

Union Insurance Co., Ltd. 2023 Annual General Meeting Minutes

Time: 9:00 A.M., July 7 (Wednesday), 2023

Place: International Reception Hall, The Grand Hotel, 2F, No.1, Sec. 4, Zhong-Shan North Road., Taipei City

Form of Shareholders' Meeting: Physical

Attendance: The total number of shares represented by shareholders present in person or by proxy reached 158,557,905 shares (including 2,992,441 voting shares cast electronically), accounting for 71.13% of the Company's 222,904,741 issued voting shares (total of 223,608,000 issued shares minus 703,259 non-voting shares).

Chairman: Chi -Hsiung Hung

Recorders: Tai-Lung Chen; Shu-Min Li

Attendees: Director Hai-Lun Hsu; Director Shih-Wei Hsu; Director Chia-Ying Ma; Director Yung-Tsung Hung; Director Tzu-Ming Liu; Independent Director Tung-Liang Wang; Independent Director Yu-Feng Ma; Certified Public Accountant Cheng-Yen Wu

I. Call the Meeting to Order: (The total number of shares represented by shareholders present at the meeting in person or by proxy reached a quorum; the Chairperson called the meeting to order.)

II. Chairperson Takes Chair: (omitted).

III. Matters to Be Reported

(I) 2022 Business Report and Financial Statements:

[For details, please refer to the Company's 2022 Business Report and Financial Statements as set out in Attachments I to III]

Noted

(II) The Audit Committee's Review Report on 2022 Financial Reports

[The Audit Committee's Review Report is set out in Attachment IV]

Noted

(III) Report on distribution status of 2022 employees' compensation and Directors' remuneration:

In accordance with provisions in Article 35-1 of the Company's Articles of Incorporation, if the Company has gained profits within a fiscal year, 1% to 5% of the profits shall be allocated as the employees' compensation, and no more than 5% of the profits shall be allocated as the Directors' compensation. However, if there are still accumulated losses, certain profits shall first be allocated to make up for accumulated losses, then the remaining balance shall be made available to allocate any bonuses or compensations.

The Company's pre-tax loss before the allocation of the employees' compensation and the Directors' compensation in 2022 was NT\$1,322,629,712. In accordance with the Company's Articles of Incorporation, the employees' compensation and the Directors' compensation will not be distributed.

Noted

- (IV) Report on the Company's losses amount to one-half of the paid-in capital:

As of December 31, 2022, the Company has accumulated losses of NT\$1,120,584,065 after being audited by CPAs, which has reached half of the paid-in capital. It was submitted and reported to the shareholders' meeting in accordance with the Company Act.

Noted

- (V) Report on amendment to Rules of Procedure for Board of Directors Meetings:

[The Comparison Table of the Amendments to the "Rules of Procedure for Board of Directors Meetings" is set out in Attachment V]

Noted

- (VI) Amendment to the Operating Procedure of the Company's Funds in Special Projects, Public Utilities and Social Welfare Enterprises:

[The Comparison Table of the Amendment to "Operating Procedure of the Company's Funds in Special Projects, Public Utilities and Social Welfare Enterprises" is set out in Attachment VI]

Noted

- (VII) Establishment of Rules of Operating Procedure for Financial and Business Transactions between the Company and Related Parties:

["Rules of Operating Procedure for Financial and Business Transactions between the Company and Related Parties" is set out in Attachment VII]

Noted

(No questions raised by shareholders in this report)

IV. Proposed Resolutions

Proposal 1: Proposed by the Board of Directors

Subject: Please proceed with the adoption of the Company's 2022 Business Report and Financial Statements.

Explanation:

- I. To handle in accordance with the provisions in Article 20 Paragraph 1, Article 228 Paragraph 1 of the Company Act and Article 36 of the Securities and Exchange Act.
- II. The Company's 2022 Business Report is prepared as in [Attachment I].
- III. The Company's 2022 financial statements certified by CPAs Cheng-Yen Wu and Dan-Dan Zhong of CPA firm KPMG Taiwan are attached as in Attachments [Attachments II to III].

The essentials of the meeting and the method of adopting resolutions:

The host presents the subjects and explains the relevant materials. No questions are expected from the shareholders. Following the chairman's decision, the proposed resolutions will be discussed in sequence, which will be voted together.

Resolution: the motion voting results are as follows:

Votes represented at the time of voting: 158,557,905 votes
(including 2,992,441 votes cast electronically)

Voting Results	% of total votes represented at the meeting
Votes in favor: 158,059,297 votes (including 2,512,833 votes cast electronically)	99.68%
Votes against: 229,922 votes (including 229,922 votes cast electronically)	0.14%
Invalid votes: 0 votes Abstained and non-cast votes: 268,686 votes (including 249,686 votes cast electronically)	0.16%

The motion was voted on and passed as originally proposed.

Proposal 2: Proposed by the Board of Directors

Subject: Please proceed with the adoption of the Company's 2022 loss make-up.

Explanation:

- I. The Company's after-tax loss in 2022 was NT\$1,322,207,769. After adjusting other items and setting aside the special reserve, the loss to be made up at the end of the period was NT\$1,119,611,154 and proposed not to distribute dividends.
- II. Prepare a statement of loss make-up in accordance with Article 36 of the Company's Articles of Incorporation regarding profit distribution.

The essentials of the meeting and the method of adopting resolutions:

The host presents the subjects and explains the relevant materials. No questions are expected from the shareholders. Following the chairman's decision, the proposed resolutions will be discussed in sequence, which will be voted together.

Resolution: the motion voting results are as follows:

Votes represented at the time of voting: 158,557,905 votes
(including 2,992,441 votes cast electronically)

Voting Results	% of total votes represented at the meeting
Votes in favor: 158,124,194 votes (including 2,577,730 votes cast electronically)	99.72%
Votes against: 236,015 votes (including 236,015 votes cast electronically)	0.14%
Invalid votes: 0 votes Abstained and non-cast votes: 197,696 votes (including 178,696 votes cast electronically)	0.12%

The motion was voted on and passed as originally proposed.

Union Insurance Co., Ltd.
Loss Off-Setting Table
For the year 2022

Unit: NT\$

Item	Amount	
	Subtotal	Total
Unappropriated retained earnings at the beginning of the period		438,221,354
Actuarial Gains and Losses Change in the Current Period	53,932,400	
Disposal of equity instrument measured at FVTOCI	481,730	
Reversal of special reserve ^(Note 2)	972,911	
Net Profit After Tax in the Current Period	(1,322,207,769)	
<i>Subtotal</i>		(828,599,374)
Provisions		
Less: Special reserve ^(Note 1)	(291,011,780)	
Loss to be off-set at the end of the period		(1,119,611,154)

Note 1: The special reserves set aside pursuant to provisions in Article 8, 9, and 10 of the "Regulations Governing Insurance Enterprises for Setting Aside Various Reserves" shall be based on the remaining balance after deduction of income tax pursuant to International Accounting Standards No. 12 and be set aside in the account of "Special Reserve" under "Owner's Equity."

Note 2: According to Order No. 10502066461 dated July 13, 2016 issued by the Financial Supervisory Commission, when distributing earnings for fiscal years from 2016 to 2018, the Company shall set aside a special reserve for the "Employee Training and Transformation Plan;" the same amount, when to be withdrawn in later years, may be reversed within the balance of the special reserve.

Chairman:

Manager:

Principal Accounting Officer:

V. Discussions

Proposal 1: Proposed by the Board of Directors

Subject: Amendment to the Company's Articles of Incorporation

Explanation:

- I. According to Article 148-1 of the Insurance Act.
- II. The comparison table of amendments is attached in [Attachment VIII].

The essentials of the meeting and the method of adopting resolutions:

The host presents the subjects and explains the relevant materials. No questions are expected from the shareholders. Following the chairman's decision, the proposed resolutions will be discussed in sequence, which will be voted together.

Resolution: the motion voting results are as follows:

Votes represented at the time of voting: 158,557,905 votes
(including 2,992,441 votes cast electronically)

Voting Results	% of total votes represented at the meeting
Votes in favor: 158,129,487 votes (including 2,583,023 votes cast electronically)	99.72%
Votes against: 230,722 votes (including 230,722 votes cast electronically)	0.14%
Invalid votes: 0 votes Abstained and non-cast votes: 197,696 votes (including 178,696 votes cast electronically)	0.12%

The motion was voted on and passed as originally proposed.

VI. Extempore Motions: The chairman requested all shareholders present at the meeting, and none raised any extempore motion.

VII. Adjournment: 09:20 A.M. of the same day.

Note 1: This Annual General Meeting minutes record only the essentials and the results of the meeting, as required by the Company Act. When it comes to the meeting content, procedures, or any speeches taken place therein, the video record of the meeting shall prevail.

Note 2: The percentage (%) of the votes in favor, against, invalid, abstained, or not cast to total votes represented at the meeting was rounded to two decimal. As such, the sum wouldn't equal 100.00% because there were some decimal digits being rounded up/down.

Attachments 1



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

Business Report of 2022

I. Operating Directions

The Company continues to uphold the spirit of the Group. We regard our employees as important resources; working confidently, we all are one, heart to heart, with the spirit to unite those who are like-minded to create high-performance and share the fruitful results, while creating new business territories to achieve the Company's culture and business concept so that both the Company and the employees may continuously benefit. We strive to promote corporate governance, customer care, talent cultivation, digital upgrading, social welfare, and environmental sustainability as well as actively improve the core capital and risk bearing capacity of the Company, so as to generate shareholder value as the foundation of our sustainable operation. That is all for the Company's colleagues to work hard to follow the business policy.

