

Mega Financial Holding Co., Ltd.

Notice of 2020 Annual General Shareholders' Meeting (Summary Translation)

The 2020 Annual General Shareholders' Meeting (the "Meeting") of Mega Financial Holding Co., Ltd. (the "Company") will be held at Jilin Bldg. of Mega International Commercial Bank (the "Bank"), No. 100, Jilin Road, Taipei, Taiwan at 9:00 a.m., on June 19, 2020. The check-in process for shareholders will start at 8:30 a.m. at 1F, No. 100, Jilin Road, Taipei, Taiwan.

1. The agenda of the Meeting is as follows:

A. Report Items:

- (1) 2019 Business Report
- (2) Audit Committee's Review Report on the 2019 Business Report and Financial Statements
- (3) The Distribution of Employees' and Directors' Compensation for 2019
- (4) 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 a same person or same affiliated person
- (5) Report on the amendment to the Company's Principles for Ethical Management

B. Matters for Ratification

- (1) 2019 Business Report and Financial Statements
- (2) The Proposal for Distribution of 2019 Earnings

C. Matters for Discussion

- (1) Amendment to the Rules of Procedures for Shareholders' Meeting
- (2) Amendment to the Rules for Election of Directors
- (3) Proposal of Releasing the Prohibition on Directors from Participation in Competitive Business

D. Questions and Motions

2. The distribution of 2019 profits as proposed by the Board of Directors is NT\$1.7 per share in cash with an aggregate amount of NT\$23,119,700,771.

3. Pursuant to Article 209 of the Company Act, it is proposed to release the prohibition on the following Directors from participation in competitive business. For details, please refer to the Handbook of the Annual General Shareholders' Meeting.

Juristic Person Shareholder: Bank of Taiwan Co., Ltd.

Chairman: Chao-Shun Chang

Directors: Kuang-Hua Hu, Yong-Yi Tsai, and Hong-Mo Wu.

4. A Sign-in Card and a Proxy are attached herewith. Shareholders who propose to attend the Meeting in person are required to sign or seal to the Sign-in Card 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 and address of the proxy. The completed Proxy must be delivered to the Company's stock affairs agent, Yuanta Securities Co., Ltd., at B1, No. 210, Sec. 3, Chengde Road., Taipei 10366, at least five days prior to the date of the Meeting.
5. The Registrar & Transfer Agency Department, Yuanta Securities Co., Ltd. has been appointed as the agent for proxy tallying and verification.
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 19, 2020. For such information, shareholders may visit the website <https://free.sfi.org.tw> and use its "Proxy Information Free Search System" and then enter relevant search conditions.
7. For other information required by Article 172 of Company Act, Please log in Market Observation Post System (website: <https://mops.twse.com.tw>) and click on Electronic Books/Annual Report and Shareholders' Meetings.
8. Voting rights of the Meeting may be exercised via electronic means from May 20, 2020 to June 16, 2020. Please log in the "Electronic Voting Platform for Shareholders" of the Taiwan Depository and Clearing Corporation (website: <https://www.stockvote.com.tw>), and vote according to the relevant instructions.
9. In case there is any change to meeting location due to the COVID-19 pandemic, we will announce the change under the material information section of the Market Observation Post System.

Board of Directors

Mega Financial Holding Co., Ltd.

This document is prepared in accordance with the Chinese version and is for reference only. In the event of any discrepancy between the English version and the Chinese version, the Chinese version shall prevail.