Ltd. 3. Exec. Vice President, General Manager of Product Management Division, Deputy General Manager of Credit Management Division, Deputy General Manager of Domestic Banking Division, General Manager of Taan Branch, Chang Hwa Bank	-	0

Matters for Discussion and Election No. V

Proposed by the Board of Directors

Subject: Lifting the ban on newly elected Directors and their representatives regarding competition

Descriptions:

I. This motion has been discussed and passed by the 30th session of the 15th Board of Directors of the Bank (2026.3.12).

II. According to Paragraph 1 in Article 209 of the Company Act “ A director who does anything for himself or on behalf of another person that is within the scope of the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval.”

III. The Directors (including Independent Directors) of the 15th term of the Board and the institutions they represented may invest or engage in, or being assigned to business operation falling within the scope or similar to that of BOK. We requestt lift the ban on competition of these newly elected Directors and the institutions they represented for avoidance of the conflict of interest with BOK on condition that their involvement will not jeopardize the interest of BOK. Before the discussion of this motion, supplementary information on the scope and content of business will be presented to the Shareholders Meeting.

Resolutions:

Extemporary Motion

Adjournment of the meeting

Annex 1

Bank of Kaohsiung Co., Ltd.

Directors' Shareholding

1. The company's paid-in capital is NT$18,799,169,850.(The number of issued common shares is 1,839,916,985 and the number of issued Class A preferred shares is 40,000,000.)
2. The minimum requirement of shareholding by all directors is 45,118,008 shares in accordance with Article 2 of the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies".
3. Shareholdings of individual and all directors as recorded in the shareholders list as of the transfer closing date for this shareholders' meeting are indicated in the table below:

Job Title	Account Name	Common shares	Preferred shares	Remarks
Chairman	Kaohsiung City Government	**758,578,030**	--	Representative: Tsui-Mei Hsu
Managing Director	Kaohsiung City Government			Representative: Chin-San Huang
Director	Kaohsiung City Government			Representative: Chun-Chieh Huang
Managing Director	Jinn Her Enterprise Co., Ltd.	**280,718,934**	--	Representative: Yung-Yu Tsai
Director	Jinn Her Enterprise Co., Ltd.			Representative: Li-Chih, Lin
Director	Jinn Her Enterprise Co., Ltd.			Representative: Sheng-Chen Lee
Director	Chuan Pu Investment Holding Co., Ltd.	**9,775,053**	--	Representative: Chien-Fu Chen
Director	Hong-Cheng Liu	**--**	--	
Independent Managing	Tu-Tsun, Wang	**--**	--	

Director				
Independent Director	Jain-Rong Su			
Independent Director	Chun-Tsung, Lee	--	--	
Independent Director	Chin-Hsiung Chen	--	--	

Date of Documentation: March 10, 2026

Annex 2

Description on the Handling of Shareholders' Proposals:

1. The company's shareholders who hold more than one percent of the total issued shares may submit a motion to the regular meeting of shareholders in writing pursuant to Article 172-1 of the Company Act, but only one motion with a maximum of 300 words is allowed.
2. The company has made an announcement about shareholders' rights of submitting a proposal on the Market Observation Post System, and the period of submission spanned from February 12, 2026 to March 2, 2026. The company did not receive any shareholders' proposal during the period.

Annex 3

Bank of Kaohsiung Co., Ltd.
Articles of Incorporation

Approved by a resolution adopted at Promoters Meeting on August 24, 1981
Amended and adopted at 1987 Regular Meeting of Shareholders on December 30, 1987
Amended and adopted at 1988 2nd Special Meeting of Shareholders on September 12, 1988
Amended and adopted at 1989 Regular Meeting of Shareholders on November 22, 1988
Amended and adopted at 1991 1st Special Meeting of Shareholders on January 10, 1991
Amended and adopted at 1991 2nd Special Meeting of Shareholders on April 24, 1991
Amended and adopted at 1993 Regular Meeting of Shareholders on October 29, 1993
Approved, amended, and adopted at 1994 Regular Meeting of Shareholders on October 26, 1994
Approved, amended, and adopted at 1995 Regular Meeting of Shareholders on October 12, 1995
Amended and adopted at 1997 Special Meeting of Shareholders on February 4, 1997
Amended and adopted at 1997 2nd Special Meeting of Shareholders on May 14, 1997
Amended and adopted at 1997 3rd Special Meeting of Shareholders on June 26, 1997
Amended and adopted at 1997 4th Special Meeting of Shareholders on August 11, 1997
Amended and adopted at 1998 Regular Meeting of Shareholders on November 27, 1998
Amended and adopted at 1999 Regular Meeting of Shareholders on December 7, 1999
Amended and adopted at 2001 Regular Meeting of Shareholders on May 22, 2001
Amended and adopted at 2002 Regular Meeting of Shareholders on June 20, 2002
Amended and adopted at 2004 Regular Meeting of Shareholders on June 10, 2004
Amended and adopted at 2005 Regular Meeting of Shareholders on June 23, 2005
Amended and adopted at 2006 Regular Meeting of Shareholders on June 22, 2006
Amended and adopted at 2007 Regular Meeting of Shareholders on June 14, 2007
Amended and adopted at 2008 Regular Meeting of Shareholders on June 19, 2008
Amended and adopted at 2011 Regular Meeting of Shareholders on June 16, 2011
Amended and adopted at 2012 Regular Meeting of Shareholders on June 21, 2012
Amended and adopted at 2013 Regular Meeting of Shareholders on June 20, 2013
Amended and adopted at 2014 Regular Meeting of Shareholders on June 19, 2014
Amended and adopted at 2016 Regular Meeting of Shareholders on June 23, 2016
Amended and adopted at 2017 Regular Meeting of Shareholders on June 22, 2017
Amended and adopted at 2018 Regular Meeting of Shareholders on June 20, 2018
Amended and adopted at 2019 Regular Meeting of Shareholders on June 20, 2019
Amended and adopted at 2020 2nd Regular Meeting of Shareholders on November 11, 2020
Amended and adopted at 2022 Special Meeting of Shareholders on December 22, 2022
Amended and adopted at 2024 Regular Meeting of Shareholders on May 24, 2024
Amended and adopted at 2025 Regular Meeting of Shareholders on May 23, 2025

Chapter I General Provisions

Article 1 Bank of Kaohsiung Co., Ltd., known as “Bank of Kaohsiung” (hereinafter referred to as “the Bank”), is duly incorporated under the Banking Act of The Republic of China and the Company Act. The English name hereof is “BANK OF KAOHSIUNG CO., LTD.” (abbreviated as “BOK”).

Article 2 The Bank aims at assisting the government in development and construction, promoting industrial and business development, supporting production, strengthening financing for small and medium enterprises, offering agricultural, labor and fishery loans, encouraging savings, and providing convenient services to the people in line with the national financial policy.

Article 3 The Bank is headquartered in Kaohsiung City, with branches set up at appropriate locations on account of business needs. Additional establishment, relocation or abolition of branches shall be reported to the competent authority for approval, and registered with the Ministry of Economic Affairs after the resolution of the Board of Directors.

Article 4 The Bank's public announcements shall be made in accordance with the relevant provisions of laws and regulations.

Chapter II Shares

Article 5 The Bank has capital amounting to NT$30 billion, divided into 3 billion shares at NT$10 par value. The capital may be issued in installments.

Special shares may be issued within the amount of capital set forth in the preceding paragraph.

Article 6 The stocks issued by the Bank, except for those printing of physical securities is not required pursuant to relevant regulations, shall be registered, signed or sealed by the Chairperson and two or more directors, and issued in accordance with the laws and regulations.

Article 6-1 The rights and obligations related to special shares of the Bank and other important terms of issue thereof are as follows:

1. If there are earnings in the final accounts of each year, the Bank shall, after all taxes and dues have been paid according to law, first cover its losses in previous years, set aside a portion of the earnings as a legal reserve, and appropriate or reverse a special reserve in accordance with Article 35 of the Articles of Incorporation. Any remaining earnings may be first distributed as the special share dividends distributable for the year. If the amount is insufficient to distribute the dividends at the rate specified in the prospectus of Preferred Share and the Bank has no accumulated losses, the bank

may distribute dividends from the additional paid-in capital of Preferred Share under capital reserve.

2. The Bank may distribute special share dividends at its own discretion. The annual dividend is calculated based on the issue price per share, and shall not exceed eight percent (8%).
3. Except for receipt of the dividends set forth in Subparagraph 2, special shareholders are not allowed to participate in the distribution of earnings and capital reserves as cash and equity capital to common shareholders.
4. Special shareholders have priority over common shareholders in the distribution of residual assets of the Bank. The order for them to receive indemnification is the same as that for holders of various special shares issued by the Bank, which is next to general creditors. However, such distribution shall not exceed the issuing amount.
5. Special shareholders do not have the rights to vote and elect. However, they have voting rights at meetings of special shareholders or shareholders' meetings in which issues related to the rights or obligations of special shareholders are raised.
6. Special shares shall not be converted into common shares. Special shareholders shall also not request the Bank to redeem the special shares held by them.
7. In case of no expiration date for special shares, the Bank may, at any time from the day following the fifth anniversary of the issue thereof, redeem the special shares in whole or in part at the original issue price. The special shares not redeemed yet shall still bear all the rights and obligations specified in the terms of issue, as stipulated in this article. If it is resolved at a shareholders' meeting to distribute dividends in the year when special shares are redeemed, the dividends distributable as of the date of redemption will be calculated according to the number of days before redemption in the year.

The Board of Directors is authorized to determine the name of special shares, date of issue, and specific terms of issue according to the capital market and investors' inclination to subscribe for special shares at the time of issue and in accordance with the Articles of Incorporation and applicable laws and regulations.

Article 7 Where a shareholder of the Bank is the same person or the same related party who individually, jointly or in aggregate holds more than 5% of the Bank's total issued voting shares, or the accumulated shareholding increase/decrease in excess of 5% exceeds 1%, such shareholder shall make a declaration to the competent authority within ten (10) days from the holding date.

The same person or the same related party who intends to hold 10%, 25%, or 50% of the Bank's total issued voting shares individually, jointly or in aggregate shall apply to the competent authority for approval beforehand respectively.

The same person as referred to in the preceding 2 paragraphs is the same natural person or the same institution; the scope of the same related party is specified under Article 25 and Article 25-1 of the Banking Act.

Where the same person, or the principal and his or her spouse, or minor child(ren) holds more than 1% of the Bank's total issued voting shares, such principal shall notify the Bank.

Article 8 The Bank shall handle its stock affairs in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies" promulgated by the competent authority.

Chapter III Business Operation

Article 9 The Bank's scope of business is shown as follows:

H101021 Commerce Banking

H301011 Securities Brokerage

H601011 Personal Insurance Agency

H601021 Property and Liability Insurance Agency

The Bank may also concurrently engage in other financing-related businesses approved by the competent authority.

Article 10 The Bank may accept commissioning from other financial institutions to engage in various businesses in agency.

Chapter IV Shareholders' Meeting

Article 11 The shareholders' meetings are classified into two categories, i.e., the regular shareholders' meeting and special shareholders' meeting. The regular shareholders' meeting shall be convened on an annual basis. The special shareholders' meeting may be convened whenever necessary.

The regular shareholders' meeting mentioned in the preceding Paragraph shall be duly convened by the board of directors within six (6) months from the closing of every fiscal year. Unless otherwise prescribed in the Company Act, a special shareholders' meeting may be duly convened according to law whenever necessary.

