富邦金融控股股份有限公司

一一二年股東常會議事錄

Fubon Financial Holding Co., Ltd.

2023 Annual Shareholders' Meeting Minutes

開會時間：中華民國一一二年六月九日（星期五）上午九時正

Date and Time: June 9, 2023 (Friday) at 9:00 a.m.

開會地點：臺北市敦化南路一段 108 號 地下二樓（富邦國際會議中心）

Location: B2F., No. 108, Sec. 1, Dunhua S. Rd., Taipei City, Taiwan (R.O.C.) (Fubon National Conference Center)

出席股數：

Number of Shares Present at Meeting:

本公司已發行普通股及特別股股數總數為 13,995,202,613 股，代表出席之股數計 10,549,088,741 股(含普通股 9,490,858,186 股，甲種、乙種及丙種特別股合計 1,058,230,555 股；其中以電子方式出席之股數共計 9,810,089,444 股、視訊方式出席之股數共計 80,815 股)，出席比例為 75.37%。

The total number of the Company's issued common shares and preferred shares was 13,995,202,613. The represented number of shares present at the meeting was 10,549,088,741, including 9,490,858,186 shares of Common Shares, 1,058,230,555 shares of Preferred Shares A, Preferred Shares B, and Preferred Shares C in total, with 9,810,089,444 shares present electronically and 80,815 shares present via video conferencing. Percentage of outstanding shares present is 75.37%.

出席董事：(十一位)

Directors Present: (11 seats)

董　事	蔡明興	蔡明忠	游適銘	連堂凱
	鄭瑞成	林福星	韓蔚廷	許金泉
Director	Richard M. Tsai	Daniel M. Tsai	Shih-Ming You	Tang-Kai Lien

	Ruey-Cherng Cheng	Howard Lin	Jerry Harn	Chin-Chuan Hsu
獨立董事 Independent Director	陳 新 民 Shin-Min Chen	李 書 行 Shu-Hsing Li	王 銘 陽 Alan Wang	

一、宣布開會：

1. Announcement of the Commencement of the Meeting

大會報告出席股東所代表股份總數已達法定開會權數，主席依法宣布開會，由主席蔡董事明興宣布開會。

The represented aggregate shareholding of the shareholders at the meeting met the quorum. The Chairman Richard M. Tsai announced the commencement of the meeting.

二、主席致詞：(略)。

2. Chairman's Remarks: (Omitted)

三、報告事項

3. Reporting Matters

第一案：一一一年度營業報告案。　　董事會提

Agenda 1: The 2022 Business Report.　　(Proposed by the Board of Directors)

說　明：本公司一一一年度營業報告書，請參閱附件一。(詳見議事手冊第 15 頁)

視訊股東戶號 704724 發言要旨：請問公司未來 3 年的主要目標？

蔡明興董事長：人壽面希望未來 3 年可以順利接軌 IFRS 17 與 ICS，進行長期資金規劃；銀行及證券面，加強財富管理業務，避免資金過剩。

股東戶號 620901 發言要旨：詢問增加女性董事席次規劃。

蔡明興董事長：上屆台北市政府派任二位女性董事，本屆因作業時程，擬於下屆辦理。

(本案洽悉)

Explanation: Please refer to Attachment I for the 2022 Business Report. (refer to page 26 of the English Handbook for details)

Summary of speech from shareholder (Account No. 704724) via video conferencing: What are the

main goals of the Company for the next 3 years?

Chairman Richard M. Tsai: In the aspect of the life insurance business, the Company hopes to smoothly connect with IFRS 17 and ICS in the next three years and proceed with long-term financial planning; in the banking and securities business, the Company intends to strengthen the wealth management business to avoid any redundant funds.

Summary of speech from shareholder (Account No. 620901): Query about the plan to increase the number of female board seats.

Chairman Richard M. Tsai: Taipei City Government appointed two female directors for the previous term. Due to the limited processing time in the current term, we will address it for the next term.

(Noted)

第二案：一一一年度審計委員會審查會計表冊報告案。　　審計委員會提

Agenda 2: The 2022 Financial Statements as Examined by the Audit Committee. (Proposed by the Audit Committee)

說　明：本公司審計委員會對「一一一年度營業報告書、財務報表及盈餘分配案」之審查報告，請參閱附件二。（詳見議事手冊第 22 頁）

（本案洽悉）

Explanation: Please refer to Attachment II for the Examination Report of the Audit Committee on the Business Report, the Financial Statements and Earnings Distribution Plan for 2022. (refer to page 36 of the English Handbook for details)

(Noted)

第三案：一一一年度公司治理事項報告案。　　審計委員會提

Agenda 3: The 2022 Corporate Governance Item Report. (Proposed by the Audit Committee)

說　明：一、一一一年度簽證會計師委任案，業經審計委員會評估，安侯建業聯合會計師事務所李逢暉會計師及于紀隆會計師均符合專業性及獨立性之資格，審議通過兩位會計師之簽證委任。

二、本公司審計委員會與內部稽核主管及會計師之溝通情形，詳年報 3.4.2 審計委員會運作情形，或至本公司網頁-獨立董事與稽核主管及會計師溝通情形(https://www.fubon.com/financialholdings/governance/download/IndependentDirector-Audit-Accountant.pdf)查詢參考。

視訊股東戶號 111113 發言要旨：審計委員會職責包括監督公司營運風險管控，去年因防疫險而產生重大損失，請問審計委員會如何進行相關風險管控？

審計委員會召集人李書行獨立董事：於審計委員會召開時，均請內部稽核主管對相關議案報告，並固定每年安排與會計師之溝通座談會，討論金控暨子公司可能會遇到之風險議題、或潛在重大案件。另外亦定期辦理金控及各子公司總稽核與審計委員會會議報告。本次防疫險保單屬於新型產險保單，原理賠條件是需符合住院、PCR 採驗陽性等才給付，後續則因配合政府政策調整，故理賠案件與金額隨之鉅增。審計委員會除要求產險檢視相關流程規劃外，並要求未來推出新型保單應更謹慎保守；另，審計委員會也要求稽核單位以風險為基礎之內部稽核流程，故相關改善計畫也持續進行中。

（本案洽悉）

Explanation:

1. In relation to the 2022 plan to engage Certified Public Accountants, the Audit Committee has assessed and determined that Feng-Hui Lee and Chi-Lung Yu of KPMG in Taiwan fulfill the qualifications of professional competencies and independence. The Audit Committee approves the engagement of the abovementioned Certified Public Accountants.
2. Please refer to section 3.4.2 of the Annual Report regarding Functionality of the Audit Committee or visit the Company's website – Details of Discussion between Independent Directors, Internal Audit Officer and Accountants (https://www.fubon.com/financialholdings/governance/download/IndependentDirector-Audit-Accountant.pdf) for details of discussion between the Audit Committee, internal audit officer and the accountants.

Summary of speech from shareholder (Account No. 111113): The Audit Committee's responsibilities

include overseeing the risk management of the Company's operations. Last year, significant losses were incurred due to pandemic insurance policies, how did the Audit Committee conduct the related risk management?

Independent Director Shu-Hsing Li, Convener of Audit Committee: The Audit Committee invited the head of internal audit to report on the relevant initiatives and regularly arranged annual communication meetings with the CPAs to discuss risk issues or potential significant cases that may be encountered by the Company and its subsidiaries. We also regularly arranged meetings to have the General Audit of the Company and its subsidiaries report to the Audit Committee. The type of pandemic insurance policies is a new type of property insurance policies. The original conditions for the insurance proceeds required the insured's hospitalization and a positive PCR test result. However, due to alignment with the adjustment of the government's policy, we have incurred a tremendous number of claims and payments of proceeds. The Audit Committee has requested that the property insurance company shall review the related process planning and be more cautious and prudential in launching new policies in the future. In addition, the Audit Committee has also requested the audit divisions to conduct a risk-based internal auditing process. Therefore, the relevant improvement plan is in progress.

(Noted)

第四案：一一一年度員工及董事酬勞分派情形報告案。　　董事會提

Agenda 4: The Distribution of Employees' Compensation and Directors' Remuneration for 2022. (Proposed by the Board of Directors)

說　明：一、依本公司章程第 32 條規定，公司年度如有獲利，應提撥萬分之一以上、萬分之五以下為員工酬勞及不高於千分之三為董事酬勞。

二、本公司一一一年度依當年度獲利狀況，分別提列新臺幣(下同) 583 萬元為員工酬勞及 6,077 萬元為董事酬勞（涵蓋本公司於一一一年十一月十一日合併日盛金控，概括承受其權利及義務，日盛金控一一一年度董事酬勞為 77 萬元），均全數以現金發放。

視訊股東戶號 524305 發言要旨：富邦產險未做好風險管控導致防疫保單鉅額虧損，影響股東權益，應減少董事酬勞。

蔡明興董事長：董監酬勞係依照盈餘比例領取。產險董事是法人代表人董事，其個人未領取董

事酬勞；我個人除董事酬勞外，年終獎金也是依該年度績效比例領取，整體董事酬勞與績效是有連動。

視訊股東戶號 827653 發言要旨：Covid-19 保險損失是否已認列完畢？

許金泉董事：防疫險損失提存已在第一季提足，本公司核保利潤在 4 月份轉虧為盈，5 月份約可維持同樣的水準。自今年 3 月 20 日，染疫輕症不列確診後，依照公會理賠指引，出險日在 3 月 20 日之後至目前止，出險符合理賠標準，件數不到 200 件。大部分的保單在 5 月份到期，其餘將在 6 月份到期。截至 5 月底，自留賠款準備金仍然有超過 10 億元以上。整體而言防疫險保單影響可視為過去了。

視訊股東戶號 524305 發言要旨：向富邦產險申請理賠案作業延宕，請問有何處理改善措施？

許金泉董事：因去年防疫險的理賠案件數瞬間爆量，排擠到其他非防疫險案件進度，跟各位股東致歉。同時，會請產險主管了解相關狀況，也會持續加速賠案處理，並持續改善。

（本案洽悉）

Explanation:

1. Pursuant to Article 32 of the Company's Articles of Incorporation, if the Company records a profit in a year, the Company shall appropriate between 0.01% and 0.05% of the profit for employees' compensation, and no more than 0.3% of the profit for directors' remuneration.
2. According to the profitability, the Company provided NT$5,830,000 and NT$60,770,000 as the compensation to employees and the remuneration to directors respectively for 2022 (including NT$770,000 for the remuneration of JihSun's directors for 2022 as a general assumption of the rights and obligations under the merger of the Company with JihSun on November 11, 2022), paid in cash only.

Summary of speech from shareholder (Account No. 524305) via video conferencing: The failure of Fubon Insurance to properly manage the risk resulted in a large loss on the pandemic insurance policies, which affected the interests of shareholders. Thus, the directors' remuneration should be reduced.

Chairman Richard M. Tsai: The remuneration of directors and supervisors is paid according to the ratio of earnings. The directors of Fubon Insurance are the representatives authorized by its

shareholder to be elected as directors, so the authorized representative directors do not receive the director remuneration. In addition to the director's remuneration, the year-end bonus I received was based proportionally on the performance in the said year since the overall director compensation is linked to performance.

Summary of speech from shareholder (Account No. 827653) via video conferencing: Have all the losses arising from the Covid-19 insurance policies been recognized?

Director Chin-Chuan Hsu: The reserve for the losses of the pandemic insurance policies has been fully made in the first quarter. The company's underwriting profit turned from loss to profit in April, and it could maintain almost the same level in May. Since March 20th of this year, after the mild symptoms have been classified as non-Covid cases, according to the Association's claims guidelines, the number of claims filed that met the coverage criteria is less than 200 cases from the date of claims which is after March 20th and up to the present. Most of the policies expired in May, while the remaining ones will expire in June. As of the end of May, the retained claim reserve still exceeds NTD 1 billion. Overall, the impact of the pandemic insurance policies can be considered to be past.

Summary of speech from shareholder (Account No. 524305) via video conferencing: There is a delay in processing claims applications with Fubon Insurance. May I know what measures are being taken to improve the situation?

Director Chin-Chuan Hsu: Due to the sudden surge in the number of claims for pandemic insurance policies last year, it has affected the progress of other non-pandemic insurance claims. We apologize to all shareholders for this. At the same time, we will urge the Fubon Insurance's officers in charge to understand the situation and continue to expedite the claims processing while striving for improvement.

(Noted)

第五案：本公司發行無擔保普通公司債報告案。　　董事會

Agenda 5: The Company's Issuance of Unsecured Common Corporate Bonds. (Proposed by the Board of Directors)

說　明：一、本公司發行無擔保普通公司債 162 億元乙案，於 110 年 4 月 29 日董事會決議通過，並採多次發行方式募集資金。111 年第 2 期業經 111 年 8 月 23 日證櫃債字第 11104004891 號函核准，並於 111 年 8 月 30 日發行；112 年第 1 期業經 112 年 1 月 5 日證櫃債字第 11100133471 號函核准，並於 112 年 1 月 12 日發行。

二、111 年第 2 期及 112 年第 1 期無擔保普通公司債發行金額共為新臺幣 162 億元整，發行計畫主要為充實營運資金及償還債務，發行條件如下：

期別	券別	年期	發行日	到期日	發行金額	票面利率
111-2	甲券	4 年	111/08/30	115/08/30	28 億元	1.65%
111-2	乙券	5 年	111/08/30	116/08/30	34 億元	1.70%
112-1	甲券	4 年	112/01/12	116/01/12	34 億元	2.10%
112-1	乙券	5 年	112/01/12	117/01/12	66 億元	2.15%

三、相關發行公司債辦理情形及發行辦法，請參閱附件三。(詳見議事手冊第 23 頁)

(本案洽悉)

Explanation:

1. The Company issued the unsecured common corporate bonds amounting to NT$16.2 billion, upon approval as resolved at the Board of Directors meeting on April 29, 2021. The bonds were issued at different times to raise funds. Those of 2nd term, 2022 were issued on August 30, 2022 upon the approval letter under TPEx-Bond No. 11104004891 dated August 23, 2022. Those of 1st term, 2023 were issued on January 12, 2023 upon the approval letter under TPEx-Bond No. 11100133471 dated January 5, 2023.
2. The total issued amount of unsecured common corporate bonds of the 2nd term, 2022 and the 1st term, 2023 is NT$16.2 billion and the issuance plan is mainly for operation funding and repayment of debts. The issuance terms are as follows:

Issue	Tranche of Bond	Term	Issue Date	Maturity Date	Issue Amount	Coupon Rate
2022-2	A	4 years	2022/08/30	2026/08/30	2.8 billion	1.65%
2022-2	B	5years	2022/08/30	2027/08/30	3.4 billion	1.70%
2023-1	A	4 years	2023/01/12	2027/01/12	3.4 billion	2.10%
2023-1	B	5 years	2023/01/12	2028/01/12	6.6 billion	2.15%

3. Please refer to Attachment III for the Status of the Outstanding Corporate Bonds and the Offering Plans. (refer to page 37 of the English Handbook for details)

(Noted)

第六案：日盛金合併事項報告案。　　董事會提

Agenda 6: Matters Concerning Merger of the Company with JihSun. (Proposed by the Board of Directors)

說　明：一、本公司前於 110 年 9 月 16 日董事會及 110 年 11 月 5 日股東會通過吸收合併日盛金融控股股份有限公司（下稱「日盛金控」），經金融監督管理委員會 111 年 9 月 21 日金管銀控字第 11102201621 號函核准在案。

二、本次合併基準日為 111 年 11 月 11 日，本公司與日盛金控業已完成合併程序，本公司為存續公司，日盛金控為消滅公司，並於 111 年 12 月 15 日經經濟部經授商字第 11101228870 號函准予變更登記在案。

三、另原日盛金控旗下第一層子公司合併情況如下：台北富邦商業銀行股份有限公司（下稱「北富銀」）與日盛國際商業銀行股份有限公司（下稱「日盛銀」）於 112 年 4 月 1 日合併，北富銀為存續公司，日盛銀為消滅公司；富邦綜合證券股份有限公司（下稱「富邦證」）與日盛證券股份有限公司（下稱「日盛證）於 112 年 4 月 9 日合併，富邦證為存續公司、日盛證為消滅公司；北富銀合併日盛國際產物保險代理人股份有限公司（下稱「日盛產代」），北富銀與日盛產代之合併基準日定於 112 年 5 月 16 日，北富銀為存續公司，日盛產代為消滅公司。

（本案洽悉）

Explanation:

1. The Company has previously, during the Board of Director's meeting on September 16, 2021 and the Shareholders' Meeting on November 5, 2021, approved the consolidation by merger of JihSun Financial Holding Co., Ltd. (hereinafter "JihSun"), which has already been approved by the Financial Supervisory Commission's Letter No. 11102201621 dated September 21, 2022.
2. The record date of this merger is September 11, 2022. The merger of the Company and JihSun has been completed, with the Company as the surviving company and JihSun as the extinguished company. The change of registration has been approved by the Ministry of Economic Affairs' Letter No. Jing-Shou-Shang 11101228870 dated December 15, 2022.
3. The merger of the first-tier subsidiaries of JihSun is as follows: Taipei Fubon Commercial Bank Co., Ltd. (hereinafter "Taipei Fubon Bank") and JihSun International Commercial Bank Co., Ltd. (hereinafter "JihSun Bank") merged on April 1, 2023, with Taipei Fubon Bank as the surviving company and JihSun Bank as the extinguished company; Fubon Securities Co., Ltd. (hereinafter "Fubon Securities") and JihSun Securities Co., Ltd. (hereinafter "JihSun Securities") merged on

April 9, 2023, with Fubon Securities as the surviving company and JihSun Securities as the extinguished company; Taipei Fubon Bank and JihSun International Property Insurance Agency Co., Ltd ("JihSun Agency") merged with the record date set on May 16, 2023, in which Taipei Fubon Bank is the surviving company and JihSun Agency is the extinguished company.

(Noted)

四、承認事項

4. Acknowledged Matters

第一案：一一一年度營業報告書及財務報表案。　　董事會提

Agenda 1: The 2022 Business Report and Financial Statements. (Proposed by the Board of Directors)

說　明：一、依據公司法第 228 條、第 230 條及金融控股公司法第 47 條規定辦理。

二、本公司一一一年度營業報告書及財務報表(含合併財務報表)，請參閱附件一及四。(詳見議事手冊第 15、31 頁)

三、謹提請　承認。

Explanation:

1. This proposal is made in accordance with Article 228 and Article 230 of the Company Act and Article 47 of the Financial Holding Company Act.
2. Please refer to Attachments I and IV for the 2022 Business Report, Financial Statements (including Consolidated Financial Statements). (refer to pages 26 and 43 of the English Handbook for details)
3. Acknowledgement is respectfully requested.

決　議：本案經票決照案通過，票決結果如下：

出席股東表決權數	贊成		反對	無效	棄權/未投票
	權數	比例(%)	權數	權數	權數
9,491,266,058	9,135,781,463	96.25%	1,549,461	0	353,935,134

RESOLUTION: The proposal was approved by a vote as proposed, and the voting results are as follows:

Vote Counts of Shareholders Present	For		Against	Void	Abstentions
	Votes	%	Votes	Vote	Votes
9,491,266,058	9,135,781,463	96.25%	1,549,461	0	353,935,134

第二案：一一一年度盈餘分配案。　　董事會提

Agenda 2: The 2022 Earnings Distribution Plan. (Proposed by the Board of Directors)

說　明：一、依據證券交易法、公司法、本公司章程及相關規定，擬定一一一年度盈餘分配案如下：

(一)本公司期初未分配盈餘新臺幣(以下同)313,123,057,346 元。

(二)本期稅後淨利 46,925,625,988 元。

(三)當年度未分配盈餘調整：

1.確定福利計畫之再衡量數 1,277,095,462 元。

2.處分透過其他綜合損益按公允價值衡量之權益工具損益重分類至保留盈餘-1,573,063,191 元。

3.處分投資性不動產之重估增值 165,915,275 元。

(四)提列 10%法定盈餘公積 4,679,557,353 元。

(五)迴轉特別盈餘公積 286,247,727 元。

依金管銀法字第 10310000140 號令，迴轉投資性不動產公允價值淨影響數提列之特別盈餘公積。

(六)提列特別盈餘公積：

1.依金管銀法字第 10310006310 號令，因併購認列之廉價購買利益所產生之保留盈餘增加數，提列相同數額之特別盈餘公積 5,303,366,104 元。

2.依金管證發字第 1090150022 號令，就當年度發生之帳列其他股東權益減項淨額，提列相同數額之特別盈餘公積 226,423,522,369 元。

(七)可供分配盈餘 123,798,432,781 元。

(八)特別股股息：

本公司發行甲種特別股 600,000,000 股，按發行價格 60 元，特別股股息年率為 4.1%計算，分派 1,476,000,000 元；乙種特別股 666,660,000 股，按發行價格 60 元，特別股股息年率為 3.6%計算，分派 1,439,985,600 元；丙種特別股 333,330,000 股，按發行價格 60 元，特別股股息年率為 3.0%計算，

分派 599,994,000 元，合計分派 3,515,979,600 元。

(九)普通股股利：

本公司普通股為 12,395,212,613 股，擬分派股利每股 1.5 元(金額 18,592,818,920 元)，如加計擬提撥資本公積轉增資每股 0.5 元(金額 6,197,606,300 元)，合計每股 2.0 元(金額 24,790,425,220 元)；有關提撥資本公積轉增資之部分，擬另案提請討論。

(十)本公司一一一年度盈餘分配表，請參閱附件五。(詳見本手冊第 45 頁)

二、本次普通股現金股利按分配比例計算至元為止，元以下捨去，不足一元之畸零款合計數，由公司轉列其他收入。嗣後本公司普通股如因買回股份或股份轉讓、轉換、註銷、增資或其他原因，致影響流通在外股數增減，將依股東會決議擬分配股利總額，按配息基準日本公司實際流通在外股數調整配息率。

三、本案俟股東會通過後，授權董事會依實際狀況訂定配息基準日、調整配息率及辦理股利分派事宜。

四、謹提請　承認。

Explanation:

1. In accordance with the Securities and Exchange Act, the Company Act, the Company's Articles of Incorporation and relevant rules and regulations, the Company's earnings for 2022 are proposed to be distributed as follows:

   (1) The Company's Undistributed Earnings for prior years is NT$313,123,057,346.

