

O-Bank Co., Ltd.

The shareholders meeting agenda
handbook of 2026 General
Shareholders Meeting

(Summary Translation)

This document is prepared in accordance with the Chinese version and is for reference only. In the event of any discrepancy between the English version and the Chinese version, the Chinese version shall prevail.

June 12, 2026

O-Bank Co., Ltd.

The shareholders meeting agenda handbook of 2026 General Shareholders Meeting

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O-Bank Co., Ltd.
2026 Annual General Meeting of Shareholders

Method of Convening the Meeting:

Hybrid Shareholders' Meeting (Physical, assisted with visual communication)

Time: 9 am, June 12 (Friday), 2026

Place: No. 75, Changxing St., Da'an Dist., Taipei City

Sho-chieh Tsiang International Conference Hall, Chung-Hua Institution
for Economic Research (CIER)

Visual communication platform used at the meeting:

The visual communication platform provided by the Taiwan Depository & Clearing Corporation (<https://stockservices.tdcc.com.tw>)

Procedure of meeting:

1. Meeting in session.
2. Address by Chairman.
3. Matters for reporting.
4. Matters for ratification.
5. Matters for discussion.
6. Matters for Election
7. Other Matters
8. Extempore motion.
9. Meeting adjourned.

Matters for Reporting

Proposal No. 1 (Proposed by the Board of Directors)

Proposal: Business Report for 2025

Explanation: Please refer to Appendix III of this Handbook.

Proposal No. 2 (Proposed by the Audit Committee)

Proposal: Review Report of 2025 Financial Statements by the Audit Committee

Explanation: Please refer to the next page for the Audit Committee Report.

O-Bank Co., Ltd.
Audit Committee Report

The Board of Directors has compiled and submitted the Bank's consolidated and parent balance sheets, income statements, statements of changes in shareholders' equity, and cash flow statements for 2025 audited by certified public accountants Kuan-Hao Lee and Wei-Chun Ma of Deloitte & Touche, business report, and statement of distribution of earnings to the Audit Committee. After reviewing the abovementioned statements and reports and discussing with the CPAs, the Audit Committee has found them to meet the requirements of applicable laws and regulations. This report is hereby prepared and submitted in accordance with Article 219 of the *Company Act* and Articles 14-4 of the *Securities and Exchange Act*.

Hank Lin
Convener of the Audit Committee
O-Bank Co., Ltd.

Date: March 11, 2026

Proposal No. 3 (Proposed by the Audit Committee)

Proposal: Report on 2025 Operation of the Audit Committee

Explanation:

1. The Audit Committee held a total of 9 meetings in 2025. In addition to reviewing the financial statements, business reports, and distribution of earnings for 2025, the activities of the Audit Committee during the year included:
 - Reviewing the appointment or renewal of CPAs,
 - Assessing the effectiveness of the internal control system,
 - Assessing the effectiveness of the information security system, and
 - Supervising communications and risk management between the Audit Committee, the Bank's chief internal auditor, and CPAs.

For more details, please refer to Appendix IV of this Handbook

2. This proposal was approved by the 9th Board of Directors in its 26th meeting.

Proposal No. 4 (Proposed by the Board of Directors)

Proposal: Distribution of Remunerations to Directors and Employees for 2025

Explanation:

1. The Bank shall, pursuant to Articles 22 and 32 of the *Articles of Incorporation* of the Bank, first deduct the amount preserved to cover accumulated losses from a given year's pretax profit before distribution of remunerations for directors and employees. Of the surplus, no more than 2.5% shall be set aside as remuneration for directors, and no less than 0.5% shall be allocated for employees. Among the aforementioned employee remunerations, the portion allocated to non-managerial staff shall not be less than 20%.
2. It is proposed that the remunerations for directors and employees for 2025 are set aside as the following percentages and amounts:
 - (1) Remunerations for directors: Pursuant to Article 22 of the *Articles of Incorporation* of the Bank, 1.25% of the aforesaid surplus, or NT\$28,184,673, is to be set aside for the purpose. The remunerations shall be distributed among directors in proportion to their regular compensations and those who have been elected less than a year earlier shall be remunerated according to the proportion of the length of their service. Independent directors shall be excluded from this distribution of remunerations.
 - (2) Remunerations for employees: Pursuant to Article 32 of the *Articles of Incorporation* of the Bank, 1.5% of the aforesaid surplus, or NT\$33,821,608, is to be set aside for distribution in cash.
3. This proposal was approved by the 9th Board of Directors in its 25th meeting.

Proposal No. 5 (Proposed by the Board of Directors)

Proposal: Report on the Remuneration Policy for Directors and Senior Management

Explanation:

1. The Bank's remuneration policy for directors and senior management is as follows:

Director Remuneration Principles:

- (1) Director remuneration should comprehensively consider the company's operational performance, director's contribution, responsibilities, and the results of board performance evaluations, and reference the industry standards for determination.
- (2) Director remuneration should be in accordance with Article 22 of the Bank's Articles of Incorporation. In years when the Bank makes a profit, the allocation percentage shall not exceed 2.5%, and independent directors shall not participate in the distribution of director's remuneration. In case of accumulated losses, an amount for compensation shall be reserved in advance. In addition, in accordance with the Bank's Director Remuneration Policy, if the Bank's net income after tax declines significantly, the growth rate of director remuneration shall not exceed that of the previous year.
- (3) The Bank regularly conducts board performance evaluations. The evaluation criteria include: attendance at board meetings, attendance at shareholders' meetings, continuing education hours in diverse courses, supervision of the effectiveness of various internal control systems and risk management, supervision of the company's promotion of sustainable development and improvement of ESG performance, etc., which shall serve as a reference for determining director remuneration.
- (4) Directors who violate regulations or laws related to company directors, or fail to complete the required training hours as regulated by the competent authority, may, after evaluation and resolution by the board of directors, be denied director's remuneration.

(5) Directors who engage in ethical risks or cause significant negative impact on the company's image during their tenure may, upon evaluation and resolution by the board of directors, be subject to a mechanism for reclaiming director's remuneration.

Senior Management Remuneration Principles:

(1) The remuneration of managers of the Bank shall be based on a comprehensive consideration of their duties, professional skills, and job performance, and shall be determined with reference to industry standards.

(2) The variable bonuses of managers of the Bank shall be based on the overall operational performance of the company, the performance of their respective units, and individual performance, with some bonuses paid in the form of equity, linked to the company's share price, and closely linked to the company's long-term operational performance.

(3) Managers of the Bank who violate laws, regulations, or internal regulations, or cause significant risk events due to improper behavior, resulting in foreseeable or actual losses of benefits or goodwill to the Bank, and are found responsible, the Bank shall stop paying deferred bonuses or recover some or all of the variable remuneration already paid to establish a sustainable operation system closely linked to long-term operational performance.

2. The director's remuneration for 2025, please refer to Appendix V of this Handbook.

3. This proposal was approved by the 9th Board of Directors in its 26th meeting.

Proposal No. 6 (Proposed by the Board of Directors)

Proposal: Amendments to the Bank's *Sustainable Development Best Practice Principles*

Explanation:

1. In accordance with the amendments to the "Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies" on September 2nd, 2025, and in response to international sustainability trends and requirements, it is proposed to revise the Bank's *Sustainable Development Best Practice Principles* (please refer to Appendix VI of this Handbook for a comparison table of the original and amended articles) .
2. The key points of this revision are as follows:
 - (1) Articles 28, and 30: Includes contents related to maintenance of biodiversity.
 - (2) Articles 37: Adding the article that requires the Bank shall incorporate sustainability issues into its short-, medium-, and long-term business strategies to create a vision of mutual prosperity and coexistence among the Bank, its customers, the community, and the environment.
 - (3) Articles 41: Add the article that requires the Bank shall actively cultivate future talent, and is encouraged to establish strong engagement with academic institutions or develop academia-industry collaboration programs, in order to nurture talent.
 - (4) Amending Articles 4, 10, 16, 38 to 40, and 42 to 50 for minor textual adjustments.
3. This proposal was approved by the 9th Board of Directors in its 25th meeting.

Proposal No. 7 (Proposed by the Board of Directors)

Proposal: Amendments to the Bank's *Criteria Governing Codes of Ethical Conduct*

Explanation:

1. To strengthen directors' supervisory responsibilities within the corporate governance framework, a second subparagraph has been added to Article 13 of the said Principles (please refer to Appendix VII of this Handbook for a comparison table of the original and amended articles), explicitly stipulating that when directors, in the course of performing their duties, discover that the company is at risk of sustaining significant damage, they shall handle the matter promptly and appropriately, immediately notify the Audit Committee or its independent director members and report to the Board of Directors, and shall oversee the company in reporting to the competent authority, so as to ensure that the company is able to take necessary responsive measures in a timely manner to mitigate operational risks.
2. This proposal was approved by the 9th Board of Directors in its 26th meeting.

Proposal No. 8 (Proposed by the Board of Directors)

Proposal: Proposed Amendment to the Bank's Ethical Corporate Management Principles and the Bank's Procedures for Ethical Management and Guidelines for Conduct

Explanation:

1. To align with actual business operations, certain provisions of the said two regulations have been amended accordingly. Key amendments are as follows (please refer to Appendix VIII and Appendix IX of this Handbook for a comparison table of the original and amended articles):
 - (1) With reference to the *Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies*, article titles have been added to the Bank's Ethical Corporate Management Best Practice Principles, and the text of Article 9 has been revised accordingly.
 - (2) Certain provisions of Article 20 of the Bank's Procedures for Ethical Management and Guidelines for Conduct have been revised, and a management mechanism has been added.
2. This proposal was approved by the 9th Board of Directors in its 26th meeting.

Matters for Ratification

Proposal No. 1 (Proposed by the Board of Directors)

Proposal: Business Report and Financial Statements of 2025

Explanation:

1. The Bank's Financial Statements of 2025, which certified public accountants Kuan-Hao Lee and Wei-Chun Ma of Deloitte & Touche audited and for which they presented an unconditional opinion accordingly, and Business Report for 2025 (please refer to Appendices III and X of this Handbook) were approved by the 9th Board of Directors in its 25th meetings and audited by the Audit Committee.
2. Shareholder ratification is respectfully requested.