II. Implementation Overview and Results

In regard to insurance underwriting, the Company has been focusing on actively developing high-quality business, giving comprehensive consideration to risk bearing capacity in order to make appropriate reinsurance arrangements and to improve underwriting capacity year by year. Also, the Company's investment management policy has maintained a good liquidity structure, properly allocating assets to derive steady investment gains.

With the concerted efforts of staff, the Company's insurance premium income reached a record high again, totaling NT\$11.01 billion, an increase of NT\$349 million compared with NT\$10.661 billion in 2021, representing a growth rate of 3.3%. The total premiums in the general insurance market were NT\$220.316 billion, and the Company ranked eighth with a market share of 5%.

At the beginning of 2022, we launched a product to support the public welfare against epidemics, which is expected to serve the function of insurance to make up for the economic loss of people infected with epidemics and isolated. However, due to the rise in the epidemic and the increase in the number of claims, underwriting losses were incurred. The Russian-Ukrainian war, inflationary pressure and the U.S. interest rate hikes, among other unfavorable factors, caused a series of heavy losses in the Taiwan

stock market, resulting in unprofitable investments. Fortunately, the Company is still well-capitalized, paying claims at a normal rate, and its cash flow is safe and secure, and the capital adequacy ratio (RBC) has been maintained at over 400% as required by the competent authorities.

Therefore, Taiwan Ratings recognized the Company as having strong capital and profitability. The Company continued to receive ratings of “twAA/stable” from Taiwan Ratings, and the rating outlook was “stable”. Standard & Poor’s and A.M. Best continued to affirm the Company, granting “A-” and “A- (Excellent)” ratings, respectively, and the rating outlook is “stable”.

III. Operating Revenue

In 2022, premium retained saw a stable growth of 5.7%, an increase of NT\$453 million to NT\$8.448 billion from the NT\$7.995 billion in 2021; premium earned to NT\$8.275 billion, an increase of NT\$462 million from the NT\$ 7.813 billion in 2021, representing a growth rate of 5.9%; investment loss reached NT\$275 million. The overall revenue was NT\$8.5 billion, representing a negative growth rate of 3.5%.

Total operating costs for 2022 were NT\$7.801 billion, up NT\$1.797 billion or 29.9% from the NT\$6.004 billion in 2021. Operating expenses increased slightly by NT\$20 million or 1% to NT\$2.031 billion from NT\$2.012 billion in 2021.

IV. Profitability Analysis

In 2022, the net loss before tax was NT\$1.323 billion, the net loss after tax was NT\$1.322 billion, and the basic earnings per share after tax was NT\$-5.91. Total assets amounted to NT\$18.302 billion, and the net value per share was NT\$21.49, with a net value to total assets ratio of 26.25%.

V. Research and Development

In order to provide insurance products that better meet the needs of consumers, the Company will continue to design product portfolios to enhance the diversity of our insurance products. In recent years, the number of pets kept in Taiwan has increased year by year due to the aging and childlessness issues, and our Company has introduced pet insurance, combining the six mainstream coverages, to cover pet medical expenses, tort liability, search expenses, boarding expenses, funeral expenses and reacquisition expenses. With the official opening of our borders and the resurgence of overseas travels, the demand for medical coverage in the event of a sudden illness abroad has increased. In the new version of Travelers Insurance, we have added the option for people to add overseas sickness coverage that includes statutory infectious diseases, making us the third carrier to sell insurance with statutory infectious disease benefits in Taiwan.

The Company also considers climate related risk as one of the main risks of insurance, continues to refine the related governance and strategies, improves the related risk management and establishes the goal of friendly environment and sustainability year by year. To support the government's "Taiwan 2050 Net Zero Carbon Emission" policy, the Company continues to increase the underwriting capacity of various green energy industry insurance policies, hoping to create a win-win-win situation for society and economy, the insured and the insurer.

In the face of the ever-changing modern technologies, we will enhance the maturity of our information security governance by building a complete information security framework, and optimize our operations with innovative financial technologies to provide better services to our policyholders. In the future, Union Insurance Co., Ltd. will uphold the principles of ethical management and fair treatment of customers, and strive to practice sustainable operations and fulfill corporate social responsibility. With the belief in integrity, safety, and innovation, the Company continues to stand out as the most trusted insurance company by customers.

Chairman:

Manager:

Principal Accounting Officer:

Attachments 2

Independent Auditors' Report

To the Board of Directors of Union Insurance Co., LTD.:

Opinion

We have audited the financial statements of Union Insurance Co., LTD. (“the Company”), which comprise the balance sheets as of December 31, 2022 and 2021, the statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2022 and 2021, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Insurance Enterprises and with the International Financial Reporting Standards (“IFRSs”), International Accounting Standards (“IASs”), Interpretations developed by the International Financial Reporting Interpretations Committee (“IFRIC”) or the former Standing Interpretations Committee (“SIC”) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Assessment of insurance liability

Please refer to Note 4(o) “Insurance liabilities” for the related accounting policy for the years ended December 31, 2022, Note 5(a) for accounting assumptions and estimation uncertainty of insurance liability for the years ended December 31, 2022, and Note 6(n) for details of the assessment of insurance liability.

Description of key audit matter:

The Company measures insurance liabilities in accordance with “ Regulations Governing the Provision of Various Reserves” and relevant administrative rules, of which the judgment of future uncertainty and related hypothetical parameters include claim development factor and expected claim rate used in estimating the claim reserve, as well as the reserve of unearned premium is based on the calculated factors according to characteristics of each insurance type. Above mentioned assessment is involved the exercise of significant professional judgments. Therefore, the valuation of insurance liabilities has been identified as a key audit matter in our audit.

How the matter was addressed in our audit:

Our principal audit procedures included: engaging our internal actuarial specialists to perform relevant audit procedures over insurance liability, inspecting whether the methods and parameters of insurance liabilities are in accordance with insurance related regulations and administrative rules and relevant practical principles set by the Actuarial Institute of the Republic of China; independently establishing models to recalculate the amount of reserves and further comparing the result of recalculation with the one provided by the management; the appropriateness of actuarial assumptions based on internal data or industry experiences with the characteristics of insurance products, performing the changes of insurance liabilities analysis, including understanding of industry and market, and evaluating the rationality of actuarial assumption adopted by the management.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Insurance Enterprises and with the IFRSs, IASs, IFRIC, SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company’ s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance (including the Audit Committee) are responsible for overseeing the Company’ s financial reporting process.

Auditor’ s Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’ s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are WU, CHENG YEN and CHUNG, TAN TAN.

KPMG

Taipei, Taiwan (Republic of China)
March 10, 2023

Notes to Readers

The accompanying financial statements are intended only to present the financial position, financial performance and cash flows in accordance with the accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such financial statements are those generally accepted and applied in the Republic of China.

The independent auditors' audit report and the accompanying financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' audit report and financial statements, the Chinese version shall prevail.

Attachments 3

(English Translation of Financial Statements Originally Issued in Chinese)

UNION INSURANCE CO., LTD.

Balance Sheets December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

Assets	December 31, 2022		December 31, 2021		Liabilities and Equity	December 31, 2022		December 31, 2021	
	Amount	%	Amount	%		Amount	%	Amount	%
11000 Cash and cash equivalents (note 6(a))	\$ 3,067,290	17	3,648,227	19	21000 Accounts payable (note 6(b) and (e))	\$ 1,167,305	7	1,237,685	7
12000 Receivables (note 6(b))	615,306	3	680,984	4	21700 Current tax liabilities	-	-	102,936	-
12600 Current tax assets	7,234	-	-	-	24000 Insurance liabilities (note 6(n))	12,124,121	66	10,958,474	58
14110 Financial assets at fair value through profit or loss (note 6(f))	802,477	4	1,879,359	10	27000 Provisions (note 6(l))	110,113	1	179,077	1
14190 Financial assets at fair value through other comprehensive income (note 6(f))	2,140,676	12	2,080,399	11	23800 Lease liabilities (note 6(j))	11,931	-	18,257	-
14145 Financial assets at amortized cost (note 6(f))	2,733,848	15	1,396,058	7	28000 Deferred tax liabilities (note 6(o))	63,920	-	63,920	-
14180 Other financial assets, net (note 6(f))	1,622,875	9	2,427,420	13	25000 Other liabilities	19,368	-	18,815	-
16700 Right-of-use assets (note 6(i))	11,796	-	18,127	-	Total liabilities	13,496,758	74	12,579,164	66
14200 Investment property (note 6(g))	851,695	5	856,508	4	Equity				
15000 Reinsurance assets (note 6(c))	4,252,018	23	3,860,017	20	31100 Ordinary share (note 6(p))	2,236,080	12	2,236,080	12
16000 Property and equipment (note 6(h))	1,292,268	7	1,262,061	7	33100 Legal reserve (note 6(p))	1,004,854	5	854,366	4
17000 Intangible assets	113,373	1	120,574	1	33200 Special reserve (note 6(n) and (p))	2,750,537	15	2,459,890	13
18000 Other assets	790,755	4	791,203	4	33300 Unappropriated retained earnings (note 6(p))	(1,120,584)	(6)	811,953	4
					34210 Revaluation gains (losses) on investments in equity instruments measured at fair value through other comprehensive income	(66,034)	-	79,484	1
					Total equity	4,804,853	26	6,441,773	34
Total assets	\$ 18,301,611	100	19,020,937	100	Total liabilities and equity	\$ 18,301,611	100	19,020,937	100

See accompanying notes to financial statements.