When necessary, a meeting of special shareholders may be convened in accordance with applicable laws and regulations.

Article 12 Notices of regular shareholders' meetings shall be served to all shareholders 30 days prior to the scheduled meeting date and that of a special shareholders' meeting shall be served 15 days prior to the scheduled meeting date, specifying the date, place, and reason(s) for convening the meeting.

For shareholders who hold less than one thousand shares, notices of regular and special shareholders' meetings may be served by means of public announcements 30 days and 15 days prior to the scheduled meetings, respectively.

Article 12-1 When the shareholders meeting is in session, the bank should specify vote may be cast in electronic mean and the meeting could be held via videoconferencing or any other means as announced by the competent authority at the central level. If the shareholders meeting is held via videoconferencing, shareholders who participate in the videoconference shall be construed as attending the shareholders meetin in person.

If the competent authority of securities have requirements for the the condition, operation procedure, or others to be complied with for the aforementioned videoconference, comply accordingly.

Article 13 For each shareholders' meeting convened by the Bank, a shareholder may issue a power of attorney printed by the Bank, expressly stating therein the scope of authorization and send it to the Bank five days prior to a shareholders' meeting. In case of repeated powers of attorney, the first-served one shall prevail unless an earlier power of attorney is rescinded.

For shareholders authorizing a proxy to attend a meeting, the provisions of the Company Act and the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" issued by the competent authority shall be abided by.

Article 14 The shareholders' meeting shall make resolutions and execute matters as follows:

1. Enact and amend the Bank's Articles of Incorporation.
2. Make resolutions on capital increase and reduction.
3. Elect, appoint, or dismiss directors.
4. Examine statements and books prepared by the Board of Directors and reports of the Audit Committee, as well as select inspectors to examine the above.
5. Make resolutions on the distribution of surpluses, and allocation of dividends and bonuses.
6. Make resolutions on other important matters.

Article 15 Resolutions at a shareholders' meeting shall, unless otherwise provided by relevant laws and regulations, be adopted with the consent of over half of the votes represented by the shareholders attending a meeting in person or by proxy, and the attending shareholders shall represent more than half of the total issued voting shares.

When the number of attending shareholders falls short of the quorum specified in the preceding paragraph, but there are shareholders who represent one-third or more of the total issued shares attending a meeting, a tentative resolution may be passed with the consent of over half of the votes represented by the attending shareholders. A notice of the tentative resolution shall be given to each shareholder, and another shareholders' meeting shall be convened within one month.

In the aforesaid shareholders' meeting, if shareholders representing one-third or more of the total issued shares have attended and over half of the votes represented by the attending shareholders have approved the tentative resolution, the resolution is deemed the same as resolutions adopted under the first paragraph.

The tentative resolution mentioned in the preceding two paragraphs does not apply to matters for which a special resolution shall be adopted in accordance with the Company Act.

Article 16 The Bank's shareholders are entitled to one vote per share, except for shares without the rights to vote as prescribed by the Company Act.

Article 17 Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be signed or sealed by the chairperson of the meeting and distributed to all shareholders of the Bank within twenty (20) days after the meeting.

The minutes may be prepared in electronic form and distributed by means of a public announcement.

The minutes of meeting on record shall contain information on the year, month, day, place, name of the presiding officer, method of resolution, summary of the procedure and result of the meeting and shall be kept by the Bank of Kaohsiung in the duration of its perpetuity.

The attendance list bearing the signatures of the attending shareholders and the powers of attorney of the proxies shall be kept for at least one year. However, if a lawsuit has been instituted by any shareholder in accordance with Article 189 of the Company Act, the attendance list or power of attorney involved shall be kept until the legal proceedings of the foregoing lawsuit are concluded.

Chapter V Board of Directors

Article 18 The Bank shall have 11 to 15 directors for the organization of the Board of Directors, and there shall not be less than one director of different gender.

Directors serve for a term of three years and are eligible for re-election. However, the government and corporate shareholders or their representatives who are elected as directors may be replaced at any time in accordance with their duties.

For the election of directors, candidates shall be nominated, and shareholders shall elect the directors from the list of director candidates.

When one third of the directorship becomes vacant, the Board of Directors shall call a special shareholders' meeting within 60 days for a by-election. Replacing or by-elected directors shall serve the unexpired term of their predecessors.

The aggregate shareholding of all directors shall not be less than the percentage specified by the competent authority.

Article 18-1 The Board has two offices: the Audit Office and the Secretariat.There is one auditor general to oversee audit operations throughout the bank; in the secretariat, there is a chief secretary to take charge of board meetings related matters, and other executives and non-executive personnel are appointed as required. The Audit Office should make a business report to the Board of Directors and the Audit Committee at least once every six months.

Article 19 The Bank shall have at least three independent directors and their number shall not fall short of one-third of the total number of directors.

More than half of the independent directors shall not hold office for more than three consecutive terms. Starting from 2027, the consecutive terms of all independent directors shall not exceed three consecutive terms.

Regarding the professional qualifications, restrictions on shareholdings and concurrent positions held, assessment of independence, method of nomination and election, and other matters of compliance with respect to independent directors, the relevant regulations prescribed by the competent authority shall apply.

Article 19-1 The Bank has established an Audit Committee since the 12th Board of Directors, which is composed entirely of independent directors. The committee shall have no less than three persons, and one of them shall be the convener. At least one of them shall have accounting or financial expertise.

The exercise of the Audit Committee's duties and other matters of compliance shall be in compliance with the relevant laws and regulations as well as the Bank's "Audit Committee Charter".

Article 19-2 The Board of Directors shall establish a remuneration committee and other functional committees. Regulations governing the exercise of their powers of office shall be separately prescribed by the Board of Directors.

Article 20 A Board of Directors' meeting shall be attended by at least two thirds of the directors, and three to five managing directors shall be mutually elected among the directors with the consent of over half of the attending directors. Moreover, a Chairperson of the Board of Directors shall be mutually elected among the managing directors with the consent of over half of the attending managing directors at a meeting attended by over two-thirds of the managing directors. At least one of the managing directors shall be independent director and the number of independent directors shall not be less than one fifth of the number of managing directors. The Chairperson of the Board of Directors shall preside the shareholders' meetings, the Board of Directors' meetings, and the meetings of managing directors, and represent the Bank before external parties.

In case the Chairperson is on leave or absent or fails to exercise his/her power and authority for a reason, he/she shall designate one of the managing directors to act on his/her behalf; where the Chairperson has failed to designate a managing director to act on his/her behalf, the managing directors shall mutually elect an Acting Chairperson of the Board of Directors.

The Board of Directors is authorized to examine and specify the remuneration for directors by referencing the customary standards of the same industry.

The remuneration for the Chairperson of the Board of Directors is calculated at 1.25 times the incomes paid to the General Manager.

When the Chairperson retires or resigns, his/her pension shall be calculated on the basis of two points per year for the duration of his/her employment pursuant to the provisions pertaining to the pension fund system in the Labor Standards Act, without being subject to age or seniority.

Article 21 The board of directors shall have the following powers, duties and responsibilities:

1. Proposal for increase/ decrease of the Bank's capital.
2. Review and decision on establishment, change or dissolution of a unit of the bank.
3. Review and decision on the Bank's budget and financial statements.
4. Enactment of and amendment to the internal control system and evaluation of the validity of the internal control system.
5. Proposal for enactment of or amendment to the Procedures for the Acquisition or Disposal of Assets.
6. Enactment of and amendment to the Procedures to Engage in Transactions and Disposal of Derivatives.
7. Proposals for allocation of earnings.
8. Appointment, discharge and payment of the auditing Certified Public Accountant(s).
9. Appointment and discharge of the Auditor-General, law compliance directors, consultants, chief secretary, assistant managers, corporate governance heads, heads of various divisions, departments, and units of the Head Bank, directors of finance, accounting, and risk management, and branch managers.
10. Review and decision on the standards for performance evaluation of managerial officers and business staff.

11. Review and decision on the standards for remuneration and fringe benefits.
12. Appointment of the directors (supervisors) and representatives for investees and subsidiaries.
13. Donations to related parties or significant donations to non-related parties. In case of donation to public interests in case of significant acts of God or disaster by nature, nevertheless, it may be posed to next board of directors meeting for retroactive acknowledgement.
14. Review and decision on the Bank's business plans.
15. Surveillance over the mechanism of risk control.
16. Review and decision on the Bank-wide loaning policies, major credit facility loans and investment cases.
17. Review and decision on the external contracts and commissioned cases.
18. Review and decision on the real estate transaction and leasehold cases.
19. Review and decision on major rules and regulations.
20. Other responsibilities and powers bestowed by laws or a shareholders' meeting.

Article 21-1 The Bank may enter into a liability insurance contract with an insurance company for the directors' and key staff's liability for compensation within the scope of their duties.

Article 22 The Chairman shall call for the session of the Board unless the Company Act provides otherwise.

Unless otherwise provided, resolutions of the Board of Directors shall be adopted by over half of the attending directors at a meeting attended by over half of the directors. The meeting minutes shall be signed or sealed by the Chairperson and kept together with the attendance record signed by the attending directors.

Article 23 The Board of Directors' meetings are divided into two categories which are:

1. Regular meeting: The Board of Directors meets once every two months; the managing directors meet once every two weeks. Both shall be convened by the Chairperson.
2. Special meeting : In the event of a vital issue or at the proposal of more than half of the Directors in writing with the content and the reasons of meeting specified pursuant to Article 203-1 of the Company Act, the Chairman shall call for a special session at any time. In addition, a special session of the Executive Directors may also be called where necessary.

Notices of Board of Directors may be served in writing, by fax or e-mail.

Article 24 In case a director is unable to attend a meeting for any reason, he/she shall notify the Board of Directors in advance and designate another director to act on his/her behalf, but a power of attorney, stating the scope of authorization thereof shall be presented in each incident.

A proxy mentioned above shall accept one person's authorization only.

Article 25 During the recess of the Board of Directors, the managing directors shall meet regularly to exercise the power and perform the duties of the Board of Directors in accordance with the provisions of laws and regulations, the Articles of Incorporation herein, and the resolutions adopted by the shareholders' meetings, except for matters described in Paragraphs 1-13 of Article 21 and the following matters:

1. Examination and approval of important contracts concerning merger, division, transfer of business or assets and acceptance of business or assets transfer.
2. Examination and approval of real estate transactions worth of more than NT$300 million.
3. Review and approval of directors' remunerations.
4. Other matters that shall be deliberated by the Board of Directors as required by law.

Resolutions made at a managing directors' meeting shall be reported to the Board of Directors for future reference.

Article 26 Resolutions of the managing directors' meeting shall, unless otherwise prescribed by the Company Act, be adopted by over half of the attending managing directors in a meeting attended by over half of the managing directors.

Article 27 When a Board of Directors' meeting or a managing directors' meeting is convened, the General Manager, Deputy General Manager, and relevant competent supervisors may be required to present themselves in the meeting to answer inquiries.

Chapter VI (Deleted)

Article 28 (Deleted)

Article 29 (Deleted)

Article 30 (Deleted)

Chapter VII Managers

Article 31 The Bank shall have one General Manager and several Deputy General Managers, to be nominated by the Chairperson of the Board of Directors, and whose appointment and dismissal shall be approved by more than half of the Board members.