Resolution:

Proposal No. 2 (Proposed by the Board of Directors)

Proposal: Distribution of Earnings for 2025

Explanation:

1. This proposal for distribution of 2025 earnings is made with a view to both meeting the Bank's developmental needs and maximizing shareholder interests (as shown in the table below).
 - (1) The Bank made NT\$1,830,666,282 in net income for the year 2025.
 - (2) Undistributed earnings adjustment items :
 - A. (NT\$93,601,120) from disposal of investments in equity instrument designated as at fair value through other comprehensive income, with cumulative gains or losses directly transferred to retained earnings.
 - B. NT\$15,072,265 from adjustment of investment accounted for using equity method.
 - C. NT\$3,082,000 from adjustment of remeasurements of defined benefit plans.
 - (3) NT\$526,565,828 Set aside the balance of item 2 adjusted by item 3 as legal reserve appropriation (30%): In accordance with the Jing-Shang-Zi-No. 10802432410 letter of the Ministry of Economic Affairs, the Bank took "the year's net income plus other items incorporated into the year's undistributed earnings" as the basis for setting aside its legal reserve.
 - (4) Reversal of compulsory special reserve:
 - A. In accordance with Article 41 of the *Securities and Exchange Act*, the decrease in the net deductions from "Other Equity" for the current year is reversed by the special reserve previously allocated: NT\$1,291,064,880.
 - B. Making a NT\$3,110,280 reversal of special reserve to cover training expenses deemed necessary to accommodate fintech development or the Bank's operational needs.
 - (5) Against the year's net income of NT\$1,830,666,282, and after applying the adjustments listed in Items (2) to (4), as well as adding

the undistributed earnings of NT\$2,751,475,228 at the beginning of the period, the distributable earnings amounted to NT\$5,274,303,987.

(6) Proposed Distribution of Earnings:

A. Pursuant to Article 8-1 of the Bank's *Articles of Association*, the dividend for Series B preferred shares is calculated based on an issue price of NT\$12 per share at an annual rate of 4.5%. Based on 250,000,000 Series B preferred shares outstanding as of February 23, 2026 and the actual number of days outstanding, the estimated dividend payable on Series B preferred shares for 2025 is NT\$135,000,000.

B. Based on 2,782,418,878 common shares outstanding as of February 23, 2026, the Bank plans to distribute a cash dividend of NT\$0.52 per share, with a total dividend amount of NT\$1,446,857,817 for common shares.

C. The total amount of Bank's preferred stock dividends and common stock cash dividends are distributed to individual shareholders rounded up to 1 NTD (rounded down below 1 NTD). The total amount of irregular payments less than 1 NTD shall be included in the Bank's other income.

(7) The portion of current year's net income plus other items incorporated into the year's undistributed earnings shall be distributed as a priority in the distribution of earnings.

(8) The aforesaid calculations are presented in the Bank's 2025 earnings distribution table below.

2. If the common shares and preferred shares of the Bank are subsequently converted due to preferred stock conversion, capital increase or decrease, repurchase of the Bank's shares, or share transfer, conversion, cancellation or other factors that affect the number or amount of outstanding shares on the dividend distribution base date, causing the dividend distribution ratio changes as a result, the actual dividend distribution ratio will be proposed to the shareholders' meeting to authorize the board of directors to adjust it.

3. Subject to approval of this proposed distribution of earnings for 2024 by this shareholders' meeting, it is proposed that the Board of Directors be

authorized to determine the record date of the common and preferred stock dividend distribution.

4. This proposal was approved by the 9th Board of Directors in its 25th meeting and audited by the Audit Committee.
5. Shareholder ratification is respectfully requested.

Resolution:

O-Bank Co., Ltd.
Proposed Distribution of 2025 Earnings

Currency: NT\$

Undistributed earnings as of the beginning of the period	2,751,475,228
Net income	1,830,666,282
Plus/Less: Undistributed earnings adjustment items	
1. Disposal of investments in equity instrument designated as at fair value through other comprehensive income, with cumulative gains or losses directly transferred to retained earnings	(93,601,120)
2. Adjustment of investment accounted for using equity method	15,072,265
3. Adjustment of remeasurements of defined benefit plans	3,082,000
Current undistributed earnings adjustment items other than net profit after tax plus net profit after tax	1,755,219,427
Less: Legal reserve appropriation (30%)	(526,565,828)
Plus: Reversal of special reserve—pursuant to Article 41 of the Securities and Exchange Act	1,291,064,880
Plus: Reversal of special reserve—training expenses for fintech development	3,110,280
Earnings available for distribution	5,274,303,987
Distribution items:	
Series B preferred share dividend (annual rate of 4.5%)	(135,000,000)
Common stock dividend -2,782,418,878 shares (NT\$0.52 per share)	(1,446,857,817)
Undistributed earnings as of the end of the period	3,692,446,170

Chairman: Lo, Tina Y.

President: Lee, Elton F.Y.

Accounting Officer: Chang, Yi Ting

Matters for Discussion

Proposal No. 1 (Proposed by the Board of Directors)

Proposal: Amendments to the Bank's *Articles of Incorporation*

Explanation:

1. The Bank's *Articles of Incorporation* were amended and approved at the Annual General Shareholders' Meeting on June 13, 2025. To align with applicable regulations and operational practices, certain provisions of the Articles are proposed to be further amended (please refer to Appendix XI for a comparison of the original and revised provisions). The proposed amendments are as follows:
 - (1) Article 7: To accommodate future business development needs, the Bank's total capital amount and number of shares have been adjusted, with certain wording revised accordingly.
 - (2) Article 26: The duties and powers of the Board of Directors
 - A. The original subparagraph (9) is deleted; matters pertaining to the approval levels for various credit cases are handled in accordance with the Bank's Board-approved *Credit and Financial Transaction Authorization Limit Review Procedures and Related Party Credit Management Regulations*, and are therefore deleted accordingly.
 - B. The original subparagraph (12) is deleted; specific individual operational matters are handled in accordance with the Bank's Delegation of Authority Table between the Board of Directors and the President, and are therefore deleted accordingly.
 - C. The numbering of the remaining subparagraphs has been adjusted accordingly to reflect the deletion of the original subparagraphs (9) and (12).
 - (3) Article 34: The amendment history record is updated.
2. The proposal was approved by the 9th Board of Directors in its 26th meeting.
3. Shareholder approval is respectfully requested.

Resolution:

Proposal No. 2 (Proposed by the Board of Directors)

Proposal: Amendments to the Bank's Procedures for *Assets Acquisition or Disposal*

Explanation:

1. An earlier amendment to the Bank's Procedures for Assets Acquisition or Disposal was already adopted by the Annual Shareholders' Meeting of June 16, 2023 and implemented accordingly. Align with the partial amendments to the *Regulations Governing the Acquisition and Disposal of Assets by Public Companies* issued by the Financial Supervisory Commission (FSC) on July 24, 2025, per Letter No. 1140383333, part of Article 24 of the *Assets Acquisition or Disposal* is proposed to be further amended (please refer to Appendix XII for a comparison of the original and revised provisions). The proposed amendments are as follows:
 - (1) Sub-paragraph 4: Include Item 3, which raises standard, requiring public company whose paid-in capital is NT\$50 billion, the transaction amount reaches 5 percent or more of paid-in capital must be revealed. Meanwhile, standard in Item 2 is revised, requiring public company whose paid-in capital is NT\$10 billion or more but less than NT\$50 billion, the transaction amount reaches NT\$1 billion or more must be revealed, too.
 - (2) Sub-paragraph 6: Considering the Bank's need to effectively utilize its operating capital and enhance cash yields through investment in fixed-income instruments for fund dispatching purposes, the current public disclosure threshold of NT\$300 million may result in frequent announcements. Therefore, based on the principle of materiality in information disclosure and an assessment of the risk profiles of such financial instruments, Sub-paragraph 6 has been hereby added. In the case of a public company with paid-in capital reaching NT\$50 billion or more, transactions in government bonds, ordinary corporate bonds, and general bank debentures without equity characteristics (excluding subordinated debt) traded on securities exchanges or OTC markets, which do not fall under any of the circumstances listed in the proviso of Sub-paragraph 7, and where

furthermore the transaction counterparty is not a related party, and the transaction amount reaches 5 percent or more of paid-in capital.

(3) The existing Sub-paragraph 6 is renumbered as Sub-paragraph 7, with minor textual refinements.

2. The proposal was approved by the 9th Board of Directors in its 25th meeting.

3. Shareholder approval is respectfully requested.

Resolution:

Proposal No. 3 (Proposed by the Board of Directors)

Proposal: Amendments to the Bank's *Principles of Shareholders Meeting*

Explanation:

1. In accordance with the revision of examples about *Rules Governing the Conduct of Shareholders Meetings by Public Companies* in letter No. 11500029701 of the Taiwan Stock Exchange (TWSE), Article 3 and 13 of *Principles of Shareholders Meeting* are proposed to be further amended (please refer to Appendix XIII for a comparison of the original and revised provisions). The proposed amendments are as follows:
 - (1) Article 3: Specifies that the shareholders meeting agenda handbook shall be revealed 30 days before the general shareholders meeting.
 - (2) Article 13: Where election and dismissal of Board of Directors, and other crucial election matters are involved, the president shall assign professional and independent scrutineer (e.g., Lawyer, CPA or Notary Public) to account for supervising tabulation of votes and signing. The process shall be recorded in the minutes, too.
2. The proposal was approved by the 9th Board of Directors in its 26th meeting.
3. Shareholder approval is respectfully requested.

Resolution:

Proposal No. 4 (Proposed by the Board of Directors)

Proposal: Private Placement - to Issue Common Shares, Preferred Shares, Convertible Bonds, or a Combination of above Securities to Specific Parties

Explanation:

1. The purpose of the private placement is to seek alliance opportunities with domestic or foreign strategic investors, enhance the Bank's competitiveness and financial structure, and facilitate the Bank's long-term development. The aggregate number of shares represented by the privately placed shares, preferred shares, or shares issuable upon conversion of privately placed convertible bonds, in any combination, shall not exceed an authorized limit of 500 million common shares, and the aggregate offering amount shall not exceed NT\$5 billion or its equivalent in other currencies. The preferred shares, if any, are to be issued according to Article 8-1 of the Bank's Articles of Incorporation.
2. According to Article 43-6 of the Securities and Exchange Act, the disclosure of private placement shall include:
 - (1) The basis and justification of the pricing:
 - A. The issuing price of common shares shall be no less than 80% of the reference price, which shall be the higher of the following two prices:
 - a. The simple average closing price from either 1, 3 or 5 business days prior to the pricing date, minus dividends, and added back price discounted for capital reduction.
 - b. The simple averaged closing price of 30 business days prior to the pricing date, minus dividends, and added back price discounted for capital reduction.
 - B. The issuing price of preferred shares and convertible bonds shall be no less than 80% of the theoretical price, which shall be the price determined by an applicable pricing model that takes into account all the terms of the issuance.
 - C. The pricing date and actual issuing price, as referenced above, will be determined subject to market conditions, applicable terms, and discussions with specific parties. If the

issuing price is below the par value of common shares and results in cumulative losses to the Bank, the Bank may, subject to operation status then, reduce its capital base, or offset such losses with retained earnings or capital surplus.