(English Translation of Financial Statements Originally Issued in Chinese)

UNION INSURANCE CO., LTD.

Statements of Comprehensive Income

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars , Except for Earnings Per Share)

	2022		2021		Change
	Amount	%	Amount	%	%
41000 Operating revenue:					
41110 Written premium	\$ 11,010,365	130	10,661,485	121	3
41120 Reinsurance premium	429,428	5	432,458	5	(1)
41100 Premium	11,439,793	135	11,093,943	126	
51100 Less: Reinsurance expense	2,991,407	35	3,098,508	35	(3)
51310 Net change in unearned premiums reserve	172,942	3	181,957	2	(5)
41130 Retained earned premium	8,275,444	97	7,813,478	89	
41300 Reinsurance commission received	501,408	6	450,664	5	11
41500 Net income (loss) from investments					
41510 Interest income	93,447	1	73,657	1	27
41521 Gain (losses) on financial assets at fair value through profit or loss	(532,748)	(6)	367,578	4	(245)
41527 Realized gains (losses) on financial assets at fair value through other comprehensive income	91,618	1	73,713	1	24
41550 Foreign exchange gains (losses), investments	(1,532)	-	(50)	-	(2,964)
41570 Gains (losses) on investment property	30,172	-	20,801	-	45
41585 Expected credit losses or reversal of expected credit losses of investments (note 6(f))	(452)	-	219	-	(306)
41800 Other operating income	43,513	1	9,851	-	342
Total operating revenue	8,500,870	100	8,809,911	100	
51000 Operating costs:					
51200 Insurance claim payment	6,778,106	80	5,923,882	67	14
41200 Less: Claims recovered from reinsurers	1,561,472	19	1,962,711	22	(20)
51260 Retained claim payment	5,216,634	61	3,961,171	45	
51300 Net change in other insurance liability (note6(n))					
51320 Net change in claim reserve	591,584	7	295,174	3	100
51340 Net change in special claim reserve	(232,820)	(2)	12,878	-	(1,908)
51350 Net change in premium deficiency reserve	396,037	5	-	-	-
51500 Commission expense	1,779,767	21	1,697,771	19	5
51800 Other operating costs	41,888	-	32,459	1	29
51700 Finance costs	7,786	-	4,690	-	66
Total operating costs	7,800,876	92	6,004,143	68	
58000 Operating expenses:					
58100 General expenses	1,647,284	20	1,647,501	19	-
58200 Administrative expenses	356,972	4	396,933	4	(10)
58300 Staff training expenses	2,026	-	1,468	-	38
58400 Expected credit losses or reversal of expected credit losses of non-investments (note 6(b) and (u))	25,122	-	(34,251)	-	173
Total operating expenses	2,031,404	24	2,011,651	23	
Net operating (loss) income	(1,331,410)	(16)	794,117	9	(268)
59000 Non-operating income and expenses	8,781	-	12,144	-	(28)
62000 Net (loss) income before income tax	(1,322,629)	(16)	806,261	9	(264)
63000 Less: Income tax (profits) expenses (note6(o))	(422)	-	109,593	1	(100)
Net (Loss) Income	(1,322,207)	(16)	696,668	8	(290)
83000 Other comprehensive income:					
83100 Components of other comprehensive income that will not be reclassified to profit or loss					
83110 Gains (losses) on remeasurements of defined benefit plans (note 6(l))	53,932	1	19,593	-	175
83190 Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income	(145,037)	(2)	57,205	1	(354)
Components of other comprehensive income that will not be reclassified to profit or loss	(91,105)	(1)	76,798	1	(219)
83000 Other comprehensive income (after tax)	(91,105)	(1)	76,798	1	(219)
Total comprehensive income	\$ (1,413,312)	(17)	773,466	9	(283)
97500 Basic (loss) earnings per share (note 6(q))	\$ (5.91)		3.12		
98500 Diluted (loss) earnings per share (note 6(q))	\$ (5.91)		3.09		

See accompanying notes to financial statements.

(English Translation of Financial Statements Originally Issued in Chinese)
UNION INSURANCE CO., LTD.

Statements of Changes in Equity

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

	Share capital		Retained earnings			Other equity	Total equity
	Ordinary shares	Legal reserve	Special reserve	Unappropriated retained earnings	Unrealized gains (losses) on financial assets measured at fair value through other comprehensive income		
Balance at January 1, 2021	\$ 2,236,080	718,040	2,235,431	599,184	58,458	5,847,193	
Net income	-	-	-	696,668	-	696,668	
Other comprehensive income	-	-	-	19,593	57,205	76,798	
Total comprehensive income	-	-	-	716,261	57,205	773,466	
Appropriation and distribution of retained earnings:							
Legal reserve appropriated	-	136,326	-	(136,326)	-	-	
Special reserve on appropriated-net change in special claim reserve	-	-	224,747	(224,747)	-	-	
Cash dividends of ordinary share	-	-	-	(178,886)	-	(178,886)	
Special reserve on reversal-employee training and transferring plan	-	-	(288)	288	-	-	
Disposal of investments in equity instruments designated at fair value through other comprehensive income	-	-	-	36,179	(36,179)	-	
Balance at December 31, 2021	2,236,080	854,366	2,459,890	811,953	79,484	6,441,773	
Net loss	-	-	-	(1,322,207)	-	(1,322,207)	
Other comprehensive income	-	-	-	53,932	(145,037)	(91,105)	
Total comprehensive income	-	-	-	(1,268,275)	(145,037)	(1,413,312)	
Appropriation and distribution of retained earnings:							
Legal reserve appropriated	-	150,488	-	(150,488)	-	-	
Special reserve on appropriated-net change in special claim reserve	-	-	291,012	(291,012)	-	-	
Cash dividends of ordinary share	-	-	-	(223,608)	-	(223,608)	
Special reserve on reversal-employee training and transferring plan	-	-	(365)	365	-	-	
Disposal of investments in equity instruments designated at fair value through other comprehensive income	-	-	-	481	(481)	-	
Balance at December 31, 2022	2,236,080	1,004,854	2,750,537	(1,120,584)	(66,034)	4,804,853	

See accompanying notes to financial statements.

(English Translation of Financial Statements Originally Issued in Chinese)
UNION INSURANCE CO., LTD.

Statements of Cash Flows

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

	2022	2021
Cash flows from (used in) operating activities:		
Net (loss) income before income tax	\$ (1,322,629)	806,261
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	53,540	51,004
Amortization expense	17,266	17,462
Net loss (gain) on financial assets or liabilities at fair value through profit or loss	544,008	(336,882)
Interest expense	7,786	4,690
Interest income	(93,447)	(73,657)
Dividend income	(102,878)	(104,409)
Net change in insurance liabilities	1,168,019	636,458
Net change in other provisions	(15,032)	(15,373)
(Reversal of) expected credit loss of investments	452	(219)
(Reversal of) expected credit loss of non-investments	25,122	(34,251)
Impairment loss on non-financial assets	2,100	-
Others	(1)	(2)
Total adjustments to reconcile profit (loss)	1,606,935	144,821
Changes in operating assets and liabilities:		
Changes in operating assets:		
Increase in notes receivable	(34,008)	(9,546)
Decrease (increase) in premiums receivable	106,887	(17,930)
Decrease in other receivables	958	9,907
Decrease in financial assets at fair value through profit or loss	532,874	424,066
(Increase) decrease in financial assets at fair value through other comprehensive income	(205,314)	333,290
(Increase) decrease in financial assets at amortized cost	(1,344,501)	40,000
Decrease (increase) in other financial assets	804,545	(305,783)
(Increase) decrease in reinsurance assets	(392,001)	98,728
Increase in current tax assets	(7,234)	-
Increase in other assets	(4,605)	(5,047)
Total changes in operating assets	(542,399)	567,685
Changes in operating liabilities:		
Decrease in other payable	(70,380)	(19,065)
Increase (decrease) in other liabilities	553	(9,306)
Total changes in operating liabilities	(69,827)	(28,371)
Cash (outflow) inflow generated from (used in) operations	(327,920)	1,490,396
Interest received	79,683	73,958
Dividends received	103,169	105,107
Interest paid	(7,786)	(4,690)
Income taxes paid	(102,514)	(6,535)
Net Cash flows from (used in) operating activities	(255,368)	1,658,236
Cash flows from (used in) investing activities:		
Increase in prepayments	(10,230)	(4,977)
Acquisition of property and equipment	(62,193)	(195,863)
Acquisition of intangible assets	(12,803)	(855)
Acquisition of investment properties	-	(375)
Net cash flows used in investing activities	(85,226)	(202,070)
Cash flows from (used in) financing activities:		
Payment of lease liabilities	(16,735)	(15,595)
Cash dividends paid	(223,608)	(178,886)
Net cash flows used in financing activities	(240,343)	(194,481)
Net (decrease) increase in cash and cash equivalents	(580,937)	1,261,685
Cash and cash equivalents at beginning of period	3,648,227	2,386,542
Cash and cash equivalents at end of period	\$ 3,067,290	3,648,227

See accompanying notes to financial statements.