   (2) The Net Income for the Period is NT$46,925,625,988.

   (3) The Undistributed Earnings of the year is adjusted as below:

      a. add NT$1,277,095,462 – the remeasurement amount of defined benefit plan;

      b. less NT$1,573,063,191 – reclassification from the disposal of investment in equity instruments measured at Fair Value through "Other Comprehensive Income" item to the retained earnings;

      c. add NT$165,915,275 – the revaluation surplus from the disposal of investment property.

   (4) NT$4,679,557,353 is set aside as 10% Legal Reserve.

   (5) NT$286,247,727 is reversed as Special reserve.

   Special reserve is reversed for the net effect to fair value of Investment Properties pursuant to the ruling letter No. Jin-Guan-Yin-Fa-Zi 10310000140.

(6) The following special reserves are set aside:

a. special reserve of NT$5,303,366,104 is made for the amount equal to the increase in retained earnings generated from the gain from bargain purchases recognized upon merger and acquisition, pursuant to the ruling letter No. Jin-Guan-Yin-Fa-Zi 10310006310; and

b. special reserve of NT$226,423,522,369 is made for the amount equal to the net reduction to the other shareholders' equity occurred in a given fiscal year pursuant to the ruling letter No. Jin-Guan-Zeng-Fa-Zi 1090150022.

(7) Distributable Earnings is NT$123,798,432,781.

(8) Dividends on Preferred Shares:

The Company issued 600,000,000 Preferred Shares A with subscription price of NT$60 per share. The annual dividend rate for the Preferred Shares A is 4.1% per annum, resulting in a total dividend distribution of NT$1,476,000,000. The Company issued 666,660,000 Preferred Shares B with subscription price of NT$60 per share. The annual dividend rate for Preferred Shares B is 3.6% per annum, resulting in a total dividend distribution of NT$1,439,985,600. The Company issued 333,330,000 Preferred Shares C with subscription price of NT$60 per share. The annual dividend rate for Preferred Shares C is 3.0% per annum, resulting in a total dividend distribution of NT$599,994,000. The total amount of dividend distribution for Preferred Shares is NT$3,515,979,600.

(9) Cash Dividend on Common Shares:

The total number of the Company's Common Shares is 12,395,212,613. The proposed declared cash dividend is NT$1.5 per share, totaling NT$18,592,818,920, with another stock dividend NT$0.5 per share to be distributed from capital surplus, totaling NT$6,197,606,300, the total amount of distribution will be NT$2.0 per share, totaling NT$24,790,425,220. The distribution of stock dividends from capital surplus will be separately proposed for discussion.

(10) Please refer to Attachment V for Earnings Distribution Plan for 2022. (refer to page 45 of the English Handbook for details)

2. Cash dividend on Common Shares will be distributed pro rata and rounded down to the nearest whole number. The fractional balance of all dividends less than NT$1 will be summed up and recognized as other income of the Company. If the number of issued and outstanding Common

Shares of the Company subsequently changes due to share repurchase, share transfer, share conversion, share cancellation, capital increase, or other reasons, the dividend payout ratio may be adjusted pursuant to actual number of the outstanding shares on the record date, based on the total dividends distributed to each share as resolved in the Annual General Meeting.

3. Once resolved in the Annual General Meeting, the Board of Directors is authorized to set the record date, adjust the dividend rate and handle the dividend distribution matters accordingly.
4. Acknowledgement is respectfully requested.

決　議：本案經票決照案通過，票決結果如下：

出席股東表決權數	贊成		反對	無效	棄權/未投票
	權數	比例(%)	權數	權數	權數
10,549,500,310	10,194,933,487	96.63%	2,316,799	0	352,250,024

RESOLUTION: The proposal was approved by a vote as proposed, and the voting results are as follows:

Vote Counts of Shareholders Present	For		Against	Void	Abstentions
	Votes	%	Votes	Votes	Votes
10,549,500,310	10,194,933,487	96.63%	2,316,799	0	352,250,024

五、討論及選舉事項

5. Discussion and Election Matters

第一案：本公司資本公積轉增資發行新股案。　　董事會提

Agenda 1: Issuance of New Shares from Capitalization of the Company's Capital Reserve. (Proposed by the Board of Directors)

說　明：一、為提升本公司資本規模及強化財務結構，擬自本公司資本公積提撥新臺幣6,197,606,300 元撥充資本發行新股，每股面額 10 元，計發行普通股 619,760,630 股。

二、 本次增資發行新股配股基準日，俟本次股東常會通過後報請主管機關核准後由董事會另訂之，每仟股無償配發 50 股（以超過票面金額發行普通股溢價之資

本公積提撥），配發不足一股之畸零股，得由股東自停止過戶日起 5 日內至本公司股務代理機構辦理併湊，逾期未併湊或併湊後仍不足一股之畸零股，按面額折發現金計算至元止。累積畸零股由董事會授權董事長洽特定人按面額認購之。

三、 本次增資對外發行之新股，其權利義務與本公司之原發行股份相同；後續如因買回本公司股份或股份轉讓、轉換、註銷或其他原因，致影響流通在外股數增減，將由董事會依訂定基準日實際流通在外股數調整分配比率並辦理相關變更事宜；如因法令或主管機關核示變更，致本次轉增資案有未盡事宜者，擬請股東會授權董事會全權處理之。

四、 謹提請　核議。

Explanation:

1. With the goal of expanding the size of the Company's capital and strengthening its financial structure, it is proposed that the Company issue new shares out of its capital reserve in the amount of NT$6,197,606,300, divided into 619,760,630 common shares with a par value of NT$10 each.
2. The record date for this capital increase shall be set by the Board of Directors after approval of the capital increase by this Annual General Meeting and by the competent authority. 50 bonus shares will be allocated for every 1,000 new shares issued from the capital reserve of additional paid-in capital. Shareholders can request to consolidate fractional shares with the Company's shareholder service agent within the period of five days from the share transfer suspension date. In the event that fractional shares are not consolidated within such time period, or where consolidation produces a fraction of less than one share, then such fractional shares will be converted to cash rounded to the nearest NT$ dollar in accordance with its par value and distributed to the shareholder. The Board of Directors shall authorize the Chairman to solicit specified persons to subscribe for accumulated fractional shares at a subscription price equal to par value.
3. The rights and obligations attached to the shares newly issued in this round of capital increase shall be the same as those of the existing shares of the Company. If the number of issued and outstanding shares of the Company subsequently changes due to share repurchase, share transfer, share conversion, share cancellation or other reasons, it is proposed that the Board of Directors shall be authorized to adjust the terms of this capital increase based on the actual number of

outstanding shares on the record date, and to handle any related adjustments, revisions and/or amendments to the issuance therefor. It is further proposed that the Board of Directors shall be authorized with full powers to take such actions in regards to this capital increase as may be necessitated due to the amendment of applicable laws or the opinions or comments of the relevant government authority.

4. Approval is respectfully requested.

決　議：本案經票決照案通過，票決結果如下：

出席股東表決權數	贊成		反對	無效	棄權/未投票
	權數	比例(%)	權數	權數	權數
10,549,500,310	10,100,136,853	95.74%	5,688,909	0	443,674,548

RESOLUTION: The proposal was approved by a vote as proposed, and the voting results are as follows:

Vote Counts of Shareholders Present	For		Against	Void	Abstentions
	Votes	%	Votes	Votes	Votes
10,549,500,310	10,100,136,853	95.74%	5,688,909	0	443,674,548

第二案：本公司擬規劃辦理長期資金募集案。　　董事會提

Agenda 2: The Company's Plan to Raise Long-Term Capital. (Proposed by the Board of Directors)

說　明：一、為因應本公司營運成長所需及其他長期策略發展之資金需求，並使資金募集管道更形多元化及彈性化，擬提請股東會授權董事會視市場狀況及未來公司資金需求情形，於適當時機依公司章程、相關法令及下述各項辦理原則，擇一或以兩者以上搭配辦理國內現金增資發行普通股或特別股、現金增資發行普通股或特別股參與發行海外存託憑證、現金增資發行海外普通股或特別股，以籌措長期資金。

二、本次授權籌措之長期資金，其發行之股數以不超過 15 億股為原則。

三、本次長期資金募集計畫之主要內容包括實際發行價格、股數、發行條件、計畫項目、募集金額、預計進度及預計可能產生之效益等相關事項，暨其他一切有關發行之事項，擬提請股東會授權董事會全權調整、訂定、變更及辦理，並授

權董事長或其指定之人核可並代表本公司簽署一切與本資金募集案有關之文件及辦理相關事宜。

四、相關發行方式及內容說明，請參閱附件六。(詳見議事手冊第 46 頁)

五、 謹提請 核議。

股東戶號 522856 發言要旨：是否有針對壽險子公司 ICS 進行長期資金規劃？

蔡明興董事長：公司有持續配合保險局要求在新制度下對資本適足率進行試算，保險局要求保險公司在今年底或明年初須依照新制度試算對未來資本規劃，配合台灣市場情況、社會結構做調整，目前雖未定案，但相較同業，富邦人壽負債成本較低，且未有資產負債問題，故對資金需求較小，惟一切仍需相關措施定案並進行試算後才會定案。

Explanation:

1. In response to the operational needs and growth of the Company and capital requirements for long-term strategic development, and to ensure diversified and flexible funding sources, it is proposed that the shareholders authorizes the Board of Directors to raise long-term funds, at the appropriate time in regard of market conditions and future capital requirements and in accordance with the Company's Articles of Incorporation, relevant laws and regulations and principles described below, through any one or combination of the following measures: issuance of common shares and/or preferred shares (domestic or overseas) for cash consideration, issuance of common shares and/or preferred shares to sponsor the issuance of global depositary receipts for cash consideration.
2. In principle, the total amount authorized for long-term fund raising, in this instance, shall not exceed 1,500,000,000 shares.
3. Major terms of fundraising plan for long-term capital include actual issuance, share numbers, the terms of issuance, and particulars of the plan, amount raised, implementation schedule, potential benefits, and other matters related to the issuing plan. It is proposed the Shareholders authorize the Board of Directors with full authority to set, adjust, amend the above terms, and execute relevant fundraising plan and to authorize Chairman or his designated person to approve and represent the Company in the execution of documents and arrangements of all matters relating to such plan.
4. Please refer to Attachment VI for details on relevant methods of issuance and contents of the proposal. (refer to page 58 of the English Handbook for details)

5. Approval is respectfully requested.

Summary of speech from shareholder (Account No. 522856): Is there any long-term capital planning for the Fubon Life Insurance's ICS?

Chairman Richard M. Tsai: The company continues to comply with the Insurance Bureau's requirements and conducts calculations on the capital adequacy ratio under the new system. The Insurance Bureau requires insurance companies to conduct test calculations for future capital planning based on the new system by the end of this year or early next year. Adjustments will be made in accordance with the Taiwan market conditions and social structure. Although it has not been finalized, compared to competitors, Fubon Life Insurance has lower debt costs and no asset-liability issues. Therefore, the demand for funds is relatively low. However, all decisions still need to be made after relevant measures are determined, and test calculations are conducted.

決　議：本案經票決照案通過，票決結果如下：

出席股東	贊成		反對	無效	棄權/未投票
表決權數	權數	比例(%)	權數	權數	權數
10,549,500,310	10,043,698,405	95.2%	58,987,087	0	446,814,818

RESOLUTION: The proposal was approved by a vote as proposed, and the voting results are as follows:

Vote Counts of	For		Against	Void	Abstentions
Shareholders Present	Votes	%	Votes	Vote	Votes
10,549,500,310	10,043,698,405	95.2%	58,987,087	0	446,814,818

第三案：修正本公司「章程」案。　　董事會提

Agenda 3: Amendment to the Company's Articles of Incorporation. (Proposed by the Board of Directors)

說　明：一、本公司目前實收資本額為新台幣 1,399.52 億元，為因應未來業務發展及資本規劃需要，擬修訂本公司「章程」之資本總額，從原訂之新台幣 1,500 億元，提高為新台幣 2,000 億元。(第四條)。

二、本公司「章程」修正條文對照表及修正後條文，請參閱附件七。(詳見議事手冊

第 49 頁）

三、謹提請　核議。

Explanation:

1. The Company's current paid-in capital is NT$139.952 billion. In order to meet the needs of future business development and capital planning, it is proposed to amend the Company's Articles of Incorporation to increase the total authorized capital from NT$150 billion to NT$200 billion. (Article 4)
2. Please refer to Attachment VII for the comparison table and the Company's amended "Articles of Incorporation." (refer to page 62 of the English Handbook for details)
3. Approval us respectfully requested.

決　議：本案經票決照案通過，票決結果如下：

出席股東表決權數	贊成		反對	無效	棄權/未投票
	權數	比例(%)	權數	權數	權數
9,491,266,058	9,038,293,909	95.22%	10,937,471	0	442,034,678

RESOLUTION: The proposal was approved by a vote as proposed, and the voting results are as follows:

Vote Counts of Shareholders Present	For		Against	Void	Abstentions
	Votes	%	Votes	Vote	Votes
9,491,266,058	9,038,293,909	95.22%	10,937,471	0	442,034,678

第四案：本公司第九屆董事選舉案。　董事會提

Agenda 4: Election of the Company's Directors for the 9th Term Board of Directors. (Proposed by the Board of Directors)

說　明：一、依本公司章程第 18 條規定，本公司設董事 9 人至 15 人，董事人數授權董事會議定之，其中獨立董事人數不得少於 3 人，且不得少於董事席次 5 分之 1；董事選舉應採候選人提名制度。

二、本公司業經 112 年 03 月 09 日第四屆第十七次薪資報酬及提名委員會審議，並經同日董事會決議，訂定第九屆董事應選名額為 15 人（含獨立董事 6 人），任

期三年，自 112 年 06 月 09 日起至 115 年 06 月 08 日止。

三、本公司第九屆董事候選人業經 112 年 4 月 27 日第八屆第 19 次定期董事會審查通過在案，名單如下：

序號	職稱	姓名	所代表法人名稱
1	董事	蔡明興	-
2	董事	蔡明忠	-
3	董事	韓蔚廷	明東實業（股）公司
4	董事	林福星	明東實業（股）公司
5	董事	許金泉	明東實業（股）公司
6	董事	蔡承儒	明東實業（股）公司
7	董事	游適銘	臺北市政府
8	董事	連堂凱	臺北市政府
9	董事	鄭瑞成	臺北市政府
10	獨立董事	陳新民	-
11	獨立董事	李書行	-
12	獨立董事	王銘陽	-
13	獨立董事	莫兆鴻	-
14	獨立董事	陳學智	-
15	獨立董事	葉匡時	-

四、董事候選人之資歷簡介，請參閱附件八。(詳見議事手冊第 60 頁)

五、謹提請　辦理選舉。

Explanation:

1. According to Article 18 of the Company's Articles of Incorporation, the Company shall have 9 to 15 directors and the Board is authorized to approve the number of directors. The number of independent directors shall be no less than 3, and shall be no less than one fifth of the total number of directors. Election of directors shall adopt candidate nomination measures.
2. Through the 17th meeting of the 4th Term of the Remuneration Committee on March 9, 2023 and the resolution by the meeting of the Board of Directors on the same day, the Company decided to nominate 15 candidates for the 9th Term of Board of Directors (including 6 independent directors), the term of office is 3 years, from June 9, 2023 to June 8, 2026.
3. The nomination of directors for the Company's 9th Term Board of Directors was made by the 19th regular meeting of the Company's 8th Term of Board of Directors on April 27, 2023 and was reviewed and documented. The list is as follows:

Number	Position	Name	Representatives of the Legal Entity
1	Director	Richard M.Tsai	-
2	Director	Daniel M.Tsai	-
3	Director	Jerry Harn	Ming Dong Co., Ltd.
4	Director	Howard Lin	Ming Dong Co., Ltd.
5	Director	Chin-Chuan Hsu	Ming Dong Co., Ltd.
6	Director	Cherng-Ru Tsai	Ming Dong Co., Ltd.
7	Director	Shih-Ming You	Taipei City Government
8	Director	Tang-Kai Lien	Taipei City Government
9	Director	Ruey-Cherng Cheng	Taipei City Government
10	Independent Director	Shin-Min Chen	-
11	Independent Director	Shu-Hsing Li	-
12	Independent Director	Alan Wang	-
13	Independent Director	Paulus Siu-Hung Mok	-
14	Independent Director	Barry Chen	-
15	Independent Director	Kuang-Shi Ye	-

4. For the summary of qualifications and experiences of the director candidates, please refer to Attachment VIII. (refer to page 76 of the English Handbook for details)
5. The implementation of an election is respectfully requested.

選舉結果：

一、董事（共9位）

戶號或身分證統一編號	當選人	得票權數
4	蔡明興	8,800,394,757 權
3	蔡明忠	8,764,271,544 權
297306	臺北市政府代表人：游適銘	8,128,504,306 權
297306	臺北市政府代表人：連堂凱	8,126,981,824 權
297306	臺北市政府代表人：鄭瑞成	8,122,219,261 權
72	明東實業股份有限公司代表人：林福星	8,119,028,395 權
72	明東實業股份有限公司代表人：韓蔚廷	8,083,969,854 權

72	明東實業股份有限公司代表人：許金泉	7,972,935,098 權
72	明東實業股份有限公司代表人：蔡承儒	7,969,129,187 權

二、獨立董事（共 6 位）

戶號或身分證統一編號	當選人	得票權數
J1006*****	陳新民	8,719,909,039 權
R1204*****	李書行	8,623,433,903 權
F1026*****	王銘陽	8,455,335,637 權
A8002****	莫兆鴻	8,347,945,789 權
806836	葉匡時	8,165,873,464 權
A1209*****	陳學智	8,165,756,150 權

ELECTION RESULTS:

1. Director (9 seats)

Account No. or ID No.	Elected Candidate	Vote
4	Richard M.Tsai	8,800,394,757
3	Daniel M.Tsai	8,764,271,544
297306	Taipei City Government: Shih-Ming You	8,128,504,306
297306	Taipei City Government: Tang-Kai Lien	8,126,981,824
297306	Taipei City Government: Ruey-Cherng Cheng	8,122,219,261
72	Ming Dong Co., Ltd.: Howard Lin	8,119,028,395
72	Ming Dong Co., Ltd.: Jerry Harn	8,083,969,854
72	Ming Dong Co., Ltd.: Chin-Chuan Hsu	7,972,935,098
72	Ming Dong Co., Ltd.: Cherng-Ru Tsai	7,969,129,187

2. Independent Director (6 seats)

Account No. or ID No.	Elected Candidate	Vote
J1006*****	Shin-Min Chen	8,719,909,039
R1204*****	Shu-Hsing Li	8,623,433,903
F1026*****	Alan Wang	8,455,335,637
A8002****	Paulus Siu-Hung Mok	8,347,945,789
806836	Kuang-Shi Ye	8,165,873,464
A1209*****	Barry Chen	8,165,756,150

第五案：解除本公司第九屆董事競業禁止之限制案。　　董事會提

Agenda 5: Release the Company's Directors for the Board of Directors of the 9th Term from Non-Competition Restrictions. (Proposed by the Board of Directors)

說　明：一、依公司法第 209 條規定，董事為自己或他人為屬於公司營業範圍內之行為，應對股東會說明其行為之重要內容，並取得其許可。另依公司法第 178 條規定，股東對於會議之事項，有自身利害關係致有害於公司利益之虞時，不得加入表決，並不得代理他股東行使其表決權。

二、本公司董事有參與其他與本公司營業範圍相同或類似之公司經營之行為，爰依公司法第 209 條規定提請股東會同意，解除本公司董事競業禁止之限制，並免除已為競業行為之所得歸入。

三、擬解除董事競業行為之內容，請參閱附件九。(詳見議事手冊第 75 頁)

四、謹提請　核議。

Explanation:

1. Pursuant to Article 209 of the Company Act, a director conducting either for himself or on behalf of another person, activities that are within the scope of the Company's business, shall explain to the Shareholders' Meeting the essential contents of such activities and obtain its approval for conducting such activities. In addition, in accordance with Article 178 of the Company Act, a shareholder who has a personal interest in the matter under discussion at a meeting, which may impair the interest of the Company, shall not vote or exercise voting rights on behalf of another shareholder.
2. A director of the Company, if engaging in acts of participation in other business operations similar or identical to the Company's scope of operations, shall, pursuant to Article 209 of the Company Act, request the Shareholders' Meeting to exempt the director from non-competition restrictions and to release the director from the requirement to disgorge his income from competitive activities.
3. Please refer to Attachment IX for the details of directors' competitive acts proposed to be released by the Company. (refer to page 91 of the English Handbook for details)
4. Approval is respectfully requested.

決　議：本案經票決照案通過，票決結果如下：

董事姓名	出席股東表決權數	贊成		反對	無效	棄權/未投票
		權數	比例(%)	權數	權數	權數
蔡明興	9,100,339,069	8,051,577,529	88.47%	12,816,541	0	1,035,944,999

蔡明忠	9,222,491,672	8,047,627,893	87.26%	38,170,011	0	1,136,693,768
韓蔚廷	8,457,836,680	7,413,314,505	87.65%	8,478,185	0	1,036,043,990
許金泉	8,457,836,680	7,379,026,360	87.24%	42,731,022	0	1,036,079,298
蔡承儒	8,457,836,680	7,383,516,146	87.29%	38,266,889	0	1,036,053,645
臺北市政府	7,871,361,611	6,792,764,064	86.29%	42,615,178	0	1,035,982,369

RESOLUTION: The proposal was approved by a vote as proposed, and the voting results are as follows:

Director	Vote Counts of Shareholders	For		Against	Void	Abstentions
		Votes	%	Votes	Vote	Votes
Richard M. Tsai	9,100,339,069	8,051,577,529	88.47%	12,816,541	0	1,035,944,999
Daniel M. Tsai	9,222,491,672	8,047,627,893	87.26%	38,170,011	0	1,136,693,768
Jerry Harn	8,457,836,680	7,413,314,505	87.65%	8,478,185	0	1,036,043,990
Chin-Chuan	8,457,836,680	7,379,026,360	87.24%	42,731,022	0	1,036,079,298
Cherng-Ru Tsai	8,457,836,680	7,383,516,146	87.29%	38,266,889	0	1,036,053,645
Taipei City Government	7,871,361,611	6,792,764,064	86.29%	42,615,178	0	1,035,982,369

六、臨時動議：經主席徵詢全體出席股東，無提出其他臨時動議。

6. Ad Hoc Motions: After the Chairman queried all shareholders present, no other Ad Hoc motions were made.

股東戶號 296903 發言要旨：

1.未來董事或高階管理薪酬是否有考慮與 ESG 連結？

2.綠色信貸的目標或計畫。

3.對於提供平等的工作機會、薪酬福利及培訓人才的目標及計劃。

蔡明興董事長：董事報酬參酌其對公司盈餘，目前未與 ESG 連結，未來會考慮。

金控韓蔚廷總經理：2025 年綠色金融目標由 2.45 兆元上調至 2.8 兆元，目前整體進展已超過原訂目標，每年檢視如有超越就會持續提高目標，金控將其視為核心願景工

程，並列為子公司、高階主管考核項目之一。

另外，公司非常重視員工福利，致力於打造友善健康之幸福職場，提供全方位員工照護，落實身心健康，例如提高育兒補助...等，也會參考同業作法持續精進。

以上股東所提問事項，業經主席及總經理答覆說明。

Summary of speech from shareholder (Account No. 296903):

1. Are there considerations to link future director or senior management compensation to ESG factors?
2. The goals or plans of green lending.
3. The goals and plans for providing equal employment opportunities, compensation and benefits, and talent development.

