

Material Information (2884 E.S.F.H)

SEQ_NO	4	Date of announcement	2022/03/11	Time of announcement	17:49:44
Subject	Board of Directors approved the convening of the 2022 Annual Shareholders' Meeting (Method of Convening the Meeting: Hybrid Shareholders' Meeting)				
Date of events	2022/03/11	To which item it meets	paragraph 17		
Statement	<p>1.Date of the board of directors' resolution:2022/03/11</p> <p>2.Shareholders meeting date:2022/06/17</p> <p>3.Shareholders meeting location:The Taipei Herohouse, No.20, Sec. 1, Changsha St., Taipei City, Taiwan</p> <p>4.Shareholders meeting will be held by means of (physical shareholders meeting/ visual communication assisted shareholders meeting / visual communication shareholders meeting):visual communication assisted shareholders meeting</p> <p>5.Cause for convening the meeting (1)Reported matters: (1)Report on the state of business for fiscal year 2021 by the President. (2)Report on the inspection and auditing of the final account for fiscal year 2021 and communications with internal auditing officers by the Audit Committee. (3)Amendment of the "Corporate Social Responsibility Best Practice Principles" and rename to "Sustainable Development Best Practice Principles". (4)Report on the company's project for promoting sustainable development. (5)The status of remuneration distribution to employees and directors. (6)Report on directors' and managers' remuneration policy. (7)Report the adjustment of CPAs.</p> <p>6.Cause for convening the meeting (2)Acknowledged matters: (1)Business reports and financial statements for fiscal year 2021. (2)Proposal of net income distribution for fiscal year 2021.</p> <p>7.Cause for convening the meeting (3)Matters for Discussion: (1)Amendment to article of incorporation. (2)Proposal of capital increase from retained earnings and remuneration to employees. (3)Amendment to the Company's "Procedures for assets acquisition or disposal". (4)Amendment to the Company's "Procedure for Engaging in Derivatives Trading". (5)Amendment to the Rules for Procedure of Shareholders' Meeting.</p> <p>8.Cause for convening the meeting (4)Election matters:None.</p> <p>9.Cause for convening the meeting (5)Other Proposals:None.</p> <p>10.Cause for convening the meeting (6)Extemporaneous Motions:None.</p> <p>11.Book closure starting date:2022/04/19</p> <p>12.Book closure ending date:2022/06/17</p> <p>13.Any other matters that need to be specified: (1)According to article 172-1 of Company Law,if any shareholder holding 1% or more of the total number of outstanding shares would like to propose in this general shareholders' meeting, the acceptance period, methods and location for accepting proposals are as follows: i. Acceptance period:2022/04/01~2022/04/13 05:00pm. ii. Acceptance methods:In person, by post or electronic means. (stock@esunfhc.com) iii. Acceptance location:E.SUN FINANCIAL HOLDING COMPANY, LTD., General Administration Division-Administration Department. (Stock affair department) (Address :1F.,No.115 ,Sec. 3,Mingsheng E. Rd.,Taipei City, Taiwan) (2)Hybrid shareholders' meeting time: 09:00 AM, 2022/06/17 (3)Relevant matters for convening hybrid shareholders' meetings: i. Hybrid shareholders' meetings will be convened in accordance with Article 172-2 of the Company Act and Chapter II-2 of the Regulations Governing the Administration of Shareholder Services of Public Companies. ii. The Company will use the e-Meeting Platform by the Taiwan Depository & Clearing Corporation (TDCC) for this year's shareholders' meeting. Any organization using the e-Meeting Platform are required to be in line with TDCC's operating guidelines, Frequently Asked Questions (FAQ) and</p>				

instructions, as well as all other relevant documents. Please visit the TDCC website for more information.

(<https://www.tdcc.com.tw/portal/zh/page/show/402897967d841dba017e8eea7fc5009c>)

iii. Shareholders who choose to attend shareholders' meetings virtually will be deemed as having attended in person.

iv. Shareholders who intend to participate virtually should, starting from 2022/05/18, complete registrations and sign-ups on the TDCC Stockvote(<https://www.stockvote.com.tw/evote/index.html>) two days prior to the date of their shareholders' meeting (before 2022/06/14). Solicitors or proxy agents who intend to participate virtually should fill out a letter of intent to attend shareholders' meetings via video conferencing and send it in-person or by registered mail to E.SUN FINANCIAL HOLDING COMPANY, LTD., General Administration Division-Administration Department. (Stock affair department)

(Address : 1F., No.115, Sec. 3, Mingsheng E. Rd., Taipei City, Taiwan); the letter of intent should arrive from 2022/05/18 to 16:00, 2022/06/14.

