

Mega Financial Holding Co., Ltd.

Meeting Notice of 2013 Annual General Shareholders' Meeting (Summary Translation)

The 2013 Annual General Shareholders' Meeting (the "Meeting") of Mega Financial Holding Co., Ltd. (the "Company") will be convened at 13/F, Jilin Bldg. of Mega International Commercial Bank, No. 100, Jilin Road, Taipei, Taiwan at 09:00 a.m., June 21, 2013.

1. The agenda of the Meeting are as follows:

A. Company Reports

- (1) 2012 Business Report
- (2) Audit Committee's Review Report on the 2012 Financial Statements
- (3) Adjustment of distributable earnings and appropriation of special reserve due to first-time adoption of IFRSs.

B. Matters for Recognition

- (1) Adoption of the 2012 Business Report and Financial Statements
- (2) Adoption of the Proposal for Distribution of 2012 Earnings

C. Matters for Discussion

- (1) Proposal for releasing the non-competition restrictions on directors
- (2) Amendment to the Rules of Procedure for Shareholder Meetings

D. Questions and Motions

2. The distribution of 2012 profits as proposed by the board of directors is as follows:

- A. NT\$ 1.1 per share in cash with aggregate cash dividends of NT\$12,594,806,381.
- B. Remuneration to directors in cash of NT\$96,899,000, and employees' profit sharing in cash for NT\$10,240,000.

3. It is proposed to release the non-competition restrictions on Directors Jih-Chu Lee, Hung-Wen Chien, and Independent Director Shean-Bii Chiu in

accordance with Article 209 of the Company Act.

4. Share transfer registration shall be suspended from Apr. 23, 2013 to June 21, 2013 according to Article 165 of the Company Act.
5. A Notice to Attend (Notice) the Annual General Shareholders' Meeting and a Proxy are attached herewith. Shareholders who propose to attend the Meeting in person are required to sign or seal to the Notice and bring it to the Meeting for attendance. Shareholders who wish to appoint a proxy to attend the Meeting are required to sign or seal to the Proxy and personally fill in the name, I.D. number and address of the proxy. The completed Proxy must be returned to the Company's stock affairs agent, Mega Securities Co., Ltd., at least five days prior to the date of the Meeting.
6. If there is public solicitation of proxy, the Company will publish such information on the website of Securities and Futures Institute no later than May 21, 2013. For such information, shareholders may visit the website <http://free.sfib.org.tw> and use its "Proxy Information Free Search System" by clicking "Enter to Search for Proxy Information" and then entering relevant search conditions.
7. The Stock Affairs Agency Department of Mega Securities Company has been appointed as the agent for proxies tallying and verification.
8. Voting rights of the Annual General Shareholders' Meeting may be exercised via electronic means from May 22, 2013 to Jun 18, 2013. Please log in the "Electronic Voting Platform for Shareholders" of the website of Taiwan Depository and Clearing Corporation (<http://www.stockvote.com.tw>), and vote according to the relevant instructions.
9. No souvenirs will be provided at the Annual General Shareholders's Meeting.

Board of Directors

Mega Financial Holding Co., Ltd.