

## **Cathay Financial Holding Co., Ltd.**

### **Notice of 2023 Annual General Shareholders' Meeting**

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.

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I Shareholders meeting date: 2023/06/09(Friday)

Shareholders meeting time: 9:00 A.M.

Shareholders meeting location: Cathay Financial Conference

Hall at 1F, No. 9 Songren Road, Taipei, Taiwan, R.O.C.

Method of convening the meeting: hybrid shareholders' meeting

The key contents covered are in the agenda below:

1. Report Matters:

(1) Business Report for 2022

(2) Audit Committee Report

(3) 2022 report on compensation to Employees and Directors of the Company

2. Acknowledged matters :

(1) Acknowledgement of Business Operations Report and Financial Statements for 2022

(2) Acknowledgement of earnings distribution for 2022

3. Matters for Discussion:

(1) Discussion on the Company plans to distribute cash with capital surplus and legal reserve

(2) Discussion on the Corporation's proposal to raise long-term capital

4. Provisional Motion(s):

II. According to the provision of Article 241 of the Company Act, it is proposed to (1) appropriate an amount of NT\$13,202,289,116 with the capital surplus gained from the issuance of common shares at an amount exceeding the face value. If the Company's common

shares of 14,669,210,128 shares are used for calculation, an amount of NT\$0.9 per share is to be distributed in cash;

(2) appropriate an amount of NT\$3,390,924,000 with the legal reserve; if the Company's Type A preferred shares of 833,300,000 shares are used for calculation, an amount of NT\$2.28 per share is to be distributed in cash; if the Company's Type B preferred shares of 700,000,000 are used for calculation, an amount of NT\$2.13 per share is to be distributed in cash.

- III. If the Company subsequently repurchases or transfers, converts or cancels the Company's shares according to Article 28-2 of the Securities and Exchange Act, or issues new shares due to issuance of depository receipts or other reasons, such that there is any change to the number of outstanding common shares on the legal reserve or capital surplus cash distribution base date, the aforementioned shareholders' cash distribution ratio shall be adjusted according to the actual number of outstanding common shares of the Company on the legal reserve or capital surplus cash distribution base date..
- IV. In accordance with the Company Act, April 11, 2023 to June 9, 2023 is book closure period.
- V. If Any matter under Article 172 of the Company Act shall be described the essential contents in the notice of the reasons for convening the shareholders meeting. Therefore, we hereby propose to approve the releasing of the prohibition on directors from participation in competitive business to the shareholders' meeting in accordance with Article 209 of the Company Act, and we also propose to release the prohibition on the earnings of such act not being regarded as earnings of the Company.

Please visit Market Observation Post System to find the related content (website : <http://mops.twse.com.tw/mops/web/index>) and download the Meeting Agenda for reference.

- VI. Enclosed please find one copy of the shareholder attendance notice for the Annual General Meeting of Shareholders and a proxy

form. If you can't participate in the Annual General Shareholders' Meeting, voting rights of the Annual General Meeting of the Shareholders may be exercised via electronic means from May 10, 2023 to June 6, 2023.

Please log in through the "Electronic Voting Platform for Shareholders" at the website of Taiwan Depository and Clearing Corporation (<http://www.stockvote.com.tw>) and vote by following the relevant instructions.

If you wish to attend the meeting in person, please sign or stamp your personal chop on such notice. If you wish to delegate a proxy to attend the meeting, please sign or stamp your personal chop on the proxy form, properly fill in the name of your proxy and deliver (mail) the same (which must be delivered within five (5) days prior to the meeting) to the Company.

The proxy statistics & verification institution of the Corporation is the Corporation's Administration Department, Stock Registration Division. The time to exercise your sign-in for the meeting: 8:20 a.m., at the location where is the same as the meeting place.

- VII. In accordance with Article 7-2 of the Articles of Incorporation, shareholders of preferred stocks do not have the right to vote. of the Company Act. However, they will have to right to vote in shareholders' meetings of preferred shares or shareholders' meetings that involve the rights and obligations of shareholders of preferred shares. Therefore, Shareholders of preferred shares shall have the right to vote only in Discussion on the company plans to "Discussion on the Company plans to distribute cash with capital surplus and legal reserve" and "Discussion on the Corporation's proposal to raise long-term capital".
- VIII. If proxy is solicited, the Corporation will upload related information from solicitors to the website of the Securities and Futures Institute before May 9, 2023. Please check the website for further information.
- IX. Your action as required shall be very much appreciated.
- X. Shareholders who choose to attend shareholders' meeting

virtually will be deemed as having attended in person.

- XI. Shareholders who plan to attend the meeting virtually must sign up for it and register such attendance on the TDCC e-Meeting Platform between 2023/05/10 and 2023/06/06. The said process can be completed by scanning the QR Code above with mobile devices. Once shareholders complete the check-in process, they are deemed as having attended in person. solicitors or proxy agents who intend to participate virtually should fill out a letter of intent to attend shareholders' meeting via video conferencing and send it to B1, No.296, Sec. 4, Ren-ai Rd, Da-an District, Taipei City 106, Taiwan (R.O.C.) (Stock Registration Office of Cathay FHC); the letter of intent should arrive before 16:00 P.M., 2023/06/9. Participants will check in, watch a live stream of the meeting, text questions, and cast their votes at shareholders' meeting.
- XII. Where a virtual shareholders meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. Please visit the TDCC website for more information.
- XII. Shareholders who did not register to attend the shareholders' meeting via visual communication, may not attend the postponed or continued meeting.
- XIII In the event where disruptions to the visual communication platform or participation in the meeting via visual communication occur due to natural disasters, incidents, or other force majeure events, and such disruptions last for more than 30 minutes and are unresolvable in a manner such that the meeting cannot be continued via visual communication, but the total shareholding attending the meeting deducting those attending via visual communication exceeds the statutory quorum, the meeting shall continue, and the shareholdings of the shareholders, solicitors, or proxies attending via visual communication shall be included in the total number of

shares present at the meeting, but abstain on all motions.

- XIV If all the motions have been announced, but when an interim motion is made, it will be regarded as all the resolutions of the ordinary shareholders' meeting have been completed, and the meeting will not be continued.
- XV 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 force majeure events, 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 2023/06/12 at 9:00 A.M. in Cathay Financial Conference Hall at 1F, No. 9 Songren Road, Taipei, Taiwan, R.O.C. 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. The Company will issue a Significant Announcement onto the Market Observation Post System (MOPS).
- XVI. For matters not covered, please refer to the Regulations Governing the Administration of Shareholder Services of Public Companies and related regulations.

Board of Directors

Cathay Financial Holding Co., Ltd.