Chairman Richard M. Tsai: The directors' remuneration is based on the earnings of the Company and currently is not connected to the ESG factor, which may be taken into account in the future.

General Manager Jerry Harn: The green finance target for 2025 has been revised upward from NTD 2.45 trillion to NTD 2.8 trillion. The overall progress has already exceeded the original target. Every year, a review is conducted, and if there is overachievement, the targets are continuously raised. The Company considers it a core vision project and includes it as one of the assessment criteria for subsidiaries and senior executives. In addition, the Company places great importance on employees welfare and is committed to creating a friendly and healthy workplace environment, providing comprehensive employee care and promoting physical and mental well-being. For example, the Company aims to enhance childcare subsidies. We will also continuously improve by referencing industry best practices.

The abovementioned questions raised by the shareholder have been answered by the Chairman and the General Manager.

七、散　　會：上午十時十三分。本日所定之議程均已進行完畢，由主席宣佈散會。

7. Meeting Adjourned: 10:13 a.m. All scheduled agenda items for today have been completed, and the Chairman announced the adjournment of the meeting.

主席　蔡明興　　紀錄　謝穎和

Chairman: Richard M. Tsai　　Recorder: Ying He Shie

附件

Attachments

Attachment 1

Dear Shareholders,

Looking back at the global economic situation in 2022, although the impact of the pandemic on major economies has gradually faded, the global economic growth momentum slowed due to the stalemate of the Russia-Ukraine war, escalating inflation, slowdown of China's economic growth. As a result, volatility in capital markets and pandemic-prevention insurance claims had impacted the profitability of the financial industry. Fubon Financial Holdings' net income reached NT$46.93 billion and its earnings per share of NT$3.54 led the sector for the 14th consecutive year. Consolidated total assets hit NT$10.6 trillion.

Beyond deepening its presence in Taiwan, Fubon Financial Holdings has steadily forged a regional network and developed innovative financial models through cross-industry alliances. Based on the foundation of its own advantages, we strive to integrate peer and cross-industry resources to enhance our financial service strength so as to provide diversified financial services for new and existing customers. In the meantime, we are injecting innovative energy through financial technology, integrating financial holdings' resources, covering banking, insurance and asset management services in Greater China, and creating a diversified financial service platform and extending our tentacles to other regions in Asia. We achieved a major milestone on November 11, 2022 by acquiring JihSun Financial Holding Co., Ltd., paving the way for Taiwan's first ever merger of domestic financial holding companies, and we will continue to seek various cooperation opportunities in the future. In addition to improving the operating results of the existing overseas businesses and focusing on Greater China and Asia, Fubon Financial Holdings will continue to evaluate M&A opportunities as we move steadily closer to our vision of becoming one of Asia's first-class financial institutions.

Financial Sector Leader in EPS 14 Years in a Row

In 2022, Taiwan's economy was still under the pressure of COVID-19. The pandemic outbreak in late April had a huge impact on private consumption in the second quarter. Meanwhile, exports and investment were supporting economic growth. However, inflation and accelerated rate hikes of major central banks suppressed demand, and inventory destocking pushed down exports growth sharply in the second half of the year and further dampened enterprises' willingness to invest. Fortunately, with the impact of COVID-19 weakening, the rebound of private consumption boosted the economy, which grew moderately for the year.

In 2022, the global geopolitical situations were changeable and the sharp fluctuations in the capital market had affected the profit of the financial industry. Coupled with the impact of pandemic-prevention insurance claims, Fubon Financial Holdings' net income reached NT$46.93 billion, with an earnings per share of NT$3.54, leading all financial holdings companies in Taiwan for the 14th consecutive year! The profit contribution mainly came from Fubon Life and Taipei Fubon Bank. Fubon Financial Holdings' return on assets (ROA) and return on equity (ROE) were 0.45% and 6.19% respectively.

Despite the effect of capital markets volatility in 2022, Fubon Financial Holdings' consolidated total assets maintained steady growth and reached NT$10,587.8 billion by the end of December 2022, an increase of 1% over the end of 2021, to remain Taiwan's second largest financial holding company.

Fubon Life: Financially Sound, Profit Performance Continues to be Stellar

In 2022, due to the ongoing COVID-19 epidemic, high global inflation, and accelerated interest rate hikes by the Federal Reserve, the global capital markets were turbulent and economic growth momentum slowed, and the life insurance market faced major challenges. In response to drastic changes in the market, Fubon Life continued to deliver stable performance with flexible product and channel diversification strategies. First-year premium and total premium of NT$106.3 billion and NT$346.17 billion, respectively, both ranked second in the industry. Total assets grew stably to over NT$5.6 trillion at the end of 2022 ranked second in the industry, and net income of NT$65.54 billion topped the industry and was an important profit engine for Fubon Financial Holdings.

In terms of customer service, new technology applications such as mobile ID service was introduced to strengthen risk control, optimize processes, and enhance operational efficiency. In addition, Fubon Life rolled out sign language interpretation services and multilingual translation machines at customer counters in Taiwan to provide high-quality services and practice the Treating Customers Fairly principle in order to protect the rights and interests of customers.

Overseas, the Fubon Life's Vietnam subsidiary focused on strengthening its sales team and developing diversified channels to operate in a stable growth model. Fubon Hyundai Life Insurance focused on capital management, continued to stabilize the scale of its pension market operations, and ensured the stable growth of the company. The Hong Kong subsidiary gradually oriented towards the sales of diversified products and concentrated on providing differentiated products and service to target customers.

Taipei Fubon Bank and Jih Sun Bank: Unleash Core Competitiveness, and Profit has Reached a New High

In 2022, despite the challenges of major international events such as inflation, war, geopolitics and climate change, Taipei Fubon Bank and Jih Sun Bank continued to perform well, with Taipei Fubon Bank's revenue and net income achieving double-digit growth compared to 2021, while Jih Sun Bank adjusted its operating strategy and improved employee productivity by aligning with Taipei Fubon Bank, and its net income also hit a 10-year high.

Taipei Fubon Bank continued to exert its core competitiveness through the proper use of the Group's resources to enhance customer acquisition capabilities, and through diversified digital platforms and financial scenario development, to meet customers' financial service needs, promote digital service innovation, build an investment portfolio of NTD ETF "Nano Investments No. 2" and matched credit card swiping and investment mechanisms to provide investors with tailor-made nano-investment digital wealth management services. At the same time, it launched functions such as video financial identity verification, online mortgage loan application, and online account opening for banking and securities customers to enhance customers' digital experience. It was also committed to combining data technology and risk prevention, working with the Criminal Investigation Bureau to build an anti-fraud AI model to fulfill its role of protecting customers' assets and rights. In addition, it developed green finance by implementing green credit approval processes, strengthening the promotion of innovative green financial products and establishing a Think ESG knowledge exchange

platform to demonstrate its determination to achieve environmental sustainability together with customers.

In 2022, Taipei Fubon Bank actively responded to the government policy to focus on the operations of small and medium-sized enterprise customers, and won the “Relief and Revitalization Award” of the SME Credit Insurance Fund and the “Outstanding Performance Award” of the Central Bank of the Republic of China (Taiwan) for SME project loans. It was also committed to promoting age-friendly city policies and has won the excellent award in the “Trust Industry Property Trust Assessment for the Elderly and Persons with Disabilities” by the FSC for four consecutive years through the introduction of the exclusive full-service process for the elderly and the provision of sign language services in branches.

Fubon Insurance: Market Share Reaches 24.4%, Ranking No. 1 in the Market for 41 Consecutive Years

Although Fubon Insurance suffered a net loss due to the impact of pandemic-prevention insurance claims, it still leveraged the Group's resources and diversified channel strategies to again set a new high in total written premium of NT$53.87 billion in 2022. With a market share of 24.4%, it led the non-life insurance market for the 41st consecutive year.

In terms of sustainability, Fubon Insurance obtained the ISO 14067 non-life insurance service product carbon footprint verification certification at the end of 2021 and then the carbon label from Environmental Protection Administration in April 2022. It has become a non-life insurance company with both carbon and carbon reduction labels by continuously establishing and optimizing low-carbon digital marketing processes, paperless processes in internal operations, and developing digital service platforms.

In terms of digital transformation, Fubon Insurance introduced Robotic Process Automation (RPA), which has completed the import of 75 operational items across 23 departments and saving an average of near 3,000 hours per month in 2022. In the field of financial patent, Fubon Insurance obtained 10 invention patents and 18 new patents, and it will continue to deepen its strategic developments in the field of financial patents in the future.

Fubon Insurance is deeply cultivated in Taiwan and continues to expand its overseas deployment. At present, it has property insurance subsidiaries in China and Vietnam, insurance brokerages in Thailand and the Philippines, and representative offices in Beijing, Malaysia and Indonesia. The Vietnam subsidiary has set up a head office in Ho Chi Minh City and branches in Hanoi and Binh Duong to provide Taiwanese businessmen in Vietnam and local customers with property security services.

Fubon Securities and JihSun Securities: Attach Equal Importance to Various Businesses; Actively Promote Diversified Businesses

In 2022, given the bearish sentiment of global financial markets, Taiwan’s stock market was also affected and showed a decline in both price and trading volume, which in turn affected the earnings performance of stocks. Fubon Securities posted net income of NT$2.74 billion and JihSun Securities reported net income of NT$2.15 billion. Although the market conditions worsened compared to 2021, Fubon Securities and JihSun Securities continued to actively promote their businesses and adapt to market

conditions, and saw significant growth in both the securities lending business and the overseas bond business. In terms of brokerage market share, Fubon Securities was at 4.93% and JihSun Securities was at 2.96%, and combined to rank third in the market.

Fubon Securities and JihSun Securities introduced a customer segmentation management mechanism. From the standpoint of customer demand, it provided differentiated or customized services. Also, it continued to develop new customers and enhance the adhesiveness of existing customers, and thus boosted the activation rate of various products. In addition, both companies continue to optimize digital platforms to enhance customer experience, capture young customers, expand customer scale, and promote stable and diversified business development.

Looking ahead, the merger of Fubon Securities and JihSun Securities is expected to expand business scale and create synergy. In terms of business strategy, in addition to continuing to consolidate the core business of brokerage products, it will actively expand the wealth management business and the scale of recurring income. At the same time, it will continue to give full play to the synergy of the Group's resource ecosystem to further augment customer base and business opportunities, actively strive for high-quality and indicative cases, boost the scale of underwriting, maintain market position and increase the return from proprietary trading.

Fubon Bank (Hong Kong): Strives to Enhance Competitiveness

Fubon Bank (China): Deepens Businesses with Taiwanese Businessmen, Promotes Technology Empowerment

In face of the economic recession in Hong Kong and turmoil in international financial markets, Fubon Bank (Hong Kong) continued to grow steadily in 2022, achieving double-digit growth in revenue and net income through continuous expansion of high-quality loan assets, increased investment scale and benefits from interest rate hikes. In addition to consistently diversifying its products and services to meet the financial needs of customers, Fubon Bank (Hong Kong) also enhanced its competitiveness through both virtual and physical channels. In terms of virtual channel, Fubon Bank (Hong Kong) launched a new personal mobile banking app "Fubon+" and stock trading app "FB Invest+" to meet investors' expectations for managing their own finances. As for physical channel, in addition to opening SME Banking Service Centers in Kwun Tong and Tsim Sha Tsui, it also opened the first green branch in Taikoo Shing to guide customers' experience in green financial services.

In 2022, the performance of Fubon Bank (China) was affected by adverse factors such as China's economic slowdown, weak real estate market and government lockdown policies, and Fubon Bank (China) took optimizing the structure of assets and liabilities as its main operating goal. It also adhered to the goal of serving Taiwanese businessmen and implementing inclusive finance, and continued to deepen its operations in the China market, with 26 business locations around areas where Taiwanese-funded enterprises are concentrated, the scale and coverage rate of which are both ahead of other Taiwanese-funded banks. In addition to continuously enriching the range of financial products and optimizing services to meet customer needs, Fubon Bank (China) actively strengthened its digital technology capabilities to enhance customer service experience and business adhesion, and it improved collaboration efficiency by leveraging the Group's diversified channel advantages so as to become the preferred bank for Taiwanese businessmen and enhance the popularity of Fubon's brand in China.

Fubon Asset Management: Provides Full Range of Financial Services, Builds Comprehensive Asset Management Products Platform

In 2022, despite rising inflation, rate hikes and the slowdown of economic growth momentum, Fubon Asset Management still actively developed diversified products to meet the wealth management needs of investors, and its asset management scale grew steadily. For its asset management business, ETFs have become one of the important wealth management tools for investors. In addition to continuing to issue thematic ETFs such as Metaverse, REITs, and global ESG green energy funds, it also launched the Taiwan-US Twinstar Multi-asset Fund in response to the pressure of rising inflation. Fubon Asset Management also actively participated in government funds and fully fiduciary discretionary projects to enhance market share. As for its reinvestment business, the scale of China Founder Fubon Fund has increased significantly due to its active development of fixed income funds, Fubon Fund (Hong Kong) continued to expand its ETF product lines, and Fubon Private Equity planned to launch its second private equity fund.

Implement Risk Control, Maintain Strong Capital Structure

As its business has grown, Fubon Financial Holdings has put a premium on risk management, maintaining strong balance sheet strength and a level of asset quality that exceeds the market average. Those efforts resulted in a CAR of 125.29% in 2022, well above the minimum capital requirement of 100%.

At the end of 2022, Taipei Fubon Bank's BIS ratio reached 15.49%, demonstrating a strong capital structure. Asset quality was also maintained at an excellent level with its NPL ratio of 0.19% and coverage ratio of 701.78% both remained at a stable level.

Moody's, S&P Global Ratings and Taiwan Ratings Corp. all gave Fubon Financial Holdings ratings that fully reflect its superior financial performance and leading market position over its peers.

The ratings of various rating agencies in 2022 are shown below:

Rating Type	Rating Agency	Credit Rating		Outlook	Effective Date
		Long-term	Short-term		
International	Moody's	Baa1		Stable	2022/08/26
	S&P Global Ratings	BBB+	A-2	Stable	2022/11/15
Domestic	Taiwan Ratings Corp.	twAA	twA-1+	Stable	2022/11/15

Leading Green Finance, Integrating with International Community to Lay Cornerstone of Sustainability

In 2021, Fubon Financial Holdings redefined the Fubon ESG Visioning Project, with "Run For Green" as the main axis, focusing on four ESG strategies of decarbonization, digitalization, empowerment and connection, and it continues to lead the development of green finance in Taiwan.

Since 2017, Fubon Financial Holdings has signed or committed to abide by international standards and norms such as the Equator Principles (EPs), the Principles for Responsible Investment (PRI), the Principles for Sustainable Insurance (PSI), and

the Principles for Responsible Banking (PRB). In 2019, it became a supporter of Task Force on Climate-related Financial Disclosures (TCFD), and led the financial industry to improve on the transparency of climate issues through the continuous release of TCFD reports. In 2020, it joined the World Economic Forum to become a driver of low-carbon capital markets. In 2022, it became a member of international sustainability organizations such as the Partnership for Carbon Accounting Financials (PCAF), the Asia Investor Group on Climate Change (AIGCC), the Climate Action 100+ initiative, and the Business Ambition for 1.5°C and the Race to Zero Campaign. With a positive attitude, Fubon Financial Holdings learns from international benchmarks, strives for exchange opportunities, and fully responds to the international sustainability development trend.

As the financial industry holds the funds of the market, Fubon Financial Holdings senses the responsibility of ensuring social stability in addition to financial stability in light of the threats of climatic risks. In 2021, Fubon Financial Holdings set new standards for the entry and divestment of high-carbon emission industries, paid attention to the progress of industrial transformation, urged the industry to make good use of funds to upgrade technology and capabilities, protected working rights and income sources, and maintained the economic stability of the society.

Fubon Financial Holdings also completed two important sustainability milestones in 2022. First, it officially became an RE100 member and committed to the full use of green energy in more than 600 business locations around the world by 2040. This is a major breakthrough in energy management and can help us upgrade the completeness and benefits of our green energy policies. Second, we officially passed the review of the Science Based Targets, set operational carbon reduction targets according to the 1.5°C scenario, and will reduce operational carbon emissions through independent energy saving, construction of solar photovoltaic equipment and procurement of renewable energy in the future, and is expected to reduce carbon emissions by 42% by 2030.

Selected in DJSI World Index for 6th Consecutive Year
In Social Aspect, Ranked First in Global Insurance Industry

Fubon Financial Holdings continues to utilize international standards to cultivate our sustainable operations initiatives, and has repeatedly won international recognition. We have been selected as a constituent of the DJSI World Index for the 6th consecutive year and is ranked No. 1 in the “social aspect” performance of the global insurance industry. We have also been selected as a constituent of the DJSI Emerging Markets Index for the 7th consecutive year and a constituent of the MSCI Sustainability Index for the 6th consecutive year.

In addition to the outstanding results in sustainable management, Fubon Financial Holdings also excels in corporate governance as we are the first financial holding company in Taiwan to introduce an independent director system. The independence and diversity of its board members are exemplary in the industry. In 2022, Richard M. Tsai, Chairman of Fubon Financial Holdings, was selected as one of the “Top 100 CEOs in Taiwan” by Harvard Business Review and “Best CEO” by “Institutional Investor”. Tsai has also been awarded the Asian Corporate Director Recognition Awards by the “Corporate Governance Asia” for four consecutive years since 2017 in recognition of his leadership and contribution to corporate governance and corporate sustainability.

Outstanding Performance of Subsidiaries Recognized by Numerous Awards

Fubon Financial Holdings also works with various sectors to promote sustainable actions through its subsidiaries. This includes Fubon Life cooperating with the Society of Wilderness to conduct a survey on river waste and Taipei Fubon Bank's launch of sustainability-linked loans, and Taiwan's first third-party certified syndicated green loan, and Fubon Insurance's role as Taiwan's largest green energy insurer in assisting the development of the green energy industry.

Fubon Life has been awarded the "Taiwan's Best Life Insurance Company" by "World Finance" eleven times, selected as "Global Top 100 Insurance Brands" by "Brand Finance" for 6 consecutive years, and won the Dragon and Phoenix Insurance Awards – "Most Admired Life Insurance Company" 1st Place in the back office and field representative categories by "Risk Management, Insurance & Finance" for 12 consecutive years.

Taipei Fubon Bank has been awarded the "Global 500 Banking Brand" by "Brand Finance", "Best Bank for ESG" by "Asiamoney", "Best Employer Brand in Taiwan" by "HR Asia", "Best Private Bank in Taiwan" by "Global Finance", and "Global Renewable Energy M&A Deal of the Year" by "The Asset".

Fubon Insurance has been awarded the Dragon and Phoenix Insurance Awards "Most Admired Property Insurance Company" 1st Place by "Risk Management, Insurance & Finance" for 12 consecutive years, the "Trusted Brand Survey Gold Award in Insurance category" by "Reader's Digest", and the "Outstanding Digital Customer Experience" by "The Digital Banker" for two consecutive years.

Fubon Securities has been awarded the "Best Wealth Management Award" for five consecutive years, and "Best Customer Services Award" for four consecutive years, and "Best Graphic Marketing Award" and "Consumer Finance Brand Award for Best Securities Firm Service Gold Award" for two consecutive years by "Wealth Magazine", "Digital Information Security Gold Award" by "Commercial Times", and "Best Securities House in Taiwan" by "Asiamoney".

Four Foundations to Continue to Exert Positive Influence Through a Whole-Person Public Welfare Platform

With the evolution of times, Fubon's four foundations were established according to the needs of the society at that time to comprehensively care for the society and accompany each ethnic group.

Fubon Charity Foundation aims to help the disadvantaged. The "Making Friends with Love" campaign has donated more than NT$110 million to help over 15,000 students. Nearly NT$40 million was invested in projects such as "Emergency Relief Fund" for individuals, medical fund accounts, education funds, poverty alleviation savings and this has helped 84,324 individuals.

Fubon Cultural and Educational Foundation promotes financial education through "Future Tycoon Outreach Program" benefiting more than 1,000 teachers and students and also cooperated with 18 branches of Taipei Fubon Bank to conduct 30 "Budding Tycoon Money Management Camps" to invite parents to accompany their children in

establishing basic financial literacy.

In order to bridge art with life, Fubon Art Foundation used the Art Office solution to enhance the aesthetics of the public space, providing 66 works from 16 artists in 2022. It also cooperated with momo to set up a brand flagship pavilion, introducing 880 new products and hot-selling repurchased products from major international art museums, drawing more than 230,000 views.

Taipei Fubon Bank Charity Foundation continues to care for the elderly and physically and mentally disabled. In 2022, the foundation combined the winners of the Artistic Achievement Award Performance Category and Vox Nativa choir to hold the "Fubon Sounds of Nature" concert and continued to promote the "Fubon Family Caregiver Breather Journey" to reduce the physical and psychological burden of family caregivers.