Article 32 The General Manager shall oversee the Bank's affairs by upholding the Chairperson's orders and the resolutions of the Board of Directors, and the Deputy General Manager shall assist the General Manager in handling the Bank's affairs. When the General Manager is unable to perform his/her duties for any reason, the Chairperson shall designate one of the Deputy General Managers as acting by proposing to the Board of Directors.

Chapter VIII Accounting

Article 33 The Bank's accounting year runs from January 1 to December 31 each year, and is designated according to the Republic of China calendar. Accounts are concluded twice a year, with June 30 as the closing date for the first half and December 31 the closing date for the second half. At the end of the year, the annual financial statements should be prepared based on the closing figures of the two halves.

Article 34 At the close of each fiscal year, the Bank's Board of Directors shall prepare the following statements and shall submit them to the regular shareholders' meeting for ratification according to the statutory procedures:

1. the business report;
2. the financial statements; and
3. the surplus distribution or loss make-up proposals.

The foregoing statements shall be forwarded to the competent authority and the Central Bank for reference within 15 days after the Board of Directors has submitted them to the regular shareholders' meeting for ratification.

Article 34-1 If a profit is made in a year, 5% of the profit shall be set aside as employees' compensation ,of which allocated as remuneration to basic-level employees shall be no less than 1%, and no more than 1.25% as directors' remunerations. However, if the Bank has an accumulated loss, the loss shall be made up first, and then employees' compensation and directors' remunerations may be allocated from the remaining surplus.

The allocation manner of employees' compensation referred to in the preceding paragraph and the scope of basic-level employees in addition to the ratio of remuneration allocation shall be approved by over half of the attending directors in a meeting attended by at least two thirds of the directors in the Board, and shall be reported to the shareholders' meeting. However, directors' remunerations shall only be distributed in cash.

Distribution of directors' remunerations shall be proposed by the Remuneration Committee and submitted to the Board of Directors. Decision shall be made with approval by over half of the attending directors in a meeting attended by two thirds of the directors in the Board.

Article 35 If there is a surplus in the Bank's year-end accounts, after paying the taxes in accordance with the law and making up for the losses of the past years, the Bank shall set aside 30% as a statutory reserve, appropriate or return a special reserve according to the laws and regulations and business needs, then distribute preferred stock dividends. The remaining balance plus the undistributed earnings of the previous years shall be used as the distributable amount. 30% to 100% of the distributable amount is contributed. The Board of Directors shall draft the proposal for the distribution of the remaining earnings and submit to the shareholders' meeting for the approval of the dividend and bonus distribution to the shareholders.

Dividends to shareholders will be distributed in both stock and cash dividends in accordance with the Bank's operational plan. However, cash dividend shall not be less than 10% of the total dividend distributed; if the cash dividend distributed per share is less than NT$0.1, unless otherwise resolved by the shareholders' meeting, it will not be distributed.

Before the legal reserve runs up to the amount equivalent to the total capital, or when the regulatory capital to risk assets ratio has not met the requirements of the Banking Act, the maximum cash surplus allocation shall be handled in accordance with the Banking Act and the competent authority's regulations.

Chapter IX Supplementary Provisions

Article 36 The Bank's Organizational Charter shall be separately enacted.

Article 37 Matters not covered herein shall be handled in accordance with the Company Act, Banking Act, and relevant laws and regulations.

Article 38 The Articles of Incorporation shall come into force after passing by the Shareholders' Meeting. The same procedure is applicable to any amendments thereto.

The Articles of Incorporation was amended, with addition and removal of provisions, including the amendment to Article 11, Article 14, Article 19, Article 19-1, Article 21-1, Subparagraph 16 of Article 25, Article 34, Article 35, and removal of Article 28 to Article 30 in Chapter VI on 2013.06.20, which came into force after the election of the 12th Board. All other amendments came into force at the resolutions of the Shareholders' Meeting.

The amendment to the Articles of Incorporation on 2014.06.19 became effective at the resolutions of the Shareholders Meeting except Article 18-2 regarding the adoption of the candidate nomination system for the candidates to the seats of Non-Independent Directors, which was effective after the election of the 13th Board of Bank of Kaohsiung.

Annex 4

Bank of Kaohsiung Co., Ltd.
Regulations Governing the Acquisition and Disposal of Assets

Approved by a resolution adopted at 2007 Regular Meeting of Shareholders on June 14, 2007
Amended and adopted at 2012 Regular Meeting of Shareholders on June 21, 2012
Amended and adopted at 2014 Regular Meeting of Shareholders on June 19, 2014
Amended and adopted at 2017 Regular Meeting of Shareholders on June 22, 2017
Amended and adopted at 2019 Regular Meeting of Shareholders on June 20, 2019
Amended and adopted at 2022 Regular Meeting of Shareholders on May 27, 2022

Chapter I General Provisions

Article 1 These Regulations are set forth in accordance with Article 6 of the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies".

Article 2 The terms used in these Regulations are defined as follows:

1. Related party or subsidiary: As defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers.
2. Date of occurrence: Refers to the date of contract signing, date of payment, date of consignment trade, date of transfer, dates of resolution by the Board of Directors, or other dates when the counterparty and monetary amount of a transaction is confirmed, whichever is earlier. However, for investments which require approval of the competent authority, the earlier of the above date or the date of receipt of approval from the competent authority shall prevail.
3. Securities exchange: "Domestic securities exchange" refers to the Taiwan Stock Exchange Corporation; "foreign securities exchange" refers to any organized securities exchange market that is regulated by the local competent securities authority where it is located.
4. Over-the-counter market ("OTC market"): "Domestic OTC market" refers to a venue for OTC trading provided by a securities firm in accordance with the Regulations Governing Securities Trading on the Taipei Exchange; "foreign OTC market" refers to a venue regulated by the foreign competent authority in charge of securities trade and a financial institution

permitted to engage in securities trade.

Article 3 Professional appraisers and their officers, accountants, attorneys, and securities underwriters that provide the Bank with appraisal reports, certified public accountant's opinions, attorney's opinions, or underwriter's opinions shall meet the following requirements:

1. May not have previously received a final and unappealable sentence to imprisonment for 1 year or longer for a violation against the Securities and Exchange Act, the Company Act, the Banking Act of The Republic of China, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting Act, or for fraud, breach of trust, embezzlement, forgery of documents, or occupational crime. However, this provision does not apply if 3 years have already passed since completion of service of the sentence, since expiration of the period of a suspended sentence, or since a pardon was received.
2. May not be a related party or de-facto related party of any party to the transaction.
3. If the Bank is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers may not be related parties or de-facto related parties of each other.

The aforementioned personnel shall follow the self-regulatory rules and regulations of the respective industry associations in issuing the appraisal reports or statement of opinions and also issue a declaration of professional standing and independence and the information adopted in the appraisal or assessment is appropriate and justifiable and in compliance with the applicable legal rules. The statement should include the following at least:

1. Prior to accepting a case, they shall prudently assess their own professional capabilities, practical experience, and independence.
2. When executing a case, they shall appropriately plan and execute adequate working procedures, in order to produce a conclusion and use the conclusion as the basis for issuing the

report or opinion. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case working papers.

3.They shall undertake an item-by-item evaluation of the appropriateness and justifiable of the sources of data, the parameters, and the information used, as the basis for issuance of the appraisal report or the opinion.

Chapter II Disposition Procedures

Section 1 General Principle

Article 4 The term “assets” as used in these Regulations includes the following:

1. Investments in stocks, government bonds, corporate bonds, financial bonds, securities representing interest in a fund, depositary receipts, call (put) warrants, beneficial interest securities, and asset-backed securities.
2. Real property (including land, houses and buildings, investment property, and construction enterprise inventory) and equipment.
3. Memberships.
4. Patents, copyrights, trademarks, franchise rights, and other intangible assets.
5. Right-of-use assets.
6. Claims of the Bank (including receivables, bills purchased and discounted, loans, and overdue receivables).
7. Derivatives.
8. Assets acquired or disposed of in connection with mergers, demergers, acquisitions, or transfer of shares in accordance with laws.
9. Other major assets.

Article 5 Where the acquisition or disposal of assets shall be approved by the Board of Directors in accordance with these Regulations or other laws and regulations, the Bank shall submit the case to the Board of Directors for resolution after obtaining the consent of over half of the Audit Committee members.

When a transaction pertaining to the acquisition or disposal of assets is brought to the Board of Directors for discussion as mentioned in the preceding paragraph, the independent directors' opinions should be fully considered. Any objection or reservations of the directors should be recorded in the minutes of the Board meeting.

In case of failure to obtain the approval of over half of the Audit Committee members according to the first paragraph, a transaction may be concluded with the consent of more than two-thirds of all directors, and the resolution of the Audit Committee shall be stated in the minutes of the Board meeting.

"All members of the Audit Committee" and "all directors" referred to in the preceding paragraph mean those who are actually taking office.

Section 2 Operating Procedures

Article 6 The Bank's operating procedures for acquisition or disposal of assets are set down below; the office in charge shall handle the relevant matters in accordance with the Banking Act, the competent authority's directions, and the following provisions:

1. Real Estate: Report to the Board of Directors on a case-by-case basis. However, for real estate acquired as a collateral by means of bidding, the Bank's Directions for Bidding for Collateral shall also be abided by.
2. Long-Term Investments in Equity: Carry out assessment according to the relevant provisions of the Bank's "Establishment Guidelines of Long-term Equity Investment Review Group" and report to the Board of Directors on a case-by-case basis. A letter of request shall be submitted to the competent authority for approval before proceeding.
3. Securities: The operating procedures and hierarchy of approval authority are in accordance with the Bank's "Investment Policy Guidelines", "Regulations Governing Investment in New Taiwan Dollar Securities", "Directions for Investment in Stocks, Beneficiary Certificates, and Other Securities", "Forex Capital Management Guidelines", "National Risk Limit Management Guidelines", and other relevant regulations.
4. Creditor's Rights: Disposal of creditor's rights in accordance

with the Bank’s “Guidelines for Selling Non-Performing Loans” shall be reported to the Board of Directors on a case-by-case basis.

5. Memberships, Intangible Assets or Equipment: For transactions of a value not exceeding NT$60 million, the office in charge shall handle the case based on the hierarchy of approval authority as prescribed in the Bank’s “Directions for Revenue and Expenditure Process” and “Procurement Processing Guidelines”. Transactions of a value exceeding NT$60 million should be reported to the Board of Directors.

Section 3 Assessment Procedures

Article 7 In acquiring or disposing of real property, equipment, or right-of-use assets thereof where the transaction amount reaches 20 percent of the Bank’s paid-in capital or NT$300 million or more, the Bank, unless transacting with a domestic government agency, engaging others to build on its own land, engaging others to build on rented land, or acquiring or disposing of equipment or right-of-use assets thereof for business use, shall obtain an appraisal report from a professional appraiser prior to the date of occurrence and shall also comply with the following provisions:

1. Where it is necessary to use a restricted price, specified price, or special price as a reference for the transaction price due to special circumstances, the transaction shall be submitted to the Board of Directors for approval in advance; the same applies for any subsequent change in the terms and conditions of the transaction.
2. Where the transaction amount is NT$1 billion or more, appraisals from two or more professional appraisers shall be obtained.
3. Where any one of the following circumstances applies with respect to the professional appraiser's appraisal results, unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results for the assets to be disposed of are lower than the transaction amount,

consult a CPA to express an opinion in concrete terms on the cause of the variation and if the price is proper:

(1) The discrepancy between the appraisal result and the transaction amount is 20 percent or more of the transaction amount.