Attachments 4

Union Insurance Co., Ltd.

2022 Audit Committee's Review Report

The Board of Directors has submitted the Company's 2022 business report, financial statements, and earnings distribution, among which the financial statements have been audited by CPA Wu Cheng-Yen and CPA Zhong Dan-Dan of KPMG, to the Audit Committee for review. The aforementioned business report, financial statements, and earnings distribution have been reviewed and determined to be correct and accurate by the Audit Committee. In accordance with relevant requirements of the Securities and Exchange Act and Article of the Company Act, we hereby submit this report.

To:

Union Insurance Co., Ltd.

Convener of the Audit Committee

March 10, 2023

Attachments 5

Union Insurance Co., Ltd. Comparison Table of the Amendment to Board of Directors Rules of Procedures

After Amendment	Before Amendment	Explanation
<p>Article 3</p> <p>The Board of Directors of the Company shall meet at least once every quarter.</p> <p>The reasons for calling a board of directors meeting shall be notified to each director at least seven days in advance. In emergency circumstances, however, a meeting may be called on shorter notice.</p> <p>The notice set forth in the preceding paragraph may be effected by means of electronic transmission, after obtaining prior consent from the recipients thereof.</p> <p>All matters set out in the subparagraphs of Paragraph 1 of Article 12 shall be specified in the notice of the reasons for calling a board of directors meeting; none of them may be raised by an extempore motion.</p>	<p>Article 3</p> <p>The Board of Directors of the Company shall meet at least once every quarter.</p> <p>The reasons for calling a board of directors meeting shall be notified to each director at least seven days in advance. In emergency circumstances, however, a meeting may be called on shorter notice.</p> <p>The notice set forth in the preceding paragraph may be effected by means of electronic transmission, after obtaining prior consent from the recipients thereof.</p> <p>All matters set out in the Subparagraphs of Paragraph 1 of Article 12 shall be specified in the notice of the reasons for calling a board of directors meeting; none of them may be raised by an extempore motion, <u>except in the case of an emergency or legitimate reason.</u></p>	<p>Paragraphs 1 to 3 were not amended.</p> <p>Since the Subparagraphs of Paragraph 1 of Article 12 are about important matters concerning the operation of the Company and should be set forth in the notice of the reasons for calling a board of directors meeting so that the directors can have sufficient information and time to evaluate their proposals before making decisions. The Paragraph 4 is deleted, indicating that the matters set forth in the Subparagraphs of Paragraph 1 of Article 12 shall be set forth in the notice of the reasons for calling a board of directors meeting and none of them may be raised by an extempore motion. In addition, the Company may convene a meeting of the Board of Directors at any time if there is an urgent matter that should be brought up for discussion in accordance with Paragraph 2, so as not to affect the normal operation and business</p>

After Amendment	Before Amendment	Explanation
		of the Company. The emergency board meeting shall be convened at a place and time convenient for the directors to attend in accordance with Article 4, and the contents of the meeting and meeting information shall be sent to the board members together with the notice of convening in accordance with Article 5.
<p>Article 12</p> <p>The following items shall be proposed to the Board of Directors of the Company for discussion:</p> <p>I. Corporate business plan.</p> <p>II. Annual and semi-annual financial statements. However, the semi-annual financial statements are not subject to audit by a CPA as required by law, and there are not covered herein.</p> <p>III. Adoption or amendment of an internal control system pursuant to Article 14-1 of the Securities and Exchange Act, and an assessment of the effectiveness of the internal control system.</p> <p>IV. Adoption or amendment, pursuant to Article 36-1 of the Securities and</p>	<p>Article 12</p> <p>The following items shall be proposed to the Board of Directors of the Company for discussion:</p> <p>I. Corporate business plan.</p> <p>II. Annual and semi-annual financial statements. However, the semi-annual financial statements are not subject to audit by a CPA as required by law, and there are not covered herein.</p> <p>III. Adoption or amendment of an internal control system pursuant to Article 14-1 of the Securities and Exchange Act, and an assessment of the effectiveness of the internal control system.</p> <p>IV. Adoption or amendment, pursuant to Article 36-1 of the Securities and</p>	<p>In accordance with Article 208(1) and (2) of the Company Act, the election of the Chairman of the Board of Directors is the authority of the Board of Directors or the Standing Board of Directors. Although the Company Act does not explicitly state the procedure for the termination of the Chairman of the Board of Directors, it is reasonable to refer to the Ministry of Economic Affairs' Jing Shang Zi No. 09402105990 letter dated August 2, 2005. The manner of termination of the Chairman of the Board of Directors is not explicitly stated in the Company Act, and if not otherwise stipulated in the Articles of Incorporation, the resolution of the Board of Directors or the Standing Board of</p>

After Amendment	Before Amendment	Explanation
<p>Exchange Act, of handling procedures for financial or operational actions of material significance, such as acquisition or disposal of assets, derivatives trading, loaning of funds to others, and endorsements or guarantees for others.</p> <p>V. The offering, issuance, or private placement of any equity-type securities.</p> <p><u>VI. The election and dismissal of the chairman without any executive director in the Board of Directors.</u></p> <p><u>VII.</u> The appointment or discharge of a financial, accounting, or internal audit officer.</p> <p><u>VIII.</u> A donation to a related party or a major donation to a non-related party. However, a public-interest donation of disaster relief for a major natural disaster may be submitted to the following board of directors meeting for retroactive recognition.</p> <p><u>IX.</u> Any matter required by Article 14-3 of the Securities and Exchange Act or any other law, regulation, or by-law to be approved by resolution at</p>	<p>Exchange Act, of handling procedures for financial or operational actions of material significance, such as acquisition or disposal of assets, derivatives trading, loaning of funds to others, and endorsements or guarantees for others.</p> <p>V. The offering, issuance, or private placement of any equity-type securities.</p> <p>VI. The appointment or discharge of a financial, accounting, or internal audit officer.</p> <p>VII. A donation to a related party or a major donation to a non-related party. However, a public-interest donation of disaster relief for a major natural disaster may be submitted to the following board of directors meeting for retroactive recognition.</p> <p>VIII. Any matter required by Article 14-3 of the Securities and Exchange Act or any other law, regulation, or by-law to be approved by resolution at a shareholders' meeting or Submitted board of directors meeting, or any such significant matter as</p>	<p>Directors shall be made by the original elected Board of Directors or the Standing Board of Directors.</p> <p>With reference to the above provisions of the Company Act and the letter from the Ministry of Economic Affairs, a new Subparagraph 6 is added to specify that if the Board of Directors does not have a Executive Director, the election or dismissal of the Chairman of the Board of Directors shall be brought to the Board of Directors for discussion, and the existing Subparagraphs 6 through 8 are moved to Subparagraphs 7 through 9.</p> <p>The Paragraph 2 is amended in line with the Paragraph 1, while the paragraphs 3 to 4 are not amended.</p>

After Amendment	Before Amendment	Explanation
<p>a shareholders' meeting or Submitted board of directors meeting, or any such significant matter as may be prescribed by the competent authority.</p> <p>The term "related party" in Subparagraph 8 of the preceding paragraph refers to a related party as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers.</p> <p>The term "major donation to a non-related party" refers to any individual donation, or cumulative donations within a one-year period to a single recipient, at an amount of NT\$100 million or more, or at an amount equal to or greater than one percent of net operating revenue or five percent of paid-in capital as stated in the financial report audited and attested by independent certified public accountants for the most recent year.</p> <p>Paragraphs 3 to 4 (Omitted)</p>	<p>may be prescribed by the competent authority.</p> <p>The term "related party" in Subparagraph 7 of the preceding paragraph refers to a related party as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers.</p> <p>The term "major donation to a non-related party" refers to any individual donation, or cumulative donations within a one-year period to a single recipient, at an amount of NT\$100 million or more, or at an amount equal to or greater than one percent of net operating revenue or five percent of paid-in capital as stated in the financial report audited and attested by independent certified public accountants for the most recent year.</p> <p>Paragraphs 3 to 4 (Omitted)</p>	

Attachments 6

Union Insurance Co., Ltd. Comparison Table of amendment to the “Application of Procedures for Public and Social Welfare Investment in Projects”

