

Taishin Financial Holding Company Ltd. (Ticker: 2887)
2025 Shareholders' Annual General Meeting Minutes

I. Meeting Information:

- i. Time: 09:00 AM, June 23, 2025 (Monday).
- ii. Location: 2F, No. 118, Sec. 4, Ren-ai Rd., Taipei City, Taiwan (Taishin Financial Holding Tower).
- iii. Quorum: The number of shares in attendance was 11,391,176,613 (10,426,013,624 common shares, 709,162,232 Class E preferred shares, and 256,000,757 Class F preferred shares; the number of shares attending through electronic means was 3,756,365,916). The number of shares in attendance comprised 80.93% of the total outstanding 14,074,216,794 shares (12,976,021,794 common shares, 798,195,000 Class E preferred shares, and 300,000,000 Class F preferred shares), which is equal to the total number of issued shares minus 1,927,518 shares repurchased from dissenting shareholders (including 122,518 common shares and 1,805,000 Class E preferred shares).
- iv. Chairman: Wu, Tong-Liang, Recorder: Huang, Mu-Chuan
- v. Directors present:
Chairman: Wu, Tong-Liang
Independent Directors: Chang, Min-Yu; Wang, Mei-Hua; Kuan, Kuo-Lin
- vi. Attendance: Welch Lin (President), Carol Lai (Chief Financial Officer), Sharon Lin (President of Taishin Bank), Lin, Ching-Miao (legal advisor), Fang, Han-Ni (Accountant of Deloitte & Touche)

II. Meeting Outline:

i. Report Items

- A. The Company's 2024 Business Report.
- B. The Audit Committee's Report on the 2024 Statements, and its communications with the Internal Auditing Officers.
- C. The allocation and distribution of remuneration to directors and employees for 2024.

(The above is noted)

ii. Acknowledgments

A. Acknowledgment of the Company's 2024 Business Report and Financial Statements.

Description:

1. The Company's 2024 Business Report and Financial Statements have been prepared by the Board of Directors and reviewed by the Audit Committee. The Financial Statements of the Company have been audited by CPAs Han-Ni Fang and Ching-Cheng Yang of Deloitte Taiwan, who have issued the Independent Auditors' Report.
2. Please refer to Attachments 1 through 3 of the Meeting Manual for the Company's 2024 Business Report, the Audit Committee Report, the Independent Auditors' Report and Financial Statements.

Resolutions:

The number of shares represented at the time of voting was 10,425,446,802;

votes in favor: 9,710,733,200 (93.14%) (including 2,480,142,620 votes cast electronically);

votes against: 6,092,027 (including 6,092,027 votes cast electronically);

invalid votes: 0; abstentions/no votes: 708,621,575 (including 661,237,473 votes cast electronically).

Given that the number of votes in favor of the proposal exceeded the required quorum, the proposal was approved.

B. Acknowledgment of the Company's distribution of 2024 earnings.

Description:

1. The distribution of earnings is pursuant to Article 40-1 of the Company's Articles of Incorporation.
2. Taishin Holdings recorded NT\$20,064,395,523 in audited after-tax profit for 2024. After adding NT\$9,345,245,306 of beginning undistributed earnings, the Company will provide NT\$29,079,643,604 in distributable earnings in 2024, with the adjustments of several undistributed earnings-related items as below:
 - (1) adding NT\$284,133,836 (the remeasurement amount of the defined benefit plan)
 - (2) adding NT\$825,240,210 (realized gains on the disposal of Fair Value through Other Comprehensive Income instruments)
 - (3) deducting NT\$2,117,376,957 for the 10% Legal Reserve
 - (4) adding NT\$678,005,686 for reversal of the Special Reserve, pursuant to FSC Order Jin-Guan-

Zeng-Fa No. 1090150022, dated March 31, 2021, which states that “the company shall set aside as a special reserve the difference between the lump sum of net deduction items of other equities in the current year and the amount provided for the special reserve when firstly adopting the International Financial Reporting Standards and other regulations. If there is a subsequent reversal of the net deduction items of other equities, the reversed part of the special reserve can be distributed.”

3. In accordance with the Company’s Articles of Incorporation, the Company’s 2024 Earning Distribution Plan is proposed as follows:

- (1) NT\$1,784,266,500 of cash dividends for Class E preferred shares and NT\$195,915,000 for Class F preferred shares will be distributed to preferred shareholders in the first place. The aforementioned cash dividend amounts are calculated based on the actual number of issued and outstanding Class E and Class F preferred shares as of March 31, 2025, after deducting the number of dissenting shareholders’ shares repurchased in accordance with Article 12 of the Business Mergers and Acquisitions Act. The same principles of deduction also apply to the figures presented in 3(2).
 - (2) NT\$22,379,759,306 of cash dividends will be allocated to common shareholders. The merger between the Company and Shin Kong Financial Holding Co., Ltd. (hereinafter referred to as “the Merger”) was approved by the FSC under FSC Order Jin-Guan-Yin-Kong-Zi No. 11401336541 on March 31, 2025. Upon completion of the Merger on the merger effective date, the merged entity will be renamed TS Financial Holding Co., Ltd. (“TS Holdings”). Therefore, the distribution of the common share cash dividends will depend on whether the Merger is completed by the ex-dividend date. If the Merger is completed before that date, the distribution will be applied to the shareholders of TS Holdings. Based on the actual number of issued and outstanding common shares as of March 31, 2025, the Company has 12,976,021,794 shares, and Shin Kong Financial Holding has 17,693,831,722 shares. After applying the agreed share exchange ratio, TS Holdings will have 24,866,276,711 shares, with an estimated cash dividend of approximately NT\$0.9 per share. The actual dividend per share will be adjusted based on the number of outstanding common shares on the ex-dividend date, which may be affected by share repurchases,
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transfers, conversions, cancellations, capital increases, or other factors prior to the ex-dividend date. However, the total distribution amount will remain unchanged.