(2) The discrepancy between the appraisal results of two or more professional appraisers is 10 percent or more of the transaction amount.

4. No more than 3 months may elapse between the professional appraiser's report date and the contract execution date. However, where the publicly announced current value for the same period is used and no more than 6 months have elapsed, an opinion may still be issued by the original professional appraiser.

Article 8 When acquiring or disposing of securities, the Bank shall, prior to the date of occurrence, obtain the latest financial statements of the target company, certified or reviewed by a certified public accountant, to serve as a reference for assessing the transaction price. In addition, if the transaction amount reaches 20 percent of the Bank's paid-in capital or NT$300 million or more, the Bank shall engage a certified public accountant prior to the date of occurrence to provide an opinion regarding the reasonableness of the transaction price. This requirement does not apply, however, to securities with a publicly quoted price in an active market, or in any of the following circumstances:

1. Initiating the establishment or raising funds in accordance with the law and acquiring securities by cash investments, and the interest represented by the securities is in proportion to the capital contribution ratio.
2. Participating in the subscription of securities issued by the target company at par value for cash capital increase in accordance with the relevant laws and regulations.
3. Participating in the subscription of securities issued by a directly or indirectly 100% invested company for cash capital increase, or participating in mutual subscription of securities

issued by 100% owned subsidiaries for cash capital increase.

4. Purchasing or selling the listed, over-the-counter, and emerging market securities at stock exchanges or OTC markets.
5. Domestic government bonds or bonds under repurchase and resale agreements.
6. Publicly placed fund.
7. Stocks of listed companies acquired or disposed of according to the Taiwan Stock Exchange Corporation Rules Governing Purchase of Listed Securities by On-Market Tender Offer or under the Taipei Exchange Rules Governing Purchase of OTC Securities by On-market Tender Offer.
8. Participating in the stock option subscription of domestic public companies for cash capital increase or subscription of domestic corporate bonds (including financial bonds), and the acquired securities are not privately placed securities.
9. Subscription of domestic privately placed fund before the establishment of the fund, or subscription or redemption of domestic privately placed fund according to Paragraph 1, Article 11 of the Securities Investment Trust and Consulting Act, where the trust deed has stated the investment strategy is the same as the investment in publicly placed fund except for the parts of securities margin trading and the uncovered securities related commodity.

Article 8-1 The Bank is an investment-oriented bank. If an evaluation model and system is already established for the acquisition or disposal of securities, and an appropriate model or statistical method is used to estimate the value, the accountant’s opinion on the reasonableness of the transaction price as prescribed in the preceding Article may be exempted.

Article 9 When the Bank acquires or disposes of intangible assets or right-of-use assets thereof or memberships at a transaction amount reaching 20 percent of its paid-in capital or NT$300 million or more, except for transactions with a domestic government agency, it shall engage a certified public accountant prior to the date of occurrence to render an opinion on the reasonableness of the transaction price.

Article 9-1 The calculation of the transaction amounts referred to in the preceding three Articles shall be done in accordance with Paragraph 2 of Article 25 herein, and “within one year” as used herein refers to the year preceding the date of occurrence of the current transaction. Items for which an appraisal report from a professional appraiser or a CPA’s opinion has been obtained need not be counted toward the transaction amount.

Article 10 When the Bank acquires or disposes of assets through the court auction procedures, the evidentiary documentation issued by the court may serve as a substitute of the appraisal report or the CPA’s opinion.

Section 4 Related Party Transactions

Article 11 When the Bank acquires or disposes of assets from or to a related party, in addition to the necessary resolution procedures and assessment of the reasonableness of transaction terms as prescribed in the preceding Section, an appraisal report from a professional appraiser or a CPA’s opinion shall also be obtained in accordance with the provisions of the preceding Section if the transaction amount reaches 10 percent or more of the Bank’s total assets.

The calculation of the transaction amount referred to in the preceding paragraph shall be made in accordance with Article 9-1 herein.

In determining whether a transaction counterparty is a related party, both the legal formalities and the substantial relationship shall be taken into consideration.

Article 12 When the Bank intends to acquire or dispose of real property or the right-of-use assets thereof from or to a related party, or when it intends to acquire or dispose of assets other than real property or the right-of-use assets thereof from or to a related party at a transaction amount reaching 20 percent of its paid-in capital, 10 percent of its total assets, or NT$300 million or more, except for trading of domestic government bonds, bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises, it shall secure the consent of over half of the Audit Committee members on the following information and submit the same to the Board of Directors for approval before a transaction contract can be executed and payment can be made:

1. The purpose, necessity and expected benefits of the acquisition or disposal.
2. The reason(s) for choosing the related party as the transaction counterparty.
3. Information regarding reasonableness of the preliminary transaction terms assessed in accordance with Articles 13 and 14 with respect to the acquisition of real property or the right-of-use assets thereof from a related party.
4. The date and price at which the related party originally acquired the asset, the transaction counterparty and its relation to the Bank and the related party.
5. Monthly cash flow forecasts for the year commencing from the anticipated month of contract signing, and evaluation of the necessity of the transaction and reasonableness of the fund utilization.
6. An appraisal report from a professional appraiser or a CPA's opinion obtained in compliance with the preceding Article.
7. Constraints on the transaction and other important stipulations.

With respect to the types of transactions listed below between the Bank and its subsidiaries, or between the Bank's subsidiaries in which it directly or indirectly holds 100% issued shares or total capital, the Board of Directors may authorize the Chairperson to make a provisional decision on such transactions within a prescribed amount and then submit the case to the Board of Directors in the next Board meeting for ratification:

1. Acquisition or disposal of equipment or right-of-use assets thereof for business use.
2. Acquisition or disposal of right-of-use assets of real property for business use.

When a matter is submitted to the Board of Directors for discussion pursuant to Paragraph 1, the Board shall take into full consideration each independent director's opinions. Objection or reservations of the independent directors shall be recorded in the minutes of the Board of Directors' meeting.

If BOK or a subsidiary of BOK which is not a publicly-traded company in Taiwan engaged in the transaction as stated in paragraph 1, and the transaction amount exceeds 10% of the total assets of BOK, the BOK shall then present all information set forth in paragraph 1 to the Shareholders' Meeting for approval before proceeding to enter into the trade agreement or effecting payment except for transactions between BOK and its subsidiaries or among the subsidiaries of BOK.

The transaction amount referred to in the first and preceding paragraphs shall be calculated in accordance with Paragraph 2 of Article 25 herein, and "within one year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items that have been approved by the Shareholders' Meeting and the Board of Directors pursuant to these Regulations need not be counted toward the transaction amount.

Article 13 The Bank shall evaluate the reasonableness of the transaction costs by the following means when acquiring real property or the right-of-use assets thereof from a related party:

1.The necessary interest on funding and the costs to be duly borne by the buyer shall be added onto the transaction price with the related party. The "necessary interest cost" is computed with the weighted average interest rate on the company's borrowings in the year of the purchase of the property, but the rate shall not exceed the maximum non-financial industry lending rate announced by the Ministry of Finance.

2.If the related party has previously created a mortgage on the target property as security for a loan from another financial institution, the total appraised loan value on the target property given by the financial institution shall be taken as a reference for evaluation, and the actual cumulative amount loaned by the financial institution on the target property shall have been 70 percent or more of the total appraised loan value and the period of the loan shall have been 1 year or more. However, this does not apply where the financial institution is a related party of one of the transacting parties.

Where the land and the structures thereupon are purchased or leased as a combined target property in a transaction, the transaction costs for the land and the structures may be separately appraised in accordance with either of the means listed in the preceding paragraph.

When acquiring real property or the right-of-use assets thereof from a related party, the Bank shall appraise the cost of the real property or the right-of-use assets thereof in accordance with the preceding two paragraphs, and also engage a CPA to review the appraisal and render a specific opinion.

When the Bank acquires real property or the right-of-use assets thereof from a related party in any one of the following circumstances, the acquisition shall be conducted in accordance with the preceding Article, and the appraisal procedures described in the three preceding paragraphs do not apply:

1.The related party has acquired the real property or the right-of-use assets thereof through inheritance or as a gift.
2.More than 5 years have elapsed from the time the related party signed the contract to acquire the real property or the right-of-use assets thereof to the contract signing date for the current transaction.
3.The real property is acquired through signing of a joint development contract with the related party, or through engaging a related party to build real property either on the company's own land or on rented land.
4.The acquisition of the right-of-use assets of real property for business use is between the Bank and its subsidiaries, or between the Bank's subsidiaries in which the Bank directly or indirectly holds 100 percent of the issued shares or total capital.

Article 14 When the results of the Bank's appraisal conducted in accordance with both Paragraphs 1 and 2 of the preceding Article are below the transaction price, the matter shall be handled in accordance with Article 15. However, this does not apply when the following circumstances exist, and an objective evidence is present and specific opinions on reasonableness are obtained from a professional real property appraiser and a CPA:

1. Where the related party has acquired undeveloped land or leased land for development, the proof of compliance with one of the following conditions may be submitted:
   (1) The aggregate value of the undeveloped land (appraised in accordance with the methods described in the preceding Article) and the structures (appraised according to the related party's construction cost plus reasonable construction profit) is in excess of the actual transaction price. The "reasonable construction profit" shall be determined at the lower of the average gross operating profit margin of the related party's construction division in the most recent 3 years or the latest gross profit margin for the construction industry as announced by the competent authority.
   (2) The transaction terms as assessed with reference to the reasonable price differences based on the floor and zone factors of real property transactions or lease conventions are comparable to the completed transactions with non-related parties pertaining to property on other floors of the same target property or property in neighboring areas, of similar size, within one year.
2. The Bank has provided evidence that the transaction terms of the real property acquired or the right-of-use assets of real property leased/acquired from a related party are similar to those of the completed transactions with non-related parties pertaining to property of similar size in neighboring areas within one year.

The "completed transactions in neighboring areas" mentioned in the preceding paragraph refer to those pertaining to property on the same or an adjacent block and within 500 meters from the target property to be transacted or property with a similar publicly announced current value; “similar size” refers basically to completed transactions with non-related parties pertaining to a property of a size no less than 50 percent of the target property in the planned transaction; “within one year” refers to the year preceding the date of occurrence of this acquisition of the real property or the right-of-use assets thereof.

Article 15 When the Bank acquires real property or right-of-use assets thereof from a related party, the following measures shall be adopted if the results of appraisals conducted in accordance with the preceding two Articles are below the transaction price:

1.A special reserve shall be set aside in accordance with Paragraph 1, Article 41 of the Securities and Exchange Act against the difference between the transaction price and the appraised cost of the real property or the right-of-use assets thereof, and the reserve shall not be distributed or used for capital increase or issuance of bonus shares.

2.Independent directors in the Audit Committee shall act in accordance with Article 218 of the Company Act.

3.Actions taken pursuant to the preceding two subparagraphs shall be reported to the shareholders’ meeting, and the details of the transaction shall be disclosed in the annual report and the prospectus.

The special reserve set aside by the Bank under the preceding paragraph shall not be utilized unless a loss from decline in market value of the assets purchased or leased at a premium has been recognized, or the assets have been disposed of, or the lease contract has been terminated, or adequate compensation has been made, or the status quo ante has been restored, or there is other evidence confirming the absence of unreasonableness, and the competent authority has given its consent.