D. The pricing of the private placement, pursuant to applicable regulation, based on the reference price or theoretical price as described above, and by taking into account the 3-year lock-up period promulgated by the Securities and Exchange Act, is deemed reasonable.

(2) The selection, purpose, necessity and benefits of allying with the specific parties:

A. Selection of the specific parties and purpose: The strategic investors are selected based on qualification criteria specified in Article 43-6 of the Securities and Exchange Act and Financial Supervisory Commission's Order No. 1120383220 issued on September 12, 2023, targeting those who are able to assist the Bank in expanding sales channels, growing customer base, improving service quality, and reducing operating costs.

B. Necessity: In responding to the rapidly changing financial environment, increasing competition among domestic and international financial institutions, and the global trend of heightened financial supervision for increased risk-taking capital, the Bank needs to strengthen its Basel III capital adequacy through investments by the specific parties, for support of the Bank's long-term development.

C. Benefits: The Bank's competitiveness and profitability will be enhanced via the introduction and participation of strategic investors.

(3) The justification of private placement:

A. The justification of no public offering: Considering the transaction timing, cost, and requirements from allying with the strategic investors, a public offering is less feasible. In addition, the long-term business cooperation relationship with the partners would be secured by the 3-year lock-up period of investment per private placement regulation.

- B. The amount of private placement: The aggregate number of shares represented by the privately placed shares, preferred shares, or shares issuable upon conversion of privately placed convertible bonds, in any combination, shall not exceed an authorized limit of 500 million common shares; and the aggregate offering amount shall not exceed NT\$5 billion or equivalent in other currencies. The amount of private placement may be issued in one or two tranches, within a period of one (1) year from the shareholders' meeting resolution date, subject to market conditions and transaction progress with the specific parties.
- C. Capital usage plan and anticipated benefits: The capital amount raised by each tranche of private placement will be used to expand the Bank's business scale, support digital innovation, and seek alliance opportunities with domestic or foreign strategic investors. The anticipated benefits will include strengthening the Bank's competitiveness, profitability, capital adequacy, and shareholders' equity. If convertible bonds are issued in a foreign currency, the bond proceeds shall remain in the original currency prior to conversion.
3. Under the authorization of the shareholders' meeting, the major terms of private placement, including the total number, pricing and terms of the new shares, selection of specific parties, the effective date of the capital increase, fund usage plan, expected benefits and any other matters not specified herein related to this private placement, will be determined by the Board of Directors. The Board of Directors is also authorized to make any necessary adjustment to the issuance terms, due to changes in laws, instructions from competent authorities, or based on operational assessments, market conditions, or change in objective circumstances.
4. The proposal was approved by the 9th Board of Directors in its 26th meeting.
5. Shareholder approval is respectfully requested.

Resolution:

Matters for Election (Proposed by the Board of Directors)

Proposal: Election of Directors of the Board of the 10th term

Explanation:

1. Members of the Bank's 9th Board of Directors are due to see their tenure expire on June 15, 2026; this shareholders' meeting shall thus elect members of the 10th Board of Directors.
2. Pursuant to its Articles of *Incorporation*, the Bank shall have 9 directors (including four independent directors). This shareholders' meeting is to elect members of the 10th Board of Directors whose three-year tenure shall run from June 12, 2026 through June 11, 2029.
3. The Bank adopts a candidate nomination system for the election of directors (including independent directors). The election involves 9 candidates for directors (including independent directors) nominated only by the Board of Directors: the nominations were approved by the 9th Board of Directors in its 26th meeting. For the academic and professional backgrounds of the candidates, please refer to the next page.
4. The proposal was approved by the 9th Board of Directors in its 26th meeting.

Result of Election:

Candidates for members of the 10th Board of Directors (independent directors included) nominated by the Board of Directors, O-Bank Co., Ltd.:

Number	Position for Nomination	Name of Nominee	Academic Background	Professional Experience	Number of Shares Held by Nominee
1	Director	Lo, Tina Y.	MBA, MIT (Massachusetts Institute of Technology) Sloan School of Management, USA	<p><i>Current:</i></p> <ul style="list-style-type: none"> • Chairman, O-Bank • Director & Vice Chairman, Chinese National Association of Industry and Commerce • Convener, Young Entrepreneur Committee, Chinese National Association of Industry & Commerce • Director, Cross-Strait CEO Summit • Director, The Bankers Association of the Republic of China • Director, The Bankers Association of Taipei • Board Member, MIT Sloan Asian Executive Board • Director, Taiwan Women on Boards Association <p><i>Previous:</i></p> <ul style="list-style-type: none"> • Vice Chairman, O-Bank • Vice Chairman, EverTrust Bank • Director, Taiwan Academy of Banking and Finance • Executive Director, Association of Taiwan Listed Company • Committee Member, Chinese National Federation of Industries • Representative of the APEC Business Advisory Council (ABAC) • Young Global Leader (YGL) (2011) of World Economic Forum (WEF) • Eisenhower Fellow of Eisenhower Fellowships (EF) • Chief Executive, Industrial Bank of Taiwan Hong Kong Branch • Committee Member, Performance Evaluation Board of National Performing Arts Center, Ministry of Culture 	118,761 *7,851
2	Director	Yi Chang Investment Co., Ltd. Rep.: Lo, Kenneth C.M.	M.A.in Finance, The University of Alabama	<p><i>Current:</i></p> <ul style="list-style-type: none"> • Managing Chairman (Honorary Chairman), O-Bank • Director, Taiwan Cement Corporation • Honorary Chairman, Chinese National Association of Industry and Commerce <p><i>Previous:</i></p> <ul style="list-style-type: none"> • Chairman & CEO, O-Bank • Chairman, EverTrust Bank (U.S.A) • Independent Director, The Bank of East Asia, Ltd., Hong Kong • President, CTBC Bank 	276,554,793 *1,650,000
3	Director	Tai Hsuan Investment Co., Ltd. Rep.: Lin, Bill K.C.	EMBA, National Taiwan University	<p><i>Current:</i></p> <ul style="list-style-type: none"> • Director, O-Bank • Director, IBT VII Venture Capital Co., Ltd. • Independent Director, Gomaji • Partner, Guppy Inclusive • Director, CurDoctor • Director, International Community Health Care Association <p><i>Previous:</i></p> <ul style="list-style-type: none"> • Director, EasyCard Investment Holding Co., Ltd. • Director, EasyCard Corporation • Director, UUPON INC. • Chairman, Wise-Love institute • President, PayEasy • Card Manager, TaishinBank • MA, CitiBank 	275,404,275

Number	Position for Nomination	Name of Nominee	Academic Background	Professional Experience	Number of Shares Held by Nominee
4	Director	Lee, Mark J.C.	Bachelor of Accounting, Feng Chia University	Current: <ul style="list-style-type: none"> • Director, O-Bank • President, Heng Tong Machinery Co., Ltd. Previous: <ul style="list-style-type: none"> • President, Heng Guo Co., Ltd. • Manager, Heng Tong Machinery Co., Ltd. 	100,390 *7,297
5	Director	Tai Ya Investment Co., Ltd. Rep.: Chen, Alex J.J.	Bachelor of Computer Science, TamKang University M.A. in Computer Science & Information Engineering Science graduate school, National Taiwan University	Current: <ul style="list-style-type: none"> • Director, O-Bank • Chairman, IBT VII Venture Capital Co., Ltd. • Director, IBT Management Corp. • Independent Director, Castles Technology Previous: <ul style="list-style-type: none"> • Vice Chairman, IBT VII Venture Capital Co., Ltd. • Business Advisor, O-Bank • Advisor to Chairman & President, LAKALA Financial Technology Group • Director, HiTrust Incorporated • China President, WeLab Group • Executive Vice President, China Resource Bank • Senior Vice President, ChinaTrust Commercial Bank • Senior Vice President, Taishin International Bank • Senior Vice President, First Commercial Bank • Taiwan GM, Visa International 	83,937,161 *5,991,757
6	Independent Director	Hu, Fu- Hisung	M.A., Graduate School of Business, National Taiwan University	Current: <ul style="list-style-type: none"> • Independent Managing Director, O-Bank Co., Ltd • Independent Director, Walsin Lihwa Co., Ltd Previous: <ul style="list-style-type: none"> • Chairman, Taiwan Cooperative Securities Co., Ltd. • Chairman, Joint Credit Information Center • Director and Supervisor, Taiwan Ratings Corp. • Director, Mega International Commercial Bank Co., Ltd. • Director, General, Department of Economic Affairs and Energy • Managing Director and Convener, Agricultural Bank of Taiwan Co., Ltd • Committee Member, Small and Medium Enterprise Development Fund, Ministry of Economics Affair • Committee Member Vice President, Council of Agriculture, Executive Yuan • Executive Yuan Counselor, Consultant and Director of the Dean's Office • Counselor, Mainland Affairs Council • Committee Member, Economic Construction Committee of the Executive Yuan 	-
7	Independent Director	Lin, Hank H.K.	MBA, BARUCH COLLEGE, CUNY	Current: <ul style="list-style-type: none"> • Independent Director, O-Bank • Independent Director, Johnson Health Tech Co., Ltd. • Corporate Director, PANJIT International LNC. • Corporate Director, Global Union Industrial Corp. • Supervisor, Union Mechatronic INC. 	-