After Amendment	Before Amendment	Explanation
<p>Article 6: The limit for the Company for Public and Social Welfare Investment in Projects is set forth as follows:</p> <p>I. The total amount of investment shall not exceed 10% of the Company's capital. When the Company handles the loan case specified in Paragraph 2 of Article 2, the loan amount shall be calculated in the provisions of this paragraph, and the total amount of loan and investment for the same loan object shall not exceed the 5% of the Company's funds.</p> <p>II. Except for the investees listed in Paragraph 2 of Article 5, the total amount of investment in the same investee shall not exceed the 5% of the Company's funds.</p> <p>III. The investment proportion or capital contribution proportion of the investee shall comply with the following provisions:</p> <p>(I) If the investee is a venture capital enterprise as set out in Subparagraph 4 of Paragraph 2 of Article 5, it shall not exceed</p>	<p>Article 6: The limit for the Company for Public and Social Welfare Investment in Projects is set forth as follows:</p> <p>I. The total amount of investment shall not exceed 10% of the Company's capital. When the Company handles the loan case specified in Paragraph 2 of Article 2, the loan amount shall be calculated in the provisions of this paragraph, and the total amount of loan and investment for the same loan object shall not exceed the 5% of the Company's funds.</p> <p>II. Except for the investees listed in Paragraph 2 of Article 5, the total amount of investment in the same investee shall not exceed the 5% of the Company's funds.</p> <p>III. The investment proportion or capital contribution proportion of the investee shall comply with the following provisions:</p> <p>(I) If the investee is a venture capital enterprise as set out in Subparagraph 4 of Paragraph 2 of Article 5, it shall not exceed</p>	<p>I. This procedure is amended in accordance with the "Regulations Governing Use of Insurer's funds in Special Projects, Public Utilities and Social Welfare Enterprises" issued under the Jin Guan Bao Cai Zi No. 11104916622 order dated on May 20, 2022.</p> <p>II. In order to make a correlation between the operation of capital and the compliance requirements, Item 3-4 of Subparagraph 3 of Paragraph 1 is amended to specify that the Company may apply for the approval of the competent authority in accordance with</p>

After Amendment	Before Amendment	Explanation
<p>25% of the amount of paid-in capital or paid-in capital contribution of the investee.</p> <p>(II) If the investee is a private equity fund listed in Subparagraph 2 of Paragraph 1 of Article 2, it shall not exceed 20% of the amount of paid-in capital or paid-in capital contribution of the investee. However, where the requirements of the competent authority are met, it shall not exceed 25% of the amount of paid-in capital or paid-in capital contribution of the investee.</p> <p>(III) If the investee is listed in Articles 3 and 4, it shall not exceed 45% of the amount of paid-in capital or paid-in capital contribution of the investee. However, those who meet the following conditions and report to the competent authority for approval shall not be subject to this provision:</p> <ol style="list-style-type: none"> 1. The ratio of own capital to venture capital in the latest period complies with the provisions of Paragraph 1 of Article 143-4 of the Insurance Act. 2. The Company has set up independent directors and the Audit Committee, and the investment has been approved by the Board of Directors. 3. There are no major deficiencies in the internal control procedures for the 	<p>25% of the amount of paid-in capital or paid-in capital contribution of the investee.</p> <p>(II) If the investee is a private equity fund listed in Subparagraph 2 of Paragraph 1 of Article 2, it shall not exceed 20% of the amount of paid-in capital or paid-in capital contribution of the investee. However, where the requirements of the competent authority are met, it shall not exceed 25% of the amount of paid-in capital or paid-in capital contribution of the investee.</p> <p>(III) If the investee is listed in Articles 3 and 4, it shall not exceed 45% of the amount of paid-in capital or paid-in capital contribution of the investee. However, those who meet the following conditions and report to the competent authority for approval shall not be subject to this provision:</p> <ol style="list-style-type: none"> 1. The ratio of own capital to venture capital in the latest period complies with the provisions of Paragraph 1 of Article 143-4 of the Insurance Act. 2. The Company has set up independent directors and the Audit Committee, and the investment has been approved by the Board of Directors. 3. There are no major deficiencies in the internal control procedures for the implementation of various funds in the last year, or the 	<p>the proviso of the item by stipulating that the Company has not been subject to significant penalties and sanctions for non-compliance in the use of capital.</p> <p>III. The definition of "major penalties and sanctions" shall be consistent with the definition of "major penalties and sanctions" in Article 2 of the Regulations of the Financial Supervisory Commission on the Public Announcement of Major Penalties for Violation of Financial Acts and Regulations, and paragraph 2 is amended.</p>

After Amendment	Before Amendment	Explanation
<p>implementation of various funds in the last year, or the deficiencies have been corrected and approved by the competent authority.</p> <p>4. Those who have not been severely punished or punished by the competent authority for <u>the use of capital</u> in the past year. However, if the violation has been corrected and approved by the competent authority, this provision shall not apply.</p> <p>5. In the case of non-first-time investment, the investee of the invested capital or the paid-in capital amount of more than 45% shall have no accumulated losses in the latest financial statements, except for the non-governmental institutions stipulated in the Act for Promotion of Private Participation in Infrastructure Projects (hereinafter referred to as the Act for PPP).</p> <p>(IV) For investees other than those set out in the preceding 3 items, it shall not exceed 10% of the amount of paid-in capital or paid-in capital contribution of the investee.</p> <p>IV. The Company may invest within 10% of the total amount of the securitized commodities issued with the items listed in Articles 3 and 4 as the subject matter, and shall not be subject to the investment ratio of the preceding Subparagraph.</p> <p>V. The total amount of the Company's investment in the investee listed in Paragraph 2 of</p>	<p>deficiencies have been corrected and approved by the competent authority.</p> <p>4. Those who have not been severely punished or punished by the competent authority in the past year. However, if the violation has been corrected and approved by the competent authority, this provision shall not apply.</p> <p>5. In the case of non-first-time investment, the investee of the invested capital or the paid-in capital amount of more than 45% shall have no accumulated losses in the latest financial statements, except for the non-governmental institutions stipulated in the Act for Promotion of Private Participation in Infrastructure Projects (hereinafter referred to as the Act for PPP).</p> <p>(IV) For investees other than those set out in the preceding 3 items, it shall not exceed 10% of the amount of paid-in capital or paid-in capital contribution of the investee.</p> <p>IV. The Company may invest within 10% of the total amount of the securitized commodities issued with the items listed in Articles 3 and 4 as the subject matter, and shall not be subject to the investment ratio of the preceding Subparagraph.</p> <p>V. The total amount of the Company's investment in the investee listed in Paragraph 2 of Article 5 shall not exceed the</p>	

After Amendment	Before Amendment	Explanation
<p>Article 5 shall not exceed the 2% of the Company's funds. Major Sanction/penalty as referred to in Item 3-4 of Subparagraph 3 of Paragraph 3 of the preceding article and Item 1-5 of Subparagraph 2 of Paragraph 3 of Article 9 means major sanctions and penalties specified in Article 2 of the "Financial Supervisory Commission's Regulations the Publication of Material Penalties for Violations of Finance Laws". The major rulings and punishments mentioned in Item 3-4 of Subparagraph 3 of the preceding Paragraph and Item 1-5 of Subparagraph 2 of Paragraph 3 of Article 9 refer to the items set forth in Article 2 of the Regulations Governing the Public Disclosure of Major Penalties for Violations of the Financial Act by the Financial Supervisory Commission.</p> <p>Paragraphs 3 to 5 (Omitted)</p>	<p>2% of the Company's funds. Major Sanction/penalty as referred to in Item 3-4 of Subparagraph 3 of the preceding Paragraph and Item 1-5 of Subparagraph 2 of Paragraph 3 of Article 9 means major sanctions <u>and penalties specified in Subparagraph 1 to Subparagraph 12 of Article 2 of the "Financial Supervisory Commission's Regulations on the Publication of Material Penalties for Violations of Finance Laws"</u> or a fine of at least three times the minimum statutory amount for a single violation specified in Subparagraph 13. The major rulings and punishments mentioned in Item 3-4 of Subparagraph 3 of the preceding Paragraph and Item 1-5 of Subparagraph 2 and Paragraph 3 of Article 9 refer to one of the major rulings and punishments listed in <u>Subparagraphs 1 to 12 of Article 2 of the the Regulations Governing the Public Disclosure of Major Penalties for Violations of the Financial Act by the Financial Supervisory Commission, and a fine of more than three times the legal minimum for a single illegal act as referred to in Subparagraph 13.</u></p> <p>Paragraphs 3 to 5 (Omitted)</p>	
<p>Article 9 Paragraphs 1 to 2 (Omitted)</p> <p>If the investee is a case handled in accordance with the Act for PPP and meets the following investment</p>	<p>Article 9 Paragraphs 1 to 2 (Omitted)</p> <p>If the investee is a case handled in accordance with the Act for PPP and meets the following investment</p>	<p>Amended Item 1-5, Subparagraph 2, Paragraph 3 for the same reason as the Note 2 of Article 6</p>

After Amendment	Before Amendment	Explanation
<p>amount and conditions, it may directly handle the investment. However, when the Company makes investments in accordance with Articles 3 and 4, the investee shall implement environmental impact assessment in accordance with the Environmental Impact Assessment Act at the development stage, the following provisions shall not apply:</p> <p>I. The total investment in the same case is less than NT\$ 1 billion and less than 10% of the Company's owner's equity, and the following conditions are met:</p> <p>(I) The ratio of the Company's own capital to venture capital in the latest period shall comply with the provisions of Paragraph 1 of Article 143-4 of the Insurance Act.</p> <p>(II) The investment case shall be submitted to the Board of Directors for approval with the written documents specified in the preceding article on the premise of investment.</p> <p>II. The total investment in the same case is less than NT\$ 5 billion and less than 10% of the Company's owner's equity, and one of the following conditions is met:</p> <p>(I) The Company's financial conditions, corporate</p>	<p>amount and conditions, it may directly handle the investment. However, when the Company makes investments in accordance with Articles 3 and 4, the investee shall implement environmental impact assessment in accordance with the Environmental Impact Assessment Act at the development stage, the following provisions shall not apply:</p> <p>I. The total investment in the same case is less than NT\$ 1 billion and less than 10% of the Company's owner's equity, and the following conditions are met:</p> <p>(I) The ratio of the Company's own capital to venture capital in the latest period shall comply with the provisions of Paragraph 1 of Article 143-4 of the Insurance Act.</p> <p>(II) The investment case shall be submitted to the Board of Directors for approval with the written documents specified in the preceding article on the premise of investment.</p> <p>II. he total investment in the same case is less than NT\$ 5 billion and less than 10% of the Company's owner's equity, and one of the following conditions is met:</p> <p>(I) The Company's financial conditions, corporate</p>	