Participants will check in, watch a live stream of the meeting, text questions, and cast their votes at shareholders' meetings.

v. Shareholders, solicitors, or proxy agents who have registered for attending shareholders' meetings virtually but intend to attend physically should withdraw their registration in the same way they have made the registration two days prior to the date of shareholders' meetings. Participants who fail to withdraw their registration by the said deadline can only attend virtually.

vi. Shareholders who have exercised their voting right via written or electronic means but intend to attend shareholders' meetings virtually should withdraw their declaration of intent in the same way they have exercised their voting right two days prior to the date of shareholders' meetings. If participants fail to withdraw their declaration of intent by the said deadline, only the ballots cast via written or electronic means will count.

vii. Shareholders who attend shareholders' meetings virtually and do not withdraw their declaration of intent after exercising their voting right via written or electronic means can only exercise their proposing and voting rights regarding extempore motions. They cannot vote on the original meeting proposals and the amendments to the content of the original meeting proposals, or propose to amend the content of the original meeting proposals.

viii. Shareholders who have appointed proxy agents to attend shareholders' meetings are not allowed to attend themselves, except for relevant provisions stipulated in the Regulations Governing the Administration of Shareholder Services of Public Companies or the Company Act. Shareholders whose Power of Attorney (POA) has arrived at the Company to state that they have appointed proxy agents to attend shareholders' meetings but later intend to attend shareholders' meetings virtually should notify the Company to withdraw their appointment in writing two days prior to the date of shareholders' meetings. If participants fail to withdraw their appointment by the said deadline, only the ballots cast by their proxy agents will count.

ix. In the event that the e-Meeting Platform fails or shareholders have difficulty attending virtually, before the chairperson announces the commencement of shareholders' meetings or during the meetings, due to natural disasters, incidents, or other force majeure, either of the following actions should be taken.

(i) Companies should check the total shares of shareholders that have attended. If the total shares do not reach the legally required number for resolutions in shareholders' meetings after deducting the shares of shareholders that attend virtually, then the meetings should be adjourned. The Company will postpone or reconvene their meeting on 2022/06/22 at 09:00AM in The Taipei Herohouse, No.20, Sec. 1, Changsha St., Taipei City, Taiwan. Shareholders who have been listed on the shareholders register by the book closure date are entitled to attend shareholders' meetings. The Company will not resend their meeting notice.

(ii) If the results of all motions have been announced and the extempore motion session is not implemented, all motions of the shareholders' meeting will be regarded as completed and the meeting will not be reconvened.

x. In the event that the said shareholders' meetings are to be postponed or reconvened, the Company will issue a Significant Announcement onto the Market Observation Post System (MOPS).

(4) For this Meeting, Shareholders are allowed to exercise voting rights electronically, electronic voting period starts from 2022/05/18 to 2022/06/14, please vote according to the instructions via Taiwan Depositor & Clearing Corporation "Stock Vote" website. (<https://www.stockvote.com.tw>)

(5) A same person or same affiliated person who individually, jointly, or collectively acquires shares representing more than 5% of the voting rights of E.SUN FHC shall report to the Financial Supervisory Committee ("FSC") within 10 days after such share acquisition.

The same procedure shall also apply to each cumulative increase or decrease in the shares of the same person or same affiliated person by more than 1% thereafter, once exceeding the 5% threshold.

A same person or same affiliated person who proposes to individually, jointly, or collectively acquires shares representing more than 10%, 25% or 50% of the voting rights of E.SUN FHC shall apply to the FSC for prior approval respectively.

A third party, who holds shares for the same person or same affiliated person based on trust, delegation or other contractual relationship, agreement, and authorization, shall be treated as the same affiliated person. (Please refer to Article 4, 5 and 16 of Financial Holding Company Act)