

Mega Financial Holding Co., Ltd.

Meeting Notice of 2014 Annual General Shareholders' Meeting (Summary Translation)

The 2014 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 24, 2014.

1. The agenda of the Meeting are as follows:

A. Company Reports

- (1) 2013 Business Report
- (2) Audit Committee's Review Report on the 2013 Financial Statements
- (3) Report on the promulgation of relevant laws and regulations governing the holding of voting shares of the same financial holding company exceeding a certain percentage by the same person or the same affiliated persons.

B. Matters for Recognition

- (1) Adoption of the 2013 Business Report and Financial Statements
- (2) Adoption of the Proposal for Distribution of 2013 Earnings

C. Matters for Discussion

- (1) Amendment to the Company's Articles of Incorporation
- (2) Amendment to the Company's "Procedures for Derivatives Trading
- (3) Amendment to the Company's "Procedures for Acquisition or Disposal of Assets
- (4) Proposal of releasing the prohibition on some of Board Members from participation in competitive business

D. Questions and Motions

2. The distribution of 2013 profits as proposed by the board of directors is as

follows:

- A. NT\$ 1.11 per share in cash with aggregate cash dividends of NT\$13,819,304,621.
 - B. Remuneration to directors in cash of NT\$101,201,000, and employees' profit sharing in cash for NT\$10,150,000.
3. It is proposed to release the non-competition restrictions on Directors Ministry of Finance, Bank of Taiwan, and Wen-Chyi Ong, representative of Chung hwa Post Co., Ltd. in accordance with Article 209 of the Company Act.
 4. Share transfer registration shall be suspended from Apr. 26, 2014 to June 24, 2014 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 23, 2014. 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 25, 2014 to June 21, 2014. 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.