After Amendment	Before Amendment	Explanation
<p>governance and internal controls meet the following conditions:</p> <ol style="list-style-type: none"> 1. The average ratio of the Company's own capital to venture capital in the latest period and the ratio of its own capital to venture capital in the last two years is more than 250%. 2. The investment case shall be approved by a resolution with the approval of more than 2/3 of the Board of Directors and more than 1/2 of the directors present. 3. Independent directors have been established and the Audit Committee has been established. 4. There are no major deficiencies in the internal control procedures for the implementation of various funds in the last year, or the deficiencies have been corrected and approved by the competent authorities. 5. Those who have not been severely punished or punished by the competent authority for <u>the use of capital</u> in the past year. However, if the violation has been corrected and approved by the competent authority, this provision shall not apply. <p>(II) The investment case meets the financial standards set by the insurance industry association and reported to the competent</p>	<p>governance and internal controls meet the following conditions:</p> <ol style="list-style-type: none"> 1. The average ratio of the Company's own capital to venture capital in the latest period and the ratio of its own capital to venture capital in the last two years is more than 250%. 2. The investment case shall be approved by a resolution with the approval of more than 2/3 of the Board of Directors and more than 1/2 of the directors present. 3. Independent directors have been established and the Audit Committee has been established. 4. There are no major deficiencies in the internal control procedures for the implementation of various funds in the last year, or the deficiencies have been corrected and approved by the competent authorities. 5. Those who have not been severely punished or punished by the competent authority in the past year. However, if the violation has been corrected and approved by the competent authority, this provision shall not apply. <p>(II) The investment case meets the financial standards set by the insurance industry association and reported to the competent</p>	

After Amendment	Before Amendment	Explanation
<p>authority for recordation, and the conditions for the guarantee or risk sharing and dispute settlement mechanism of the host authority of the investment case, and meets the following conditions:</p> <ol style="list-style-type: none"> 1. The ratio of the Company's own capital to venture capital in the latest period shall comply with the provisions of Paragraph 1 of Article 143-4 of the Insurance Act. 2. The investment case shall be submitted to the Board of Directors for approval with the written documents specified in the preceding article on the premise of investment. <p>Paragraphs 4 to 6 (Omitted)</p>	<p>authority for recordation, and the conditions for the guarantee or risk sharing and dispute settlement mechanism of the host authority of the investment case, and meets the following conditions:</p> <ol style="list-style-type: none"> 1. The ratio of the Company's own capital to venture capital in the latest period shall comply with the provisions of Paragraph 1 of Article 143-4 of the Insurance Act. 2. The investment case shall be submitted to the Board of Directors for approval with the written documents specified in the preceding article on the premise of investment. <p>Paragraphs 4 to 6 (Omitted)</p>	

Attachments 7

Union Insurance Co., Ltd. Regulations for financial operations between the Company and its related parties

Made at the 12th meeting of the 26th Board of Board on March 30, 2023

Article 1

In order to improve the financial transactions between the Company and its related parties, and to prevent irregular transactions and improper transfer of benefits in matters such as purchase and sale transactions, acquisition and disposal of assets, endorsement and guarantee, and lending of funds between related parties, this Code of Practice is established in accordance with Article 17 of the Code of Governance Practices for Listed Companies for compliance.

Article 2

Unless otherwise provided by laws and regulations or the Articles of Incorporation, the financial transactions between the Company and its related parties shall be conducted in accordance with the provisions of this Code of Conduct.

Article 3

The related parties referred to in this code shall be identified in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

The affiliated enterprises referred to herein are the enterprises existing independently with the following relationships with each other in accordance with the Article 369-1 of the Company Act:

- I. Companies with controlling and subordinate relationships.
- II. Companies with mutual investments. In determining the relationship of control and subordination as set forth in the preceding paragraph, consideration should be given to the substance of the relationship in addition to its legal form.

Article 4

The Company shall establish an effective internal control system for transactions with related parties (including affiliates), taking into account the Company's overall operating activities, and review the system from time to time in response to changes in the Company's internal and external environment to ensure that the system is designed and implemented in an effective manner.

The Company shall supervise its subsidiaries to establish an effective internal control system, taking into account the regulations of the government of the subsidiary's location and the nature of its actual operations. If the related party is a non-public company, the Company shall still require it to establish an effective internal control system and financial, business and accounting management systems, taking into account the extent of its influence on the Company's financial operations.

Article 5

The Company shall supervise the operation and management of affiliated companies in accordance with the relevant internal control system established by it, and shall also pay attention to the following matters:

- I. The Company shall appoint the appropriate number of directors and supervisors of the affiliated companies in proportion to the shares acquired.
- II. The directors of the Company assigned to the affiliated companies shall regularly attend the board of directors' meetings of such companies, and each management shall report on the corporate objectives and strategies, financial position, operating results, cash flow, and major contracts to monitor their operations, and shall ascertain the reasons for any irregularities, make records and report to the chairman or president of the Company.
- III. The supervisor assigned by the Company to an affiliate shall supervise the business performance of the affiliate, investigate its financial and business status, examine bookkeeping documents and audit reports, and may request the board of directors or the manager of the affiliate to submit a report; identify the reasons for any irregularities, make records and report to the chairman or president of the Company.
- IV. The Company shall assign suitable personnel to important positions in the related companies, such as general manager, financial director or internal audit supervisor, in order to take the responsibilities of management, decision making and supervision and evaluation.
- V. Depending on the business natures operation scales and number of employees of its subsidiaries, the Company shall instruct them to set up internal audit units and establish procedures and methods for self-inspection of internal control systems.
- VI. The Company's internal auditors shall, in addition to reviewing the audit reports or self-inspection reports reported by each subsidiary, perform audits to the subsidiaries on a regular or irregular basis. The findings and recommendations in the audit reports shall be communicated to each subsidiary under review for improvement after the audit report is presented, and follow-up reports shall be made on a regular basis to confirm that appropriate improvement measures have been taken in a timely manner.
- VII. The subsidiaries should submit financial statements for the previous month on a regular basis (e.g. by the 15th day of each month), including balance sheets, income statements, expense schedules, cash receipts and disbursements and estimates, aging analysis of accounts receivable and overdue accounts, aging analysis of inventories, monthly statements of loans to others and endorsements and guarantees, etc. If there is any abnormality, an analysis report should be attached for the Company's control. The remaining affiliates should also provide their financial

statements for the previous quarter, including balance sheets and income statements, on a regular basis (e.g., by the 15th day of each quarter) for the Company's analysis and review.

Article 6

The manager of the Company shall not hold concurrent positions of managers of affiliated companies, and shall not operate businesses similar to those of the Company on his own or with others, except by resolution of the Board of Directors. The Company and its affiliates shall clearly delineate the authorities and responsibilities for personnel management, and shall avoid the interchange of personnel, but if support and transfer is necessary, the scope of work and the sharing of authorities, responsibilities and costs shall be defined in advance.

Article 7

The Company shall establish an effective financial and business communication system with each of its affiliates and conduct regular comprehensive risk assessments of its bankers, major customers and suppliers to reduce credit risk. In particular, we should control the significant financial and business matters of the related companies with financial and business transactions at all times for risk control.

Article 8

The loan or endorsement of funds between the Company and its related parties shall be carefully evaluated and comply with the "Guidelines Governing the Lending of Funds and Endorsement of Guarantees by Public Companies" and the Company's Procedures for Lending Funds to Others and Procedures for Endorsement of Guarantees.

Loans or endorsements of funds with related parties shall be reviewed in detail with respect to the following matters and the results of the evaluation shall be reported to the Board of Directors. The loan of funds must be reported to the Board of Directors for a resolution, and no other person may be authorized to make the decision. The endorsement of guarantees may be authorized by the Board of Directors to the chairman of the Board within a certain amount in accordance with the preceding paragraph, but should be reported to the latest Board of Directors for ratification afterwards.

- I. The necessity and reasonableness of the capital loan or endorsement guarantee. If the loan or endorsement of funds is made in connection with business transactions, the amount of the loan or endorsement of guarantee shall be evaluated as to whether it is equivalent to the amount of business transactions; if there is a need for short-term financing, the reasons and circumstances for the loan of funds shall be listed.
- II. The credit and risk assessment of the target of fund lending or endorsement guarantee.
- III. The impact on the Company's operational risk, financial position and shareholders' equity.
- IV. Whether the collateral should be obtained and the appraised value of the collateral.

Before the Company's subsidiaries directly or indirectly holding 90% or more of the voting shares provide endorsement and guarantee in accordance with Article 5(2) of the Guidelines Governing the Lending of Funds and Endorsement of Guarantees by Public Companies, the endorsement and guarantee shall be submitted to the Company's board of directors for resolution. However, the intercompany endorsements and guarantees where the Company directly and indirectly holds 100% of the voting shares are not covered here.

