

Notice of Convention of the 2019 Shareholders' Ordinary Meeting of Jih Sun Financial Holding Co., Ltd.

- I. The 2019 shareholders' ordinary meeting of the Company will be held at 9 am on June 14 (Fri), 2019 at the "Meeting Hall of New Taipei City Exhibition Hall" (Add.: 2F, No. 1, Wuquan Rd., Wugu Dist., New Taipei City) (The time during which shareholder attendance registrations will be accepted starts at: 08:30 am, and the place to register for attendance is the same as the meeting venue). Meeting contents: (I) Matters to be reported: (1) Report the Company's 2018 business overview report; (2) Report 2018 final accounting report audited by the Audit Committee; (3) Report the distribution of remuneration of employees and directors for 2018; (4) Report the execution status of the 5th and the 6th transfer of treasury shares to employees. (II) Matters to be acknowledged: (1) Acknowledgement of the Company's business performance report and financial statements of 2018; (2) Acknowledgement of the Company's earnings distribution of 2018 (III) Subjects of Discussion and Election: (1) Propose to issue new shares by means of capital increase supplemented by earnings of 2018; (2) Propose to amend "The Procedures Governing the Acquisition or Disposal of Assets by Jih Sun Financial Holding Co., Ltd."; (3) Propose to by-elect one independent director of the 7th term of the Company; (4) Propose to release the Company's 7th term directors from non-competition restrictions. (IV) Other Proposals and Provisional Motions.
- II. For the Company's earnings distribution of 2018, the following are the type and amount of dividends approved by the board of directors for distribution: 1. Cash dividend: Propose to distribute cash dividends of NT\$2,164,960,127 from distributable earnings, namely to distribute NT\$ 0.602783 to each share based on the percentage of shares eligible to participate in rights distribution. 2. Stock dividends: It is proposed to allocate NT\$927,840,000 from distributable earnings, which is used to issue 92,784,000 common shares. This issuance of new shares by means of capital increment supplemented by earnings is distributed based on the percentage of shares eligible to participate in rights distribution. 25.83356 bonus shares are issued to every 1,000 shares free of charge. 3. After such proposal is adopted by the shareholders' ordinary meeting, reported to and approved by the competent authority, the board of directors is given the authority to set up the base date of ex-dividend/right based on the actual status. 4. After the proposal is acknowledged and resolved by the shareholders' ordinary meeting, if the number of outstanding shares on the base date of share placement/dividend payout is affected by factors such as capital increment, repurchase, transfer, conversion, and cancellation of shares, or the employees' exercising of their rights to convert stock option certificates into shares which may lead to the changes in the dividend payout ratio, the board of directors is authorized to handle the adjustments of payout ratio.
- III. 1. The Company proposes to by-elect one independent director and adopts a candidate nomination system. The name list of the independent director candidate: Tang Chak Lam.
2. For independent director candidate's educational background and experiences, please refer to the announcements on the Market Observation Post System (<http://mops.twse.com.tw>).
- IV. To release the Company's 7th term directors from non-competition restrictions: In accordance with Article 209 of the Company Act, we propose to release the directors at the time such concurrent serving takes place and the independent director candidate upon election from non-competition restrictions. For the details of concurrent servings of the directors and the independent director candidate, please download the agenda handbook from the Market Observation Post System (<http://mops.twse.com.tw>).
- V. For the main content for the convention of the shareholders' ordinary meeting which is belonged to Article 172 of the Company Act, the Company has uploaded the main content to the MOPS (website: <http://mops.twse.com.tw/>). The operating route: basic data/electronic book/annual report and shareholder's meeting relevant data (including depository receipt data)). Please input the Company's name or the code for inquiry. In accordance with Article 165 of the Company Act, the suspension of changes to the shareholders register starts from April 16, 2019 to June 14, 2019.
- VI. The Company will compile the Solicitor Solicitation Information before May 14, 2019 and disclose the content on the Securities and Futures Institute (SFI) website. If an investor intends to make an inquiry, he or she can visit the website at <http://free.sfi.org.tw>, go to the free proxy statement inquiry system, and key in the query conditions.
- VII. In addition to making an announcement on the Market Observation Post System (<http://mops.twse.com.tw>), this letter is especially delivered annexed with a notice of attendance and a proxy statement. Please sign or seal in the "Notice of Attendance" if you want to attend the meeting in person, and use it to register for attendance on the date of meeting. Shareholder may sign or seal in the proxy statement and fill in the name and address of the proxy in person to appoint a proxy to attend the meeting on his or her behalf. Please deliver such written proxy statement to the Company's stock agency, the Stock Agency Department of Jih Sun Securities Co., Ltd., no later than five days prior to the meeting date, so as to facilitate the mailing of the sign-in card or the attendance card required for attendance at the shareholders' meeting.
- VIII. The tallying and verification institution of proxy statement for the shareholders' ordinary meeting is the Stock Agency Department of Jih Sun Securities Co., Ltd.
- VIII. The shareholders may exercise voting rights by electronic means for this shareholders' meeting, and the period of exercising rights starts from May 15, 2019 to June 11, 2019. Please log on the "Stock Vote" website of Taiwan Depository and Clearing Corporation and follow the relevant instructions. 【Website: <http://www.stockvote.com.tw>】

To Shareholder

Board of directors of Jih Sun Financial Holding Co., Ltd.