Number	Position for Nomination	Name of Nominee	Academic Background	Professional Experience	Number of Shares Held by Nominee
				<ul style="list-style-type: none"> • Supervisor, EverBot Technology Co., Ltd. • Chairman, EY Cultural and Educational Foundation • Director, Chu May Social Welfare and Charity Foundation Previous: <ul style="list-style-type: none"> • Director, Shine-On Biomedical CO., LTD. • CMP & Partner, Ernst & Young • Director, EY Cultural and Educational Foundation • Ernst & Young LLP 	
8	Independent Director	Chiang, Tina W.N	Bachelor of Business Administration in Business Mathematics, Soochow University M.B.A., Specialization of Information Management, Aspen University, USA	Current: <ul style="list-style-type: none"> • Independent Director, O-Bank • Chairman, Shanda Information Cooperation Ltd. • Chairman, Taipei Financial Education Development Association • Director, iPOTel Corp. • Supervisor, Shengli Investment Co., Ltd. Previous: <ul style="list-style-type: none"> • Director, EasyCard Corp. • Supervisor, Financial Information Service Co., Ltd. • SEVP & Chief Officer of Digital Technology, SinoPac Holdings Company Ltd. • Chief Officer of Operations, SinoPac Holdings Company Ltd. • President, Bank SinoPac Co., Ltd • Head of Consumer Banking, Electronig Banking, Integrated Marketing Division, Bank SinoPac Co., Ltd • Vice President & country Manager, MasterCard International Inc., Taiwan • Senior Vice President & Head of Credit Card Division, Fubon Commercial Bank 	-
9	Independent Director	Wang, Jennifer C.F.	Columbia University School of Law (LL.M.) National Taiwan University Law School (LL.M.) National Taiwan University (LL.B.)	Current: <ul style="list-style-type: none"> • Independent Director, O-Bank • Independent Director, Lotus Pharmaceutical Co., Ltd • Partner, Chen & Lin Attorneys-at-Law Previous: <ul style="list-style-type: none"> • Independent Director, TXC Corporation • Associate Attorney, Simpson Thacher & Bartlett LLP 	-

Note: “*” denotes Class B Preferred Shares in this Table.

Other Matters (Proposed by the Board of Directors)

Proposal: Proposal for Release of Non-competition Restrictions on Directors of the Board of the 10th term

Explanation:

1. The Bank's 9 newly elected directors are about to assume office for a three-year tenure.
2. While the Bank's directors invest in or manage other companies with the same or a similar scope of business and act as directors/managers thereof (please refer to the next page), it is proposed to invoke Article 209 of the *Company Act* and release them from non-competition restrictions on condition that they do not undermine the Bank's interests.
3. The proposal was approved by the 9th Board of Directors in its 26th meeting.
4. Shareholder approval is respectfully requested.

Resolution:

List for Release of Non-competition Restrictions on Directors of the Bank's 10th Board

Director	Position at the Bank	Positions at other companies	Main Business
Lo., Tina Y.	Natural-person Director	Director, Ming Shan Investment Co., Ltd.	Diversified Investment Business
		Director, Tai Ya Investment Co., Ltd.	Diversified Investment Business
		Director, Tai Hsuan Investment Co., Ltd.	Diversified Investment Business
		Director, Yi Chang Investment Co., Ltd.	Diversified Investment Business
		Director, IBT Holdings Corp.	Management of the Bank's Subsidiary, EverTrust Bank
		Director, KC Investments Corporation	Diversified Investment Business
		Director, Lucky Bamboo Investments Limited	Diversified Investment Business
Lo, Kenneth C.M.	Representative of Juristic-person Director (Yi Chang Investment Co., Ltd.)	Chairman, Hong Ju Investment Co., Ltd.	Diversified Investment Business
Lin, Bill K.C.	Representative of Juristic-person Director (Tai Hsuan Investment Co., Ltd.)	Chairman, IBT Management Corporation	Corporate Investment and Management Consulting Services
		Director, IBT VII Venture Capital Co., Ltd.	Venture Investment Consulting Services
Lee, Mark J.C.	Natural-person Director	Director, Heng Tin Feng Invest Development Co., Ltd.	Diversified Investment Business
		Director, Tong Chuan Invest Development Co., Ltd.	Diversified Investment Business
		Director, Bai Tong Investment Co., Ltd.	Diversified Investment Business
		Director, Heng Gi Lie Investment Co., Ltd.	Diversified Investment Business
		Director, Chang Yan Investment Co., Ltd.	Diversified Investment Business
		Director, Hong Fu Investment Co., Ltd.	Diversified Investment Business
		Director, Siang Tai Investment Co., Ltd.	Diversified Investment Business
Director, Hong Da Investment Co., Ltd.	Diversified Investment Business		

Director	Position at the Bank	Positions at other companies	Main Business
Chen, Alex J.J.	Representative of Juristic-person	Chairman, IBT VII Venture Capital Co., Ltd.	Venture Investment Consulting Services
	Director (Tai Ya Investment Co., Ltd.)	Director, IBT Management Corporation	Corporate Investment and Management Consulting Services
Chiang, Tina W.N.	Independent Director	Supervisor, Shengli Investment Co., Ltd.	Diversified Investment Business

Note: The Bank's directors faithfully stand by the principle of recusal. When it comes to any item involving personal interests that may harm the Bank's interests, directors do not participate in the discussion of and voting on the said item and do not vote on behalf of other directors.

Extempore Motion

Appendix I

O-Bank Co., Ltd. Procedural Rules Governing Shareholders' Meetings

Instituted on July 12, 1999
Amended by General Shareholders' Meeting of June 14, 2013
Amended by General Shareholders' Meeting of June 2, 2015
Amended by General Shareholders' Meeting of June 14, 2017
Amended by General Shareholders' Meeting of June 19, 2020
Amended by General Shareholders' Meeting of July 20, 2021
Amended by General Shareholders' Meeting of June 17, 2022
Amended by General Shareholders' Meeting of June 16, 2023

Article 1

Pursuant to Article 5 of the *Corporate Governance Best-Practice Principles for TWSE/GTSM-Listed Companies*, these *Procedural Rules Governing Shareholders' Meetings* (the "Rules") are adopted for the purposes of establishing a sound governance system for shareholders' meetings, building well-rounded supervisory capabilities, and strengthening management capabilities.

Article 2

Unless otherwise provided by applicable laws and regulations or the Company's *Articles of Incorporation*, the shareholders' meetings of the Company shall be held in accordance with the Rules set forth below.

Article 3

Unless otherwise provided by applicable laws or regulations, the shareholders' meetings of the Company shall be convened by the Board of Directors.

Changes to how this Corporation convenes its shareholders' meeting shall be resolved by the Board of Directors, and shall be made no later than mailing of the shareholders' meeting notice.

Unless otherwise provided in Regulations Governing the Administration of Shareholder Services of Public Companies, a company that will convene a shareholders' meeting with video conferencing shall expressly provide for such meetings in its Articles of Incorporation and obtain a resolution of it shall require the attendance of more than two-thirds of the directors and the consent of more than half of the directors present.

The Company shall prepare electronic versions of the shareholders' meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for discussion, or the election or dismissal of directors, and upload them onto the Market Observation Post System (MOPS) not fewer than 30 days before the date of a general shareholders' meeting or not fewer than 15 days before the date of a special shareholders' meeting. The Company shall prepare electronic versions of the shareholders' meeting agenda handbook and supplemental meeting materials and upload them onto the MOPS not fewer than 21 days before the date of a general shareholders' meeting or not fewer than 15 days before the date of a special shareholders' meeting. If, however, the Company has the paid-in capital of NT\$10 billion or more as of the

last day of the most current fiscal year, or total shareholding of foreign shareholders and PRC shareholders reaches 30% or more as recorded on the shareholders' roster of the shareholders' meeting held in the immediately preceding year, transmission of these electronic files shall be made by 30 days before the regular shareholders' meeting. In addition, not fewer than 15 days before the date of a shareholders' meeting, the Company shall also have prepared the shareholders' meeting agenda handbook and supplemental meeting materials and made them available for review by shareholders at any time. The aforesaid meeting agenda handbook and supplemental materials shall also be displayed at the Company and the shareholder services agent designated thereby.

The Company shall make the meeting agenda and supplemental meeting materials in the preceding paragraph available to shareholders for review in the following manner on the date of the shareholders' meeting:

1. For the physical shareholders' meetings, to be distributed onsite at the meeting.
2. For the hybrid shareholders' meetings, to be distributed on-site at the meeting and shared on the visual communication platform.
3. For the virtual-only shareholders' meetings, electronic files shall be shared on the visual communication platform.

The reasons for convening a shareholders' meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.

Election or dismissal of directors, amendments to the Articles of Incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the Company, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities and Exchange Act, or Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out in the notice of the reasons for convening the shareholders' meeting and the essential contents shall be explained in the notice. None of the aforesaid matters may be raised by an extempore motion.

Where a reelection of the Board of Directors and the date of its assuming office are specified in the notice of reasons for convening the shareholders' meeting, the said meeting shall not alter this date of assuming office by an extempore motion or any other means after the given reelection has been completed.

A shareholder holding 1% or more of the total number of issued shares may submit to the Company a proposal for discussion at a general shareholders' meeting. Such proposals are limited to one item only, and no proposal containing more than one item will be included in the meeting agenda. In addition, when the circumstances of any subparagraph of paragraph 4, Article 172-1 of the Company Act apply to a proposal put forward by a shareholder, the Board of Directors may exclude it from the agenda.

Shareholders may submit proposals for urging the Company to promote public interests or fulfill its social responsibilities. In accordance with Article 172-1 of the *Company Act*, such proposals are limited to one item only, and no proposal containing more than one item will be included in the meeting agenda.

Prior to the book closure date before a general shareholders' meeting is held, the Company shall publicly announce that it will accept shareholder proposals in writing or electronically and specify the location and time period for their submission; the period for submission of shareholder proposals shall not be fewer than 10 days.

Shareholder proposals are limited to 300 words in writing, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the general shareholders' meeting and take part in discussion of the proposal.

Prior to the date for issuance of notice of a shareholders' meeting, the Company shall inform the shareholders who submitted proposals of its screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders' meeting, the Board of Directors shall explain the reasons for exclusion of any shareholder proposals from the meeting agenda.

Article 4

For each shareholders' meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization.

A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders' meeting, and shall deliver the proxy form to the Company not fewer than five days before the date of the shareholders' meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.

After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or to exercise voting rights in writing or by electronic means, a written notice of proxy cancellation shall be submitted to the Company not fewer than two days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

If, after a proxy form is delivered to the Company, a shareholder wishes to attend the shareholders meeting online, a written notice of proxy cancellation shall be submitted to the Company two days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 5

The venue for a shareholders' meeting shall be the premises of the Company or a place easily accessible to shareholders and suitable for a shareholders' meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of independent directors with respect to the place and time of the meeting.

