

**Report of Organizational Actions
 Affecting Basis of Securities**

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name E.Sun Financial Holding Co., Ltd.		2 Issuer's employer identification number (EIN)	
3 Name of contact for additional information Davis Tsai	4 Telephone No. of contact +886.2.2175.1313 Ext:7235	5 Email address of contact davis-01219@email.esunbank.com.tw	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 13F, No. 117, Sec 3, Minsheng E. Road		7 City, town, or post office, state, and Zip code of contact Taipei, 10546, Taiwan	
8 Date of action September 28, 2012	9 Classification and description Global Depository Shares ("GDSs")		
10 CUSIP number 26915N207 / 26915N108	11 Serial number(s)	12 Ticker symbol	13 Account number(s)

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ **On July 19, 2012, the Company announced a stock distribution whereby holders of Common Shares (the "Shares") would receive 50 new Shares for every 1000 existing Shares held as of the applicable record date and holders of GDSs would receive 5 new GDSs for every 100 existing GDSs held as of the applicable record date. The record date for holders of Shares was August 17, 2012. The record date for holders of GDSs was August 16, 2012. The effective date for holders of Shares was September 21, 2012 while the effective date for holders of GDSs was September 28, 2012.**

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ **As required by Code Section 307(a), and the U.S. Treasury regulations thereunder, the U.S. tax basis of the Shares previously held by each U.S. holder of Shares (or GDSs) should be allocated between the holder's existing Shares (or GDSs) and the new Shares (or GDSs) received in the distribution based on their respective fair market. The Company has determined that the fair market value of each GDSs as \$14.16 on the GDS effective date. Each holder of Shares (or holders of GDSs) should allocate 95.2381% of its basis in each existing Shares (or GDSs) to each (or GDSs) received in the distribution.**

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶

Please refer to item 15.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶
Please refer to item 15.

Blank lines for listing applicable Internal Revenue Code sections.

18 Can any resulting loss be recognized? ▶ For U.S. federal income tax purposes, the Organization Action will not result in any tax loss for any holders of Shares or GDSS.

Blank lines for providing information regarding loss recognition.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The reportable taxable year is 2012.

Blank lines for providing other necessary information.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature ▶ <i>Magi Chen</i>	Date ▶ 05/11/2012			
	Print your name ▶ Magi CHEN	Title ▶ CFO			
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶	Firm's EIN ▶			
	Firm's address ▶	Phone no.			