Any loan of funds between the Company and its parent company or subsidiaries, or between its subsidiaries, shall be subject to the resolution of the Board of Directors, and the chairman shall be authorized to make such loans on installments or to recycle such funds within a certain amount and within a period of not more than one year as the Board of Directors may resolve.

Any loan or endorsement of funds between the Company and its related parties shall be made with due consideration to the opinions of each independent director, and the explicit opinions of the directors who agree or disagree and the reasons for their disagreement shall be included in the minutes of the Board of Directors.

If the Company directly or indirectly owns 100% of the voting shares of a foreign company, the amount of financing shall not be limited to 40% of the net value of the lending enterprise if it is necessary to provide short-term financing. The amount of the guarantee endorsed by the Company directly or indirectly for companies with at least 90% of the voting shares shall not exceed 10% of the Company's net value. However, the intercompany are the endorsements and guarantees where the Company directly and indirectly holds 100% of the voting shares are not covered here.

The Company should implement follow-up control measures for the loan or guarantee of funds and take appropriate preservation measures to protect the Company's rights and interests in the event of overdue debts or losses.

Article 9

The Company shall specify the price terms and payment methods for business transactions between the Company and its related parties. The purpose, price, terms, substance and form of the transaction and related procedures should not be significantly different or unreasonable from those of normal transactions with non-affiliated parties.

When purchasing finished goods, semi-finished goods, or raw materials from a related party for business purposes, the purchasing personnel shall evaluate the reasonableness of the related party's quoted prices in light of the market prices and other transaction conditions, and the prices and payment terms shall be comparable to those of general suppliers, except for special factors or excellent conditions that are different from those of general suppliers, for which preferential prices or payment terms may be granted in accordance with reasonable agreements.

When selling finished goods, semi-finished goods or raw materials to related parties, the prices quoted shall be with reference to the prevailing market prices, except for long-term cooperative relationships or other special factors that are different from those of ordinary customers, for which preferential prices or terms of payment may be granted in accordance with reasonable agreements, and the prices and terms of payment shall be similar to those of ordinary customers.

For labor or technical services with related parties, a contract shall be signed by both parties, stipulating the service content, service fee, period, terms of receipt and payment, and after-sale services, etc., and shall be approved by the president or chairman of the board of directors. All terms of the contract shall be governed by general business practices.

Before the end of each month, the Company and the related party's accountants are required to reconcile the balances of purchases, sales, receivables and payables of the previous month with each other, and to understand the reasons for any differences and prepare a reconciliation table.

Article 9-1

The Company shall submit the following information to the Board of Directors for approval before entering into a transaction for the purchase or sale of goods, labor services or technical services to a related party that is expected to amount to 5% of the Company's most recent consolidated total assets or most recent consolidated net operating revenues for the entire year, except when the provisions of the Regulations Governing the Acquisition or Disposal of Assets by Listed Companies apply or when the transaction is between the Company and its parent, subsidiary or inter-subsidiary:

- I. The items, purpose, necessity and expected benefits of the transaction.
- II. The reason for selecting the related party as the transaction object.
- III. The principles for calculating the transaction price and the estimated maximum transaction amount for the whole year.
- IV. A description of whether the conditions of the transaction are on normal commercial terms and not detrimental to the Company's interests and shareholders' rights.
- V. Restrictive covenants and other important stipulations associated with the transaction.

For the aforementioned transactions with related parties, the following items should be reported to the shareholders' meeting most recently after the end of the year:

- I. The actual amount and terms of the transaction.
- II. Whether the calculation is based on the transaction price principle approved by the Board of Directors.
- III. Whether or not the annual trading limit approved by the Board of Directors is not exceeded. If the maximum transaction amount has been exceeded, the reason, necessity and reasonableness should be stated.

Article 10

Asset transactions, derivative transactions, mergers, demergers, acquisitions or share transfers between the Company and its related parties shall be handled in accordance with the "Regulations Governing the Acquisition or Disposal of Assets by Listed Companies" and the Company's procedures for the acquisition or disposal of assets.

When acquiring or disposing of marketable securities from a related party, or acquiring marketable securities that are the subject of a transaction with a related party, the most recent financial statements of the subject company that have been audited or reviewed by an accountant should be obtained prior to the date of occurrence of the fact as a reference for evaluating the transaction price. If the transaction amount reaches 20% of the Company's paid-in capital, 10% of the Company's total assets, or NT\$300 million or more, the Company shall obtain an opinion from a certified public accountant on the reasonableness of the transaction price prior to the date of occurrence of the fact. However, the securities that are publicly quoted in an active market or stipulated otherwise by the Financial Supervisory Commission are not covered here.

If the amount of the transaction of acquiring or disposing intangible assets or their right-to-use assets or memberships from a related party reaches 20% of the Company's paid-in capital, 10% of its total assets, or NT\$300 million or more, the Company should consult an accountant to express an opinion on the reasonableness of the transaction price before the date of occurrence of the fact.

Article 11

If the Company acquires or disposes of real estate or its right-to-use assets from related parties, or acquires or disposes of other assets other than real estate or its right-to-use assets with related parties, and the transaction amount reaches 20% of the Company's paid-in capital, 10% of the Company's total assets, or NT\$ 300 million or more, in addition to trading domestic government bonds, bonds with buy-back or sell-back conditions, and subscription or repurchase of money market funds issued by domestic securities investment trust enterprises, the following materials shall be submitted to the Audit Committee for approval by more than half of all its members and submitted to the Board of Directors for approval before signing a transaction contract and Payment:

- I. A valuation report issued by a professional appraiser obtained in accordance with the provisions, or an opinion of an accountant.
- II. The purpose, necessity and expected benefits of acquiring or disposing of assets.
- III. The reason for selecting the related party as the transaction object.
- IV. Acquire real property from a related party and evaluate the information to the reasonableness of the scheduled transaction conditions in accordance with the provisions of Articles 16 and 17 of the "Regulations Governing the Acquisition or Disposal of Assets by Listed Companies".

- V. The date and price of the original acquisition of the related party, the object of the transaction and its relationship with the Company and the related party.
- VI. Projections of cash receipts and disbursements for each month of the coming year, which are expected to commence from the contracting month, and assess the necessity of the transaction and the reasonableness of the use of funds.
- VII. The restrictions and other important agreements of the transaction.
- VIII. An opinion obtained from the accountant on whether the related party transaction was in compliance with normal business conditions and not detrimental to the interests of the Company and its minority shareholders.

If the amount of the aforementioned acquisition or disposal of real property, equipment or assets with the right to use reaches 20% of the Company's paid-in capital, 10% of its total assets or NT\$300 million or more, an appraisal report issued by a professional appraiser shall be obtained. If the difference between the appraisal result and the transaction amount reaches 20% or more of the transaction amount, the accountant shall be consulted to express a specific opinion on the reason for the difference and the fairness of the transaction price, and a majority of the directors present shall agree to the difference if at least two-thirds of the members of the Board of Directors are present.

If the actual transaction price of acquiring real estate or its right-to-use assets from a related party is higher than the result of evaluating the transaction cost, and it is not possible to provide objective evidence and obtain a specific and reasonable opinion from a professional appraiser of real estate and an accountant, the Board of Directors shall fully evaluate whether the transaction is detrimental to the interests of the Company and its shareholders, and shall reject the transaction if necessary, and the supervisor shall exercise his or her supervisory authority and, if necessary, notify the Board of Directors immediately to cease the action.

If the Board of Directors approves the transaction and the Supervisors acknowledge the transaction, the Company shall set aside the difference between the transaction price and the appraised cost as a special reserve and shall not distribute the transaction or increase the capital to allot shares. In addition, the transaction must be reported to the shareholders' meeting and the details of the transaction must be disclosed in the annual report and public statement.

If a related party transaction has the following conditions, with the approval from the Board of Directors, the information in the first paragraph shall be submitted to the shareholders' meeting for approval, and the shareholders who have their own interests shall not participate in the vote:

- I. If the Company or a subsidiary of the Company that is not a listed company in Taiwan has the first transaction, and the transaction amount reaches 10% or more of the Company's total assets.
- II. In accordance with the Company Act, the Company's Articles of Incorporation or internal

operating procedures, the amount or terms of the transaction may have a significant impact on the Company's operations or shareholders' equity.

If the Company has the first transaction with the related party, the actual transaction (including the actual transaction amount, transaction terms and information of the first paragraph, etc.) shall be reported to the shareholders at the most recent shareholders' meeting after the end of the year.

If the Company has established an audit committee, the matters that should be recognized by the supervisors in accordance with this Article shall be approved by at least one-half of all members of the audit committee and submitted to the Board of Directors for resolution, in accordance with Article 6, Paragraph 4 and Paragraph 5 of the "Regulations Governing the Acquisition or Disposal of Assets by Listed Companies"

Article 12

Financial transactions with related parties that require a resolution of the Board of Directors shall be made with due consideration to the opinions of each independent director, and the explicit opinions of the directors who agree or disagree and the reasons for their disagreement shall be included in the minutes of the Board of Directors.

A director shall recuse himself/herself from any discussion or vote on any matter that may be of interest to him/her or the legal entity he/she represents and that may be detrimental to the interests of the Company, and shall not exercise his/her voting rights on behalf of other directors. Directors should exercise self-discipline among themselves and have to support each other.