When the Bank acquires real property or right-of-use assets thereof from a related party, the provisions of the preceding two paragraphs shall also apply if there is other evidence indicating that the acquisition is not an arm’s length transaction.

Section 5 Engaging in Derivatives Trading

Article 16 The Bank engages in derivatives trading according to Articles 18 through 21 of the “Regulations Governing the Acquisition and Disposal of Assets by Public Companies” and the Bank’s “Regulations Governing Operating Procedures for Conducting Financial Derivatives Business”. Section 6 Mergers and Consolidations, Splits, Acquisitions, and Assignment of Shares

Article 17 When conducting a merger, demerger, acquisition, or transfer of shares, the Bank shall, before the Board of Directors makes a resolution, engage a CPA, attorney, or securities underwriter to give an opinion on the reasonableness of the share exchange ratio, acquisition price, or distribution of cash or other property to shareholders, and submit it to the Board of Directors for discussion and passage. However, the requirement of obtaining the aforementioned expert’s opinion on reasonableness may be exempted if the Bank merges with its subsidiary in which it directly or indirectly holds 100% of the issued shares or total capital, or if the Bank’s subsidiaries in which the Bank directly or indirectly holds 100% of the issued shares or total capital merge with one another.

Article 18 The Bank shall prepare a public report to the shareholders detailing important contractual content and matters related to the merger, demerger, or acquisition before the shareholders’ meeting and include it along with the expert’s opinion mentioned in the preceding Article when sending the notice of the shareholders’ meeting for a reference in deciding whether to approve the merger, demerger, or acquisition. However, this does not apply when the merger, demerger, or acquisition is exempted from the resolution of the shareholders’ meeting in accordance with other laws.

Where the shareholders’ meeting of the Bank and the companies participating in the merger, demerger, or acquisition fails to convene or pass a resolution due to lack of a quorum, insufficient votes, or other legal restrictions, or the proposal is rejected by the shareholders’ meeting, the Bank shall immediately and publicly explain the reason, the follow-up measures, and the preliminary date of the next shareholders' meeting.

Article 19 The Bank and the companies participating in a merger, demerger, or acquisition shall convene a Board of Directors' meeting and shareholders' meeting on the same day to decide on matters relating to the merger, demerger, or acquisition, unless otherwise provided by other laws or the competent authority is notified and has given its consent in advance due to special circumstances.

The Bank and the companies participating in a transfer of shares shall call a Board of Directors' meeting on the same day, unless otherwise provided by other laws or the competent authority is notified and has given its consent in advance due to special circumstances.

The Bank shall prepare a complete written record of the following information and retain it for 5 years for reference.

1. Basic personal data: Including all persons involved in the merger, demerger, acquisition, or transfer of shares plan prior to disclosure of the information or the executors of the plan, their job titles, names, and national ID numbers (or passport numbers in case of foreign nationals).
2. Dates of important events: Including the dates when the letter of intent or memorandum of understanding is signed, the financial or legal advisor is appointed, the contract is executed, and the Board of Directors' meeting is convened.
3. Important documents and minutes: Including the merger, demerger, acquisition, or transfer of shares plan, the letter of intent or memorandum of understanding, important contracts, and the minutes of the Board of Directors' meetings.

The Bank shall, within 2 days from the date when the Board of Directors has passed the resolution, report the information set out in Subparagraphs 1 and 2 of the preceding paragraph to the competent authority in the prescribed format via the online information system for reference. Furthermore, a public notice and filing shall be made and the material information shall be published at least two hours before the start of the transaction time on the next business day from the date when the Board of Directors has adopted the resolution in accordance with the "Taiwan Stock Exchange Corporation Procedures for Verification and Disclosure of Material Information of Companies with Listed Securities".

Where any company participating in a merger, demerger, acquisition, or transfer of shares is neither listed on a stock exchange nor traded on an OTC market, the Bank shall sign an agreement with such company, and the provisions of the preceding two paragraphs shall still apply.

Article 20 All persons participating in or are aware of the Bank's merger, demerger, acquisition, or transfer of shares plan shall submit a written undertaking of confidentiality, and shall not disclose the content of the plan before the public disclosure of the information and shall not trade, in their own name or under the name of another person, in the stocks or other equity securities of the companies related to the plan of merger, demerger, acquisition or transfer of shares.

Article 21 When participating in a merger, demerger, acquisition, or transfer of shares, the Bank shall not arbitrarily change the share exchange ratio or acquisition price except in the following circumstances, and shall set out in the contract of the merger, demerger, acquisition, or transfer of shares the circumstances under which changes are permitted:

1.Handling cash capital increase, issuing convertible corporate bonds, bonus shares, corporate bonds with warrants, preferred shares with warrants, stock warrants, and other equity-based securities.

2.An action, such as disposal of the company's major assets, that affects the company's financial operations.

3.An event, such as a major disaster or material change in technology, that affects shareholders' equity or the share price.

4.An adjustment where any one of the companies participating in the merger, demerger, acquisition, or transfer of shares legally buys back the treasury stock.

5.An increase of decrease in the number of entities or companies participating in the merger, demerger, acquisition, or transfer of shares.

6.Other terms and conditions that may be changed as stipulated in the contract and that have been publicly disclosed.

Article 22 When the Bank participates in a merger, demerger, acquisition, or transfer of shares, the contract shall specify the rights and obligations of the companies participating in the merger, demerger, acquisition, or transfer of shares, and shall also state the following:

1.Handling of breach of contract.

2.The principles for dealing with equity-type securities previously issued or treasury stock previously bought back by any company that is eliminated in a merger or that is demerged.

3.The amount of treasury stock participating companies may legally buy back after the base date for calculation of the share exchange ratio, and the principles for handling thereof.

4.The way of handling increases, decreases, and changes in the number of participating entities or companies.

5.Estimated schedule of project execution progress and expected completion date.

6.Scheduled date for convening the shareholders' meeting in accordance with the law if the plan is not completed as scheduled.

Article 23 If the Bank or any company participating in the merger, demerger, acquisition, or transfer of shares intends to merge, split, acquire or transfer shares with another company after public disclosure of the information, all participating companies shall carry out anew the procedures or legal actions that had originally been completed toward the merger, demerger, acquisition, or transfer of shares, except that where the number of participating companies is decreased and the shareholders' meeting has adopted a resolution authorizing the Board of Directors to alter the scope of authority, such participating company may be exempted from calling another shareholders' meeting to resolve on the matter anew.

Article 24 The Bank shall enter into an agreement with any company participating in the merger, demerger, acquisition, or transfer of shares that is not a public company, and shall comply with the provisions of Articles 19, 20, and 23.

Chapter III Information Disclosure

Article 25 For the acquisition or disposal of assets in any of the following circumstances, the Bank shall make a public notice and report the relevant information on the competent authority's designated website in the prescribed format depending on nature of the incident within 2 days from the date of occurrence; however, if the incident concurrently meets the criteria depicted in the "Taiwan Stock Exchange Corporation Procedures for Verification and Disclosure of Material Information of Companies with Listed Securities", the handling procedures thereof shall be followed:

1.Acquisition or disposal of real property or right-of-use assets thereof from or to a related party, or acquisition or disposal of assets other than real property or right-of-use assets thereof from or to a related party at a transaction amount reaching 20 percent of the Bank's paid-in capital, 10 percent of its total assets, or NT$300 million or more, but this does not apply to trading of domestic government bonds, bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.

2. Merger, demerger, acquisition, or transfer of shares.

3. Losses from derivatives trading reaching the Bank's prescribed net loss ceiling.

4. Acquisition or disposal of equipment for business use or right-of-use assets thereof from or to a non-related party, and the transaction amount meets any of the following criteria:

(1) The transaction amount reaches NT$500 million or more where the paid-in capital has not reached NT$10 billion.

(2) The transaction amount reaches NT$1 billion or more

where the paid-in capital has reached NT$10 billion.

5. Land is acquired under an arrangement of engaging others to build on the Bank’s own land, engaging others to build on rented land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sale, and the transaction counterparty is not a related party, and the amount the Bank expects to invest in the transaction reaches NT$500 million.
6. An asset transaction other than those described in the preceding five subparagraphs, a disposal of receivables, or an investment in China which involves a transaction amount reaching 20 percent of the Bank’s paid-in capital or NT$300 million or more, but this does not apply to the following circumstances:
   (1) Trading of domestic government bonds or foreign government bonds with a credit rating not lower than the sovereignty rating level of Taiwan.
   (2) Trading of securities at TWSE or TPEx or subscription of foreign government bonds or general corporate bonds and financial debentures not involving equity (excluding subordinated debentures) in the primary market or the subscription or redemption of securities investment trust funds or futures trust funds or the subscription or reverse repurchase of indexed securities or the subscription of securities required by TPEx as securities dealers for underwriting needs and in the capacity as advisor securities dealers in the Emerging Stock Market where investment is the principal business engagement.
   (3) Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.

The amount of transactions mentioned above shall be calculated as follows:

1. The transaction amount per each transaction.
2. The cumulative transaction amount of acquisitions or disposals of the same type of underlying asset with the same transaction

counterparty within one year.

3. The cumulative transaction amount of acquisitions or disposals (cumulative acquisitions and disposals, respectively) of real property or right-of-use assets thereof in the same development project within one year.
4. The cumulative transaction amount of acquisitions or disposals (cumulative acquisitions and disposals, respectively) of the same security within one year.

"Within one year" as used in the preceding paragraph refers to the year preceding the date of occurrence of the current transaction. Items duly announced in accordance with these Regulations need not be counted toward the transaction amount. The Bank shall compile monthly reports on the status of derivatives trading the Bank and its subsidiaries that are not domestic public companies have engaged in as of the end of the preceding month and input the data in the prescribed format into the information reporting website designated by the competent authority by the 10th day of each month.

When the Bank makes an error or omission in the items required by regulations to be publicly announced at the time of publishing the public notice, and so is required to correct it, all items shall be publicly announced again and reported in their entirety within two days from the date of knowing of such error or omission.

When acquiring or disposing of assets, the Bank shall keep and retain all of the related contracts, meeting minutes, log books, appraisal reports, and opinions of the CPA, attorney, and securities underwriters at the Bank for at least 5 years unless otherwise provided by other laws.

Article 26 After the Bank has publicly announced and reported a transaction in accordance with the preceding Article, if any of the following circumstances occurs, the Bank shall make a public report of the relevant information on the website designated by the competent authority within 2 days from the date of occurrence. However, if the case concurrently meets the criteria depicted in the "Taiwan Stock Exchange Corporation Procedures for Verification and

Disclosure of Material Information of Companies with Listed Securities", the announcement shall be made two hours before the start of the transaction time on the next business day from the date of occurrence, and the material information shall be published.

1. Change, termination, or recission of the contract signed in relation to the original transaction.
2. The merger, demerger, acquisition, or transfer of shares is not completed as scheduled in the contract.
3. Change to the originally publicly announced and reported information.

Chapter IV Additional Provisions

Article 27 Total amounts of real property or securities that the Bank and each of its subsidiaries may acquire for non-business use, and limits on individual securities:

1. Total amounts of real property or securities that the Bank may acquire for non-business use, and limits on individual securities shall be in accordance with the Banking Act of The Republic of China and relevant regulations of the competent authority.
2. Total amounts of real property or securities that the Bank's subsidiaries may acquire for non-business use, and limits on individual securities shall be in accordance with the relevant regulations of the competent authority.