The restrictions on the place of the meeting shall not apply when the Company convenes a virtual-only shareholders meeting.

Article 6

The Company shall specify in its shareholders' meeting notices the time during which shareholder, solicitors, and proxies (hereinafter "shareholders") attendance registrations will be accepted, the place to register for attendance, and other matters for attention.

The time during which shareholder attendance registrations are to be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations. For visual communication shareholders' meetings, shareholders may begin to register on the visual communication platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed as attending the shareholders' meeting in person.

Shareholders shall present attendance cards, sign-in cards, or other certificates of attendance to attend shareholders' meetings. The Company shall not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

The Company shall provide attending shareholders with an attendance book to sign in for the meeting, or attending shareholders may hand in a sign-in card in lieu of signing in.

The Company shall also provide attending shareholders with a meeting agenda handbook, an annual report, an attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors, preprinted ballots shall also be furnished.

When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders' meeting. When a juristic person is appointed to attend as proxy, it may designate only one person to represent it in the meeting.

In the event of a visual communication shareholders' meeting, shareholders wishing to attend the meeting online shall register with the Company two days before the meeting date.

In the event of a visual communication shareholders' meeting, the Company shall upload the meeting agenda book, annual report and other meeting materials to the visual communication platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

Article 6-1

To convene a visual communication shareholders meeting, the Company shall include the follow particulars in the shareholders' meeting notice:

1. How shareholders attend the visual communication meeting and exercise their rights.
2. Actions to be taken if the visual communication platform or participation in the visual communication meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:

- (1) To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.
 - (2) Shareholders not having registered to attend the affected visual communication shareholders' meeting shall not attend the postponed or resumed session.
 - (3) In case of a hybrid shareholders' meeting, when the visual communication meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the visual communication shareholders meeting online, meets the minimum legal requirement for a shareholders' meeting, then the shareholders meeting shall continue. The shares represented by shareholders attending the visual communication meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the visual communication meeting online shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders' meeting.
 - (4) Actions to be taken if the outcome of all proposals have been announced and extraordinary motion has not been carried out.
3. To convene a virtual-only shareholders' meeting, appropriate alternative measures available to shareholders with difficulties in attending a visual communication shareholders meeting online shall be specified. Unless otherwise provided in Article 44-9, Item 6 of Regulations Governing the Administration of Shareholder Services of Public Companies, when the company convenes a virtual-only shareholders' meeting, it furthermore shall specify appropriate alternative measures available to shareholders who have difficulty taking part in a virtual shareholders' meeting.

Article 7

If a shareholders' meeting is convened by the Board of Directors, the meeting shall be chaired by the chairman of the board. When the chairman of the board is on leave or for any reason unable to exercise the powers of the chair, the vice chairman shall act in place of the chair; if there is no vice chairman or the vice chairman also is on leave or for any reason unable to exercise the powers of the vice chairman, the chairman of the board shall appoint one of the managing directors to act as chair, or, if there are no managing directors, one of the directors shall be appointed to act as chair. Where the chairman does not make such a designation, the managing directors or the directors shall select from among themselves one person to serve as chair.

When a managing director or a director serves as chair, as referred to in the preceding paragraph, the managing director or director shall be one who has held that position for six months or more and who understands the financial and business conditions of the Company. The same shall be true for a representative of a juristic-person director that serves as chair.

It is advisable that shareholders' meetings convened by the Board of Directors be chaired by the chairman of the board in person and attended by a majority of the directors and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.

If a shareholders' meeting is convened by a party that is not the Board of Directors but has the power to convene, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders' meeting in a non-voting capacity.

Article 8

The Company shall, beginning from the time it accepts shareholder attendance registrations, make an uninterrupted video and audio recording of the entire process of a shareholders' meeting, including the registration procedure, the proceedings of the meeting, and the voting and vote-counting procedures.

The aforesaid video and audio recording shall be retained for a minimum of one year. If a lawsuit has been instituted by any shareholder in accordance with Article 189 of the *Company Act*, however, the Company shall retain the aforesaid recording until the conclusion of the litigation.

Where a shareholders' meeting is held online, the Company shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast and results of votes counted by the Company, and continuously audio and video record, without interruption, the proceedings of the visual communication meeting from beginning to end.

The information and audio and video recording in the preceding paragraph shall be properly kept by the Company during the entirety of its existence, and copies of the audio and video recording shall be provided to and kept by the visual communication meeting provider.

Article 9

Attendance at shareholders' meetings shall be calculated based on the number of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, and the shares checked in on the visual communication platform, plus the number of shares whose voting rights are exercised in writing or by electronic means.

The chair shall call the meeting to order at the appointed time, and announce the number of shares with no voting right and the number of shares held by the attending shareholders.

However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that not more than two such postponements, for a combined total of not more than 1 hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a visual communication shareholders' meeting, the Company shall also declare the meeting is adjourned at the visual communication platform.

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the *Company Act*; all shareholders shall be notified of the tentative resolution and another shareholders' meeting shall be convened within one month. In the event of a visual

communication shareholders' meeting, shareholders intending to attend the meeting online shall re-register to the Company in accordance with Article 6.

When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders' meeting pursuant to Article 174 of the *Company Act*.

Article 10

If a shareholders' meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors. The proposals, including the extempore motions and the amendment to the original matters, shall be voted on by poll. The meeting shall proceed in the order set by the agenda, which shall not be changed without a resolution of the shareholders' meeting.

The provisions of the preceding paragraph apply *mutatis mutandis* to a shareholders' meeting convened by a party that is not the Board of Directors but has the power to convene.

The chair shall not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extempore motions), except by a resolution of the shareholders' meeting. If the chair declares the meeting adjourned in violation of these Rules, the other members of the board shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then resume the meeting.

The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extempore motions put forward by shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to be voted on, the chair may announce the discussion closed to call for a vote and allow sufficient time to vote.

Article 11

Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak shall be set by the chair.

A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to that given on the speaker's slip, the spoken content shall prevail.

Except with the consent of the chair, a shareholder shall not speak more than twice on the same proposal, and a single speech shall not exceed 5 minutes. If the shareholder's speech violates relevant regulations or exceeds the scope of the agenda item in question, the chair may terminate the speech.

When an attending shareholder is speaking, other shareholders shall not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.

When a juristic-person shareholder appoints two or more representatives to attend a shareholders' meeting, only one of the representatives so appointed may speak on the same proposal.

After an attending shareholder has spoken, the chair may respond in person or instruct relevant personnel to respond.

Where a visual communication shareholders' meeting is convened, shareholders attending the meeting online may raise questions in writing at the visual communication platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in paragraphs 1 to 5 do not apply.

Article 12

Voting at a shareholders' meeting shall be calculated based on the number of shares.

With respect to resolutions of shareholders' meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.

When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of the Company, that shareholder shall not vote on that item, and shall not exercise voting rights for any other shareholder by proxy.

The number of shares for which voting rights shall not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.

With the exception of a trust enterprise or a shareholder services agent approved by the competent authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy shall not exceed 3% of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

Article 13

A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, paragraph 2 of the *Company Act*.

When the Company holds a shareholders' meeting, it shall adopt electronic means for shareholders to exercise their voting rights and may allow them to exercise such rights in writing. When voting rights are exercised in writing or by electronic means, the method of exercise shall be specified in the shareholders' meeting notice. A shareholder exercising voting rights in writing or by electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extempore motions and amendments to original proposals of that meeting; it is therefore advisable that the Company refrains from presenting extraordinary motions and amendments to original proposals.

A shareholder intending to exercise voting rights in writing or by electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company not fewer than two days before the date of the shareholders' meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.

After a shareholder has exercised voting rights in writing or by electronic means, in the event that the shareholder intends to attend the shareholders' meeting in person or online, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, not fewer than two days before the date of the shareholders' meeting. If the notice of retraction is submitted after that time, the voting rights already exercised in writing or by electronic means shall prevail. When a shareholder has both exercised voting rights in writing or by electronic means and appointed a proxy to attend a shareholders' meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Except as otherwise provided in the *Company Act* and in the Company's *Articles of Incorporation*, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be uploaded onto the MOPS.

When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any of them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Company.

Vote counting for shareholders' meeting proposals or elections shall be conducted in public at the place of the shareholders' meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on the spot, and a record made of the vote.

When the Company convenes a visual communication shareholders' meeting, after the chair declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the visual communication platform before the chair announces the voting session ends or will be deemed abstained from voting.

In the event of a visual communication shareholders' meeting, votes shall be counted at once after the chair announces the voting session ends, and results of votes and elections shall be announced immediately.

When the Company convenes a hybrid shareholders' meeting, if shareholders who have registered to attend the meeting online in accordance with Article 6 decide to attend the physical shareholders meeting in person, they shall revoke their registration two days before the shareholders meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the shareholders meeting online.

When shareholders exercise voting rights in writing or by electronic means, unless they have withdrawn the declaration of intent and attended the shareholders' meeting online, except for extraordinary motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.

Article 14

The election of directors at a shareholders' meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on the spot immediately, including the names of those elected as directors and the numbers of votes with which they are elected, and the names of those not elected as directors and the number of votes received by them.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the *Company Act*, the ballots shall be retained until the conclusion of the litigation.

Article 15

Matters relating to the resolutions of a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed electronically.

The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement uploaded onto the MOPS.

The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, a summary of the deliberations and voting results (including the statistical weight), as well as the number of votes obtained by each electee in the event of a Board of Directors election, and shall be retained for the duration of the existence of the Company.

Where a visual communication shareholders meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the shareholders' meeting, how the meeting is convened, the chair's and the minute taker's name, and actions to be taken in the event of disruption to the visual communication platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes.

When convening a virtual-only shareholder meeting, other than compliance with the requirements in the preceding paragraph, the Company shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending a virtual-only shareholders' meeting online.

Article 16

On the day of a shareholders' meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation, the number of shares represented by proxies and the number of shares represented by shareholders attending the meeting in writing or by electronic means, and shall make a disclosure of the same at the place of the meeting. In the event a visual communication shareholders meeting, the Company shall upload the above meeting materials to the visual communication platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

During the Company's visual communication shareholders' meeting, when the meeting is called to order, the total number of shares represented at the meeting shall be disclosed on the visual communication platform. The same shall apply whenever the total number of shares represented at the meeting and a new tally of votes is released during the meeting.

