

# The Shanghai Commercial & Savings Bank, Ltd.

## Minutes for the 2021 Annual General Meeting of Shareholders

Meeting Time : July 05, 2021, at 2:00 PM

Place : 2F, No. 6, Sec. 3, Minsheng East Road, Taipei, Taiwan

Attendance: The total outstanding shares of the Company are 4,481,603,140 shares. After subtracting the reserved shares of shareholders in Mainland China 582,420,149 shares and the shares of a subordinate company 11,397,439 shares, the net shares are 3,887,785,552 shares. The shares represented by the shareholders present at the meeting in person or by proxy are 2,756,618,699 shares (including 1,003,334,560 shares represented by the shareholders by means of electronic voting method), representing 70.905% of the total issued shares of the Company (Net shares).

Chairman: Yih-Pin Chen     Minutes taken down by Shiu-Yen Lin

Attending :

Director: John Con-Sing Yung

President: Chih-Hung Lin

Attorney : HOPKINGS TSAI, Li Mo & Associates Attorneys-at-Law

CPA : Chun-Hung Chen , CPA from Deloitte & Touche, Taiwan

1. Announced the commencement of the Meeting (Report of the number of shares represented by shareholders present at the meeting, Chairman's announcement of the commencement of the Meeting)
2. Chairman's Remarks(omitted)
3. Report Items
  - (1). The 2020 Business Report. (Proposed by the Board of Directors, Please refer to the Attachment for the Business Report)
  - (2). The 2020 Audit Committee's Review Report. (Proposed by the Board of Directors, Please refer to the Attachment for the Review Report)
  - (3). The 2020 Directors and Employees Remuneration Distribution Report. (Proposed by the Board of Directors, Please refer to the Attachment for Handbook for the Annual General Meeting of Shareholders)
  - (4). The Company's Bank Debentures Issued in 2020 Report. (Proposed by the Board of Directors, Please refer to the Attachment for Handbook for the Annual General Meeting of Shareholders)

Statement Summary :

Shareholder (No.101656) expressed his opinions about the annual turnover decreased, why the amount of bad debts, commitments and guarantee liability reserves increased instead.

Shareholder (No.93359) expressed her opinions that the increase of the bad debt provision will cause shareholders to worry about the poor quality of the loans. Please strengthen the control of the quality of the loans; inquire about the rights and interests of the original shareholders of the mainland; it is recommended to strengthen the deployment in the mainland, and hope to establish a branch in Shanghai in the future.

The above questions were responded by the chairman and assigned relevant personnel.

Above Reports noted

4. Ratification Items

- (1). Agenda : To accept 2020 Business report and Financial statements. (Proposed by the Board of Directors)

Explanation :

The 2020 Financial Reports of the Company were audited by Chun-Hung Cheng, CPA, and Tzu-Jung Kuo, CPA, both of Deloitte Taiwan. These Financial and Business Reports have been approved by the Board and reviewed by the Audit Committee. The 2020 Business Report and the above-mentioned Financial Reports are attached to Handbook for the 2021 Annual General Meeting of Shareholders.

Resolution:

This proposal is approved by vote as the following. The chairman declared this proposal is approved by vote.

( ) voting by electronic voting method

Total Votes	Approval Votes	Disapproval Votes	Invalid Votes /Abstention Votes/No Votes
2,756,980,066	2,559,543,486 (815,296,769)	387,887 (387,887)	197,048,693 (187,649,904)
100%	92.839%		

(2). Agenda : To approve the Proposal for Distribution of 2020 Earnings. (Proposed by the Board of Directors)

Explanation :

1. Pursuant to Article 228, Paragraph 1 of the Company Act, Article 50, Paragraph 1 of the Banking Act of the Republic of China and Article 37 of the Articles of Incorporation of the Company, the Company's earnings for 2020 are proposed to be distributed.
2. The beginning unappropriated retained earnings for 2020 amounted to NT\$11,980,652,550. After adding net income after tax for the period NT\$13,462,945,405, and deducting the actuarial loss of NT\$105,248,684 on remeasurements of defined benefit plans, and deducting the disposal loss of NT\$225,261,082 on equity instruments measured at fair value through other comprehensive income, and deducting the adjustment of NT\$200,034,819 resulting from equity transaction of subsidiary, the adjusted unappropriated retained earnings for 2020 amounted to NT\$12,932,400,820.
3. Pursuant to the Article 50, Paragraph 1 of the Banking Act of the Republic of China and the Ministry of Economic Affairs' Jing-Shang-Zi No.10802432410 letter, dated January 9, 2020, after setting aside 30% legal reserve of NT\$3,879,720,246, the total retained earnings available for distribution for 2020 amounted to NT\$21,033,333,124. It is planned to distribute cash dividend of NT1.70 per common share with the total amount of NT\$7,618,725,338. (For the Earnings Distribution Plan for 2020, please see this Handbook for details)
4. It is planned to give priority to handle all kinds of distributions with earnings in 2020. The cash dividends are distributed pro rata and are rounded down to the nearest whole number. The fractional balance of dividends less than NT\$1 will be summed up and recognized as other income of the Company.
5. Once resolved at the Annual General Meeting, the Board of Directors is authorized to set the ex-dividend date.
6. If, subsequently due to capital increase or decrease, buying back (selling) the shares of the Company, etc., the number of shares outstanding on the record date are affected, and the common share dividend payout ratio is changed therefore, it is planned that the Board of Directors is authorized to handle matters regarding the change of payout ratio.
7. It is also proposed to authorize the Board of Directors to revise the plan due to changes of law and regulations, market conditions and circumstances, or receiving instructions from government authorities.