Article 28 The Bank's control procedures for its subsidiaries' acquisition or disposal of assets:

1. The Bank shall supervise and urge its subsidiaries to lay down and implement their own procedures for the acquisition or disposal of assets in accordance with the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies".
2. The Bank's subsidiaries shall report to the Bank and obtain approval before acquiring or disposing of assets of a value up to 5% of the subsidiary's paid-in capital.

Article29 The Bank shall, in accordance with the Bank's "Employee Reward and Punishment Rules", punish the staff members who have acquired or disposed of assets in violation of these

Regulations.

Article 30 If a subsidiary of the Bank is not a public company in Taiwan, and it has acquired or disposed of assets under a circumstance that requires a public notice and filing as prescribed in the preceding Chapter, the Bank shall make the public notice and filing.

If the standards requiring public notice and regulatory filing in relation to the percentages of the paid-in capital or total assets as specified in Paragraph 1 of Article 25 are applicable to the aforementioned subsidiary in the preceding paragraph, the Bank's paid-in capital or total assets shall be the basis of determination.

Article 31 For the provisions of these Regulations regarding 10 percent of the total assets, the monetary value of the total assets stated in the latest individual or standalone financial statements prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers shall be used.

Article32 Matters not covered in these Regulations shall be handled in accordance with the relevant laws and regulations and the relevant provisions of the competent authority.

Article 33 Amendments to or corrections of these Regulations shall be approved by over half of the Audit Committee members, and submitted to the Board of Directors for resolution and then reported to the shareholders' meeting for approval before implementation.If the approval of over half of the Audit Committee members is not obtained as prescribed in the preceding paragraph, the provisions of Paragraphs 3 and 4 of Article 5 shall apply mutatis mutandis.

Annex 5

Bank of Kaohsiung Co., Ltd.
Rules of Procedures Governing Shareholders' Meeting

Amended and adopted at 1997 Regular Meeting of Shareholders on October 24, 1997
Adopted at 2002 Regular Meeting of Shareholders on June 20, 2002
Adopted at 2006 Regular Meeting of Shareholders on June 22, 2006
Adopted at 2011 Regular Meeting of Shareholders on June 16, 2011
Adopted at 2012 Regular Meeting of Shareholders on June 21, 2012
Adopted at 2014 Regular Meeting of Shareholders on June 19, 2014
Adopted at 2019 Regular Meeting of Shareholders on June 20, 2019
Adopted at 2021 Regular Meeting of Shareholders on July 23, 2021
Adopted at 2022 Regular Meeting of Shareholders on May 27, 2022
Adopted at 2023 Regular Meeting of Shareholders on May 25, 2023
Adopted at 2024 Regular Meeting of Shareholders on May 24, 2024

Article 1 In order to establish a good shareholder governance system, improve supervision functions and strengthen management functions of the Bank; thus pursuant to the provisions in Article 5 of the Corporate Governance Best Practice Principles for TWSE/TPEx Listed Companies and Article 11 of the Banking Corporate Governance Code of Practice, the Rules herein is set up.

Article 2 The Rules of procedure of the shareholders' meeting of the Bank shall be carried out in accordance with the provisions of these Rules, unless otherwise provided in the laws and regulations or the Articles of Association of the Bank.

Article 3 The shareholders' meeting of the Bank shall be convened by the board of directors, unless otherwise provided in the law.

Unless otherwise specified in the Criteria Governing the Administration of Shareholder Services of Public Companies, the convening of the Bank's shareholders' meeting by video conference shall be specified in the Articles of Incorporation and approved by the board of directors. A shareholders' meeting by video conference must be resolved in a board meeting with more than two-thirds of the board present, and voted in favor by more than half of all attending directors.

The mode of convening BOK Shareholders Meetings shall be subject to the resolutions of the Board no later than the sending out of the meeting notice.

The Bank shall, 30 days before the shareholders' regular meeting, or fifteen days before the shareholders' special meeting, prepare the Notice of shareholders' meeting, the power of attorney, cause and explanation of the agenda of the shareholders' meeting such as the relevant recognition case, the discussion case, the election or the dismissal of the directors, handbook and the supplementary information of the meeting, which are produced into an electronic file and transmitted to the Market Observation Post System. Fifteen days before the shareholders' meeting, the handbook of the shareholders' meeting and the supplementary information of the meeting shall be prepared for the shareholders to read and shall be displayed at the Bank and the professional investor service agent appointed by BOK.

The aforementioned Meeting Handbook and supplementary information for the meeting will be provided for the shareholders on the day of the Shareholders Meeting using the following means for the viewing of the shareholders:

1. If the Shareholders Meeting is held in a physical form, the aforementioned documents and information shall be released at the meeting place at the scheduled time of the meeting.
2. If a videoconference is held in conjunction with the physical session of the Shareholders Meeting, the aforementioned documents and information shall be released at the meeting place and also through electronic files to the videoconferencing platform at the scheduled time of the meeting.
3. Be sent as electronic files to the videoconferencing platform while the Shareholders Meeting via videoconferencing is in progress.

Meeting notices and the announcement of the reason for the meeting; its notice may be obtained electronically after being agreed by the counterparty.

Election or relief of Directors, changes in the Articles of Incorporation, recapitalization through buy-back, application for discontinuation of public offerings, permission for competition among the Directors, capitalization of retained earnings into new shares, capitalization of additional paid-in capital into new shares, dissolution, mergers, demergers of the Company, or anything specified in Paragraph 1 of Article 185 under the Company Act, Articles 26-1 and 43-6 of the Securities and Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be specified as the reason for the meeting with descriptions of the essential content. The aforementioned issues cannot be brought up as extemporaneous motions.

If the election of a new Board of Directors is specified as the reason for the meeting, specify the date of assuming office. If the election is completed in this session of the Shareholders Meeting, there shall be no change in the date of office in the same session through the proposal of assuming an extemporaneous motion or by any other means.

Shareholders holding more than one percent of the total number of issued shares may submit a proposal for regular meeting of shareholders of the Bank. However, proposals exceeding one should not be included in the agenda.

If any of the motions proposed by shareholders meets the criteria specified in Paragraph 4 of Article 172-1 of the Company Act, the Board shall not note down the proposal as a motion. If, however, the motion proposed by the shareholders is constructive in urging the Company to improve regarding public interest or the pursuit of corporate social responsibility at a higher level, it shall be confined to the content of Article 172-1 of the Company Act in the procedure. Only one motion can be accepted and all others shall not be noted as motions.

The Bank shall announce the acceptance of the shareholders' proposal in writing or electronic way, the place and period for acceptance before the suspension of the stock transfer and before the shareholders' meeting. The acceptance period shall not be less than ten days.

The proposal proposed by the shareholders is limited to 300 words; the proponents of the proposal should attend the shareholders' meeting in person or by entrusting others to the discussion of the proposal.

The Bank shall notify the proponent shareholders of the results of the processing before the date of the notice of the shareholders' meeting, and shall include the agenda which are in compliance with this provision in the notice of the meeting. For the shareholders' proposals not included in the agenda, the board of directors shall explain the reasons for not being included in at the shareholders' meeting.

Article 4 Shareholders may, at each shareholder meeting, produce a power of attorney issued by the Bank stating the scope of authorization, entrusting an agent to attend the shareholders' meeting.

A shareholder may issue only one power of attorney and may authorize only one person, such power of attorney shall be served on the Bank five days before the shareholders' meeting. In the event the power of attorney is repeated, the first service shall prevail, except for the declaration of withdrawal.

If the power of attorney for appointing a proxy to attend a Shareholders Meeting has been delivered to BOK, but the shareholder concerned then desires to attend the meeting in person or participate through videoconferencing, or desires to exercise their voting rights by correspondence or electronic means, this shareholder concerned shall write to notify BOK for revocation of the power of attorney previously made 2 days prior to the scheduled date of the Shareholders Meeting. In case of an overdue, the voting right exercised by the entrusted attending the meeting shall prevail.

Article 5 The place where the shareholders' meeting is convened shall be at the place where the head office of the Bank located or convenient for shareholders to attend, and suitable for holding the meeting, The meeting start time shall not be earlier than 9:00 a.m. or later than 3:00 p.m. For the place and time of the meeting, the opinions of independent directors should be fully taken into account.

The convention of a BOK Shareholders Meeting via videoconferencing shall not be constrained by the aforementioned physical location of the meeting.

Article 6 BOK shall specify the time and place for the registration of shareholders, parties requesting representation at the meeting, and proxies (hereinafter collectively referred to as “shareholders”) for the meeting and other important notices in the meeting notice.

The time for the registration of shareholders for the meeting shall start at least 30 minutes prior to the scheduled time of the meeting. The registration desk shall be properly marked and adequate personnel shall be assigned to the desk for providing service. Registration for participation in Shareholders Meetings via videoconferencing shall start 30 minutes prior to the scheduled time of the meeting. Shareholders who have completed their registration for videoconferencing shall be deemed as attending the Shareholders Meeting in person.

Shareholders shall present their Meeting Pass, Sign-in Card, or other document for proof of entitlement to attend the Shareholders Meeting. BOK shall not freely request that the shareholders provide additional proving documents for admission to the Shareholders Meeting; the solicitor who is requesting the power of attorney shall carry the identity document for verification.

BOK shall provide a sign-in book for the shareholders to sign-in for the meeting, or the shareholders may surrender their sign-in card in lieu of signing-in for admission to the Shareholders Meeting.

The Bank shall deliver the handbook, annual reports, attendance certificates, speech notes, votes and other meeting materials to the shareholders who attend the shareholders' meeting. Where there is an election of directors, pre-printed ballots shall also be furnished.

When government or a juridical person is a shareholder, the representative attending the shareholders' meeting is not limited to one person. When a juridical person is entrusted to the attendance of a shareholders' meeting, only one representative may be appointed.

If the Shareholders Meeting is to be held via videoconferencing, and the shareholders desire to attend the meeting via videoconferencing, they shall register with BOK 2 days prior to the scheduled date of the meeting.

If the Shareholders Meeting is held via videoconferencing, BOK shall upload the Meeting Handbook, Annual Report, and other related documented materials to the platform for the Shareholders Meeting via videoconference 30 minutes prior to the scheduled time of the meeting, and continue to disclose the information until the adjournment of the meeting.

Article 6-1 BOK shall specify the following for Shareholders Meetings convened via videoconferencing:

1. The Methods for Shareholders in Participating in Videoconferencing and the Exercising of Rights.
2. In the event of a natural disaster, contingency, or any other forms of force majeure, to the effect that the videoconferencing platform or participation in the Shareholders Meeting videoconference is hindered, the responses to these situations shall cover at least the following:
   (1) The date for the deferral of the meeting or continuation of the meeting if the aforementioned hindrance is sustained and cannot be eliminated so that the meeting may be deferred or continued at another time.
   (2) Shareholders who have not previously registered for participation in the videoconferencing of a Shareholders Meeting cannot participate in the deferred or continued videoconferencing of a Shareholders Meeting.
   (3) If videoconferencing is held in conjunction with a physical session of a Shareholders Meeting, but the videoconference cannot be continued, the total net quantity of shares represented by shareholders at the physical

session and the quantity of shares represented by the shareholders participating in videoconferencing still qualifies as a quorum and the Shareholders Meeting shall be continued. The quantity of shares represented by the shareholders participating in videoconferencing shall also be counted as an integral part of the shares qualifying for the quorum. However, these shareholders shall be construed as in abstention during voting for the motions presented at this session of the Shareholders Meeting.