Economic Growth Momentum Slowed
Continue to Improve Customer Service, Product Diversification

Looking forward to 2023, with easing COVID-19 restrictions, border reopening and the rise of minimum wage that lifts household disposable income, people are more willing to spend money and this makes private consumption the main driver of economic growth. However, as the global economy weakens, sluggish demand and industries' destocking pressure will suppress exports and private investment growth. As a result, Taiwan's economic growth this year is expected to slow compared to 2022. Besides, the level of overseas demand adds uncertainty to economic conditions.

In addition, Fubon Financial Holdings has officially merged with JihSun Financial Holdings on November 11, 2022, accomplishing the first phase of the unprecedented "Merger of Two Financial Holding Companies" in Taiwan's financial history. It is expected that completing the merger of subsidiaries and sub-subsidiaries in the first half of 2023 will help strengthen our banking and securities businesses, expand overall economies of scale and efficiency, balance the business development and revenue sources of the financial holdings company, provide customers with quality and diversified products as well as convenient financial services, and at the same time promote domestic consolidation and drive toward positive development of Taiwan's financial industry. The above reflects in Fubon Financial Holdings' optimism about Taiwan's overall industrial prospects and its commitment to continuing to invest in Taiwan.

The key strategies and goals for 2023 for Fubon Financial Holdings' main subsidiaries are as follows:

(1) Fubon Life: Looking forward to 2023, the headwinds of the global economic trend have not abated, the life insurance market will not only be affected by economic factors, but also the strict supervision of the competent authorities, and intensified industry competition. As such, the overall life insurance business is still facing severe challenges. Fubon Life will continue to adapt to changes in the market environment, adjust its product strategy in a timely manner, expand the applications of digital technology, integrate the Group's resources, and provide heart-warming customer service.

(2) Taipei Fubon Bank and Jih Sun Bank: With six major strategies, including optimizing the asset-liability structure, building a new digital brand, attaching

importance to asset preservation of wealth management customers, diversifying overseas deployment, realizing the synergy of merger with Jih Sun and implementing the sustainable operations of Fubon's image as the main axes of operations, we seek to continue to uphold the core values of integrity, kindness, professionalism and innovation, to create maximum welfare for shareholders, customers and society, and steadily moves towards the vision of becoming one of "Asia first-class financial institutions". We are also committed to making the value of the Fubon brand grow and deeply rooted in the hearts of the people.

(3) Fubon Insurance: Continue to exert the positive influence of insurance, implement social responsibility to promote sustainable development, strengthen risk management and control, and grasp market trends to accelerate the pace of digitalization. For our overseas initiatives, we hope to seize the opportunities for performance growth and profitability through the rigorous underwriting of insurance, monitoring of business quality, providing a variety of insurance products and developing diversified sales channels.

(4) Fubon Securities and JihSun Securities: Continue to consolidate the brokerage business, actively expand the penetration rate of wealth management products, deepen the operation of various customer groups, optimize the functions of the system platform, strengthen the cooperation between physical and digital channels, expand the customer activation rate of both securities companies and improve the service capacity of institutional investor services. By effectively integrating the resources of Fubon Financial Holdings subsidiaries, we can expand the group's customer base, and by upgrading our ESG activities, we can ensure the realization of corporate sustainable operations and social responsibility goals.

(5) Fubon Bank (Hong Kong): Beyond strengthening the momentum of SME and personal loan businesses to expand its asset scale and optimize its asset structure, Fubon Bank (Hong Kong) will set up an overseas wealth management service center to capture cross-border wealth management opportunities in Taiwan and the Greater Bay Area. Other priorities will include upgrading the bank's digital platform and promoting green finance policies to optimize customer experience and fulfill its corporate social responsibility.

(6) Fubon Bank (China): While steadily building up assets and liabilities, optimizing the bank's structure and strengthening risk resilience will be the main strategic axes, Fubon Bank (China) will also actively promote capital-light business transformation and enhance innovation capabilities. Efforts will be made to form strategic alliances with Fintech enterprises to develop new business models to expand the scope of banking services and enhance overall operating synergy.

(7) Fubon Asset Management: The main priorities will be to bolster existing product lines and issue cash flow income and bond funds that are benefiting from rate hikes based on market trends and investors' wealth management needs. Another goal is to incorporate ESG and sustainability factors into the asset management DNA. Through shareholder activism, we will exert investment influence and practice responsible finance to achieve the strategic goal of sustainable investment.

Looking forward to 2023, as it balances both risk management and stable business

growth, Fubon Financial Holdings will continue to deepen its presence in Taiwan and expand in Asia, relying on acquisitions and equity participation opportunities to expand its financial services network. The pursuit of business success will be complemented by the injection of innovative energy and demonstrating sustainable competitiveness through Fintech as the company moves towards its vision of becoming one of Asia's first-class financial institutions.

Richard M. Tsai
Chairman,
Fubon Financial Holdings

Attachment 2

Fubon Financial Holding Co., Ltd.

Examination Report of the Audit Committee

The Board of Directors has prepared this Company's 2022 business report, financial statements (including consolidated financial statements) and the earnings distribution plan, among which the financial statements (including consolidated financial statement) have been audited by external auditors Dan-Dan Chung and Chi-Lung Yu of KPMG, who have submitted an audit report. The above statements and reports have been examined by the Audit Committee and no irregularities were found. We hereby report as above in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act. Please kindly approve.

To：Fubon Financial Holding Co., Ltd.
2023 Annual General Meeting

Audit Committee
Convener Shu-Hsing Li

Date：April 27, 2023

Attachment 3

Status of the Outstanding Corporate Bonds (the Second Offering of 2022)

Type of Corporate Bond		2nd Unsecured Ordinary Corporate Bond Issue in 2022
Issue (Offer) Date		Tranche A: August 30, 2022 –August 30, 2026 Tranche B: August 30, 2022 –August 30, 2027
Denomination		NTD 1 million
Issuing and Transaction Place		The Republic of China
Issue Price		100% of par value
Total Issue Amount		NTD 6.2 billion, divided into Tranche A and Tranche B based on difference in issue terms: NTD 2.8 billion for Tranche A, and NTD 3.4 billion for Tranche B.
Coupon Rate		Tranche A: Fixed at 1.65% per annum Tranche B: Fixed at 1.70% per annum
Term		Tranche A: 4 years with issue date of August 30, 2022 and maturity date of August 30, 2026 Tranche B: 5 years with issue date of August 30, 2022 and maturity date of August 30, 2027
Guarantor		Nil
Trustee		Trust Division, Mega International Commercial Bank
Underwriter		Fubon Securities Co., Ltd. is the lead underwriter.
Legal Counsel		Nil
Auditor		KPMG (Taiwan)
Payment Method		Tranche A and Tranche B: One lump sum payment upon maturity
Unpaid Principal		NTD 6.2 billion
Redemption or Early Repayment Terms		Nil
Restrictive Covenants		Nil
Name of Credit Rating Agency, Rating Date and Rating Result		Taiwan Rating Corp., November 23, 2021: twAA (Note)
Other Rights	Amount of Converted (Exchanged or Subscribed) Common Shares, Overseas Depository Receipts or Other Securities as of the Date of the Printing of the Annual Report	Nil
	Offering and Conversion Plan (Exchange or Subscription)	Nil
Possible Dilutive Effects to Shareholders due to Issuance, Conversion, Exchange or Subscription		Nil
Name of Custodian		Nil

Note: Rating is the Company's credit rating. Pursuant to provisions of "Regulations Governing the Offering and Issuance of Securities by Securities Issuers", bond credit rating report is not required for ordinary corporate bonds.

Fubon Financial Holding Co., Ltd.
Offering Plan for Fubon Financial Holding Co., Ltd. 2nd Unsecured Ordinary Corporate Bond Issue in 2022 (the "Bonds")

Fubon Financial Holding Co., Ltd. (the "Company"), after being notified by the Taipei Exchange of its approval via Letter (No. 11104004891), sets the following terms for the Bonds:

1. Name of the Bond: Fubon Financial Holding Co., Ltd. 2nd Unsecured Ordinary Corporate Bond Issue in 2022.
2. Issue Amount: NTD 6.2 billion, divided into Tranche A and Tranche B based on difference in issue terms: NTD 2.8 billion for Tranche A, and NTD 3.4 billion for Tranche B.
3. Denomination: NTD 1 million.
4. Issue Price: The Bonds will be issued at 100% par value on the issue date.
5. Term: Tranche A: 4 years with issue date of August 30, 2022 and maturity date of August 30, 2026; Tranche B: 5 years with issue date of August 30, 2022 and maturity date of August 30, 2027.
6. Coupon Rate: Tranche A: Fixed at 1.65% per annum; Tranche B: Fixed at 1.70% per annum.
7. Payment Method: Redeemed upon maturity in one lump sum payment.
8. Interest Calculation: Interest shall be calculated from the issue date and paid once a year based on annual simple interest.
   The interest is paid by rounding to nearest NTD for each NTD 1 million in principal amount. The amount less than one dollar will be rounded off. If the payment date is not a business day of the paying bank, the principal and interest should be paid on the next business day, and no extra interest will be paid. If the principal and interest are received later than the payment date, no interest for late payment will be paid.
9. Guaranty: The Bonds are unsecured.
10. Form of the Bonds: No physical certificates will be issued and shall be registered with the Taiwan Depository & Clearing Corp.
11. Trustee: Trust Division, Mega International Commercial Bank shall enter into a trust agreement and will be the trustee representing and acting on behalf of bondholders to audit and supervise the Company's performance regarding the Bond issuance matters. Each bondholder, whether subscribed at the time of issuance or purchasing the Bonds afterwards, agrees to be bound by the trust agreement and this bond offering plan in relation to the rights and obligations of the trustee. Each bondholder agrees and irrevocably grants the trustee full power and authority to act on behalf of the bondholder for all entrusted matters. The bondholder may visit the Company or the business office of the trustee during business hours to view the

contents of the trust agreement.

12. Paying Agent: Trust Division, Mega International Commercial Bank. The payment of the principal and interest will be conducted in accordance with the bond registration information provided by the Taiwan Depository & Clearing Corp.
13. Underwriter: The Bonds are to be offered publicly through the underwriters. Fubon Securities Co., Ltd. shall be the lead underwriter.
14. Notice: Unless otherwise required by laws and regulations, notices required to be given to the bondholders shall be announced on the Market Observation Post System website (http://mops.twse.com.tw).
15. Qualified Buyers: Limited to only professional investors defined by the Taipei Exchange Rules Governing Management of Foreign Currency Denominated International Bonds.
16. Others:

    (1) Priority: The priority of the holders of the Bonds is the same as the other unsecured creditors of the Company.

    (2) For the liquidity of the Bonds in the secondary market, the Company will file an application with the Taipei Exchange for the over-the-counter trading of the Bonds.

Status of the Outstanding Corporate Bonds (the First Offering of 2023)

Type of Corporate Bond		1st Unsecured Ordinary Corporate Bond Issue in 2023
Issue (Offer) Date		Tranche A: January 12, 2023 –January 12, 2027 Tranche B: January 12, 2023 –January 12, 2028
Denomination		NTD 1 million
Issuing and Transaction Place		The Republic of China
Issue Price		100% of par value
Total Issue Amount		NTD 10.0 billion, divided into Tranche A and Tranche B based on difference in issue terms: NTD 3.4 billion for Tranche A, and NTD 6.6 billion for Tranche B.
Coupon Rate		Tranche A: Fixed at 2.10% per annum Tranche B: Fixed at 2.15% per annum
Term		Tranche A: 4 years with issue date of January 12, 2023 and maturity date of January 12, 2027 Tranche B: 5 years with issue date of January 12, 2023 and maturity date of January 12, 2028
Guarantor		Nil
Trustee		Trust Division, Mega International Commercial Bank
Underwriter		Fubon Securities Co., Ltd. is the lead underwriter.
Legal Counsel		Nil
Auditor		KPMG (Taiwan)
Payment Method		Tranche A and Tranche B: One lump sum payment upon maturity
Unpaid Principal		NTD 10.0 billion
Redemption or Early Repayment Terms		Nil
Restrictive Covenants		Nil
Name of Credit Rating Agency, Rating Date and Rating Result		Taiwan Rating Corp., November 15, 2022: twAA (Note)
Other Rights	Amount of Converted (Exchanged or Subscribed) Common Shares, Overseas Depository Receipts or Other Securities as of the Date of the Printing of the Annual Report	Nil
	Offering and Conversion Plan (Exchange or Subscription)	Nil
Possible Dilutive Effects to Shareholders due to Issuance, Conversion, Exchange or Subscription		Nil
Name of Custodian		Nil

Note: Rating is the Company's credit rating. Pursuant to provisions of "Regulations Governing the Offering and Issuance of Securities by Securities Issuers", bond credit rating report is not required for ordinary corporate bonds.

Fubon Financial Holding Co., Ltd.
Offering Plan for Fubon Financial Holding Co., Ltd. 1st Unsecured Ordinary Corporate Bond Issue in 2023 (the "Bonds")

Fubon Financial Holding Co., Ltd. (the "Company"), after being notified by the Taipei Exchange of its approval via Letter (No. 11100133471), sets the following terms for the Bonds:

1. Name of the Bond: Fubon Financial Holding Co., Ltd. 1st Unsecured Ordinary Corporate Bond Issue in 2023.
2. Issue Amount: NTD 10.0 billion, divided into Tranche A and Tranche B based on difference in issue terms: NTD 3.4 billion for Tranche A, and NTD 6.6 billion for Tranche B.
3. Denomination: NTD 1 million.
4. Issue Price: The Bonds will be issued at 100% par value on the issue date.
5. Term: Tranche A: 4 years with issue date of January 12, 2023 and maturity date of January 12, 2027; Tranche B: 5 years with issue date of January 12, 2023 and maturity date of January 12, 2028.
6. Coupon Rate: Tranche A: Fixed at 2.10% per annum; Tranche B: Fixed at 2.15% per annum.
7. Payment Method: Redeemed upon maturity in one lump sum payment.
8. Interest Calculation: Interest shall be calculated from the issue date and paid once a year based on annual simple interest.
   The interest is paid by rounding to nearest NTD for each NTD 1 million in principal amount. The amount less than one dollar will be rounded off. If the payment date is not a business day of the paying bank, the principal and interest should be paid on the next business day, and no extra interest will be paid. If the principal and interest are received later than the payment date, no interest for late payment will be paid.
9. Guaranty: The Bonds are unsecured.
10. Form of the Bonds: No physical certificates will be issued and shall be registered with the Taiwan Depository & Clearing Corp.
11. Trustee: Trust Division, Mega International Commercial Bank shall enter into a trust agreement and will be the trustee representing and acting on behalf of bondholders to audit and supervise the Company's performance regarding the Bond issuance matters. Each bondholder, whether subscribed at the time of issuance or purchasing the Bonds afterwards, agrees to be bound by the trust agreement and this bond offering plan in relation to the rights and obligations of the trustee. Each bondholder agrees and irrevocably grants the trustee full power and authority to act on behalf of the bondholder for all entrusted matters. The bondholder may visit the Company or the business office of the trustee during business hours to view the contents of the trust agreement.
12. Paying Agent: Trust Division, Mega International Commercial Bank. The payment of the principal and interest will be conducted in accordance with the

bond registration information provided by the Taiwan Depository & Clearing Corp.

13. Underwriter: The Bonds are to be offered publicly through the underwriters. Fubon Securities Co., Ltd. shall be the lead underwriter.
14. Notice: Unless otherwise required by laws and regulations, notices required to be given to the bondholders shall be announced on the Market Observation Post System website (http://mops.twse.com.tw).
15. Qualified Buyers: Limited to only professional investors defined by the Taipei Exchange Rules Governing Management of Foreign Currency Denominated International Bonds.
16. Others:
    (1) Priority: The priority of the holders of the Bonds is the same as the other unsecured creditors of the Company.
    (2) For the liquidity of the Bonds in the secondary market, the Company will file an application with the Taipei Exchange for the over-the-counter trading of the Bonds.

Attachment 4

Independent Auditors' Report

To the Board of Directors
Fubon Financial Holding Co., Ltd.:

Opinion

We have audited the consolidated financial statements of Fubon Financial Holding Co., Ltd. ("the Company") and its subsidiaries, which comprise the consolidated statements of financial position as of December 31, 2022 and 2021, and the consolidated statements of comprehensive income, consolidated statements of changes in equity and cash flows for the years ended December 31, 2022 and 2021, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company and its subsidiaries as of December 31, 2022 and 2021, and their consolidated financial performance and their consolidated cash flows for the years ended December 31, 2022 and 2021, in accordance with the "Regulations Governing the Preparation of Financial Reports by Financial Holding Companies" and with the International Financial Reporting Standards (" IFRSs"), International Accounting Standards (" IASs"), Interpretations developed by the International Financial Reporting Interpretations Committee ("IFRIC") or the former Standing Interpretations Committee ("SIC") endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the "Regulations Governing Auditing and Certification of Financial Statements by Certified Public Accountants", Rule No. 10802731571 issued by the Financial Supervisory Commission, and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company and its subsidiaries in accordance with the Certified Public Accountants Code of Professional Ethics in Republic of China ("the Code"), and we have fulfilled our other 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.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2022. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

1. The valuation of financial instruments

   Please refer to Note 4 (f) "Financial instruments" for related accounting policy, Note 5 for accounting assumptions and estimates, and Note 6 (ah) "Disclosure of financial instruments" for details of valuation of financial instruments.

   The valuation of several financial instruments of the Company and its subsidiaries are measured using the valuation models, which involved the exercise of professional judgments on valuation techniques and important parameters. Therefore, the valuation of financial instruments has been identified as a key audit matter in our audit.

   We performed our audit procedures by:

   - Inspected the internal control procedures for fair value measurement performed by the management.
   - Selected samples to evaluate whether the quoted prices in active markets for financial assets are appropriate.
   - Appointed our valuation specialists to assess the reasonableness of valuation techniques and to test the key parameters of financial assets without active market prices, wherein valuation models are used to ensure that the applied valuation techniques are in accordance with IFRS 13 "Fair Value Measurement".
   - Verified whether the presentation and disclosure of financial instruments are in accordance with the International Financial Reporting Standards.

2. The valuation of insurance liabilities

   Please refer to Note 4 (r) "Insurance liability" for related accounting policy, Note 5 for accounting assumptions and estimates, and Note 6 (ai) "Insurance contracts" for details of the valuation of insurance liabilities.

   The Company and its subsidiaries measure their insurance liabilities in accordance with the "Regulations Governing the Provision of Various Reserves" and related administrative interpretations. The important parameters, which involved the exercise of professional judgments in determining various statutory reserves, such as claim development factors, expected claim rates and discount rate, will affect the amount, recognized as insurance liabilities, and net movements in insurance liabilities. Therefore, the valuation of insurance liabilities has been identified as a key audit matter in our audit.

   We performed our audit procedures by:

   - Inspected the effectiveness of internal control procedures related to insurance liabilities.
   - Adopted the audit on insurance liabilities performed by our actuarial specialists, which included
     - inspecting whether the calculation and applied parameters are in accordance with the related ordinances, administrative interpretations and code of conduct announced by the Actuarial Institute of the Republic of China;

- assessing the appropriateness of actuarial assumptions derived from empirical data and product specification, and conducting liability adequacy test to assess the reasonableness of test scope and assumptions adopted by the management;
- selecting samples to inspect the completeness of data used in the calculation of reserves and independently setting up models to recalculate the amount of the reserves;
- analyzing movements in insurance liabilities, including assessing the reasonableness of the amount of reserves appropriated by the management based on the understanding of the industry and market.

3. Impairment of discounts and loans

Please refer to Note 4 (q) " Assets impairment" for related accounting policy, Note 5 for accounting assumptions and estimates, and Note 6 (i) " Discounts and loans" and Note 6 (aj) " Financial risk management" for details of the impairment of discounts and loans, respectively.

The management assesses the impairment of discounts and loans based on the timely amended assumptions about the probability of default and the expected loss rate which are based on historical experience, existing market conditions, forward-looking estimates, etc. Amending and adjusting key assumptions used are critical judgments and estimates. Therefore, the impairment of discounts and loans has been identified as a key audit matter in our audit.

We performed our audit procedures by:

- Understood whether the management's methodology, assumptions and inputs used in the impairment model in IFRS 9 appropriately reflect the actual outcome of discounts and loans.
- Assessed whether the key assumptions used are reasonable and consistent with the calculation of expected credit losses, as well as selected samples of discounts and loans cases, and verified their completeness and calculation accuracy.
- Considered related guidelines issued by the authorities and examined whether the allowance for loans and receivables complied with the regulation.

4. The valuation of investment property

Please refer to Note 4 (m) " Investment property" for related accounting policy, Note 5 for accounting assumptions and estimates, and Note 6 (o) "Investment property" for details of the valuation of investment properties.

The Company and its subsidiaries hold several investment properties. The investment property appraisals are performed by appraisers from professional valuation agencies using the valuation techniques provided by the "Regulations on Real Estate Appraisal" and market evidences in accordance with the "Regulations Governing the Preparation of Financial Reports" complied by the subsidiaries. The selection of appraising methods involved the exercise of significant professional judgments. Therefore, the valuation of investment properties has been identified as a key audit matters in our audit.

We performed our audit procedures by:

- Inspected the procedure of investment property appraisals performed by professional evaluation agencies and analyzed how they select the appropriate valuation method and adoption of significant assumptions.

- Verified whether the presentation and disclosure of investment property are in accordance with IFRSs and the "Regulations Governing the Preparation of Financial Reports" complied by the subsidiaries.

- Evaluated reasonableness of the management' s assessment on the valuation of investment property based on the evidences obtained from the audit team and the external estate appraisers joint firms, as well as appraisal reports and observable market evidences.

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

The management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the " Regulations Governing the Preparation of Financial Reports by Financial Holding Companies" and with the IFRSs, IASs, IFRC, SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as the management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the management is responsible for assessing the Company and its subsidiaries' ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Company and its subsidiaries or to cease operations, or has no realistic alternative but to do so.

Those charged with governance (including the Audit Committee) are responsible for overseeing the Company and its subsidiaries' financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 Standards on Auditing 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 consolidated financial statements.

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the consolidated 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 and its subsidiaries' internal control.

3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

4. Conclude on the appropriateness of the 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 and its subsidiaries' 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 consolidated 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 and its subsidiaries to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

6. Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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 consolidated financial statements for the year ended December 31, 2022 and are therefore the key audit matters. We describe these matters in our auditors' 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 LEE, FENG HUI and YU, CHI LUNG.