If matters put to a resolution at a shareholders' meeting constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation regulations, the Company shall upload the content of the resolution in question onto the MOPS within the prescribed time period.

Article 17

Staffers handling administrative affairs of a shareholders' meeting shall wear identification cards or armbands.

The chair may direct proctors or security guards to help maintain order at the meeting. The aforesaid proctors or security guards shall wear an identification card or armband marked the word "Proctor."

At the place of a shareholders' meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by the Company, the chair may prevent the shareholder from so doing.

When a shareholder violates these Rules and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder out of the meeting.

Article 18

When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting is to be resumed.

If the meeting venue is no longer available for continued use and not all of the items (including extempore motions) on the meeting agenda have been addressed, the shareholders' meeting may adopt a resolution to resume the meeting at another venue.

A resolution may be adopted at a shareholders' meeting to defer or resume the meeting within five days in accordance with Article 182 of the *Company Act*.

Article 19

In the event of a visual communication shareholders meeting, the Company shall disclose real-time results of votes and election immediately after the end of the voting session on the visual communication platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.

Article 20

When the Company convenes a virtual-only shareholders meeting, both the chair and minute taker shall be in the same location, and the chair shall declare the address of their location when the meeting is called to order.

Article 21

In the event of a visual communication shareholders' meeting, when declaring the meeting open, the chair or a person designated by the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under paragraph 4, Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the visual communication platform or participation in the visual communication meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within 5 days, in which case Article 182 of the Company Act shall not apply.

For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected shareholders meeting online shall not attend the postponed or resumed session.

For a meeting to be postponed or resumed under the first paragraph, the number of shares represented by, and voting rights and election rights exercised by the shareholders who have registered to participate in the affected shareholders meeting and have successfully signed in the meeting, but do not attend the postpone or resumed session, at the affected shareholders meeting, shall be counted towards the total number of shares, number of voting rights and number of election rights represented at the postponed or resumed session.

During a postponed or resumed session of a shareholders meeting held under the first paragraph, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or list of elected directors and supervisors.

When the Company convenes a hybrid shareholders meeting, and the visual communication meeting cannot continue as described in first paragraph, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the visual communication shareholders meeting online, still meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue, and not postponement or resumption thereof under the first paragraph is required.

Under the circumstances where a meeting should continue as in the preceding paragraph, the shares represented by shareholders attending the visual communication meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders' meeting.

When postponing or resuming a meeting according to the first paragraph, the Company shall handle the preparatory work based on the date of the original shareholders meeting in accordance with the requirements listed under paragraph 7, Article 44-20 of the *Regulations Governing the Administration of Shareholder Services of Public Companies*.

For dates or period set forth under second half of Article 12, and paragraph 3, Article 13 of the *Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of*

Public Companies; paragraph 2, Article 44-5, Article 44-15, and paragraph 1, Article 44-17 of the *Regulations Governing the Administration of Shareholder Services of Public Companies*, the Company shall handle the matter based on the date of the shareholders meeting that is postponed or resumed under the first paragraph.

Article 22

When convening a virtual-only shareholders' meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a visual communication shareholders meeting online. Unless otherwise provided in Article 44-9, Item 6 of Regulations Governing the Administration of Shareholder Services of Public Companies, when the company convenes a virtual-only shareholders' meeting, it furthermore shall specify appropriate alternative measures available to shareholders who have difficulty taking part in a virtual shareholders' meeting.

Article 23

When the Company holds a shareholders' meeting, the shareholders shall not record video or audio of the meeting, to protect the rights of the attendants and the Company.

Article 24

These Rules, and any amendments hereto, shall be implemented after adoption by shareholders' meetings.

Appendix II

O-Bank Co., Ltd. Articles of Incorporation

Amended by the General Shareholders' Meeting of June 13, 2025

Chapter I: General Provisions

- Article 1: This Bank has been established for the purposes of promoting industrial development, fostering industrial and commercial prosperity, creating an environment beneficial to all, and providing the public with comprehensive, specialized, and innovative financial services. It has been incorporated in line with the government's financial policy and in accordance with provisions of the *Company Act* and *Banking Act*.
- Article 2: The name of the Bank shall be O-Bank Co., Ltd.
- Article 3: The head office of the Bank shall be in Taipei City. Depending on business needs, branch entities may be established at suitable locations in Taiwan and abroad. The establishment, cancellation, or change of any of the foregoing branch entities by a commercial bank requires approval of the Board of Directors and approval of and registration with the competent authority.
- Article 4: All public announcements by the Bank shall be made in daily newspapers circulated at the seat of the Bank's head office, unless otherwise provided for by the authority in charge of securities.

Chapter II: Scope of Business

- Article 5: The Bank operates commercial banking business (Code: H101021/limited to items approved by the competent authority), securities brokerage business (Code: H301011/limited to items approved by the competent authority), personal insurance agency business (Code: H601011), and property and liability insurance agency business (Code: H601021).
- Article 6: With respect to its investment total while engaging in investment business, the Bank shall not violate the Banking Act and regulations of the competent authority governing investment by commercial banks.

Chapter III: Shares

- Article 7: The total authorized capital of the Bank shall be NT\$35 billion, divided into 3.5 billion shares with a par value of NT\$10 each and including common and preferred shares. The Board of Directors is authorized to, in accordance with the Company Act and applicable laws and regulations, issue such shares in installments if necessary. The source of capital contribution by shareholders is limited to cash only.

The Bank may issue employee stock option certificates and new shares with restricted employee rights within the preceding total amount of shares, and the relevant operations shall be handled in accordance with relevant laws and regulations.

The Bank may, in accordance with the law, repurchase treasury shares for transfer to employees, reserve newly issued shares for employee subscription, enter into stock option agreements with employees, or issue restricted stock for employees. The recipients of such transfers, subscriptions, or issuances may include employees of subsidiaries that meet certain qualifying conditions.

Article 8: (delete)

Article 8-1: The rights and obligations of the Bank's preferred shares as well as other important terms of issuance are as follows:

1. If a surplus remains after the Bank closes its books for a given year, the Bank shall, in accordance with its Articles of Incorporation, first set aside funds for taxes and offset the accumulated losses from previous years, make provisions for legal reserve, and register allocation or reverse of special reserve. When added to undistributed earnings at the beginning of the period, the remainder shall constitute the cumulative distributable earnings, giving priority in distributing cash dividends for preferred shares for the year.
2. The dividend rate of preferred shares is capped at 8% per annum on the issue price. Cash dividends shall be distributed as lump-sum payments annually. After the Bank's general shareholders' meeting ratifies its audited financial statements for a given year, the Board of Directors shall set the record date for paying the cash dividends that are to be distributed for the previous year. With respect to distribution of cash dividends for the year of issuance and year of redemption, the amount of payable dividends shall be calculated based on the actual number of days of the aforesaid shares being in issuance that year.
3. The Bank has autonomous discretion on distribution of cash dividends for preferred shares. If the Bank's cumulative distributable earnings are insufficient for distribution of cash dividends for preferred shares, or if distribution of cash dividends will cause the Bank's capital adequacy ratio to fall short of legal requirements or the minimum required by the competent authority, the Bank's decision to cancel distribution of cash dividends for preferred shares shall not be regarded as an event of default. If the preferred shares issued by the Bank are specified as non-cumulative, the undistributed dividends or shortfalls in dividends distributed will not be cumulative and therefore no deferred payment will be paid in subsequent years when there is a surplus in earnings.
4. While being entitled to the cash dividends prescribed in subparagraph 2 of this article, holders of preferred shares—if their holdings are of the non-participating type—shall not be entitled to distribution of cash or stock dividends for common shares drawing from retained earnings and capital surplus.
5. In terms of entitlement to distribution of the Bank's residual assets, holders of preferred shares shall take precedence over holders of common shares. With their order of priority subordinate to that of general creditors, holders of the Bank's different types of preferred shares shall rank *pari passu* without any

preference among themselves and their entitlement shall be capped at the monetary amount of preferred shares issued.

6. At shareholders' meetings, holders of preferred shares are denied voting rights and rights to elect directors but are entitled to be elected as directors themselves. Holders of preferred shares have voting rights at meetings of preferred shareholders.
7. Convertible preferred shares issued by the Bank shall not be converted within one year after issuance. The Board of Directors is authorized to specify in the terms of issuance the time period during which conversion is to be allowed. Holders of convertible preferred shares may, pursuant to the terms of issuance, apply for conversion of all or part of their holdings to common shares on a 1-for-1 basis. After the exercise, the newly converted shares shall entail the same rights and obligations as those applicable to common shares. Distribution of cash dividends for the year of conversion shall be calculated based on the actual number of days in issuance proportionate to the total number of days of the year in question. If the aforesaid conversion to common shares takes place prior to the record date for going ex-dividend, however, shareholders shall not be entitled to distribution of cash dividends for preferred shares for that year and the year after. Still, such shareholders shall be entitled to distribution of dividends for common shares drawing from retained earnings and capital surplus.
8. Where the Bank issues perpetual preferred shares, holders of such shares shall be denied the right to request redemption of their holdings by the Bank. For its part, the Bank may set a redemption date not earlier than the day after the fifth anniversary of the issuance date. Redemption of previously issued preferred shares, in whole or in part, shall be conducted at the original issue price. The remaining and outstanding preferred shares shall retain the rights and obligations described in the preceding paragraphs. If the Bank resolves on distribution of cash dividends for preferred shares for the year of redemption, such distribution shall be based on the number of days in issuance up to the date of redemption.
9. Where the Bank issues non-perpetual preferred shares, their term shall not be shorter than five years and holders of such shares shall have no right to request their redemption by the Bank. Upon expiry of such shares or beginning from the day after the fifth anniversary of the issuance date, the Bank may, pursuant to the issue price and terms of issuance, redeem such shares in cash, issue new shares to accommodate compulsory conversion on a 1-for-1 basis, or effect redemption by other means permitted under other laws or regulations. If the Bank should fail to redeem all or part of the aforesaid preferred shares due to force majeure or other reasons within the aforesaid time period, the rights and obligations of the outstanding preferred shares shall remain unchanged until their redemption by the Bank.