(4)The procedure after the results of all motions have been announced pending the proposal of extemporary motions.

3.If the Shareholders Meeting is convened via videoconferencing, specify the options for shareholders who have difficulty in participating in videoconferencing as substitutes. Unless otherwise specified in Paragraph 6, Article 44-9 of the Criteria Governing the Administration of Shareholder Services of Public Companies, at least a connection device and necessary assistance shall be provided to shareholders. The period during which shareholders may apply to the Company and other relevant matters shall be specified.

Article 7 If the shareholders' meeting is convened by the board of directors, the chairperson of the meeting shall be the chairman of the board of directors. If the chairman of the board of directors is on leave or fails to exercise his or her powers for any reason, he or she shall appoint one of the standing directors to act on his behalf.

If the chairman of the board of directors does not appoint a proxy, the standing directors or directors shall elect one agent among each other.

The shareholders' meeting convened by the board of directors shall have more than half of the directors of the board of directors present.

If the shareholders' meeting is convened by other convener other than the board of directors, the convener shall be the chairperson, and if there are more than two conveners, one person shall be elected among each other.

The Bank may assign lawyers, accountants or relevant personnel appointed to attend the shareholders' meeting.

Article 8 The Bank shall record and videotape the entire shareholders' meeting and keep it for at least one year. However, if a shareholder files a lawsuit in accordance with Article 189 of the Company Act, it shall be kept until the end of the lawsuit.

If the Shareholders Meeting is convened via videoconferencing, BOK shall keep a record of the information regarding the registration, enrollment, registration for admission to the Shareholders Meeting, the questions, voting, and the results of tallying the votes, and shall videotape and record the entire procedure of the videoconference.

BOK shall keep the aforementioned information, voice record, and tapes properly within the perpetuity of operation, and shall refer the voice record and tapes to the videoconference service provider for custody.

Article 9 Attendance at shareholders' meetings shall be determined based on the number of shares. The number of attending shares shall be calculated based on the attendance cards submitted by shareholders and shares checked in on the virtual meeting platform, plus the number of the shares exercised in written form or by electronic transmission.

The presiding officer shall announce the meeting in session at the exact time as scheduled for the meeting, and announce the information on the attendance of shareholders representing shares with no voting rights and the quantity of shares represented in the session.

However, if the shareholders attending do not represent more than half of the total number of shares, the chairman may announce the postponement of the meeting. The number of delays shall be limited to two times, and the total time of the delay shall not exceed one hour. If the second time after the delay, the attending shareholders are still insufficient to represent more than one-third of the total number of issued shares, the chairperson may declare the meeting adjourned; If the Shareholders Meeting is convened via videoconferencing, BOK shall also announce the abortion of the session on the videoconferencing platform of the Shareholders Meeting.

If the second time of the preceding paragraph is still insufficient and the shareholders representing not more than one-third of the total number of issued shares are present, the chairperson may make a tentative resolution in accordance with the first paragraph of Article 175 of the Company Act, and notify each of the Shareholders of the tantative resolution and another shareholders meeting within one month; If the Shareholders Meeting is convened via videoconferencing, and the shareholders desire to attend the videoconference, proceed with Article VI for registration for admission to the videoconference.

Before the end of the meeting, if the number of shares represented by the shareholders reaches more than half of the total number of issued shares, the chairperson may submit the tentative resolution to the shareholders' meeting for voting according to the provisions of Article 174 of the Company Act.

Article 10 If the shareholders' meeting is convened by the board of directors, its agenda shall be determined by the board of directors. The meeting shall be conducted according to the scheduled agenda and may not be changed without the resolution of the shareholders' meeting.

If the shareholders' meeting is convened by the convener other than the board of directors, the provisions of the preceding paragraph shall apply mutatis mutandis.

Before the end of the agenda of the first two paragraphs (including the extemporary motion), the chairperson may not declare the meeting over without a resolution; the chairperson violates the rules of procedure and declares the meeting over, other members of the board of directors shall promptly assist the attending shareholders in accordance with the law, and a majority of the shareholders who vote to elect one person to

serve as the chairperson and continue the meeting.
The chairperson shall give full explanation and discussion to the proposal and the amendments or extemporary motions proposed by the shareholders. If it is considered to have reached the level of voting, it may be declared to stop the discussion and put a vote.

Article 11 Before an attending shareholder presents his or her speech, it is necessary to first fill in a statement stating the keynote of the speech, the shareholder number (or attendance certificate number) and the name of the account. The chairperson shall determine the order of his speech.
The attending shareholders who have submitted a statement but do not speak are deemed to have not spoken. If the content of the speech is inconsistent with the statement, the content of the speech shall prevail.
Each shareholder of the same proposal shall not speak more than twice without the consent of the chairperson, and may not exceed five minutes at a time. However, if the shareholder speaks in violation of the regulations or exceeds the scope of the issue, the chairperson may stop his speech.
When a shareholder in the session is granted the floor for expression of their opinion, no other shareholder may interrupt or interfere with their speech by expression of his or her own ideas without the consent of the Presiding Officer and the shareholder on the floor. The Presiding Officer shall stop any such actions.
If a specific institutional shareholder has appointed 2 or more representatives to the Shareholders Meeting, only 1 may express opinions on a particular motion.
The Presiding Officer may personally respond to or appoint related personnel to respond to the shareholder after the expression of their opinion.
If the Shareholders Meeting is convened via videoconferencing, shareholders who participate in the videoconference may raise questions by texting on the videoconferencing platform of the

Shareholders Meeting from the time the Presiding Officer announces that the Shareholders Meeting is in session to the announcement of the adjournment of the session. The questioning of particular motions shall not be more than twice and up to 200 words for each time where the rules of Paragraph 1-5 do not govern.

Article 12 Voting of the shareholders' meeting shall be based on the shares. For the resolution of the shareholders' meeting, the number of non-voting shares is not included in the total number of issued shares.

Shareholder shall not vote in the event of a meeting that concerns his or her own interests and is harmful to the interests of the Bank, and may not act on behalf of other shareholders to exercise their voting rights.

The number of shares in which the voting rights are not exercised in the preceding paragraph shall not be counted in the voting rights of the shareholders present.

Except for the trust business or the stock agency approved by the authority in charge of securities, when one person is entrusted by two or more shareholders at the same time, the voting right of the agent shall not exceed 3 percent of the total voting rights of the issued shares, and the exceeded voting rights shall not be included in.

Article 13 A shareholders has one vote per share; except those who are restricted or have no voting rights listed in paragraph 2, Article 179 of the Company Act.

When the Bank convenes a shareholders' meeting, it shall adopt the electronic method and in writing to exercise its voting rights. When it exercises its voting rights in writing or electronically, its method of exercise shall be stated in the notice of shareholders' meeting. Shareholders who exercise their voting rights in writing or electronically are deemed present in person at the shareholders' meeting. However, rights are deemed waived for the extemporary motion of the shareholders meeting and the amendment of the original motion.

Where right to vote is exercised in writing or electronically in accordance with the preceding paragraph, such expression shall be sent to the Bank two days before the meeting, in case of a repetition, the first served shall prevail. However, this provision does not apply if the statement is to revoke the previous expression.
After the shareholders exercise their voting rights in writing or electronically, if they wish to attend the shareholders' meeting in person or via videoconferencing, they shall revoke the expression of the exercise of voting rights in the preceding paragraph in the same manner as the exercise of voting rights two days before the shareholders' meeting; the overdue revocation shall be exercised in writing or electronically. The voting rights shall prevail. If the voting rights are exercised in writing or electronically and the agent is entrusted to attend the shareholders' meeting by proxy, the voting rights of the entrusted agent to attend the meeting shall prevail.
The voting on the resolution, unless otherwise provided in the Company Act and the Articles hereof, shall be approved by a majority of the voting rights of the attending shareholders.
At the time of voting, the Presiding Officer or designated person shall announce the total number of votes to be cast on each motion, followed by the voting of the shareholders. The results of the balloting, including the votes for and against each motion, and the abstentions of shareholders, shall be uploaded to the MOPS website on the same day after the Shareholders Meeting is adjourned.
When there is an amendment or an alternative to the same motion, the chairperson shall decide the order of voting together with the original motion. If one of the motions has been passed, the other motions are deemed to be vetoed and no further votes are required.
The scrutineer and the counting person of the voting of the proposal shall be appointed by the chairperson, but the scrutineer shall have the status of a shareholder.

The counting of votes of the shareholders' meeting or the election proposal shall be made public at the shareholders' meeting, and shall be announced on the spot after the completion of the counting of votes, including the number of votes calculated, and shall be recorded.

If BOK holds a Shareholders Meeting via videoconferencing, the shareholders participating in the videoconference shall cast their votes for the motions and for the election through the videoconferencing platform after the Presiding Officer has announced that the meeting is in session, and complete their voting before the Presiding Officer announces that the voting is concluded. Those who cast the votes after the announcement of the Presiding Officer shall be deemed in abstention.

During a Shareholders Meeting convened via videoconferencing, the votes cast for all motions shall be counted at one time after the Presiding Officer has announced the conclusion of the voting, and announced the voting results and election results.

If videoconferencing is held in conjunction with a physical session of a Shareholders Meeting, shareholders who have previously registered to attend the Shareholders Meeting via videoconferencing under Article VI but changed their minds and prefer to attend the physical session of the Shareholders Meeting shall petition to revoke their previous registration in the same way as making registration 2 days prior to the scheduled date of the Shareholders Meeting. Shareholders who revoked their previous application after the deadline shall attend the meeting via videoconferencing.

Shareholders who choose to vote by correspondence or electronic means without revoking their previous expression of intent and participate in the Shareholders Meeting via videoconferencing cannot cast votes on the original motions, or amendments to the original motions, or cast votes on amendments to the original motions except for extemporary motions.

Article 14 When a shareholders’ meeting elects a director, it shall be handled according to the relevant selection criteria set by the Bank, and shall announce the results of the election on the spot, including the list of candidates to the seats, the votes earned, and the candidates not elected to the seats and the votes earned.

The election votes for the election referred to in the preceding paragraph shall be sealed and signed by the scrutineer and kept in good condition for at least one year. However, if a shareholder files a lawsuit in accordance with Article 189 of the Company Act, it shall be kept until the end of the lawsuit.

Article 15 The resolutions at the shareholders' meeting shall be made into minutes, signed or sealed by the chairperson, and the minutes shall be distributed to the shareholders within 20 days after the meeting. The production and distribution of the minutes of the meeting on record may be made electronically.

The distribution of the aforementioned minutes of the meeting on record may be made by BOK as an announcement on the MOPS website.

The particulars on the year, month, day, venue, name of the Presiding Officer, the means of resolution, the summary of the proceedings, and the voting results shall be inscribed as minutes of the meeting on record as is. If there is an election of the Directors, the votes earned by each candidate shall also be disclosed. The minutes of shareholders' meeting shall be preserved for the duration of the existence of the Bank.

In addition to the aforementioned details required to be inscribed as minutes of the meeting on record, the starting time and the ending time, the mode of the convention, the name of the Presiding Officer and the Meeting Record Clerk shall also be inscribed for Shareholders Meetings convened via videoconferencing. The methods for responding to hindrances to the videoconferencing platform or the progress of the videoconference due to natural disasters, contingencies, or any other forms of force majeure, and the status of the responsive actions shall also be noted down.

