

Taishin Financial Holding Co., Ltd.

Director Election Policy

- Article 1 The election of all directors within Taishin Financial Holding Co., Ltd. (the Company) shall proceed according to this policy.
- Article 2 The Company's director elections shall proceed during shareholders' meetings.
- Article 3 Directors shall be elected using the cumulative voting method. Unless elsewhere specified in the Company's Articles of Incorporation, each share shall have the number of votes equivalent to the number of Directors to be elected. Such votes may be cast for one single director or may be allocated among the number of the directors to be voted for.
- Article 4 The company adopts nomination system for independent director elections. The election of non-independent directors shall adopt nomination system starting July 1st, 2015.
Independent directors and non-independent directors shall be elected during the same shareholders' meeting. There shall be separate number of seats for independent and non-independent directors; candidates with the highest votes shall be first assigned to fill independent director positions, followed by non-independent director positions.
The non-voting conditions outlined in Article 178 of the Company Act do not apply to director elections.
- Article 5 Unless elsewhere specified by laws and regulations, Director candidates are not restricted to the Company's shareholders.
Corporate shareholders may appoint one or multiple representatives to be elected as directors.
Persons that meet any of the descriptions outlined in Article 30 of the Company Act and Article 4 of Regulations Governing Qualification Requirements for the Founders or Responsible Persons of Financial Holding Companies and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of a Financial Holding Company may not serve as the Company's directors .
Elected persons shall be removed from such positions upon discovery.
- Article 6 In addition to possessing sound moral principles, at least a certain portion of the Company's elected directors and supervisors must also satisfy one of the eligibility criteria listed in Article 9, Paragraphs 1 and 6 of Regulations Governing Qualification Requirements for the Promoter or Responsible Persons of Financial Holding Companies and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of a Financial Holding Company.
- Article 7 Total registered shares held by the Company's entire board of directors must not aggregate to less than the minimum percentage specified by the authority.

If the elected board of directors hold less than the number of shares specified in the preceding paragraph at the time of election, additional shares must be acquired by general directors to make up for the shortfall within one month after commencing duty.

Should any of the directors transfer their shareholding or are dismissed during the current term of service, therefore causing total shareholding to fall below the minimum stated in Paragraph 1, the general directors shall acquire additional shares to make up the shortfall within the next month.

In the event where directors violate the above rules, shareholders may call a shareholders' meeting in accordance with the Company Act to dismiss all or part of the existing directors and hold a re-election or by-election at the same time.

Article 8 Based on the number of seats predefined in the Articles of Incorporation, candidates with the highest votes shall be assigned to fill independent director positions, followed by non-independent director positions. In situations where there are two or more candidates with the same number of votes but fewer positions to accommodate them, these equally-voted candidates shall have positions randomly assigned to them at the end of the election. Those who are unable to pick the random draw personally shall have the draw picked by the chairperson.

Article 9 (Deleted).

Article 10 Ballots for the director election shall be produced by the Company; each ballot must be printed with the shareholder's ID, the carrying weight of vote, and stamped with the Company's official seal.

Article 11 Before the election begins, the chairperson of the shareholders' meeting shall appoint several ballot examiners and ballot counters to perform duties relating to the election.

Article 12 The ballot box, produced by the Company, needs to be publicly inspected by the ballot examiners before voting commences.

Article 13 When voting, the voter must write down in the "Candidate" column the name of the candidate whom the vote is cast to; shareholder's ID or identification number may also be specified at the same time.

Where the candidate is a government agency or a corporate shareholder, the "Candidate" column must specify the name of the government agency or corporate shareholder.

Where the candidate is a representative of a government agency or a corporate shareholder, the "Candidate" column must specify the name of the representative and the name of the government agency or corporate shareholder and the name of candidate represent.

Article 14 If the sum of votes for the candidate written on ballots is less than the total votes represented in the meeting, the shortfall shall be treated as a waiver of voting rights.

Article 15 If the name of the candidate is inconsistent with the candidate's

shareholder ID or identification number written in the ballot, the candidate's name shall prevail.

Article 16 Ballots are considered void in any of the following circumstances:

1. Ballots that do not comply with this policy.
2. Blank ballots cast into the ballot box.
3. Ballots with unrecognizable writing.
4. The name of the candidate is unidentifiable or does not match the details of the shareholders registry.
5. Ballots that contain writings other than the candidate's name, shareholder ID, and identification number.
6. The candidate's name written in the ballot coincides with other shareholders, but no information such as shareholder ID or ID card number has been provided for identification.
7. Two or more candidates are written on the same ballot, unless the ballot is intended for two or more candidates.
8. Ballots that address the candidates using aliases instead of full names.
9. Ballots that have been cast into the ballot box outside the timeframe specified by the chairperson.

Article 17 Once voting is finished, the chairperson shall announce to have votes counted publicly during the meeting session. The ballot counter will record the number of votes each candidate receives, under the supervision of the ballot examiner. Based on the outcome of the ballot count, shall announce the list of elected directors and the number of votes each receives.

Article 18 All elected directors shall issue a Consent to Appointment within the period notified by the Company; failure to give consent within the required period will be construed as waiver to the elected role.

Article 19 (Deleted)

Article 20 Any details that are not addressed in this policy shall be governed by the Financial Holding Company Act, the Company Act, the Civil Code and other relevant regulations.

Article 21 This policy has been implemented since the Founders' Meeting. Amendments may be made in subsequent shareholders' meetings.

Note:

2001/12/07 Established during the Founders' Meeting.

2006/06/09 The 1st revision was resolved in the 2006 general shareholders' meeting on June 09, 2006 to amend articles 4, 5, 6, 8, 9, 13, 15, 16, and 18.

2015/06/12 The 2nd revision was resolved in the 2015 general shareholders' meeting on June 12, 2015 to amend Title and articles 1 to 10 and 16 to 18.