The Board of Directors is authorized to take into account market conditions and investor sentiment and determine the name, issuance date, and other issuance terms of preferred shares in accordance with the Bank's Articles of Incorporation and applicable laws and regulations.

Article 9: With respect to share transfers, no rights shall be asserted against the Bank if the name and domicile or residence of the transferee are not recorded in the shareholders' roster.

Within 60 days prior to the convocation of a general shareholders' meeting, or 30 days prior to the convocation of a special shareholders' meeting, or five days prior to the record date for declaration of dividends or any other interests, share transfer registrations and other changes to the shareholders' roster shall be suspended.

Article 10: Each shareholder of the Bank shall complete a seal specimen card and submit the same to the Bank for filing, and this shall apply to any change to the seal specimen. The seal specimen kept by the Bank shall be the basis for shareholders to collect dividends or bonuses or exercise shareholder rights in writing.

All stock affairs of the Bank shall be undertaken in accordance with the Regulations Governing the Administration of Shareholder Services of Public Companies promulgated by the competent authority.

Chapter IV: Shareholders' Meetings

Article 11: The shareholders' meetings of the Bank shall include the following two types:

1. General shareholders' meetings: Held at least once every year, a general shareholders' meeting shall be convened by the Board of Directors within six months after the end of each fiscal year.
2. Special shareholders' meetings: Held whenever necessary, in accordance with applicable laws and regulations.

A meeting of preferred shareholders may be convened in accordance with applicable laws and regulations.

The Bank's shareholders' meetings can be held by means of visual communication network or other methods promulgated by the competent authority. Relevant procedures of the visual communication meeting are in compliance with the Company Act and applicable laws and regulations.

Article 12: The Bank shall notify each shareholder and make a public announcement of the date, venue, and reasons for a general shareholders' meeting 30 days in advance, or 15 days in advance if it is a special shareholders' meeting being convened.

Article 13: Unless otherwise provided for by law, a shareholders' meeting shall adopt a resolution after it is voted for by the majority of attending shareholders and the attending shareholders represent more than half of the total number of issued shares.

Article 14: Unless otherwise provided for by applicable laws and regulations and the Bank's Articles of Incorporation, a shareholder shall be entitled to one vote for each share held.

When the Bank holds a shareholders' meeting, it shall adopt electronic means for shareholders to exercise their voting rights and may allow them to exercise such rights in writing. When voting rights are exercised in writing or by electronic means, the method of exercise shall be specified in the shareholders' meeting notice.

Article 15: Any shareholder who cannot attend a shareholders' meeting in person for any reason may entrust a representative to attend on behalf thereof by presenting a proxy form issued by the Bank, specifying the scope of authorization. When one person is concurrently appointed as proxy by two or more shareholders, however, the voting rights represented by that proxy shall not exceed 3% of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

The aforesaid proxy form shall be delivered to the Bank not fewer than five days before the date of the shareholders' meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.

After a proxy form has been delivered to the Bank, if the shareholder intends to attend the meeting in person or to exercise voting rights in writing or by electronic means, a written notice of proxy cancellation shall be presented to the Bank not fewer than two days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 16: More than one person is allowed to represent a juristic-person shareholder, provided the voting rights of such representatives are exercised based on their combined shareholding. Where there are more than two representatives, such representatives shall jointly exercise their voting rights.

Article 17: The shareholders' meetings of the Bank shall resolve the following matters:

- (1) Establishment or amendment of the Bank's Articles of Incorporation.
- (2) Election and dismissal of directors.
- (3) Auditing and ratification of the statements and reports prepared by the Board of Directors.
- (4) Increases or decreases in capital stock.
- (5) Distribution of earnings, dividends, and bonuses.
- (6) Other matters that shall be resolved by shareholders' meetings in accordance with applicable laws and regulations.

Article 18: When a shareholders' meeting convenes, it shall be chaired by the chairman of the Board. When the chairman of the Board is absent for any reason, the vice chairman shall act in place of the chair; if there is no vice chairman or the vice chairman is also absent, the chairman of the Board shall appoint one of the managing directors to act as chair; if there are no managing directors, the

chairman of the Board shall appoint one of the directors to act as chair. Where the chairman does not make such a designation, the managing directors or the directors shall select from among themselves one person to act as chair.

Article 19: Matters relating to the resolutions of a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced electronically and distributed by means of a public announcement.

The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their results, and shall be retained for the duration of the existence of the Bank.

The attendance book meant for attending shareholders and the proxy forms shall be retained for a minimum of one year. If a lawsuit has been instituted by any shareholder in accordance with Article 189 of the Company Act, however, the Bank shall retain the aforesaid documents until the conclusion of the litigation.

Chapter V: Directors and the Board

Article 20: The Bank shall have 7 to 15 directors who are to make up the Board and the Board shall decide the number of directors in the range ; The candidates nomination system is adopted for the election of directors; directors shall be elected from a list of candidates by a shareholders' meeting.

Of the foregoing number of directors, at least one member of each gender, at least three independent directors, comprising no less than one-third of the total number of directors.

The handling of matters regarding professional qualifications, shareholdings, limits on concurrent positions, nomination and election methods, and other matters for compliance in relation to independent directors shall be subject to applicable laws and regulations.

Article 21: The combined shareholdings of all directors shall not fall short of the share ownership ratios required by the competent authority.

Article 22: Directors shall each hold office for a term of three years. Except for independent directors, whose consecutive terms shall not exceed three, directors shall be eligible for re-election.

If no election of new directors is effected after expiration of the term of office of existing directors, the term of office of outgoing directors shall be extended until the time new directors have been elected and assumed their office.

The Bank shall provide compensation to directors (including independent directors) for the performance of their duties on behalf of the Bank, regardless of whether the Bank makes a profit or not. The Board of Directors shall be authorized to determine such compensation in line with industry standards on the basis of their degree of participation in the Bank's operations and value of their contribution to the Bank.

If the Bank records a profit in a year, the Bank shall appropriate not more than 2.5% of the profit for director remunerations, but independent directors shall be excluded from such distribution. If the Bank has accumulated losses, however, the aforesaid profit shall be used to offset accumulated losses first.

The Bank may, upon a resolution of the Board of Directors, purchase liability insurance to cover indemnification obligations of directors arising from performing their duties during their tenure of office.

The Board of Directors may give full authority to the chairman to renew the aforesaid insurance.

Article 23: When the Bank has 9 to 15 directors, it may have 3 to 5 managing directors who are to make up the Board of Managing Directors. The managing directors shall be elected from among the directors by a majority vote of the directors present at a meeting attended by at least two-thirds of all directors. The chairman shall be elected from among the managing directors in the same fashion; a vice chairman shall also be thus elected if it is deemed necessary.

Of the aforesaid number of managing directors, the number of independent directors shall not be fewer than one and shall not account for less than one-fifth of the total number of managing directors.

If the Bank has no managing directors, the Board of Directors shall elect a chairman of the board from among the directors by a majority vote at a meeting attended by over two-thirds of the directors, and may also elect in the same manner a vice chairman of the board when necessary.

Article 24: The chairman of the board shall internally preside at shareholders' meetings as well as Board of Directors and Board of Managing Directors meetings, and shall externally represent the Bank. When the chairman of the board is on leave or for any reason unable to exercise his/her powers, the vice chairman shall act in his/her place. If there is no vice chairman or the vice chairman also is on leave or for any reason unable to exercise his/her powers, the chairman of the board shall appoint one of the managing directors to act on his/her behalf. If there are no managing directors, the chairman of the Board shall appoint one of the directors to act on his/her behalf. Where the chairman does not make such a designation, the managing directors or the directors shall select from among themselves one person to act as chair.

Article 25: The Board of Directors is composed of all directors and convened by the chairman of the board. Unless otherwise provided for by applicable laws and regulations, the Board of Directors shall adopt resolutions by a majority vote of the directors present at a meeting attended by a majority of all directors.

Each director shall attend Board of Directors meetings in person but, if he/she is unable to do so for any reason, may appoint another director as proxy. In each such case, the absent director shall issue a written proxy and state therein the scope of authorization with reference to the subjects to be discussed at the meeting. A director may accept the appointment to act as the aforesaid proxy of only one other director.

Article 26: Except the matters subject by law to resolutions adopted by shareholders' meetings, the Bank shall conduct business operations in accordance with resolutions adopted by the Board of Directors. The duties and powers of the Board of Directors are as follows:

- (1) Examine and approve rules and regulations.
- (2) Examine and approve business plans.
- (3) Propose increases or decreases in capital stock.
- (4) Decide on establishing, canceling, or changing branch outlets.
- (5) Examine major contracts.
- (6) Examine and approve budgeting and book-closing.
- (7) Decide on acquiring or disposing of major assets; ensure compliance with Article 185 of the Company Act when warranted.
- (8) Propose distribution of earnings.
- (9) Approve major lending and business cases.
- (10) Decide on appointment and dismissal of managers.
- (11) Appoint CPAs.
- (12) Examine and approve matters assigned by the chairman of the board and those proposed by the president.
- (13) Implement resolutions adopted by shareholders' meetings.
- (14) Undertake other duties and powers under applicable laws and regulations.

To promote sound decision-making and strengthen management mechanisms, the Board of Directors may establish various functional committees and adopt their respective charters thereof.

Article 27: When the Bank has managing directors and the Board of Directors is in recess, managing directors shall, by assembly, perform the duties and powers of the board on a regular basis, and the chairman of the board may convene meetings at any time. Resolutions of such meetings shall be adopted by a majority vote of the managing directors present at a meeting attended by a majority of all managing directors.

With respect to the Board of Managing Directors performing the duties and powers of the Board of Directors referred to in the preceding paragraph, the scope of authorization thereof shall be determined in accordance with applicable laws and regulations, these Articles, and resolutions adopted by shareholders' meetings and the Board of Directors. The aforesaid scope of authorization shall specify the level and content of affairs being authorized. With respect to matters that are required by applicable laws to undergo discussion at the Board of Directors, however, it shall be mandatory to secure resolutions of the Board of Directors.

Article 28: The Bank shall set up the Audit Committee, which shall be composed of the entire number of independent directors. Its members shall not be fewer than three, one of whom shall be convener, and at least one of whom shall have accounting or financial expertise. The committee's duties and powers as well as other

compliance matters shall be handled in accordance with applicable laws and regulations or the relevant bylaws of the Bank.

Since the Bank has established the Audit Committee, the Bank is not required by law to have supervisors separately.