## Statement Summary :

Shareholder (No.93359) expressed her opinions about the differences between overseas branches in the annual report and mainland investment business branches; how to account for and protect the rights and interests of original shareholders in mainland China.

The above questions were responded by the chairman and assigned relevant personnel.

## Resolution:

This proposal is approved by vote as the following. The chairman declared this proposal is approved by vote.

( ) voting by electronic voting method

Total Votes	Approval Votes	Disapproval Votes	Invalid Votes /Abstention Votes/No Votes
2,756,980,066	2,558,768,961 (814,515,244)	3,319,281 (3,319,281)	194,891,824 (185,500,035)
100%	92.811%		

## 5. Election

(1).Agenda : The term of the directors of the board of the Company has expired and it is proposed for re-election. (Proposed by the Board of Directors)

### Explanation :

1. The term of office of the current (20th) directors of the Company expires on June 14, 2021, and the re-election shall be held at the annual shareholders' meeting this year. According to Article 195 of the Company Act, in case no election of new directors is effected after expiration of the term of office of existing directors, the term of office of out-going directors shall be extended until the time new directors have been elected and assumed their office.
2. In accordance with Article 20 of the Articles of Incorporation of the Company, the Bank shall have 9~15 directors to organize the board of directors. The candidate nomination system shall be adopted for the election of directors under the Company Act and relevant laws and/or regulations, and directors shall be elected from the list of director candidates by shareholders in the shareholders' meeting. The 21st term of directors elected in this year's annual shareholders' meeting is set at 9 seats, of which 3 are independent directors. The list of candidates for directors (including independent directors) was reviewed and

passed by the Company's board of directors on March 27, 2021.

3. The election of directors shall be handled in accordance with the " Rules for Election of Directors" set by the Company and relevant laws and regulations. Newly elected directors, in accordance with Article 21 of the Articles of Incorporation of the Company, have an office term of 3 years. They shall take office after the election in the shareholders' meeting. The term of office is from June 15, 2021 to June 14, 2024.
4. The list of candidates for the 21st term of directors (including independent directors) and the Company's " Rules for Election of Directors " are attached, as detailed in this handbook.
5. Please vote.

【Supplementary explanation: Due to the pandemic, this shareholders' meeting was postponed from 6/15 to 7/5. According to the Taiwan Stock Exchange Corporation's "Q&A collection of matters listed companies should pay attention to when postponing the shareholders' meeting due to the impact of the COVID -19", the no. 5, 6 and 13 questions explain that there is no need to modify the materials of the shareholders' meeting, but the term of office of the new directors shall be calculated starting from the actual re-election date. The term of office of the newly elected directors in the meeting is therefore from July 5, 2021 to July 4, 2024.】

THE CHAIRMAN ANNOUNCES THE ELECTION RESULT :

The list of elected directors and the number of votes are as follows:

Director/Independent Director	Name of Elected	Number of Election Rights
Director	Stephen Ching-Yen Lee	4,071,796,939
Director	Lincoln Chu-Kuen Yung	3,066,449,171
Director	George Chao-Chi Gu	2,664,105,740
Director	John Con-Sing Yung (Representative: Magnetic Holdings Limited)	2,871,751,746
Director	Yi-Jen Chiou	2,599,890,929
Director	Chih-Hung Lin	2,451,121,418
Independent Director	Mu-Tsai Chen	1,338,737,537
Independent Director	Gary Kuo-Lieh Tseng	1,497,955,914
Independent Director	Miles King-Hu Hsieh	1,146,490,731

6. Extempore Motions : None

7. Adjournment : The chairman announced Meeting adjourned (at about 02:54 PM the same day.)

(This Meeting Minutes only recorded a summary of the essential points of the proceedings and the results of the meeting. The content, procedures and shareholder speeches of the meeting are still subject to the audio-visual records of the meeting.)

Chairman: Yih-Pin Chen     Minutes taken down by Shiu-Yen Lin

### **Notice to Readers**

For the convenience of readers, the Minutes have been translated into English from the original Chinese version prepared. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language shall prevail.