4. The Board of Directors has authorized the Chairman to set the ex-dividend date and the payment date for the distribution of cash dividends for Class E and Class F preferred shares, as well as for common shares.
5. Please refer to Attachment 5 of the Meeting Manual for the 2024 earnings distribution. Contents and figures are subject to the competent authority's approval.

Resolutions:

The number of shares represented at the time of voting was 10,425,446,802;

votes in favor: 9,722,667,543 (93.25%) (including 2,492,185,691 votes cast electronically);

votes against: 5,388,581 (including 5,279,853 votes cast electronically);

invalid votes: 0; abstentions/no votes: 697,390,678 (including 650,006,576 votes cast electronically).

Given that the number of votes in favor of the proposal exceeded the required quorum, the proposal was approved.

【The Record of Proceedings】

Chairman reading the speech note of shareholder 000328048: Shareholder account number 000328048 inquired whether there will be earnings after the merger and asked about the estimated EPS. President Welch Lin, please reply.

President Welch Lin's Response: Due to the planned merger with Shin Kong Financial Holdings and the pending new share issuance, Taishin Financial Holdings is in the quiet period, and for compliance reasons no financial forecast can be made. On a side note, each of Taishin and Shin Kong possesses unique market advantages, including Taishin Bank's leading digital financial services, Shin Kong Life's large customer base and solid products, and the two securities subsidiaries' respective scale advantages and competitiveness. The merger forges a strong alliance between these two powerhouses, and the post-merger integration is expected to accelerate synergy realization, delivering positive results for shareholders.

Chairman's Response: After the merger this year, a cash dividend of approximately NT\$0.9 per common share will be distributed. The recipients are shareholders of the merged TS Financial Holdings, including shareholders of both Taishin and Shin Kong FHC.

iii. Discussions

A. Amendments to the “Articles of Incorporation”.

Description:

1. According to amendments made to the Securities and Exchange Act, a company shall specify in its articles of incorporation that a certain percentage of its annual earnings shall be allocated for salary adjustments or compensation distributions for its non-executive employees; therefore, the Board has proposed changes to Article 40 of the Company’s Articles of Incorporation.
2. Please refer to Attachment 6 of this manual for the full text of the unamended “Articles of Incorporation”

Article	Amended Articles	Original Articles	Notes
Article 40	<p>0.01% provision of the Company’s current year profit shall be made as employee bonus, <u>80% of which shall be allocated to non-executive employees</u>; the Board of Directors shall decide to distribute the bonus in the form of shares or cash. The employee bonus can also be distributed to employees of affiliated companies that meet the criteria specified in the Company Act. The Company may also make provision for director remuneration of no more than 1% of the aforementioned profit. The Company shall first make up the accumulated deficits, if any, before allocating any profit to employee bonus and director remuneration. Employee bonus and director remuneration proposals shall be presented to the Shareholders’ Meeting.</p>	<p>0.01% provision of the Company’s current year profit shall be made as employee bonus, and the Board of Directors shall decide to distribute the bonus in the form of shares or cash, which can also be distributed to employees of affiliated companies that meet the criteria specified in the Company Act. The Company may also make provision of director remuneration no more than 1% of the aforementioned profit. The Company shall first make up the accumulated deficits, if any, before allocating any profit to employee bonus and director remuneration. Employee bonus and director remuneration proposals shall be presented to the Shareholders’ Meeting.</p>	<p>Amendments have been made to conform to the amended Section 6 of Article 14 of the Securities and Exchange Act and FSC Order Jin-Guan-Zeng-Fa No. 1130385442, which stipulates that a company shall specify in its articles of incorporation that a certain percentage of its annual earnings shall be allocated for salary adjustments or compensation distributions for its non-executive employees.</p>

Resolutions:

The number of shares represented at the time of voting was 10,425,446,802;

votes in favor: 9,720,425,748 (93.23%) (including 2,489,846,012 votes cast electronically);

votes against: 6,964,342 (including 6,964,342 votes cast electronically);

invalid votes: 0; abstentions/no votes: 698,056,712 (including 650,661,766 votes cast electronically).

Given that the number of votes in favor of the proposal exceeded the required quorum, the proposal was approved.

【The Record of Proceedings】

Chairman reading the speech note of shareholder 00075635: Shareholder account number 00075635 inquired about the Bank's measures for dealing with the rising tensions across the Taiwan strait. Taishin Bank President Sharon Lin, please reply.

Taishin Bank President Sharon Lin's response: Taishin Bank's investment and lending portfolios take into account changing global macroeconomic indicators. Regular reviews are conducted to monitor concentration indicators at sectoral, credit rating, and country levels. In recent years, the bank has gradually reduced its credit exposure and investment in China, and the associated risks are controllable. Taishin Bank's credit policy is fairly conservative when compared to its peers, and the investments are primarily made in financial bonds of investment-grade and above.

iv. Special Motions: N/A.

v. Adjournment: 09:43 AM, June 23, 2025.

Chairman: Wu, Tong-Liang

Recorder: Huang, Mu-Chuan