KPMG

Taipei, Taiwan (Republic of China)
March 15, 2023

Notes to Readers

The accompanying consolidated financial statements are intended only to present the consolidated statement of financial position, financial performance and cash flows in accordance with the 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 consolidated financial statements are those generally accepted and applied in the Republic of China.

The independent auditors' report and the accompanying consolidated financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors'report and consolidated financial statements, the Chinese version shall prevail.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)

FUBON FINANCIAL HOLDING CO., LTD. AND SUBSIDIARIES

Consolidated Balance Sheets

December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

	Assets	December 31, 2022 Amount	%	December 31, 2021 (Restatement) Amount	%
11000	Cash and cash equivalents	$ 316,596,903	3	284,688,160	3
11500	Due from the central bank and call loans to banks	415,990,658	4	369,864,008	4
12000	Financial assets measured at fair value through profit or loss	1,418,586,039	13	1,608,926,656	15
12150	Financial assets measured at fair value through other comprehensive income	961,531,664	9	1,079,516,442	10
12200	Debt investments measured at amortized cost	3,356,346,543	32	3,171,801,140	30
12300	Financial assets for hedging	19,304,960	-	3,074,240	-
12500	Securities purchased under resell agreements	94,887,192	1	73,886,321	1
13000	Receivables, net	243,228,598	2	255,321,792	3
13200	Current tax assets	2,262,308	-	1,739,474	-
13500	Discounts and loans, net	2,586,477,476	24	2,503,882,694	24
13700	Reinsurance contract assets, net	48,389,563	-	29,309,719	-
15000	Investments accounted for using equity method, net	57,812,659	1	35,937,490	-
15500	Other financial assets, net	520,064,178	5	562,842,570	5
18000	Investment property, net	305,826,478	3	303,052,029	3
18500	Property and equipment, net	65,272,146	1	65,372,933	1
18600	Right-of-use assets, net	9,974,378	-	10,051,706	-
19000	Intangible assets, net	34,192,088	-	33,848,605	-
19300	Deferred tax assets	74,819,172	1	32,087,405	-
19500	Other assets, net	56,193,707	1	74,529,942	1
	Total assets	**$ 10,587,756,710**	**100**	**10,499,733,326**	**100**

	Liabilities and Equity	December 31, 2022 Amount	%	December 31, 2021 (Restatement) Amount	%
	Liabilities:				
21000	Deposits from the central bank and banks	$ 149,533,515	1	187,098,187	2
21500	Due to the central bank and banks	922,135	-	13,578,776	-
22000	Financial liabilities measured at fair value through profit or loss	87,590,556	1	45,082,336	-
22300	Financial liabilities for hedging	12,922,639	-	9,956,216	-
22500	Securities sold under repurchase agreements	145,685,557	1	166,010,990	2
22600	Commercial papers issued, net	50,243,977	1	29,441,270	-
23000	Payables	171,470,259	2	196,749,294	2
23200	Current tax liabilities	6,390,844	-	18,076,996	-
23500	Deposits and remittances	3,656,769,828	35	3,356,054,476	32
24000	Bonds payable	257,381,535	2	266,168,615	3
24400	Other borrowings	13,696,500	-	1,270,866	-
24600	Provisions	4,710,169,640	45	4,485,442,224	43
25500	Other financial liabilities	612,042,078	6	609,441,656	6
26000	Lease liabilities	21,792,236	-	21,477,286	-
29300	Deferred tax liabilities	32,848,412	-	27,306,911	-
29500	Other liabilities	84,687,792	1	82,734,730	1
	Total liabilities	10,014,147,503	95	9,515,890,829	91
	Equity attributable to owners of parent:				
	Share capital:				
31101	Common stock	123,952,126	1	118,049,644	1
31103	Preferred stock	15,999,900	-	15,999,900	-
	Total share capital	139,952,026	1	134,049,544	1
31500	Capital surplus	171,017,736	2	173,363,019	2
	Retained earnings:				
32001	Legal reserve	90,913,681	1	76,665,185	1
32003	Special reserve	30,311,999	-	29,125,366	-
32011	Undistributed earnings	359,918,631	3	372,901,683	4
	Total retained earnings	481,144,311	4	478,692,234	5
32500	Total other equity interest	(226,423,522)	(2)	163,464,512	1
	Total equity attributable to owners of parent	565,690,551	5	949,569,309	9
39500	**Non-controlling interests**	7,918,656	-	34,273,188	-
	Total equity	573,609,207	5	983,842,497	9
	Total liabilities and equity	**$ 10,587,756,710**	**100**	**10,499,733,326**	**100**

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)

FUBON FINANCIAL HOLDING CO., LTD. AND SUBSIDIARIES

Consolidated Statements of Comprehensive Income

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars , Except for Earnings Per Common Share)

		2022		2021 (Restatement)		Change
		Amount	%	Amount	%	%
41000	Interest revenue	$ 214,650,203	83	168,724,610	35	27
51000	Less: Interest expenses	49,438,264	19	25,252,957	5	96
	Net interest revenue	165,211,939	64	143,471,653	30	15
	Net non-interest revenue					
49800	Net service charge and commissions	406,821	-	7,627,866	2	(95)
49810	Net income (losses) of insurance operations	(49,521,100)	(19)	160,920,236	33	(131)
49820	Gains (losses) on financial assets or liabilities measured at fair value through profit or loss	(316,957,915)	(122)	219,505,298	45	(244)
49825	Gains (losses) on investment property	1,492,828	1	6,357,062	1	(77)
49835	Realized gains on financial assets measured at fair value through other comprehensive income	3,149,616	1	21,048,187	4	(85)
49850	Gains arising from derecognition of financial assets measured at amortized cost	3,647,419	1	10,055,561	2	(64)
49870	Foreign exchange gains (losses)	175,845,614	68	(22,224,211)	(4)	891
49880	Impairment losses on assets	(1,637,049)	(1)	(340,851)	-	(380)
49890	Share of profit of associates and joint ventures accounted for using equity method	1,996,325	1	1,579,969	-	26
49898	Profits or losses reclassified by applying overlay approach	271,713,855	105	(66,496,296)	(14)	509
49900	Net other non-interest revenue	4,109,946	1	4,327,703	1	(5)
	Net revenue	259,458,299	100	485,832,177	100	(47)
58100	Bad debt expenses and guarantee liability provisions	(5,767,881)	(2)	(4,587,597)	(1)	26
58300	Net change in provisions for insurance liabilities	(122,853,354)	(47)	(243,782,313)	(50)	(50)
	Operating expenses:					
58501	Employee benefits expenses	(39,064,355)	(15)	(42,479,152)	(9)	(8)
58503	Depreciation and amortization expenses	(7,023,618)	(3)	(6,650,017)	(1)	6
58599	Other general and administrative expenses	(23,803,439)	(9)	(22,743,699)	(5)	5
	Total operating expenses	(69,891,412)	(27)	(71,872,868)	(15)	(3)
	Net income before tax from continuing operations	60,945,652	24	165,589,399	34	(63)
61003	**Less: Income tax expenses**	13,081,160	6	18,354,467	4	(29)
	Net income	47,864,492	18	147,234,932	30	(67)
69500	**Other comprehensive income (losses):**					
69560	**Items not to be reclassified to profit or loss**					
69561	Gains (losses) on remeasurements of defined benefit plans	1,606,660	1	(39,341)	-	4,184
69562	Revaluation gains on property	220,326	-	125,362	-	76
69567	Unrealized gains (losses) on equity instruments measured at fair value through other comprehensive income	(12,124,249)	(5)	4,042,391	1	(400)
69563	Share of other comprehensive income of associates and joint ventures accounted for using equity method - components of other comprehensive income that will not be reclassified to profit or loss	10,537	-	-	-	-
69569	Income tax related to items not to be reclassified to profit or loss	294,699	-	633,179	-	(53)
	Subtotal of items not to be reclassified to profit or loss	(9,992,027)	(4)	4,761,591	1	(310)
69570	**Items that may be subsequently reclassified to profit or loss**					
69571	Exchange differences on translation of foreign operations	11,799,947	5	(9,377,130)	(2)	226
69581	Losses on financial instruments for hedging	(503,811)	-	(534,471)	-	6
69583	Unrealized losses on debt instruments measured at fair value through other comprehensive income	(168,511,601)	(65)	(46,088,529)	(10)	(266)
69575	Share of other comprehensive income of associates and joint ventures accounted for using equity method - components of other comprehensive income that will be reclassified to profit or loss	(515,327)	-	(437,098)	-	(18)
69590	Other comprehensive income (losses) reclassified by applying overlay approach	(271,713,855)	(105)	66,496,296	14	(509)
69579	Income tax related to items that may be subsequently reclassified to profit or loss	41,828,499	16	3,740,951	1	1,018
	Subtotal of items that may be subsequently reclassified to profit or loss	(387,616,148)	(149)	13,800,019	3	(2,909)
69500	**Other comprehensive income**	(397,608,175)	(153)	18,561,610	4	(2,242)
	Total comprehensive income	**$ (349,743,683)**	**(135)**	**165,796,542**	**34**	(311)
	Consolidated net income attributable to:					
69901	Owners of parent	$ 46,925,627	18	144,559,046	29	(68)
69903	Non-controlling interests	938,865	-	2,675,886	1	(65)
		$ 47,864,492	**18**	**147,234,932**	**30**	
	Total comprehensive income attributable to:					
69951	Owners of parent	$ (343,795,843)	(133)	165,196,199	34	(308)
69953	Non-controlling interests	(5,947,840)	(2)	600,343	-	(1,091)
		$ (349,743,683)	**(135)**	**165,796,542**	**34**	
	Basic earnings per share (in New Taiwan Dollars)	**$**	**3.54**		**11.89**	

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)

FUBON FINANCIAL HOLDING CO., LTD. AND SUBSIDIARIES

Consolidated Statements of Changes in Equity

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

	Equity attributable to owners of parent																	
									Total other equity interest									
	Share capital				Retained earnings													
	Common stock	Preferred stock	Total	Capital surplus	Legal reserve	Special reserve	Undistributed earnings	Total	Exchange differences on translation of foreign operations	Unrealized gains (losses) on financial assets measured at fair value through other comprehensive income	Gains (losses) on financial instruments for hedging	Revaluation gains	Other comprehensive income reclassified by applying overlay approach	Total	Treasury shares	Total equity attributable to owners of parent	Non-controlling interests	Total equity
Balance at January 1, 2021	$ 102,336,040	12,666,600	115,002,640	137,665,154	68,437,923	31,566,980	269,819,166	369,824,069	(19,438,391)	41,670,881	756,242	2,424,000	114,964,314	140,377,046	-	762,868,909	13,913,887	776,782,796
Net income	-	-	-	-	-	-	144,559,046	144,559,046	-	-	-	-	-	-	-	144,559,046	2,675,886	147,234,932
Other comprehensive income	-	-	-	-	-	-	17,007	17,007	(7,113,413)	(34,225,339)	(433,879)	127,960	62,264,817	20,620,146	-	20,637,153	(2,075,543)	18,561,610
Total comprehensive income	-	-	-	-	-	-	144,576,053	144,576,053	(7,113,413)	(34,225,339)	(433,879)	127,960	62,264,817	20,620,146	-	165,196,199	600,343	165,796,542
Appropriation and distribution of retained earnings:																		
Reversal of special reserve	-	-	-	-	-	(2,441,614)	2,441,614	-	-	-	-	-	-	-	-	-	-	-
Legal reserve appropriated	-	-	-	-	8,227,262	-	(8,227,262)	-	-	-	-	-	-	-	-	-	-	-
Cash dividends of common stock	-	-	-	-	-	-	(30,700,812)	(30,700,812)	-	-	-	-	-	-	-	(30,700,812)	-	(30,700,812)
Cash dividends of preferred stock	-	-	-	-	-	-	(2,915,986)	(2,915,986)	-	-	-	-	-	-	-	(2,915,986)	-	(2,915,986)
Stock dividends from capital surplus	10,233,604	-	10,233,604	(10,233,604)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Changes in equity of associates and joint ventures accounted for using equity method	-	-	-	22,543	-	-	-	-	-	-	-	-	-	-	-	22,543	-	22,543
Issue of shares	5,480,000	3,333,300	8,813,300	43,416,780	-	-	-	-	-	-	-	-	-	-	-	52,230,080	-	52,230,080
Acquisition of company's share by subsidiaries recognized as treasury share	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(719,498)	(719,498)	(616,570)	(1,336,068)
Disposal of company's share by subsidiaries recognized as treasury share transactions	-	-	-	316,695	-	-	-	-	-	-	-	-	-	-	773,093	1,089,788	791,484	1,881,272
Adjustments of capital surplus for company's cash dividends received by subsidiaries	-	-	-	36,973	-	-	-	-	-	-	-	-	-	-	-	36,973	29,180	66,153
Changes in ownership interests in subsidiaries	-	-	-	1,287,082	-	-	(10,997)	(10,997)	(319,745)	436,344	-	-	273,416	390,015	(53,595)	1,612,505	(1,675,619)	(63,114)
Share-based payments	-	-	-	851,396	-	-	-	-	-	-	-	-	-	-	-	851,396	13	851,409
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	21,233,049	21,233,049
Disposal of investments in equity instruments measured at fair value through other comprehensive income	-	-	-	-	-	-	(2,180,833)	(2,180,833)	-	2,180,833	-	-	-	2,180,833	-	-	-	-
Disposal of investment property	-	-	-	-	-	-	100,740	100,740	-	-	-	(100,740)	-	(100,740)	-	-	-	-
Others	-	-	-	-	-	-	-	-	-	(2,788)	-	-	-	(2,788)	-	(2,788)	(2,579)	(5,367)
Balance at December 31, 2021	118,049,644	15,999,900	134,049,544	173,363,019	76,665,185	29,125,366	372,901,683	478,692,234	(26,871,549)	10,059,931	322,363	2,451,220	177,502,547	163,464,512	-	949,569,309	34,273,188	983,842,497
Net income	-	-	-	-	-	-	46,925,627	46,925,627	-	-	-	-	-	-	-	46,925,627	938,865	47,864,492
Other comprehensive income	-	-	-	-	-	-	1,277,095	1,277,095	10,500,424	(142,680,278)	(312,420)	190,957	(259,697,248)	(391,998,565)	-	(390,721,470)	(6,886,705)	(397,608,175)
Total comprehensive income	-	-	-	-	-	-	48,202,722	48,202,722	10,500,424	(142,680,278)	(312,420)	190,957	(259,697,248)	(391,998,565)	-	(343,795,843)	(5,947,840)	(349,743,683)
Appropriation and distribution of retained earnings:																		
Special reserve appropriated	-	-	-	-	-	1,186,633	(1,186,633)	-	-	-	-	-	-	-	-	-	-	-
Legal reserve appropriated	-	-	-	-	14,248,496	-	(14,248,496)	-	-	-	-	-	-	-	-	-	-	-
Cash dividends of common stock	-	-	-	-	-	-	(41,317,375)	(41,317,375)	-	-	-	-	-	-	-	(41,317,375)	-	(41,317,375)
Cash dividends of preferred stock	-	-	-	-	-	-	(3,026,121)	(3,026,121)	-	-	-	-	-	-	-	(3,026,121)	-	(3,026,121)
Stock dividends from capital surplus	5,902,482	-	5,902,482	(5,902,482)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Changes in equity of associates and joint ventures accounted for using equity method	-	-	-	(52,739)	-	-	-	-	-	(1,667)	-	-	-	(1,667)	-	(54,406)	-	(54,406)
Changes in ownership interests in subsidiaries	-	-	-	3,609,347	-	-	-	-	44,730	657,182	-	-	-	701,912	-	4,311,259	(4,312,026)	(767)
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(16,096,896)	(16,096,896)
Disposal of investments in equity instruments measured at fair value through other comprehensive income	-	-	-	-	-	-	(1,573,064)	(1,573,064)	-	1,573,064	-	-	-	1,573,064	-	-	-	-
Disposal of investment properties	-	-	-	-	-	-	165,915	165,915	-	-	-	(165,915)	-	(165,915)	-	-	-	-
Other	-	-	-	591	-	-	-	-	-	3,137	-	-	-	3,137	-	3,728	2,230	5,958
Balance at December 31, 2022	**$ 123,952,126**	**15,999,900**	**139,952,026**	**171,017,736**	**90,913,681**	**30,311,999**	**359,918,631**	**481,144,311**	**(16,326,395)**	**(130,388,631)**	**9,943**	**2,476,262**	**(82,194,701)**	**(226,423,522)**	**-**	**565,690,551**	**7,918,656**	**573,609,207**

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)

FUBON FINANCIAL HOLDING CO., LTD. AND SUBSIDIARIES

Consolidated Statements of Cash Flows

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

	2022	2021 (Restatement)
Cash flows from (used in) operating activities:		
Income before income tax	$ 60,945,652	165,589,399
Adjustments:		
Adjustments to reconcile profit or loss:		
Depreciation expenses	5,236,626	5,077,748
Amortization expenses	1,786,992	1,572,269
Allowance on bad debts	5,824,586	4,579,960
Net loss (gain) on financial assets or liabilities at fair value through profit or loss	288,873,639	(52,899,812)
Interest expenses	49,438,264	25,252,957
Interest income	(214,650,203)	(168,724,610)
Dividend income	(48,723,956)	(38,714,298)
Net change in insurance liabilities	97,512,414	243,820,625
Net change in provisions for guarantee liabilities	20,960	(7,822)
Net change in other provisions	26,744,776	1,997,563
Share-based payments	-	851,409
Share of profit of associates and joint ventures accounted for using equity method	(1,996,325)	(1,589,266)
Loss (profit) reclassified by applying overlay approach	(271,713,855)	66,496,296
Loss (profit) on disposal of property and equipment	(30,345)	293,074
Gain on disposal of investment properties	(20,229)	(88,556)
Gain on disposal of investments	(58,282,960)	(129,445,534)
Loss on disposal of investments accounted for using equity method	-	6,102
Impairment loss on financial assets	1,619,733	294,233
Impairment loss on non-financial assets	14,319	60,269
Unrealized foreign exchange (gain) loss	(177,327,445)	9,342,265
Loss on fair value adjustment of investment property	5,155,958	328,238
Other adjustments	(6,666,015)	(1,743,089)
Subtotal of adjustments to reconcile profit or loss	(297,183,066)	(33,239,979)
Changes in operating assets and liabilities:		
Changes in operating assets:		
Increase in due from the central bank and call loans to banks	(18,533,504)	(6,172,671)
Increase in financial assets for hedging and measured at fair value through profit or loss	(16,518,729)	(63,488,983)
Decrease (increase) in financial assets measured at fair value through other comprehensive income	9,326,027	(88,189,584)
Decrease (increase) in investments in debt instruments measured at amortized cost	63,409,858	(345,424,122)
Decrease (increase) in securities purchased under agreements to resell	465,274	(2,165,702)
Decrease (increase) in receivables	20,908,551	(21,491,778)
Increase in discounts and loans	(56,098,128)	(233,254,433)
Increase in reinsurance assets	(16,338,187)	(1,665,444)
Decrease (increase) in other financial assets	15,174,705	(6,011,933)
Decrease (increase) in other assets	20,370,162	(18,068,987)
Subtotal of changes in operating assets	22,166,029	(785,933,637)
Changes in operating liabilities:		
Increase (decrease) in due to the central bank and banks	(38,737,611)	23,853,336
Increase (decrease) in financial liabilities for hedging and measured at fair value through profit or loss	13,128,660	(19,624,589)
Increase (decrease) in securities sold under repurchase agreement	(23,530,031)	14,335,111
Increase (decrease) in payables	(35,030,422)	45,857,567
Increase in deposits and remittances	259,977,489	429,975,659
Decrease in provisions	(1,348,528)	(949,749)
Increase in other financial liabilities	1,729,386	5,691,836
Increase in other liabilities	886,960	29,650,064
Subtotal of changes in operating liabilities	177,075,903	528,789,235
Subtotal of all adjustments	(97,941,134)	(290,384,381)

FUBON FINANCIAL HOLDING CO., LTD. AND SUBSIDIARIES

Consolidated Statements of Cash Flows (CONT'D)

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

	2022	2021 (Restatement)
Cash outflow generated from operations	$ (36,995,482)	(124,794,982)
Interest received	195,662,232	160,970,139
Dividends received	49,032,376	38,899,072
Interest paid	(42,614,742)	(24,971,546)
Income taxes paid	(19,856,137)	(17,656,212)
Net Cash flows from operating activities	145,228,247	32,446,471
Cash flows from (used in) investing activities:		
Acquisition of investments accounted for using equity method	(12,679,050)	(1,434,179)
Net cash flow from acquisition of subsidiaries	(18,966,252)	(616,214)
Proceeds from disposal of subsidiaries	-	(6,220)
Proceeds from capital reduction of investments accounted for using equity method	-	60,547
Proceeds from disposal of assets classified as held for sale	271,906	-
Acquisition of property and equipment	(2,652,210)	(2,870,841)
Proceeds from disposal of property and equipment	63,818	475
Acquisition of intangible assets	(1,197,808)	(745,421)
Acquisition of investment properties	(6,324,789)	(6,067,881)
Proceeds from disposal of investment properties	123,228	284,225
Other investing activities	(74)	141,550
Net cash flows used in investing activities	(41,361,231)	(11,253,959)
Cash flows from (used in) financing activities:		
Increase (decrease) in due to the central bank and banks	(12,666,968)	6,497,839
Increase (decrease) in commercial papers payable	20,802,707	(25,224,748)
Proceeds from issuing bonds	15,103,048	15,834,864
Repayments of bonds	(14,458,350)	(15,405,035)
Proceeds from issuing bank financial debentures	18,661,112	19,907,289
Repayments of bank financial debentures	(28,980,733)	(22,741,511)
Increase (decrease) in other borrowings	12,425,634	(132,687)
Repayments of lease liabilities	(2,652,309)	(3,498,908)
Cash dividends paid	(44,343,497)	(33,550,645)
Proceeds from issuing shares	-	52,230,080
Payments to acquire treasury shares	-	(72,609)
Proceeds from sale of treasury shares	-	1,881,272
Change in non-controlling interests	3,572,751	(637,045)
Other financing activities	-	(63,114)
Net cash used in financing activities	(32,536,605)	(4,974,958)
Effect of exchange rate changes on cash and cash equivalents	7,165,844	(3,833,580)
Net increase in cash and cash equivalents	78,496,255	12,383,974
Cash and cash equivalents at beginning of period	495,237,603	491,035,150
Cash and cash equivalents at end of period	**$ 573,733,858**	**503,419,124**
Composition of cash and cash equivalents:		
Cash and cash equivalents reported in the statement of financial position	$ 316,596,903	284,688,160
Due from the central bank and call loans to banks qualifying for cash and cash equivalents under the definition of IAS 7	164,148,968	147,209,121
Securities purchased under resell agreements qualifying for cash and cash equivalents under the definition of IAS 7	92,987,987	71,521,843
Cash and cash equivalents at end of period	**$ 573,733,858**	**503,419,124**

FUBON FINANCIAL HOLDING CO., LTD.