Where the spouse or a blood relative within the second degree of kinship of a director, or a company which has a controlling or subordinate relation with a director, is an interested party with respect to an agenda item of the meeting, such director shall be deemed to be an interested party with respect to that agenda item.

The supervisor shall notify the Board of Directors or the directors to stop their actions and take appropriate measures to prevent the expansion of the malpractice if the Board of Directors or the directors perform business in violation of the law, the articles of incorporation or the resolution of the shareholders' meeting, and shall report the matter to the relevant competent authorities or units if necessary.

Article 13

The Company shall arrange for each subsidiary to provide the necessary financial and business information in a timely manner in accordance with the announcement or reporting requirements and the time limits prescribed by the Act, or appoint a certified public accountant to conduct audits or reviews of the financial statements of each subsidiary.

The Company shall publish the consolidated balance sheets and consolidated statements of income

of affiliated companies and the accountants' review reports in accordance with the annual financial report filing deadlines prescribed by law. If there is an increase or decrease in the number of affiliates, they shall report the change to the Taiwan Stock Exchange or the ROC Over-the-Counter Securities Trading Center within two days of the change.

Significant transactions between the Company and its related parties shall be fully disclosed in the annual report, financial statements, the three statements of related parties and the public explanatory statement.

If a related party experiences financial difficulties, the Company should obtain its financial statements and related information to assess the impact on the Company's finances, business or operations, and if necessary, take appropriate measures to protect the Company's debts. In addition to stating the impact on the Company's financial condition in the annual report and public explanatory statement, the Company shall immediately release material information on the Market Observation Post System when the above event occurs.

Article 14

If the affiliated companies of the Company have any of the following matters, the Company shall report related information on behalf of the affiliated companies:

- I. If a subsidiary whose stock is not publicly traded in Taiwan acquires or disposes of assets, makes endorsements and guarantees, or lends funds to others in an amount that meets the criteria for reporting in the announcement.
- II. Matters related to bankruptcy or reorganization proceedings of the parent company or subsidiaries in accordance with relevant laws and regulations.
- III. Significant decisions of related companies resolved by their boards of directors that have a significant impact on the Company's shareholders' equity or securities prices.
- IV. The Company's subsidiaries and non-listed parent companies that comply with the "Procedures for Verifying and Publicly Handling Material Information of Listed Companies on the Taiwan Stock Exchange" or "Procedures for Verifying and Publicly Handling Material Information of Listed Companies on the Over-the-Counter Securities Trading Center of the Republic of China" should release material information.

If the parent company of the Company is a foreign company, the Company shall report the following facts on behalf of the parent company before the commencement of trading hours on the business day following the date on which the Company becomes aware of the occurrence of the following facts or media reports:

- I. Significant changes in shareholding have occurred.
- II. Significant changes in business policies.

- III. A major disaster resulting in a serious reduction or total shutdown of production.
- IV. Changes in the laws and regulations of the countries to which the Company belongs that have a significant impact on shareholders' equity or the Company's operations.
- V. The Company's securities are reported in the mass media in such a way as to affect the market price of the Company's securities.
- VI. Other significant events that should be reported immediately according to the laws and regulations of the foreign company's country.

Article 15

This code of practice will be implemented after approved by the Board of Directors as well as any amendments to it.

Attachments 8

Union Insurance Co., Ltd. Comparison Table of the Amendment to the "Articles of Incorporation"

Article	After Amendment	Before Amendment	Explanation
Article 35	<p>The Company's Board of Directors shall compile the following reports and statements at the end of fiscal year and shall submit the same to the Shareholders' Meeting for ratification in accordance with the prescribed legal procedures.</p> <p>I. Business report. II. Financial statements. III. Proposal for Distribution of Earnings or Loss Make-up.</p> <p>Where all or a part of the dividends and bonus is distributed in cash, such distribution shall be subject to a resolution by the Board of Directors as prescribed in Article 36.</p>	<p>The Company's Board of Directors shall compile the following reports and statements at the end of fiscal year and shall submit the same to the Shareholders' Meeting for ratification in accordance with the prescribed legal procedures.</p> <p>I. Business report. II. Financial statements. III. Proposal for Distribution of Earnings or Loss Make-up.</p> <p><u>Where all or a part of the dividends and bonus is distributed in cash, such distribution shall be subject to a resolution by the Board of Directors as prescribed in Article 36.</u></p> <p>Where all or a part of the dividends and bonus is distributed in cash, such distribution shall be subject to a resolution by the Board of Directors as prescribed in Article 36.</p>	<p>An insurance company shall, in accordance with Article 148-1 of the Insurance Act, submit the business report, financial statements and the proposal for distribution of earnings to the shareholders' meeting for acknowledgment and then report to the competent authorities for record, without applying Paragraph 5, Article 240 of the Company Act, which authorizes the Board of Directors to distribute dividends and bonuses in cash.</p>
Article 36	<p>The conditions, timing and amount of dividends of the company shall be handled in the following manner: If there are earnings, the Company shall first pay the tax, make up the losses in previous years and set aside a legal capital reserve at 20% of the earnings left over, until the accumulated</p>	<p>The conditions, timing and amount of dividends of the company shall be handled in the following manner: If there are earnings, the Company shall first pay the tax, make up the losses in previous years and set aside a legal capital reserve at 20% of the earnings left over, until the accumulated</p>	<p>An insurance company shall, in accordance with Article 148-1 of the Insurance Act, submit the business report, financial statements and the proposal for</p>

Article	After Amendment	Before Amendment	Explanation
	<p>legal capital reserve has equaled the total capital of the Company; then set aside special capital reserve or reverse special reserve in accordance with relevant laws or regulations or as requested by the authorities in charge. After that, the Company may delegate the Board of Directors, depending on the operating circumstance, to allocate a certain portion of retained earnings as a reserve, then the remaining balance plus unappropriated retained earnings in previous years shall be calculated in an Earnings Distribution Proposal and submitted to the Shareholders' Meeting for approval. The Board of Directors shall be authorized to handle the said Earnings.</p> <p>The Board of Directors is delegated to make reasonable remuneration for the Independent Directors whose remuneration shall not be included in the Company's earnings distribution. The Company is in the property insurance industry. In addition to complying with government policies and meeting the capital</p>	<p>legal capital reserve has equaled the total capital of the Company; then set aside special capital reserve or reverse special reserve in accordance with relevant laws or regulations or as requested by the authorities in charge. After that, the Company may delegate the Board of Directors, depending on the operating circumstance, to allocate a certain portion of retained earnings as a reserve, then the remaining balance plus unappropriated retained earnings in previous years shall be calculated in an Earnings Distribution Proposal and submitted to the Shareholders' Meeting for approval. The Board of Directors shall be authorized to handle the said Earnings.</p> <p><u>Proposal and submitted to the Shareholders' Meeting for approval. The Board of Directors shall be authorized to handle the said Earnings Distribution Proposal and may, by a majority vote at a meeting attended by two third or more of all Directors, distribute all or part of the distributable dividends and bonus in cash and report such handling to the Shareholders' Meeting.</u></p> <p>The Board of Directors is delegated to make reasonable remuneration for the Independent Directors whose remuneration shall not be included in the Company's earnings distribution. The Company is in the property insurance industry. In addition to complying with government policies and meeting the capital</p>	<p>distribution of earnings to the shareholders' meeting for acknowledgment and then report to the competent authorities for record, without applying Paragraph 5, Article 240 of the Company Act, which authorizes the Board of Directors to distribute dividends and bonuses in cash.</p>

Article	After Amendment	Before Amendment	Explanation
	<p>adequacy ratio, corporate development must strengthen the company's underwriting energy and liquidity. The Company's policy of allocating dividends is subject to the current and future investment environment, capital requirements, market competition and capital budget of the company, taking into account the interests of shareholders, balancing dividends and long-term financial planning of the Company. The Board of Directors prepares the Earnings Distribution plan every year according to the law. The distribution of earnings may be distributed in cash dividends or stock dividends. However, the ratio of cash dividends shall not be less than 10% of the total dividend, except in the event that cash dividends are less than NT\$ 0.1 per share, in which stock dividends may be distributed.</p>	<p>adequacy ratio, corporate development must strengthen the company's underwriting energy and liquidity. The Company's policy of allocating dividends is subject to the current and future investment environment, capital requirements, market competition and capital budget of the company, taking into account the interests of shareholders, balancing dividends and long-term financial planning of the Company. The Board of Directors prepares the Earnings Distribution plan every year according to the law. The distribution of earnings may be distributed in cash dividends or stock dividends. However, the ratio of cash dividends shall not be less than 10% of the total dividend, except in the event that cash dividends are less than NT\$ 0.1 per share, in which stock dividends may be distributed.</p>	
Article 39	<p>The Articles of Incorporation was stipulated on January 16, 1963,...(omit). <u>The forty-sixth amendment was on June 24, 2022. The forty-seventh amendment was on June 7, 2023; Implemented after a resolution by the Shareholders' Meeting.</u></p>	<p>The Articles of Incorporation was stipulated on January 16, 1963,...(omit). The forty-sixth amendment was on June 24, 2022. Implemented after a resolution by the Shareholders' Meeting.</p>	Added amendment