



旺旺友聯產物保險股份有限公司  
Union Insurance Co., Ltd.

**Union Insurance Co., Ltd.**  
**Notice of 2020 Annual Shareholders' Meeting**

- I. The 2020 Annual General Shareholders' Meeting will be held on 09:00 AM June 24, 2020 (Wednesday) in International Reception Hall, The Grand Hotel, 2F, No.1, Sec. 4, Zhong-Shan North Road., Taipei City
- II. Main content of the meeting:
  - (I) Matters to be reported: 1. 2019 Business Reports and Financial Statements; 2. Audit Committee's Review Report on the 2019 Financial Statements; 3. 2019 Employee and Director Remuneration Distribution Report; and 4. Amendments of the "Procedures of the Company's Funds in Special Projects, Public Utilities and Social Welfare Enterprises".
  - (I) Proposals: 1. Adoption of the 2019 Financial Statements.; 2. Adoption of the proposal for 2019 Earnings Distribution Report.
  - (II) Matters to be discussed: 1. Proposal to issue new shares through transferring capital surplus to ordinary shares; 2. To amend certain Articles in the Company's "Articles of Incorporation"; 3. To amend certain Articles in the Company's "Procedures for Election of Directors and Supervisors"; and 4. To amend certain Articles in the Company's "Rules of Procedure for Shareholders Meetings".
  - (III) Discussions.
- III. For the earnings distribution in 2019, the Company's Board of Directors has proposed the following:
  - (I) Cash dividends: NT\$0.88 of cash dividends will be distributed for each share, for a cumulative total of NT\$187,404,800.
  - (II) Share dividends: 10,648,000 new shares will be issued through transfer of capital surplus. NT\$0.5 will be issued for each share.
- IV. According to Article 165 of the Company Act, the assignment/transfer of shares shall be stopped from April 26, 2020 to June 24, 2020.
- V. Where the cause or subject of a meeting of shareholders to be convened includes any contents that shall be explained in accordance with Article 172 of the Company Act, please refer to Market Observation Post System for more information (Website address: <http://mops.twse.com.tw/mops/web/index>). Enter stock code and select Electronic Books—Relevant information of Annual Report and Shareholders' Meeting—Reference for various issues of Shareholder's Meeting.



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- VI. Pursuant to Article 26-2 of the Securities and Exchange Act, the meeting notice for shareholders of less than 1,000 shares may be carried out through announcement thirty days before the meeting date.
- VII. The statics & verification institute of the Company is the Stock Transfer Agent Department of IBF Securities Co., Ltd.
- VIII. In addition to the announcement on the MOPS, one notice of attendance and one proxy are attached. If the Shareholder decides to attend in person, please sign or seal on “registration card for attendance” (Return of the card by post is not required) and take such card to attend the meeting on the meeting date. If the shareholder authorizes the proxy agent to attend the meeting, please sign or seal on the “proxy form” and the registration card for proxy, and submit the “proxy form” to the Stock Transfer Agent Department of IBF Securities Co., Ltd. (address: 4F., No. 199, Sec. 3, Chongqing N. Rd., Datong Dist., Taipei City and telephone: (02)2593-6666) five days before the meeting date, and the department will then send the “registration card for attendance” to the proxy agent. In case the attendance card for proxy has not been received before the meeting, please bring photo identification documents, and apply for reissuance at the meeting venue.
- IX. If any shareholder solicits the proxy, the Company will make solicitation information of solicitors and disclose it on the website of Securities & Futures Institute on May 22, 2020. If the shareholders intend to make inquiry, please enter stock code in “proxy free checking system” of the website (<http://free.sfi.org.tw> ).
- X. In this shareholders’ meeting, the shareholders may exercise their voting power by way of electronic transmission, the period of exercise is from May 23, 2020 to June 21, 2020. Please sign in the shareholders’ meeting electronic voting platform “TDCC STOCKVOTE” on the website of Taiwan Depository & Clearing Corporation and vote in accordance with relevant regulations. (Website address: <http://www.stockvote.com.tw> ).
- XI. Please be advised and follow the foregoing matters.

To all Shareholders,

Sincerely yours,

Board of Directors

Union Insurance Co., Ltd.