Balance Sheets

December 31, 2022 and 2021

(Expressed in thousands of New Taiwan Dollars)

Assets	December 31, 2022 Amount	%	December 31, 2021 (Restatement) Amount	%
Cash and cash equivalents	$ 175,093	-	18,172,273	2
Financial assets measured at fair value through profit or loss	19,625,671	3	20,287,671	2
Receivables, net	552,374	-	558,911	-
Current tax assets	3,698,041	-	15,243,690	1
Investments accounted for using equity method, net	688,566,805	97	1,044,361,050	95
Property and equipment, net	56,489	-	46,000	-
Right-of-use assets, net	260,253	-	265,175	-
Intangible assets, net	8,691	-	8,109	-
Deferred tax assets	3,544	-	3,570	-
Other assets, net	98,076	-	95,274	-
Total assets	**$ 713,045,037**	**100**	**1,099,041,723**	**100**

Liabilities and Equity	December 31, 2022 Amount	%	December 31, 2021 (Restatement) Amount	%
Liabilities:				
Commercial papers issued, net	$ 42,854,598	6	14,893,774	1
Payables	598,765	-	1,168,868	-
Current tax liabilities	13,052,250	2	20,275,511	2
Bonds payable	79,888,159	11	82,700,000	7
Other borrowings	3,000,000	-	-	-
Lease liabilities	269,331	-	267,770	-
Deferred tax liabilities	7,678,286	1	6,533,314	1
Other liabilities	13,097	-	15,535	-
Total liabilities	147,354,486	20	125,854,772	11
Equity:				
Share capital:				
Common stock	123,952,126	17	118,049,644	11
Preferred stock	15,999,900	2	15,999,900	1
Total share capital	139,952,026	19	134,049,544	12
Capital surplus	171,017,736	24	173,363,019	16
Retained earnings:				
Legal reserve	90,913,681	13	76,665,185	7
Special reserve	30,311,999	4	29,125,366	3
Undistributed earnings	359,918,631	51	372,901,683	34
Total retained earnings	481,144,311	68	478,692,234	44
Total other equity interest	(226,423,522)	(31)	163,464,512	15
Business combination not under common control	-	-	23,617,642	2
Total equity	565,690,551	80	973,186,951	89
Total liabilities and equity	**$ 713,045,037**	**100**	**1,099,041,723**	**100**

FUBON FINANCIAL HOLDING CO., LTD.

Statement of Comprehensive Income

For the years ended December 31, 2022 and 2021

(Expressed in thousands of New Taiwan Dollars, except earnings per share)

	2022		2021 (Restatement)		
	Amount	%	Amount	%	Percentage change
Revenue :					
Share of profit of associates and joint ventures accounted for using equity method	$ 58,337,289	99	146,782,931	99	(60)
Other revenues	803,612	1	1,971,033	1	(59)
Net revenue	59,140,901	100	148,753,964	100	(60)
Expense:					
Operating expenses	940,453	2	1,130,974	1	(17)
Other expenses and losses	1,636,501	3	918,779	-	78
Total expenses	2,576,954	5	2,049,753	1	26
Net income before tax from continuing operations	56,563,947	95	146,704,211	99	(61)
Less：Income tax expenses	8,860,772	15	839,977	1	955
Less：Net income of business combination not under common control	777,548	1	1,305,188	1	(40)
Net income	**$ 46,925,627**	**79**	**144,559,046**	**97**	(68)
Other comprehensive income:					
Items not to be reclassified to profit or loss					
Gains (losses) on remeasurements of defined benefit plans	10,356	-	(20,845)	-	150
Share of other comprehensive income of subsidiaries, associates and joint ventures accounted for using equity method - items not to be reclassified to profit or loss	(10,004,643)	(17)	4,794,505	3	(309)
Less: income tax related to items not to be reclassified to profit or loss	2,071	-	(655)	-	416
Subtotal of items not to be reclassified to profit or loss	(9,996,358)	(17)	4,774,315	3	(309)
Items that may be subsequently reclassified to profit or loss					
Exchange differences on translation of foreign financial statements	5,399,920	9	(1,294,033)	(1)	517
Share of other comprehensive income of subsidiaries, associates and joint ventures accounted for using equity method - items that may be subsequently reclassified to profit or loss	(386,540,746)	(653)	18,278,173	12	(2,215)
Less: income tax related to items that may be reclassified subsequently to profit or loss	-	-	-	-	-
Subtotal of items that may be reclassified subsequently to profit or loss	(381,140,826)	(644)	16,984,140	11	(2,344)
Other comprehensive income, net of income tax	(391,137,184)	(661)	21,758,455	14	(1,898)
Other comprehensive income of business combination not under common control	415,714	1	(1,121,302)	-	137
Total comprehensive income	**$ (343,795,843)**	**(581)**	**165,196,199**	**111**	(308)
Basic earnings per share (in New Taiwan Dollars)	**$**	**3.54**		**11.89**	

FUBON FINANCIAL HOLDING CO., LTD.

Statement of Changes in Equity

For the years ended December 31, 2022 and 2021

(Expressed in thousands of New Taiwan Dollars)

	Share capital				Retained earnings				Total other equity interest								
	Common stock	Preferred stock	Total	Capital surplus	Legal reserve	Special reserve	Undistributed earnings	Total	Exchange differences on translation of foreign operations	Unrealized gains (losses) on financial assets measured at fair value through other comprehensive income	Gains (losses) on financial instruments for hedging	Revaluation gains	Other comprehensive income reclassified by applying overlay approach	Total	Treasury shares	Equity attributable to former owner of business combination under common control	Total equity
Balance at January 1, 2021	$ 102,336,040	12,666,600	115,002,640	137,665,154	68,437,923	31,566,980	269,819,166	369,824,069	(19,438,391)	41,670,881	756,242	2,424,000	114,964,314	140,377,046	-	-	762,868,909
Net income (Restatement)	-	-	-	-	-	-	144,559,046	144,559,046	-	-	-	-	-	-	-	1,305,188	145,864,234
Other comprehensive income (Restatement)	-	-	-	-	-	-	17,007	17,007	(7,113,413)	(34,225,339)	(433,879)	127,960	62,264,817	20,620,146	-	1,121,302	21,758,455
Total comprehensive income (Restatement)	-	-	-	-	-	-	144,576,053	144,576,053	(7,113,413)	(34,225,339)	(433,879)	127,960	62,264,817	20,620,146	-	2,426,490	167,622,689
Appropriation and distribution of retained earnings:																	
Reversal of special reserve	-	-	-	-	-	(2,441,614)	2,441,614	-	-	-	-	-	-	-	-	-	-
Legal reserve appropriated	-	-	-	-	8,227,262	-	(8,227,262)	-	-	-	-	-	-	-	-	-	-
Cash dividends of common stock	-	-	-	-	-	-	(30,700,812)	(30,700,812)	-	-	-	-	-	-	-	-	(30,700,812)
Cash dividends of preferred stock	-	-	-	-	-	-	(2,915,986)	(2,915,986)	-	-	-	-	-	-	-	-	(2,915,986)
Stock dividends from capital surplus	10,233,604	-	10,233,604	(10,233,604)	-	-	-	-	-	-	-	-	-	-	-	-	-
Changes in equity of associates and joint ventures accounted for using equity method	-	-	-	22,543	-	-	-	-	-	-	-	-	-	-	-	-	22,543
Issue of shares	5,480,000	3,333,300	8,813,300	43,416,780	-	-	-	-	-	-	-	-	-	-	-	-	52,230,080
Acquisition of company's share by subsidiaries recognized as treasury share	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(719,498)	(616,570)	(1,336,068)
Disposal of company's share by subsidiaries recognized as treasury share transactions	-	-	-	316,695	-	-	-	-	-	-	-	-	-	-	773,093	791,484	1,881,272
Adjustments of capital surplus for company's cash dividends received by subsidiaries	-	-	-	36,973	-	-	-	-	-	-	-	-	-	-	-	29,180	66,153
Changes in ownership interests in subsidiaries	-	-	-	1,287,082	-	-	(10,997)	(10,997)	(319,745)	436,344	-	-	273,416	390,015	(53,595)	(203,976)	1,408,529
Share-based payments	-	-	-	851,396	-	-	-	-	-	-	-	-	-	-	-	-	851,396
Disposal of investments in equity instruments measured at fair value through other comprehensive income	-	-	-	-	-	-	(2,180,833)	(2,180,833)	-	2,180,833	-	-	-	2,180,833	-	-	-
Disposal of investment properties	-	-	-	-	-	-	100,740	100,740	-	-	-	(100,740)	-	(100,740)	-	-	-
Organizational restructuring	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	21,193,613	21,193,613
Others	-	-	-	-	-	-	-	-	-	(2,788)	-	-	-	(2,788)	-	(2,579)	(5,367)
Balance at December 31, 2021 (Restatement)	118,049,644	15,999,900	134,049,544	173,363,019	76,665,185	29,125,366	372,901,683	478,692,234	(26,871,549)	10,059,931	322,363	2,451,220	177,502,547	163,464,512	-	23,617,642	973,186,951
Net income	-	-	-	-	-	-	46,925,627	46,925,627	-	-	-	-	-	-	-	777,548	47,703,175
Other comprehensive income	-	-	-	-	-	-	1,277,095	1,277,095	10,500,424	(142,680,278)	(312,420)	190,957	(259,697,248)	(391,998,565)	-	(415,714)	(391,137,184)
Total comprehensive income	-	-	-	-	-	-	48,202,722	48,202,722	10,500,424	(142,680,278)	(312,420)	190,957	(259,697,248)	(391,998,565)	-	361,834	(343,434,009)
Appropriation and distribution of retained earnings:																	
Special reserve appropriated	-	-	-	-	-	1,186,633	(1,186,633)	-	-	-	-	-	-	-	-	-	-
Legal reserve appropriated	-	-	-	-	14,248,496	-	(14,248,496)	-	-	-	-	-	-	-	-	-	-
Cash dividends of common stock	-	-	-	-	-	-	(41,317,375)	(41,317,375)	-	-	-	-	-	-	-	-	(41,317,375)
Cash dividends of preferred stock	-	-	-	-	-	-	(3,026,121)	(3,026,121)	-	-	-	-	-	-	-	-	(3,026,121)
Stock dividends from capital surplus	5,902,482	-	5,902,482	(5,902,482)	-	-	-	-	-	-	-	-	-	-	-	-	-
Changes in equity of associates and joint ventures accounted for using equity method	-	-	-	(52,739)	-	-	-	-	-	(1,667)	-	-	-	(1,667)	-	-	(54,406)
Changes in ownership interests in subsidiaries	-	-	-	3,609,347	-	-	-	-	44,730	657,182	-	-	-	701,912	-	(4,311,292)	(33)
Disposal of investments in equity instruments measured at fair value through other comprehensive income	-	-	-	-	-	-	(1,573,064)	(1,573,064)	-	1,573,064	-	-	-	1,573,064	-	-	-
Disposal of investment properties	-	-	-	-	-	-	165,915	165,915	-	-	-	(165,915)	-	(165,915)	-	-	-
Organizational restructuring	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(19,670,414)	(19,670,414)
Others	-	-	-	591	-	-	-	-	-	3,137	-	-	-	3,137	-	2,230	5,958
Balance at December 31, 2022	**$ 123,952,126**	**15,999,900**	**139,952,026**	**171,017,736**	**90,913,681**	**30,311,999**	**359,918,631**	**481,144,311**	**(16,326,395)**	**(130,388,631)**	**9,943**	**2,476,262**	**(82,194,701)**	**(226,423,522)**	-	-	**565,690,551**

FUBON FINANCIAL HOLDING CO., LTD.

Statement of Cash Flows

For the years ended December 31, 2022 and 2021

(Expressed in thousands of New Taiwan Dollars)

	2022	2021 (Restatement)
Cash flows from (used in) operating activities:		
Income before income tax	$ 56,563,947	146,704,211
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expenses	54,358	42,656
Amortization expenses	17,620	16,732
Net gain on financial assets or liabilities at fair value through profit or loss	(58,000)	(296,000)
Interest expense	937,857	893,383
Interest income	(65,873)	(19,704)
Share-based payments	-	10,600
Share of profit of subsidiaries, associates and joint ventures accounted for using equity method	(58,337,289)	(146,782,931)
Other adjustments	4,386	(1,617,434)
Subtotal of adjustments to reconcile profit (loss)	(57,446,941)	(147,752,698)
Changes in operating assets and liabilities:		
Decrease in receivables	475,662	-
Decrease (increase) in other assets	(15,762)	12,446
Increase (decrease) in payables	(798,413)	136,430
Increase (decrease) in other liabilities	7,870	(26,877)
Subtotal of all adjustments	(57,777,584)	(147,630,699)
Cash used in operating activities	(1,213,637)	(926,488)
Interest received	792,454	735,660
Dividends received	37,988,429	32,315,497
Interest paid	(983,302)	(984,146)
Income tax paid	(3,347,347)	(3,514,965)
Net cash flows from operating activities	33,236,597	27,625,558
Cash flows from (used in) investing activities:		
Acquisition of investments accounted for using equity method	(34,023,908)	(28,593,181)
Proceeds from capital reduction of investments accounted for using equity method	853	96,500
Acquisition of property and equipment	(25,479)	(34,617)
Acquisition of intangible assets	(2,133)	(2,462)
Net cash inflows from business combination	-	464,233
Net cash flows used in investing activities	(34,050,667)	(28,069,527)
Cash flows from (used in) financing activities:		
Increase (decrease) in commercial papers issued	27,960,824	(28,284,023)
Proceeds from issuing bonds	10,486,747	12,200,000
Repayments of bonds	(13,300,000)	(15,000,000)
Increase in other borrowings	3,000,000	-
Repayment of lease liabilities	(49,784)	(33,597)
Cash dividends paid	(45,280,896)	(34,226,319)
Proceeds from issuing shares	-	52,230,080
Net cash flows used in financing activities	(17,183,109)	(13,113,859)
Net decrease in cash and cash equivalents	(17,997,179)	(13,557,828)
Cash and cash equivalents at beginning of period	18,172,272	31,730,101
Cash and cash equivalents at end of period	**$ 175,093**	**18,172,273**
Components of cash and cash equivalents:		
Cash and cash equivalents recognized in balance sheet	$ 175,093	18,172,273
Cash and cash equivalents at end of period	**$ 175,093**	**18,172,273**

Attachment 5

Fubon Financial Holding Co., Ltd.
Earnings Distribution Plan
For 2022

Unit: NT$

Items	Amount
Undistributed Earnings for Prior Years	313,123,057,346
Net Income for the Period	46,925,625,988
Add (Less):Remeasurements of Defined Benefit Plan	1,277,095,462
Disposal of Investments in Equity Instruments measured at Fair Value through Other Comprehensive Income	(1,573,063,191)
The revaluation surplus from the disposal of investment property	165,915,275
Undistributed Earnings of the Year	46,795,573,534
Less: 10% Legal Reserve	(4,679,557,353)
Add(Less):Reverse Special Reserve - net effect to fair value of the Investment Properties(Note 1)	286,247,727
Special Reserve - the gain from bargain purchases recognized upon merger and acquisition (Note 2)	(5,303,366,104)
Special Reserve – net reduction to the other shareholder's equity occurred in a given fiscal year (Note 3)	(226,423,522,369)
Distributable Earnings	123,798,432,781
Distributable Items (Note 4):	
Dividends on Preferred Shares (Note 5)	(3,515,979,600)
Cash Dividends on Common Shares (NT$1.5 per share)	(18,592,818,920)
Ending Balance of Undistributed Earnings	**101,689,634,261**

Note 1: In accordance with Paragraph 1 of Article 41 of the Securities and Exchange Act and ruling letter No. Jin-Guan-Yin-Fa-Zi 10310000140 dated February 19, 2014 issued by the Financial Supervisory Commission, where a financial holding company adopts the subsequent measurement of investment properties to fair value model, it shall set aside a special reserve from retained earnings in the amount equivalent to the incremental retained earnings due to the fair value model. Where the fair value of the investment properties is reduced or the investment property is later disposed, the original special reserve listed may be reserved on a pro rata basis.

Note 2: In accordance with the ruling Letter No. Jin-Guan-Yin-Fa-Zi 10310006310, the Financial Holding Company shall set aside a special reserve in an equal amount of the increase in retained earnings generated from the gain from bargain purchases recognized upon merger and acquisition.

Note 3: In accordance with paragraph 1 of Article 41 of the Securities and Exchange Act and ruling letter No. Jin-Guan-Zeng-Fa-Zi 1090150022 dated March 31, 2021 issued by the Financial Supervisory Commission, special reserve shall be set aside using the sum of i) net income for the period and ii) items, other than net income for the period, included in the undistributed earnings of the current year as a basis for net reduction to the other shareholders' equity occurred in a given fiscal year. If it is not sufficient, special reserve shall be set aside from accumulated undistributed profit of the prior period.

Note 4: The amount of dividend is calculated by the number of outstanding shares as of the latest shareholders register cut-off date. The actual distribution rates of dividends will be adjusted according to the number of outstanding shares on the cut-off date for distribution of dividends, and the profit from the most recent year should be distributed with priority.

Note 5: The Company issued 600,000,000 Preferred Shares A with subscription price of NT$60 per share. The annual dividend rate for the Preferred Shares A is 4.1% per annum, resulting in a total dividend distribution of NT$1,476,000,000. The Company issued 666,660,000 Preferred Shares B with subscription price of NT$60 per share. The annual dividend rate for Preferred Shares B is 3.6% per annum, resulting in a total dividend distribution of NT$1,439,985,600. The Company issued 333,330,000 Preferred Shares C with subscription price of NT$60 per share. The annual dividend rate for Preferred Shares C is 3.0% per annum, resulting in a total dividend distribution of NT$599,994,000. The total amount of dividend distribution for Preferred Shares is NT$3,515,979,600.

Chairman：Richard M.Tsai President：Jerry Harn Chief Accountant：Ming-Chou Lee

Attachment 6

Explanations Regarding the Issuing Methods and Contents of the Long-Term Capital Raising Plan

I. Domestic Capital Increase for Cash:

1. This round of cash capital increase via issuing common shares or preferred shares will be conducted by way of either (or both) book building or public offering.
2. Conducted by way of book building:

(1) If the underwriting is conducted by way of book building, except that 10% to 15% of the newly issued shares shall be reserved for subscription by employees of this Company in accordance with Article 267 of the Company Act, the remaining 85% to 90% of the newly issued shares shall be allocated to the public by way of book building with the approval at the shareholders' meeting where existing shareholders waive their preemptive right to subscribe the new shares pursuant to Article 28-1 of the Securities and Exchange Act. In case the employees waive their rights or any shares remain unsubscribed, the Chairman is authorized to contact specific persons to subscribe to the remaining shares.

(2) The common share issuance price may not be less than 90% of the simple arithmetic average of the closing prices of the common shares either one, three or five business days prior to the pricing date, after deducting bonus shares from dividends (or capital reduction), as required pursuant to Article 7 of the "Bylaws for Assisting Listed Company in Rights Issue by Underwriter Members of Taiwan Securities Association" ("TSA Bylaws"). It is proposed that the Chairman be authorized to negotiate with the lead manager and determine the actual issuance price based on the above-described price range and the overall situation of book building.

(3) For the preferred share's issuance price, as pursuant to Article 12 of TSA Bylaws, the preferred share's theoretical price shall be calculated with appropriate model taking into account of rights set forth in the issuance terms. The difference between actual issuance price and theoretical price shall be less than 10%. It is proposed that the Chairman be authorized to negotiate with the lead manager and determine the actual issuance price based on the above-described price range and the overall situation of book building.

3. Conducted by way of public subscription:

(1) If public subscription method is adopted, 10% to 15% of the newly issued shares shall be reserved for subscription by employees of this

Company, another 10% will be allocated to the public and the remaining 75% to 80% of the shares shall be subscribed by the existing shareholders based on their shareholding percentage on the record date for subscription. In case the existing shareholders or the employees waive their rights or any shares remain unsubscribed, the Chairman is authorized to contact specific persons to subscribe to the remaining shares.

(2) The common share issue price may not be less than 70% of the simple arithmetic average of the closing prices of the common shares either one, three or five business days prior to the pricing date, after deducting bonus shares from dividends (or capital reduction), as pursuant to Article 6 of the TSA Bylaw. It is proposed that the Chairman be authorized to negotiate with the lead manager and determine the actual issuance price based on the above-described price range and the overall market situation.

(3) For the preferred share's issuance price, as pursuant to Article 12 of TSA Bylaws, the preferred share's theoretical price shall be calculated with appropriate model taking into account of rights set forth in the issuance terms. The difference between actual issuance price and theoretical price shall be less than 10%. It is proposed that the Chairman be authorized to negotiate with the lead manager and determine the actual issuance price based on the above-described price range and the overall market situation.

II. Issuance of New Shares (Common Shares or Preferred Shares) to Sponsor the Issuance of Overseas Depository Receipts for Cash:

1. For issuance of new shares to sponsor the issuance of overseas depository receipts ("DR Issuance") for cash consideration, 10% to 15% of the newly issued shares shall be reserved for subscription by employees of the Company in accordance with Article 267 of the Company Act, the remaining 85% to 90% of the newly issued shares shall be offered to the public pursuant to Article 28-1 of the Securities and Exchange Act as underlying securities to sponsor the DR Issuance. In case the employees waive their rights or any shares remain unsubscribed, the Chairman is authorized to contact specific persons to subscribe to the remaining shares.
2. The issuance price for common shares sponsoring the DR Issuance may not be less than 85% of the simple arithmetic average of the closing prices of the common shares either one, three or five business days prior to the pricing date, after deducting bonus shares from dividends (or capital reduction), as required pursuant to Article 9 of the TSA Bylaw and referred to market practice. It is proposed that the Chairman be authorized to negotiate with the lead manager and

determine the actual issuance price based on the above-described price range and the overall market situation.