In addition to the aforementioned requirements, BOK shall also note down the options for shareholders who have difficulty participating in Shareholders Meetings held via videoconferencing as substitutes in the minutes of the meeting on record.

Article 16 The Bank shall, on the day of the meeting, compile the number of shares obtained by solicitors, the number of shares represented by proxies, and the number of shares represented by shareholders attending the meeting by writing or electronic transmission in statistical tables in the specified format, and shall post such tables in prominent locations within the meeting place; If the Shareholders Meeting is to be convened via videoconferencing, BOK shall upload the aforementioned information to the videoconferencing platform for the Shareholders Meeting at least 30 minutes prior to the scheduled meeting time until the adjournment of the meeting.

When a Shareholders Meeting convened via videoconferencing is announced as in session, the total quantity of shares represented by the shareholders in session shall also be disclosed on the videoconferencing platform for the Shareholders Meeting. The same procedure is applicable to separate statistical data on the total quantity of shares and the number of votes represented by the shareholders in the session.

In the event of resolutions of the shareholders' meeting, if there is any material information required by the laws and regulations of Taiwan Stock Exchange., the Bank shall transmit the contents to the Market Observation Post System within the specified time.

Article 17 The conference personnel handling the shareholders' meeting shall wear identification badges or armbands.

The chairperson must direct the picket or security personnel to help maintain the order of the venue. When the picket or security guard is present to help maintain order, the “picket” badge or identification card should be worn.

If the venue shall have the equipment for sound reinforcement, and if the shareholders do not speak on the equipment configured by the Bank, the chairman shall stop it.

If the shareholder violates the rules of procedure and does not obey the chairperson's rectification, and the obstruction of the meeting is not stopped, the chairperson may direct the picket or security personnel to request the person to leave the venue.

Article 18 When the meeting is held, the chairperson may decide to rest at a discretion. When an irresistible situation occurs, the chairperson may decide to suspend the meeting temporarily and announce the time for the resumption of the meeting as appropriate.

The agenda set by the shareholders' meeting will be held before the end of the proceedings (including the extemporary motion). In the event that the venue for the meeting cannot be used at that time. It is up to the shareholders' meeting to decide to continue the meeting at another venue.

The shareholders' meeting may, in accordance with the provisions of Article 182 of the Company Act, defer or extend the assembly within five days.

Article 19 For Shareholders Meetings convened via videoconferencing, BOK shall disclose the voting results of each motion and the election after the conclusion of voting on the videoconferencing platform for the Shareholders Meeting as required, and continue the disclosure for at least 15 minutes after the Presiding Officer has announced the adjournment of the meeting.

Article 20 For Shareholders Meetings convened via videoconferencing, the Presiding Officer and the Meeting Record Clerk shall be at the same venue. In addition, the Presiding Officer shall announce the exact location of the venue at the time of announcing the Shareholders Meeting in session.

Article 21 For Shareholders Meetings convened via videoconferencing, the Presiding Officer shall also announce that there is no necessity for deferring or continuing the meeting pursuant to Paragraph 4 under Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies at the time of announcing that the meeting is in session. In the event of a natural disaster, contingency, or any other forms of force majeure before the Presiding Officer announces the adjournment of the meeting, to the effect that the videoconferencing platform or the videoconference meeting is hindered for more than 30 minutes in a row, the meeting may be deferred or continued on a date within 5 days thereafter where the rules of Article 182 of the Company Act shall be waived.

In the event of the deferral or continuation of the meeting as mentioned, shareholders who have not registered for the Shareholders Meeting previously held cannot take part in the deferred or continued session of the meeting.

For shareholders who have registered for the Shareholders Meeting via videoconferencing and have registered for attendance but are absent from the deferred or continued session of the meeting under the rules of the first paragraph, the quantity of shares they represented in the previous session of the meeting, the number of votes cast on the motions, and in the election shall be included in the total quantity of shares represented, and the votes cast on the motions and election in the deferred or continued session of the meeting.

If the Shareholders Meeting is to be deferred or continued at a later date as specified in the first paragraph, but balloting and tallying were completed with the results announced, or the motions on the list of candidates elected to the seats of Directors or Supervisors, it is not necessary to proceed with a new round of discussion and voting.

If videoconferencing is held in conjunction with a physical session of the Shareholders Meeting, but the videoconference cannot be continued in situations specified in the first paragraph but the total net quantity of shares represented by shareholders in the physical session and the quantity of shares represented by the shareholders participating in videoconferencing of the meeting still qualify for a quorum, the Shareholders Meeting shall be continued and it is not necessary to defer or continue at a later date as stated in the first paragraph.

If the Shareholders Meeting shall be continued as stated, the quantity of shares represented by shareholders participating in the videoconference shall be included as an integral part of the total quantity of shares represented by the shareholders in the session. However, these shareholders shall be deemed as abstaining from voting on all motions proposed in the session.

In deferring or continuing the Shareholders Meeting by BOK at a later date as specified in the first paragraph, related preliminary work shall be prepared on the basis of the original date of the Shareholders Meeting and the rules under the relevant provisions pursuant to Paragraph 7 of Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies.

BOK shall proceed with the deferral or continuation of the Shareholders Meeting on the date within the period specified in the rear section of Article 12 and Paragraph 3 of Article 13 under the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Paragraph 2 of Article 44-5, Article 44-15, Paragraph 1 of Article 44-17 of the Regulations Governing the Administration of Shareholder Services of Public Companies.

Article 22 If the Shareholders Meeting is convened via videoconferencing, options as substitutes should be provided for the shareholders who have difficulty in participating in the videoconference. Unless otherwise specified in Paragraph 6, Article 44-9 of the Criteria Governing the Administration of Shareholder Services of Public Companies, at least a connection device and necessary assistance shall be provided to shareholders. The period during which shareholders may apply to the Company and other relevant matters shall be specified.

Article 23 These Rules shall be implemented after the approval of the shareholders' meeting; the same for modification.

Annex 6

Bank of Kaohsiung Co., Ltd.
Regulations Governing the Election of Directors

Amended and resolved in the shareholders' meeting convened on October 24, 1997
Duly resolved in the Bank's Shareholders' Meeting 2002 convened on June 20, 2002
Duly resolved in the Bank's Shareholders' Meeting 2006 convened on June 22, 2006
Duly resolved in the Bank's Shareholders' Meeting 2007 convened on June 14, 2007
Duly resolved in the Bank's Shareholders' Meeting 2011 convened on June 16, 2011
Duly resolved in the Bank's Shareholders' Meeting 2014 convened on June 19, 2014
Duly resolved in the Bank's Shareholders' Meeting 2021 convened on July 23, 2021

Article 1 This set of Regulations is amended pursuant to Article 30 of the "Ethical Corporate Best Practice Principles for Banking Industry" for the fair, just and transparent election of Directors.

Article 2 The election of Directors at Bank of Kaohsiung shall be governed by this set of Regulations unless the law or the Articles of Incorporation provides otherwise,

Article 3 The overall establishment of the Board shall be taken into consideration in the election of Directors. Members of the Board shall be disciplined in the knowledge, skill and accomplishment in their assigned duties. They shall be capable of the following:

1. Capacity in making judgment in operation.
2. Capacity in accounting and financial analysis.
3. Capacity in corporate management.
4. Capacity in crisis management.
5. Industry knowledge.
6. International view of market.
7. Leadership.
8. Decision-making capacity.

Of all the seats of Directors, spouse or kindred within the 2nd Tier of the Directors shall not occupy more than half of the total seats of Directors.

The qualification requirements of the Directors for the Bank shall be complying with the requirements in Article 9 of the "Regulations Governing the Qualification Requirements and Restriction of Part-Time Engagement and Particulars of Compliance for Representatives of Banks."

Article 4 The Bank adopt the candidate nomination system for the election of Directors. Shareholders shall elect the candidates on the list.

The election of Independent Director shall be held simultaneously with the election of Directors. Votes will be counted for the candidates to different seats.

The qualification requirements and appointment of Independent Directors of the Bank shall be in compliance with the “Securities and Exchange Act”, and “Regulations Governing Appointment of Independent Directors and Matters of Compliance for Public Companies.”

Article 5 In case of the relief of particular Director from office, to the extent that the number of Directors falls below 5 seats, an election should be held in the nearest session of the Shareholders Meeting to fill the vacancies. If there is more than 1/3 of the seats of the Directors were left vacant, a special session of the Shareholders Meeting shall be called within 60 days after the vacancy to hold a new election of Directors for filling the vacancies.

If the number of seats for Independent Directors falls below the requirement as stated in Paragraph 1 in Article 14-2 in the exception of the Securities and Exchange Act, an election should be held to fill the vacancies in the nearest session of the Shareholders Meeting. If a specific Independent Director was relieved from office, a special session of the Shareholders’ Meeting shall be held to elect new Independent Directors to fill the vacancy within 60 days thereafter.

Article 6 The accumulative single voting system is adopted for the election of Directors for the Bank. The holder of each share is entitled to the number of votes equivalent to the seats of Directors to be elected. Shareholders may cast all votes for a particular candidate or split up the votes for various candidates.

Article 7 The Board shall prepare ballots equivalent to the number of seats of Directors to be elected with the inscription on the number of votes allocated for release to the shareholders. The name of the voter may be expressed by the attendance pass number printed on the ballots instead.

Article 8 The number of seats for the Directors and Independent Directors of the Bank as stated in the Articles of Incorporation will be the basis of allocation of votes for the election of Directors and Independent Directors. Candidates who won the majority of the votes will be elected to the seats, followed by the candidates winning the second majority of the votes, and so on. If there are more than 2 candidates wining the same number of votes, they shall participate in a lot drawing. The candidate who pick the lot will be elected to the seats. The presiding officer shall act on behalf of the candidates in the lot drawing.

Article 9 The presiding officer shall appoint several scrutineers and tally clerks, who must also be shareholders, before the commencement of election. They shall perform their assigned duties. The Board shall prepare the ballot box and open the box in public for the inspection of the scrutineers.

Article 10 A ballot shall be invalid if any of the following applies:

1. No use of the ballots prepared by parties entitled to call for the session of Shareholders Meeting.
2. Blank ballot in the ballot box .
3. The handwriting is blurred that cannot be identified or being marked for correction.
4. The candidate is found irrelevant with the names of candidates on the list for election to the seats of Directors.
5. Other wording was marked on the ballot in addition to the number of voting rights of the candidate.

Article 11 The ballots shall be opened on the scene immediately after the balloting. The presiding officer shall announce the result on the scene and the number of votes won by the winners.

The ballots of the aforementioned election shall be sealed and affixed with the signatures of the scrutineers for keeping for at least 1 year. If legal proceedings was instated pursuant to Article 189 of the Company Act, the ballots shall be kept until the final judgment of the proceedings.

Article 12 The Director Elects and Independent Director Elects will be notified by the Bank in writing.

Article 13 This set of Regulations shall come into force after passing by the Shareholders' Meeting. The same procedure is applicable to any amendments thereto.

The amendment to this set of Regulations on 2014.06.19 shall come into force as passed by the Shareholders Meeting except Article 5 on the candidate nomination system for the election of Non-Independent Directors, which will come into force after the election held by the 13th Board for new Directors.