3. For the issuance price for preferred shares sponsoring the DR Issuance, as pursuant to Article 12 of TSA Bylaws, the preferred share's theoretical price shall be calculated with appropriate model taking into account of rights set forth in the issuance terms. The difference between actual issuance price and theoretical price shall be less than 10%. It is proposed that the Chairman be authorized to negotiate with the lead manager and determine the actual issuance price based on the above-described price range and the overall market situation.

III. Issuance of Overseas Shares for Cash:

1. If and when issuance of common or preferred shares overseas is permitted by relevant law, 10% to 15% of the newly issued shares shall be reserved for subscription by employees of this Company in accordance with Article 267 of the Company Act, the remaining 85% to 90% of the newly issued shares shall be offered to the public pursuant to Article 28-1 of the Securities and Exchange Act. In case the employees waive their rights or any shares remain unsubscribed, the Chairman is authorized to contact specific persons to subscribe to the remaining shares.
2. The common share issue price for overseas issuance may not be less than 90% of the simple arithmetic average of the closing prices of the common shares either one, three or five business days prior to the pricing date, after deducting bonus shares from dividends (or capital reduction), as pursuant to Article 7 of the TSA Bylaw. It is proposed that the Chairman be authorized to negotiate with the lead manager and determine the actual issuance price based on the above-described price range and the overall situation of book building.
3. For the issuance price of overseas preferred share, as pursuant to Article 12 of TSA Bylaws, the preferred share's theoretical price shall be calculated with appropriate model taking into account of rights set forth in the issuance terms. The difference between actual issuance price and theoretical price shall between less than 10%. It is proposed that the Chairman be authorized to negotiate with the lead manager and determine the actual issuance price based on the above-described price range and the overall situation of book building.

IV. Impact to the Shareholders Equity

The domestic or overseas common and preferred shares that the Company is authorized to issue in this Long-Term Capital Raising Plan, assuming the proposed issuance cap of 1,500,000,000 share is completely utilized for issuance of common share or convertible preferred shares, after conversion,

would represent 10.72% of the Company's total outstanding shares. Although it would have dilution effect, the capital increase can increase the company's competitiveness and ultimately benefit the shareholders. In addition, the issuance is subject to restrictions set forth in Article 27 and Subparagraph 3 of Article 43-1 of "Taiwan Securities Association Rules Governing Underwriting and Resale of Securities by Securities Firms" and thus likely would not result in significant impact to the rights of the original shareholders.

V. The issuance plan is expected to achieve one or a combination of the following objectives: enhancement of the Company's working capital and paid-in capital, repayment of Company debts, and reserve for long-term development requirements of the Company. The implementation of this plan is expected to strengthen the competitiveness of the Company, enhance its operating efficiency and will have a positive impact on the rights and interests of the shareholders.

VI. It is proposed that the shareholders' meeting approves and authorizes the Board of Directors with full power to decide, adjust, amend and implement the fund-raising plan, including actual issue price, number of shares to be issued, issuance terms, proposed items, offering size, progress and projected effects, as well as all matters related to the issuance plan. It is also proposed that the shareholders authorize the Chairman or his designated person to approve and sign all documents related to the issuance and handle all relevant matters on behalf of the Company.

VII. The Chairman is fully authorized to handle any matters not fully provided for above in accordance with the law.

Attachment 7

Fubon Financial Holding Co., Ltd.

The Comparison Table of Amended Amendment to the Company's Articles of Incorporation

Amended Article	Original Article	Explanation
Article 4 The total authorized capital of the Company shall be NT$200 billion, divided into 20 billion shares with a par value of NT$10 each. Within the shares stated above, 600 million shares divided into 60 million shares with a par value of NT$10 each shall be reserved for issuance of warrants. Regarding the total number of shares of the capital in the preceding paragraph, the Board is authorized to issue such shares by installments subject to practical need, where a portion of the shares may be in the form of Preferred Shares.	Article 4 The total authorized capital of the Company shall be NT$150 billion, divided into 15 billion shares with a par value of NT$10 each. Within the shares stated above, 600 million shares divided into 60 million shares with a par value of NT$10 each shall be reserved for issuance of warrants. Regarding the total number of shares of the capital in the preceding paragraph, the Board is authorized to issue such shares by installments subject to practical need, where a portion of the shares may be in the form of Preferred Shares.	Increase the authorized capital to NT$200 billion to meet the Company's business needs and capital planning.
Article 34 These Articles of Incorporation were adopted on March 16, 1961. Amendments were made at shareholders' meetings as follows: first amendment on June 24, 1951, …… (the following is omitted), and 48th amendment on June 9, 2023.	Article 34 These Articles of Incorporation were adopted on March 16, 1961. Amendments were made at shareholders' meetings as follows: first amendment on June 24, 1951, …… (the following is omitted).	Amendment Date.

Fubon Financial Holding Co., Ltd.
Articles of Incorporation

Chapter I - General provisions

Article 1- The Company is organized in accordance with the Company Act, the Financial Holding Company Act and other applicable laws to expand the economic scale of its operations and create overall operating benefits, and is named 富邦金融控股股份有限公司 and "Fubon Financial Holding Co., Ltd." in English.

Article 2- The head office of the Company is established at Taipei and may, subject to business requirement, set up branch office(s) at other appropriate locations.

Article 3- Public notices to be given by the Company shall be handled in accordance with Article 28 of the Company Act.

Chapter II - Shares

Article 4- The total authorized capital of the Company shall be NT$200 billion, divided into 20 billion shares with a par value of NT$10 each. Within the shares stated above, 600 million shares divided into 60 million shares with a par value of NT$10 each shall be reserved for issuance of warrants.

Regarding the total number of shares of the capital in the preceding paragraph, the Board is authorized to issue such shares by installments subject to practical need, where a portion of the shares may be in the form of Preferred Shares.

Article 5- The share certificates of the Company shall all be in non-bearer form and shall be issued only after they have been signed and sealed by the director(s) representing the Company, serially numbered, and duly certified by the issuing and certifying agency approved by the competent authority.

The Company can be exempted from printing any share certificate for the newly issued shares. For new shares to be issued by the Company, the Company may print a consolidated share certificate representing the total number of the new shares to be issued, provided that the share certificates to be issued shall be recorded or placed under the custody of a centralized securities depository enterprise.

Article 5-1- The rights and other important issuance terms of the Company's preferred shares are as follows:

1. Any earnings concluded in a fiscal year shall first make up for losses of previous years, right after statutory taxation and accounting adjustment. Any surpluses are subject to provision of legal reserves and special reserves

according to the Articles of Incorporation, and the remaining earnings shall be paid to the current year's preferred shareholders as the respective year's dividends.

2. The dividend rate of Preferred Shares is capped at 8% per annum on the issue price. Cash dividends will be distributed annually in arrears. Once the Company's Audited Financial Reports have been acknowledged in the annual general meeting of the shareholders, the Board shall be authorized to set the payment date for the distribution of the payable preferred share dividends for the previous year. In the year of issuance and redemption, the distribution of the payable dividends shall be calculated based on the actual number of days the Preferred Shares remained outstanding in that year.
3. The Company has sole discretion on the distribution of preferred share dividends. If after annual audited accounts are prepared, there is no earning or insufficient earning for distributing dividends of Preferred Shares, or if such kind distribution will cause the Company's capital adequacy ratio to fall below the minimum requirement stipulated by the law or the competent authorities, the cancellation of distributing Preferred Share dividends by resolution of the Company will not be deemed as an event of default. If the Preferred Shares issued are specified as non-cumulative, the undistributed dividends or shortfalls in dividends distributed shall not be cumulative and shall cease to accrue and be payable, therefore no deferred payment will be paid in subsequent years where there are earnings.
4. Except for the dividend prescribed in subparagraph 2 of this Article 5-1, Preferred Shareholders, if holding non-participating preferred shares, are not entitled to participate in the distribution of cash or stock dividends with regard of the Common Shares derived from earnings or capital reserves.
5. Upon any voluntary or involuntary liquidation, dissolution or winding-up of the Company, holders of outstanding Preferred Shares are entitled to receive out of assets of the Company available for distribution to stockholders, before any distribution of assets is made to holders of the Common Shares. The different types of preferred shares of the Company shall rank pari passu without any preference among themselves and their repayment shall be capped at their respective issue amount.
6. The holders of the Preferred Shares will have no voting rights and no rights to vote on election of directors but are entitled to be elected as directors. Holders of outstanding Preferred Shareholders have mandatory voting rights with respect to agendas that would affect Preferred Shares in Preferred Shareholders' meetings and in Shareholders' meetings.

7. Convertible Preferred Shares issued by the Company may not be converted within 1 year after the date of issuance. The Board is authorized to set the convertible period in the actual issuance terms. Holders of convertible Preferred Shares may, pursuant to the issuance terms, apply for conversion of its shareholding (in whole or in part) to common shares pursuant to the conversion ratio set out in the issuance terms (ratio is 1:1). Upon conversion, the converted shares shall have the same rights and obligations as common shares. Dividend distribution at the year of conversion shall be calculated based on the ratio between the actual issuance days and total days of the conversion year, provided, however, that when said shares are converted prior to the ex-dividend date of any given year, the shareholder may not participate in the preferred share dividend distribution of that year and the dividend distribution of the year after, but such shareholder may participate in the distribution of profit and capital reserve to holders of common shares.
8. If the Company issues perpetual Preferred Shares, holders of perpetual Preferred Shares have no right to request redemption of such shares by the Company. In addition, the Company may set redemption date at a date no earlier than the day following the seventh anniversary of the issuance date. The issued Preferred Shares will be entirely or partially redeemed at the actual issue price, and the rights and obligations of the remaining and outstanding Preferred Shares as described in the preceding paragraphs will remain unchanged. Holders of the outstanding Preferred Shares are entitled to receive declared dividends based on the actual days in the redemption year up to the date of redemption should the Company decide to declare dividend for the redemption year.
9. If the Company issues non-perpetual Preferred Shares, the issuance period cannot be shorter than 7 years. Holders of Preferred Shares have no right to request redemption of such shares by the Company. Upon expiry date of the issuance period or from the day following the fifth anniversary of the issuance date, the Company may, pursuant to the issuance price and relevant issuance terms, redeem such shares in cash, compulsorily convert such shares into newly issued shares (at 1:1 ratio), or redeem such shares in other manners permissible by law. If at the time the Company is unable to redeem all or a part of the Preferred Shares (due to force majeure or otherwise), the rights and obligations of the outstanding Preferred Shares will remain unchanged until full redemption by the Company. The Board is authorized to determine the issuance date and terms of the Preferred Shares in accordance with market conditions and investors' expectation, in accordance with the Company's

Articles of Incorporation and applicable laws and regulations.

Article 5-2- In order to achieve the purpose of motivating employees, the Company is allowed to transfer treasury stock to employees, issue employee stock options, issue preemptive rights for employees and issue restricted stock for employees.
Employees entitled to receive the shares set forth in the preceding paragraph may include employees of the Company's parent or subsidiary companies meeting the conditions set by the Board of Directors.

Article 6- For the co-owned shares of the Company, the co-owners shall designate a person to exercise such shareholder rights.

Article 7- The Company shall handle share matters in accordance with the Guidelines Governing Stock Matters of Public Offering Companies.

Chapter III – Business

Article 8- The Company engages in financial holding business.

Article 9- The Company's scope of business is as follows:

1. The Company may invest in the following businesses:
   (1) Financial Holding Company
   (2) banking business
   (3) bills finance
   (4) credit card business
   (5) trust
   (6) insurance
   (7) securities
   (8) futures
   (9) venture capital
   (10) foreign banking institutions approved by the competent authority
   (11) other banking related business which is approved by the competent authority
2. Management of the above invested business entities
3. The Company may apply for approval of its investment in businesses other than as described in subparagraph (1) above.
4. Other relevant businesses approved by the competent authority

Article 10- The Company engages in investment business professionally. The total amount of investment in other businesses is not subject to the limitation of 40% of the Company's paid-in capital.

Article 11- 〔Deleted〕

Chapter IV - Shareholders' Meeting

Article 12- Shareholders' meetings shall be of two types: regular shareholders' meeting and special shareholders' meeting, the former to be convened within six months of the close of each business year by the Board, and the latter to be convened in accordance with the Company Act at such time as necessary.

Shareholders' meetings are convened by the Board unless otherwise regulated by Company Act or other regulations.

For regular shareholders' meeting, the notice of meeting shall be served to each shareholder at least thirty (30) days prior to the meeting; for special shareholders' meeting, a notice of meeting shall be served to each shareholder at least fifteen (15) days prior to the meeting. For the shareholders holding less than one thousand (1000) registered shares, the notice of meeting may be served through public announcement. The notice and announcement for the meetings shall specify the reasons for the meeting and upon consent by the recipient; the notice may be served electronically. The Preferred Shareholders' meeting may be convened when it deemed necessary in accordance with applicable laws and regulations.

Article 12-1 A shareholders' meeting can be held by means of videoconferencing or other methods announced by the competent authorities.

Article 13- If a shareholder appoints a proxy to attend a shareholders' meeting in his place, the shareholder shall issue a power of attorney in the form printed by the Company setting forth the scope of vested powers. Such power of attorney shall be received by the Company five days prior to the meeting. In the event of duplicate powers of attorney, the one first received shall govern. The above shall not apply to the cancellation of a power of attorney.

After the service of a proxy to the Company, in case the shareholder granting the said proxy intends to attend the shareholders' meeting in person or by way of a written ballot or by way of an electronic transmission, a proxy rescission notice shall be given in writing to the Company two days prior to the date of the shareholders' meeting, otherwise, the voting right exercised by the authorized proxy at the meeting shall prevail.

Save in trust business or the agent for stock affairs approved by competent authorities, if one person is appointed as proxy of two or more shareholders, the voting rights of the proxy shall not exceed 3% of the total number of votes attached to all the issued shares; any vote in excess of that amount shall not count.

Article 13-1 In case a shareholder elects to exercise his voting right in writing or by way of electronic transmission, his declaration of intention shall be delivered to the company two days prior to the scheduled meeting date of the shareholders' meeting, whereas if two or more declarations of the same intention are delivered to the company, the first declaration of such intention received shall prevail, unless an explicit statement to rescind the previous declaration is made in the declaration which comes later.

In case a shareholder who has exercised his voting right in writing or by way of electronic transmission intends to attend the shareholders' meeting in person, he shall, two days prior to the meeting date of the scheduled shareholders' meeting and in the same manner previously used in exercising his voting right, deliver a separate declaration of intention to rescind his previous declaration of intention made in exercising the voting right under the preceding paragraph. In the absence of a timely rescission of the previous declaration of intention, the voting right exercised in writing or by way of electronic transmission shall prevail.

In case a shareholder has exercised his voting right in writing or by way of electronic transmission, and has also authorized a proxy to attend the shareholders' meeting on his behalf, then the voting right exercised by the authorized proxy for the said shareholder shall prevail.

Article 14- Unless otherwise provided by the law, a shareholders' meeting shall be chaired by the chairman of the Board. Where the chairman of the Board is absent, the shareholders' meeting shall be preceded in accordance with relevant provisions prescribed by the Company Act.

Article 15- Except as otherwise provided by the legislation, resolutions of a shareholders' meeting shall be adopted at a meeting attended by shareholders representing a majority of the total number of issued shares and at which meeting a majority of the shareholders vote in favor of such resolutions.

Where the number of attending shareholders falls short of the above quorum but the meeting is attended by shareholders representing at least one-third of the total number of issued shares, such resolution are quasi-resolutions. The abovementioned quasi-resolutions, if still adopted by a majority vote of the attending shareholders, shall be deemed resolutions under the first paragraph. Quasi-resolutions may be deemed as the resolution as the resolution made by paragraph one of this Article, provided that:

(a) the quasi-resolutions are sent to all shareholders.

(b) a shareholders' meeting shall be re-convened within a month, in which meeting, if attended by shareholders representing at least one-third of the total number of issued shares, and the quasi-resolutions are adopted by a majority vote of the attending shareholders and shall be notified to each shareholder.

More than one person is allowed to represent a corporate shareholder, provided the voting rights of such representatives shall be exercised based on their combined shareholding. Where there are more than two representatives, such representatives shall jointly exercise their voting rights.

In the event that a shareholder holds shares for others, such shareholder may exercise his voting right separately.

Regulations governing the qualifications, scope, methods of exercise, operating procedures and other matters for compliance with respect to exercising voting right separately set forth in the preceding paragraph shall be prescribed by the competent authority in charge of securities affairs.

Article 16- Except as otherwise provided by the legislation, matters subject to resolution and execution at a shareholders' meeting are as follows:

1. review/determine and amend these Articles of Incorporation
2. elect directors
3. inspect and accept statements and reports compiled by the Board and the Audit Committee.
4. resolve on adjustment to capital
5. resolve on the distribution of profit, dividend and bonus, and measures to cover losses
6. other matters subject by law to resolution at a shareholders' meeting

Article 17- Minutes shall be prepared for all resolutions adopted at a shareholders' meeting specifying the time, date and place of the meeting, number of shares held and represented by attending shareholders, name of the chairman of the meeting, how the resolutions were adopted, and matters for resolution, and shall be signed and sealed by the chairman of the meeting. Such minutes shall be kept at the Company together with the shareholder attendance book and powers of attorney of proxies appointed and distributed to all shareholders.

The distribution of the minutes of shareholders' meeting may be made by means of public announcement.

Preparation and distribution of the above minutes may be made electronically.

Chapter V - Directors and the Board

Article 18- The Company shall have nine to fifteen directors. The Board meeting is authorized to approve the number of directors. The number of independent directors shall be no less than three, and shall be no less than one fifth of the total number of directors, all to be elected from persons having legal capacity at a shareholders' meeting.

Election of directors shall adopt the candidate nomination measure and directors shall be elected from among the list of candidates for directors by the shareholders' meeting. Matters regarding professional qualification, restrictions on shareholdings, concurrent positions held, determination of independency, method of nomination and election and other matters for compliance with respect to independent directors shall be subject to the rules prescribed by the securities governing authorities.

The total amount of shares of the non-bearer share certificates held by all directors shall conform to the Regulations Governing the Percentage Holdings, Inspection and Enforcement of the Directors and Supervisors of Public Offering Companies.

The election of directors and supervisors shall be made public, pursuant to the principle of equity, fairness. The shareholders' meeting should also approve the Procedures for Election of Directors.

Article 19- Directors shall each hold office for a term of three years, and are eligible for re-election. However, when the term of directors shall be prolonged till the directors for next term take up such positions when the term is complete and those of next term cannot be elected in time.

Article 20- Where the number of directors short covers up to one-third of all directors, a special shareholders' meeting shall be called immediately in sixty (60) days to have new directors elected to fill the vacancies until the incumbent term expires; provided that with respect to a director appointed by a corporate shareholder or its representative [but incapacitated ex officio], a new director may be appointed to replace the previous director to serve out the incumbent term.

Article 21- The Board shall be formed by the directors. Three to five executive directors may be elected from among the directors by a majority vote of the shareholders present at a meeting attended by at least two-thirds of all directors. The chairman of the Board shall also be elected from among the executive directors in the same fashion as above. Where necessary, vice chairman of the Board may also be elected from among the executive directors. If the Board does not have an executive director, a chairman shall

be elected from among the present directors at a meeting attended by over two-thirds of the directors, and by a majority vote of the attending directors. A vice chairman shall also be elected from among the present directors in the same fashion as above. The chairman of the Board shall chair all shareholders', directors' and executive directors' meetings internally and represent the Company externally. Where the chairman of the Board is on leave or unable to perform his duties, he shall designate the vice chairman of the Board to act on his behalf. If there is no vice chairman or vice chairman is also on leave or unable to perform his duties, the chairman shall designate an executive director to act on his behalf. If there is no executive director, the chairman shall designate one director to act on his behalf. In the absence of such designation, the executive directors or directors shall elect a person from among themselves to act on behalf of the chairman of the Board.

Article 22- The Board shall perform the following functions:

(1) determine business policies or operation plan;
(2) review annual budgets;
(3) prepare or review financial report;
(4) decide on the distribution of profit;
(5) decide on the adjustment to capital;
(6) determine on major investment projects;
(7) decide on offering, issuance, or private placement of any equity-type securities;
(8) review and examine material assets transactions;
(9) approve or amend internal control policy;
(10) directors' remuneration structure and policy;
(11) appoint and dismiss financial, accounting, risk management, legal compliance, internal auditing or corporate governance officers and managers; managerial officer's performance assessment standards and salary standards;
(12) appoint and dismiss Certified Public Accountants, and decide their remuneration;
(13) appoint directors and supervisors of subsidiaries;
(14) approve the rules regulating the audit committee and other types of the functional committees; and
(15) other matters requiring resolution of the board meeting pursuant to law or the Articles of Incorporation; major issues prescribed by the competent authorities or matters authorized by the shareholders' meeting.

Article 23- The notice for the directors' meeting shall specify the reasons for the meeting and shall be served to each director at least seven (7) days prior to the meeting. A directors' meeting may be held at any time in case of an emergency.

A directors' meeting of the Company shall be convened by the chairman unless otherwise stipulated by the legislation. Unless otherwise provided by laws and regulations, resolutions of a directors' meeting shall be adopted by a majority vote of the shareholders present at a meeting attended by a majority of all directors. In case a director cannot, for cause, attend a meeting, he may appoint another director in writing as his proxy to attend in his place. A director may act as the proxy of only one other director. The minutes book shall be prepared for all resolutions adopted at a directors' meeting, and kept after being duly signed and sealed by the chairman and recording secretary of the meeting.

Preparation and distribution of notice of the directors' meeting and meeting minutes may be made electronically.

If the Board meeting is held in the form of video conference, those participated by video conference are deemed as participation in person.

Article 24- If the Company has an executive board of directors, during the Board recess period, the executive directors shall, by assembly, perform the functions of the Board on a regular basis, and the chairman of the Board shall convene meetings from time and time. Unless otherwise provided by legislation, resolutions of such meetings shall be adopted by a majority vote of the executive directors present at a meeting attended by a majority of all executive directors.

For matters substantially relating to the interest of the Company, during recess of the Board, the chairman of the Board and the executive directors shall perform their duties by the resolutions of the Board.

Article 25- The Board of the Company shall set up the Audit Committee, which shall consist of the entire independent directors. It shall be no less than three in number, one of whom shall serve as the convener, and at least one of whom shall have accounting or finance expertise. Exercise of powers and other compliance mattes of the Audit Committee shall be handled in accordance with relevant laws and regulations or provisions of the Articles of Incorporations of the Company.

Since the Company has the Audit Committee, the Company is not required to have supervisor pursuant to the applicable laws and regulations.

The Board of the Company may separately set up other functional committees. Rules regulating such committees shall be approved by the Board.

Article 26- The remuneration of the directors of the Company (including independent directors) shall be determined by the Board, considering degrees of participation and value of contribution of said directors in business operation of the Company, as well as based

on levels of remuneration generally adopted by the same industry. In addition, appropriate traveling fee and other compensation can be paid to the directors.

The Company may obtain liability insurance to cover indemnification obligations of directors and important officers arisen from performing their duties during tenure of their offices.

The Chairman of the Board is authorized to handle the above mentioned obtaining of insurance and the continuation of such insurance.

Article 27- The directors of the Company may act concurrently as directors and supervisors of subsidiaries.

Chapter VI - Managerial Officers

Article 28- The Company shall have several managerial officers, who shall adhere to the policies of the Board, and have the authority to manage Company's affairs and sign documents on behalf of the Company in accordance with the Articles of Incorporations of the Company or within the scope of power stipulated under contract.

Article 29- The appointment and dismissal of the managerial staff of the Company including the president shall be governed by the Company Act, Financial Holding Company Act and applicable laws and regulations.

Chapter VII - Accounting

Article 30- Annual closing of books of the Company shall be made once a year on December 31 as the closing date.

Article 31- After the closing of books of the Company each year, the following financial statements and documents shall be prepared which shall be reviewed by the Board and presented at a shareholders' meeting for acceptance pursuant to the legal procedures:

(1) Business Report;

(2) Balance Sheet;

(3) Proposal for allocation of profit or action to deal with losses.

Article 32- If the Company records a profit in a year, the Company shall appropriate between 0.01% and 0.05% of the profit for employee bonuses, and no more than 0.3% of the profit for director compensation. If, however, the Company has accumulated losses, profit shall be used to offset accumulated losses first.

Employee bonuses in the preceding paragraph may be distributed in the form of cash

or in the form of shares, and the employees entitled to receive the bonus may include the employees of the Company and the Company's subsidiary or parent companies meeting specific requirements set by the Board. The aforementioned director compensation may only be paid in cash.

Actions in the preceding two paragraphs shall be approved by the Board with special resolution and be reported to the shareholders at the Shareholders' Meeting.

Article 33-1- If after the annual closing of books there is a profit, the Company shall, after having provided for taxes and offset the accumulated losses of previous years, appropriate the legal reserve in accordance with laws and regulations and appropriate the special reserve in accordance with laws and regulations or in light of practical need, and may distribute Preferred Share dividends. I f the balance (distributable profits for the current year), together with the undistributed earnings in the previous year and the reversals of special reserves prescribed by laws, are available for distribution, the Board shall present a proposal on the allocation of profits as Preferred Share dividends and Common Share dividends, or retention at a Shareholders' meeting for resolution.

The Company will distribute dividends according to the principle of stability and balance taking into account shareholders' profits, accumulation of the Company's capital and impact on the company's operations. The distribution of dividends for Common Shares shall not be less than 20% of the distributable profits for the current year (the distributable profits for the current year, after the accumulated losses have been covered, shall exclude the legal reserves, special reserves, Preferred Share dividends, the undistributed profits in the previous years and the reversals of special reserves prescribed by laws). And, pursuant to the Company's operation planning, stock dividends may be declared to reserve for necessary funds, and the remainder may be distributed in cash, provided that cash dividend shall not be less than 10 % of the total dividend.

The stock dividend policy set forth above is a general principle guideline. The Company may decide upon the most appropriate dividend policy taking into account the actual operating condition of the current year and capital budgeting for the following year.

Subject to practical need, the principles of distribution of dividends may be adjusted by resolution at a Shareholders' meeting.

Chapter VIII - Supplemental Provisions

Article 33- Matters not addressed by these Articles shall be governed by the Company Act, the Financial Holding Company Act and other applicable laws.

Article 34- These Articles of Incorporation were adopted on March 16, 1961. Amendments were made at shareholders' meetings as follows: first amendment on June 24, 1951, second amendment on June 16, 1964, third amendment on August 28, 1964, fourth amendment on October 3, 1964, fifth amendment on March 26, 1965, sixth amendment on April 15, 1967, seventh amendment on April 30, 1968, eighth amendment on May 10, 1969, ninth amendment on April 24, 1973, tenth amendment on May 8, 1974, 11th amendment on May 9, 1975, 12th amendment on April 27, 1976, 13th amendment on November 8, 1977, 14th amendment on May 26, 1978, 15th amendment on April 30, 1979, 16th amendment on June 6, 1980, 17th amendment on April 19, 1981, 18th amendment on April 15, 1982, 19th amendment on May 23, 1986, 20th amendment on April 27, 1987, 21st amendment on May 11, 1988, 22nd amendment on June 1, 1989, 23rd amendment on November 30, 1989, 24th amendment on June 26, 1990, 25th amendment on June 18, 1991, 26th amendment on April 30, 1992, 27th amendment on May 9, 1994, 28th amendment on May 17, 1995, 29th amendment on April 28, 1997, 30th amendment on May 11, 1998, 31st amendment on May 15, 2000, 32nd amendment on September 6, 2000, 33rd amendment on May 22, 2001, 34th amendment on October 26, 2001, 35th amendment on Feb 6, 2002, 36th amendment on June 6, 2003, 37th amendment on June 3, 2004, 38th amendment on June 9, 2006, 39th amendment on June 13, 2008, 40th amendment on June 25, 2010, 41st amendment on June 15, 2012, 42nd amendment on June 12, 2015, 43rd amendment on June 8, 2016, 44th amendment on June 16, 2017, 45th amendment on June 14, 2019, and 46th amendment on June 12, 2020, and 47th amendment on June 17, 2022, and 48th amendment on June 9, 2023.

Attachment 8

Profile of Director Candidate - Richard M. Tsai

Name: Richard M. Tsai

Education:
M.B.A., Stern School of Business, New York University (U.S.)
B.B.A., National Taiwan University
D.B.A. *honoris causa*, Fu Jen Catholic University
Ph.D. *honoris causa*, Taipei Medical University
Ph.D. *honoris causa*, National Yang Ming Chiao Tung University

Current Position:
Chairman, Fubon Financial Holding Co., Ltd.
Chairman, Fubon Life Insurance Co., Ltd.
Vice Chairman, Fubon Bank (Hong Kong) Limited
Director, Taiwan Mobile Co., Ltd.

Experience:
Vice Chairman, Fubon Financial Holding Co., Ltd. (2004-2016)
Chairman, Fubon Life Insurance Co., Ltd. (1993-2011)
Vice Chairman, Fubon Insurance Co., Ltd. (1992-1993)
Chairman, Fubon Securities Co., Ltd. (1988-1992)
Chairman, Fubon Bank (Hong Kong) Limited (2004-2016)
Chairman, Taiwan Mobile Co., Ltd. (2006-2016)

Profile of Director Candidate - Daniel M. Tsai

Name: Daniel M. Tsai

Education:
LL.M., Georgetown University (U.S.)
LL.B., National Taiwan University

Current Position:
Director, Fubon Financial Holding Co., Ltd.
Standing Director, Taipei Fubon Commercial Bank Co., Ltd.
Chairman, Fubon Bank (Hong Kong) Limited
Director, Fubon Bank (China) Co., Ltd.
Chairman, Fubon Financial Holding Venture Capital Co., Ltd
Chairman, Taiwan Mobile Co., Ltd.
Chairman, Taiwan Fixed Network Co., Ltd.

Experience:
Chairman, Fubon Financial Holding Co., Ltd. (2004-2016)
Vice Chairman and Chairman, Taipei Fubon Commercial Bank Co., Ltd. (2005-2016)
Chairman, Fubon Insurance Co., Ltd. (1993-2003)
Vice Chairman, Fubon Bank (Hong Kong) Limited (2004-2016)
Vice Chairman, Taiwan Mobile Co., Ltd. (2006-2016)

Profile of Director Candidate - Jerry Harn

Name: Jerry Harn

Education:
M.B.A., Ohio State University (U.S.)
B.B.A., Fu Jen Catholic University

Current Position:
President and Director, Fubon Financial Holding Co., Ltd.
Chairman, Fubon Securities Co., Ltd.
Director, Taipei Fubon Commercial Bank Co., Ltd.
Non-Executive Director, Fubon Bank (Hong Kong) Limited
Director, Fubon Bank (China) Co., Ltd.
Director, Fubon Financial Holding Venture Capital Co., Ltd

Experience:
Chairman, Fubon Direct Marketing Consulting Co., Ltd. (2017-2019)
Chairman, Fubon Asset Management Co., Ltd. (2013-2017)
President, Taipei Fubon Commercial Bank Co., Ltd. (2010-2017)
Senior Vice President and Director, Corporate Banking Head Office, CTBC Bank Co., Ltd. (2003-2005)
Vice President and Director, Corporate Finance Department and Merchant Banking Division, Citibank Taiwan, Ltd., Taipei Branch (1995-2003)

Profile of Director Candidate - Howard Lin

Name: Howard Lin

Education:
Ph.D., National Taiwan University
M.S., National Cheng Kung University
B.S., National Cheng Kung University

Current Position:
Chief Investment Officer and Director, Fubon Financial Holding Co., Ltd.
Vice Chairman, Fubon Life Insurance Co., Ltd.
Director, Fubon Securities Co., Ltd.
Director, Fubon Asset Management Co., Ltd.

Experience:
Director, Taiwan Mobile Co., Ltd. (2014-2019)
Senior Consultant of Investment Management Business Group, Fubon Financial Holding Co., Ltd. (2008-2013)
Executive Vice President, Fubon Life Insurance Co., Ltd. (2007-2011)
President and Chairman, Fubon Financial Holding Venture Capital Corp. (2003-2018)
Chairman, Fubon Multimedia Technology Co., Ltd. (2004-2018).

Profile of Director Candidate - Chin-Chuan Hsu

Name: Chin-Chuan Hsu

Education:
M.B.A., National Chengchi University
B.B.A., National Chung Hsing University

Current Position:
Chairman, Fubon Insurance Co., Ltd.
Director, Fubon Direct Marketing Consulting Co., Ltd.
Director, Shenzhen Tengfubo Investment Co., Ltd.
Director, Fubon Property & Casualty Insurance Co., Ltd.

Experience:
Senior Assistant Vice President and Head of Channel Development, Fubon Insurance Co., Ltd. (2012-2015)

Profile of Director Candidate - Chris Tsai

Name: Chris Tsai

Education:
B.S. in Economics, The Wharton School of the University of Pennsylvania

Current Position:
Vice President and Deputy Director of Investment Management Division, Fubon Financial Holding Co., Ltd.,
Director, Fubon Multimedia Technology Co., Ltd.
Director, Taiwan Mobile Co., Ltd.
Director, Fubon Life Insurance Co., Ltd.
Director, Fubon Asset Management Co., Ltd.
Director, Immanuel Investment Ltd.

Experience:
Supervisor, Fubon Asset Management Co., Ltd. (2022/11-2022/12)
Executive Assistant to Chief Investment Officer, Financial Holding Co., Ltd. (2014/01-2014/08)
Executive Assistant to Chairman and President, Fubon Life Insurance Co., Ltd.
Convener, Fubon Fin Tech Office (2015/12-2020/11)
President and Chairman, Fubon Sports & Entertainment Co., Ltd.
President and Chairman, Fubon Stadium Co., Ltd.
Vice Chairman, Shenzhen Tengfubo Investment Co., Ltd. (2016/09-2022/08)
President and Director, Fubon Financial Holding Venture Capital Corp.
Director, Appworks Ventures Co., Ltd. (2019/10-2020/03)
Director, Taipei New Horizon Co., Ltd. (2019/04-2020/04)
Director, Fubon Land Development Co., Ltd. (2019/04-2021/11)

Profile of Director Candidate - Shih-Ming You

Name: Shih-Ming You

Education:
Ph.D., National Chengchi University

Current Position:
Director, Fubon Financial Holding Co., Ltd.
Commissioner, Department of Finance, Taipei City Government
Director, Taipei Rapid Transit Corporation

Experience:
Deputy Director-General, National Property Administration, Minister of Finance (2020-2022)
Deputy Commissioner, Department of Finance, Taipei City Government (2015-2020)
Chief Secretary, Department of Finance, Taipei City Government (2014-2015)
Section Chief, Department of Land Administration, Ministry of the Interior (2009-2014)

Profile of Director Candidate - Tang Kai Lien

Name: Tang Kai Lien

Education:
LL.B., National Chengchi University

Current Position:
Director, Fubon Financial Holding Co., Ltd.
Commissioner, Department of Legal Affairs, Taipei City Government
Supervisor, Dky Machinery Co., Ltd.

Experience:
Managing Partner, TaiHo Law Firm (2011-2022)

Profile of Director Candidate - Ruey-Cherng, Cheng

Name: Ruey-Cherng, Cheng

Education:
M.A., National Taiwan University
M.B.A., Chinese Culture University
B.B.A., Soochow University

Current Position:
Director, Fubon Financial Holding Co., Ltd.
Commissioner, Department of Budget, Accounting and Statistics, Taipei City Government

Experience:
Commissioner, Department of Budget, Accounting and Statistics, New Taipei City Government (2015-2019)
Comptroller, Directorate General of Budget, Accounting and Statistics, Executive Yuan (2015)
Secretary-General, Taoyuan County Government (2013-2014)
Commissioner, Department of Budget, Accounting and Statistics, Taoyuan County Government (2011-2013)

Profile of Independent Director Candidate - Shin-Min Chen

Name: Shin-Min Chen

Education:
Dr. iur., University of Munich (Germany)
LL.B., National Taiwan University

Current Position:
Independent Director, Fubon Financial Holding Co., Ltd.
Emeritus Chair Professor, School of Law, Fu Jen Catholic University

Experience:
Justice of the Constitutional Court, Judicial Yuan (2008-2016)
Advisory Committee Member, Mainland Affairs Council, Executive Yuan (2002-2004)
Member of Central Committee Against Corruption, Executive Yuan (1997-1999)
Member of Legal Affairs Committee, Executive Yuan (1996-2001)
Researcher, Institutum Iurisprudentiae, Academia Sinica (1993-2008)
Independent Director, Fubon Securities Co., Ltd.
Researcher and Adjunct Professor, National Taiwan Normal University
Adjunct Professor, Development of Law, Ming Chuan University
Adjunct Professor, Development of Law, Chinese Culture University

Profile of Independent Director Candidate - Shu-Hsing Li

Name: Shu-Hsing Li

Education:
Ph.D., New York University
B.B.A., National Chengchi University

Current Position:
Independent Director, Fubon Financial Holding Co., Ltd.
Acting Dean of College of Management and Chair Professor of Department of Accounting, Tunghai University
Independent Director, Healthconn Corp.
Independent Director, Sharehope Medicine Co., Ltd.
Independent Director, Alpha Networks Inc.

Experience:
President, Taiwan Accounting Association (2015-2019)
Vice President for Financial Affairs, National Taiwan University (2014-2018)
Professor, Department of Accounting, College of Management, National Taiwan University (1995-2022)
Dean of College of Management, National Taiwan University (2010-2013)
Chairperson, Department of Accounting, National Taiwan University (2006-2009)
Associate Professor, Department of Accounting, National Taiwan University (1993-1995)
Assistant Professor, Department of Accounting, Rutgers University (1990-1993)

Profile of Independent Director Candidate - Alan Wang

Name: Alan Wang

Education:
M.B.A., University of Texas at Dallas
B.B.A., Fengjia University

Current Position:
Independent Director, Fubon Financial Holding Co., Ltd.
Independent Director, Fubon Life Insurance Co., Ltd.

Experience:
President and Chairman, China Life Insurance Co., Ltd. (2003-2020)
Director and President, China Development Financial Holding Corporation (2017-2020)
Vice President and Chief Investment Officer, Ping An Insurance (Group) Company of China, Ltd. (2002-2003)
Executive Vice President and Chief Investment Officer, Nan Shan Life Insurance Co., Ltd. (1982-2002)
Executive Director, the Life Insurance Association of the Republic of China (2010-2013)
Executive Director, China Development Industrial Bank (2004-2007)
Independent Directors, Jih Sun Financial Holding Co., Ltd. (2021/8-2022/11)
Independent Directors,Jih Sun Securities Co., Ltd. (2021/9-2023/4)

Profile of Independent Director Candidate - Paulus Siu-Hung Mok

Name: Paulus Siu-Hung Mok

Education:
M.B.A., Queen's University
B.B.A., University of Hong Kong

Current Position:
None.

Experience:
Chairman of Citibank Taiwan Limited and President of Citigroup Taiwan (2017-2022)
Chairman, Citibank (HONG KONG) Limited (2018-2022)
Director, Citibank (China) Co., Ltd. (2016-2021)
Director, Citicorp International Limited (2014-2017)
Director, Citicorp Financial Services Limited (HK) (2014-2017)
Managing Director and Head of Greater China Financial Markets and Securities Services Business Group, Citibank N.A.,Hong Kong (2014-2017)
Managing Director and Head of Financial Markets Business Group/ Korea Regional Treasurer, Citibank Korea Inc (2010-2014)
Managing Director and Head of Financial Markets Business Group/ China Regional Treasurer, Citibank China Co. Ltd (2000-2010)
Senior Trader and Vice President, Citibank N.A.,Canada (1994-2000)
Branch Acting Manager, HSBC Xiamen Branch (1990-1992)

Profile of Independent Director Candidate - Barry Chen

Name: Barry Chen

Education:
M.S., Texas A&M University

Current Position:
Global Vice President and President of Greater China, Taiwan VMware Information Technology LLC
Director, Cloud Computing &IoT Association in Taiwan

Experience:
President of East Asia Region, Micro Focus Taiwan Co., Ltd. (1997-2011)
Senior Assistant Vice President, Institute for Information Industry (1994-1997)

Profile of Independent Director Candidate – Kuang Shi Ye

Name: Kuang Shi Ye

Education:
Ph.D., Carnegie Mellon University
M.A., University of Delaware
LL.B., and B.A., National Taiwan University

Current Position:
Vice Chairman, Shihlien Fine Chemicals Co., Ltd.
Director, Xue Xue Institute Co., Ltd.
Independent Director, Synnex Technology International Corporation
Independent Director, Clientron Corp.
Independent Director, Shanghai Orient Champion Healthcare Products Co., Ltd. (Note: A company incorporated in PRC.)

Experience:
Professor of Department of Business Management, National Sun Yat-sen University (1997/8-2015/7)
Deputy Mayor, Kaohsiung City Government (2019/2-2020/6)
Professor of Graduate Institute of Technology, Innovation & Intellectual Property Management, National Chengchi University (2015/8-2018/1)

Attachment 9

The Proposal to the 2023 Shareholders' Meeting for Releasing the Company's Directors for the Board of Directors from Non-Competition Restrictions

Name of Director	Concurrent Served Companies	Positions
Richard M. Tsai	Ming Dong Co., Ltd.	Director
	Dao Ying Co., Ltd.	Director
	Chung Shing Development Co., Ltd.	Director
	Kuo Chi Investment Co., Ltd.	Director
	TIEN CHIEN Co., Ltd.	Director
	TI KUN Co., Ltd.	Director
	HSI PO LAI Co., Ltd.	Director
	YI FU SO Co., Ltd.	Director
	TCCI Investment & Development Co., Ltd.	Director
	TCC Investment Co., Ltd.	Director
	TFN Union Investment Co., Ltd.	Director
	CASTLE LION INVESTMENTS LIMITED	Director
	Cosgrove Global Limited	Director
	Eagle Legacy Limited	Director
	Globotex International Limited	Director
	Key Gain Limited	Director
	Lucky Way Limited	Director
	Oceana Glory Limited	Director
	Orientland International Limited	Director
	Rainbow Cheer Limited	Director
	Ultimate Epoch Limited	Director
Daniel M. Tsai	Ming Dong Co., Ltd.	Chairman
	Dao Ying Co., Ltd.	Chairman
	Chung Shing Development Co., Ltd.	Chairman
	Kuo Chi Investment Co., Ltd.	Chairman
	Dun Fu Industrial Corporation Limited.	Chairman
	TIEN CHIEN Co., Ltd.	Chairman
	TI KUN Co., Ltd.	Chairman
	HSI PO LAI Co., Ltd.	Chairman
	YI FU SO Co., Ltd.	Chairman
	TCCI Investment & Development Co., Ltd.	Chairman
	TCC Investment Co., Ltd.	Chairman

Name of Director	Concurrent Served Companies	Positions
	TFN Union Investment Co., Ltd.	Chairman
	Cosgrove Global Limited	Director
	Giver Concept Limited	Director
	Globotex International Limited	Director
	Key Gain Limited	Director
	Lucky Way Limited	Director
	Oceana Glory Limited	Director
	Orientland International Limited	Director
	Rainbow Cheer Limited	Director
	Ultimate Epoch Limited	Director
Jerry Harn	Taiwan Stock Exchange Corporation	Director
Chin-Chuan Hsu	Fubon Property & Casualty Insurance Co., Ltd.	Director
	Shenzhen Tengfubo Investment Co., Ltd.	Director
Chris Tsai	Immanuel Investment Ltd.	Director
	Eternal Hope Limited	Director
	Rui Ma International Ltd.	Director
	APPWORKS VENTURES CO., LTD.	Director
Taipei City Government	EasyCard Investment Holding Co., Ltd.	Corporate Director
	NTU Innovation & Incubation Co., Ltd.	Corporate Director