Chapter VI: Managers

Article 29: The Bank shall have the position of president, whose appointment, dismissal, and compensation shall be proposed by the chairman of the board and require a majority vote of the directors present at a meeting attended by a majority of all directors.

Article 30: The Bank shall have a number of vice presidents to assist the president in conducting its business operations. Their appointment and dismissal shall be proposed by the chairman of the board together with the president and require a majority vote of the directors present at a meeting attended by a majority of all directors. Separately, the Bank shall have a chief auditor to handle all audit affairs; his/her appointment, dismissal, or transfer shall be handled in accordance with applicable laws or regulations.

Chapter VII: Closing of Books and Distribution of Earnings

Article 31: The fiscal year of the Bank is from the first of January every year to the thirty first of December of the same year. At the end of each fiscal year, the Bank shall prepare the following reports and statements and, after examination by the Board of Directors, submit them to a shareholders' meeting for ratification according to statutory procedure:

- (1) Business report.
- (2) Financial statements.
- (3) Proposals for distribution of earnings or compensation for losses.

The Bank shall undertake mid-year closing of books pursuant to applicable laws and regulations at the end of June every year.

The Bank shall prepare and submit the aforesaid annual and semi-annual financial statements to the competent authority and make a public announcement on the same.

Article 32: If the Bank records a profit in a year, the Bank shall set aside no less than 0.5% of the profit for employee remunerations. If the Bank has accumulated losses, however, the profit shall be used to offset the aforesaid accumulated losses first. Among the total amount of employee remuneration, the portion allocated to non-managerial staff shall not be less than 20%.

Distribution of employee remunerations in stock or cash shall require a resolution adopted through a majority vote of the directors present at a meeting attended by not less than two-thirds of all directors, which in turn shall be reported to a shareholders' meeting. The employees entitled to the aforesaid remunerations may include those employed by the Bank's affiliated companies who meet specific requirements.

Article 32-1:

If there is a profit after its annual closing of books, the Bank shall first set aside funds for taxes and offset the accumulated losses from previous years before appropriating 30% of the profit toward its legal reserve. No appropriation shall be required if the Bank's legal reserve already equals the total amount of its paid-in capital. After appropriation or reverse of any special reserve, the remaining amount shall constitute the undistributed earnings for the year. These earnings, combined with undistributed earnings at the beginning of the period, shall form the cumulative distributable earnings. Dividends for preferred shares shall be distributed with priority, followed by dividends and bonuses for common shares (collectively referred to as "dividends"), shall be used as the basis for the Board of Directors to propose distribution and seek a resolution of a shareholders' meeting thereof.

In the event of a shortfall in "other previously accumulated net deductions from shareholders' equity" when the Bank sets aside a portion of distributable earnings for special reserve, it shall first set aside an equal amount of special reserve from undistributed earnings from the previous period. If any shortfall remains, the Bank shall make an allocation from the undistributed earnings of the current period that also take account of net profit plus other items of the current period.

The distribution of common stock dividend shall not be lower than 20% of distributable earnings after deducting distributable but not yet distributed preferred stock dividends for the current year. The aforesaid distributable earnings refer to the outstanding balance derived from deducting preferred stock dividends and reverse of any special reserve from the year's undistributed earnings set forth in paragraph 1 of this article. In particular, the cash dividend payout shall account for not less than 20% of the total common stock dividend payout for any given year. Separately, before the legal reserve equals the total amount of capital stock, the maximum cash distribution of earnings shall not exceed 15% of the total amount of paid-in capital.

With regard to the foregoing distribution of common stock dividends, the Bank adopts a policy of stability and balance that takes into account capital budget planning, capital needs for business operations, and commitment to a sound financial structure. The aforesaid method of dividend distribution is intended only as a principle-based guideline; the Bank may consider actual needs and, via the Board of Directors, propose an amendment and seek shareholder approval in the form of a resolution adopted by a shareholders' meeting.

Chapter VIII: Supplemental Provisions

Article 33: Matters not stipulated herein shall be governed by the Company Act, Banking Act, and other applicable laws and regulations.

The Banks' charter, business guidelines, and standards for the division of authority between the Board of Directors and managerial departments as well as other relevant regulations shall be separately prescribed by the Board of Directors.

Article 34: These Articles of Incorporation were enacted on June 22, 1998, with the 1st amendment on July 12, 1999; the 2nd amendment on April 8, 2000; the 3rd amendment on August 19, 2000; the 4th amendment on May 22, 2001; the 5th amendment on May 30, 2002; the 6th amendment on June 11, 2004; the 7th amendment on June 10, 2005; the 8th amendment on June 9, 2006; the 9th amendment on June 15, 2007; the 10th amendment on June 19, 2009; the 11th amendment on June 18, 2010; the 12th amendment on June 13, 2011; the 13th amendment on June 18, 2012; the 14th amendment on June 14, 2013; the 15th amendment on June 2, 2015; the 16th amendment on October 2, 2015; the 17th amendment on June 3, 2016; the 18th amendment on June 14, 2017; the 19th amendment on June 14, 2018; and the 20th amendment on June 19, 2020; and the 21st amendment on June 17, 2022; and the 22th amendment on June 16, 2023; and the 23th amendment on June 14, 2024; and the 24th amendment on June 13, 2025.

Appendix III

Business Report for 2025

1. Business Activities

The Bank mainly operates the following businesses:

- Acceptance of various types of deposits.
- Issuance of financial bonds.
- Handling of loans, discounts, and acceptances.
- Handling of domestic and foreign exchange services.
- Handling of domestic and foreign guarantee services.
- Issuance of domestic and foreign L/Cs.
- Agency collection and payment services.
- Investment in and underwriting of securities.
- Proprietary trading of bonds.
- Factoring services.
- Provision of financial consulting connected with financing and non-financing services.
- Wealth management services.
- Acting as an agent for personal insurance and property insurance.
- Handling of debit card services.
- Handling of guaranteed services connected with export and import foreign exchange, outward and inward remittances, foreign currency deposits and loans, and foreign currency guaranteed payments.
- Handling of services permitted under the Trust Enterprise Act.
- Handling of financial derivatives services.
- Handling of other services approved by the competent authority.

Key Business Area	Major Business Activity
Corporate Banking Services	Provision of corporate financial products and services: lending and deposit, corporate foreign exchange and international finance, project, corporate financial advisory services, and corporate cash management and e-Banking services, etc.
Retail Banking Services	Provision of personal financial products and services: lending and deposit, digital retail banking services, payment, insurance, wealth management, etc.
Trust Business	Trust, securitization, trust asset management, and land superficies rights, etc.
Investment Business	Financial products trading and securities investment, and private equity investments in unlisted companies.
Investment under Equity Method	Please refer to this annual report "Review of Financial Conditions, Operation Results, and Risk Management" for investment details.

Weight of Business Profits

Unit: NT\$ thousands

Item	Year	2025		2024	
		Amount	%	Amount	%
Net interest income		3,134,662	47	2,646,870	34
Net fee income		885,781	13	1,055,341	13
Gains or losses on financial assets (liabilities) at fair value through profit or loss		312,695	5	4,761,412	61
Gains from sale of fair value through other comprehensive income financial assets		372,624	5	242,512	3
Net gain or loss on exchange		1,485,732	22	(2,126,189)	(27)
Impairment loss on assets		4,012	-	(3,174)	-
Share of profit or loss of subsidiaries and affiliated businesses accounted for using equity method		388,948	6	1,135,264	15
Net profit apart from interest		106,038	2	75,007	1
Net income		6,690,492	100	7,787,043	100

Weight of Major Business Operations

Unit: NT\$ thousands

Asset	2025	Percentage (%) (Note 1)	Percentage Increase (Decrease) from the previous year	2024	Percentage (%) (Note 1)
Loans- Corporate Banking	189,675,574	46	-	189,216,750	46
Loans- Retail Banking	46,410,224	11	17	39,815,040	10
Deposits- Corporate Banking (Note 2)	229,089,928	62	(14)	264,907,417	71
Deposits - Retail Banking (Note 2)	85,518,957	23	53	55,975,354	15
Investment	112,859,043	27	(12)	127,871,179	31
Investment under Equity Method	23,204,888	6	2	22,784,191	6

Note 1: the proportion of each major business operation item in total assets or total liabilities

Note 2: Deposits include: demand deposits, time deposits and re-deposits from the Chunghwa Post Co.

Unit: NT\$ thousands

Revenue	2025	Percentage (%)	Percentage Increase (Decrease) from the previous year	2024	Percentage (%)
Corporate Banking Services	4,418,017	66	(8)	4,795,966	62
Consumer Finance	1,009,434	15	13	895,913	11
Financial Management	107,891	2	(27)	146,805	2
Equity and Debt Securities Investment	249,727	4	13,364	1,855	-
Other Investment	968,238	14	4	929,679	12
Trust Business (Corporate Banking)	14,113	-	(55)	31,066	-
Investment under Equity Method and Others	(76,928)	(1)	(108)	985,759	13
Net Income	6,690,492	100	(14)	7,787,043	100

Note: Due to internal adjustments, the definition of revenue for each business segment has been revised.

Volume of Foreign Exchange:

Unit: US\$ thousands

Item	2025	Percentage (%)	Percentage Increase (Decrease) from the previous year	2024	Percentage (%)
Import (Issuance of L/C; DA;DP)	294,779	1.29	11.41	264,589	1.11
Export (Negotiation;Collection;DA; DP)	148,749	0.65	(2.84)	153,104	0.65
Remittance (Outward;Inward)	22,357,973	98.06	(4.23)	23,345,776	98.24
Total	22,801,501	100.00	(4.05)	23,763,469	100.00

Trust Asset:

Unit: NT\$ thousands

Item	2025	Percentage (%)	Percentage Increase (Decrease) from the previous year	2024	Percentage (%)
Monetary	7,545,151	60.19	(6.74)	8,090,209	64.69
Real Estate	4,938,253	39.39	13.20	4,362,386	34.89
Surface Rights	52,813	0.42	0.00	52,813	0.42
Total	12,536,217	100	0.25	12,505,408	100

Note: The item is categorized under Trust Enterprise Act, Article 16.

2. Business Review

The Bank's domestic business locations included its Business Department Headquarters, Nanjing Fuxing Branch, Taoyuan Branch, Hsinchu Branch, Taichung Branch, and Kaohsiung Branch. In addition, the competent authority approved the establishment of regional service units in Taipei, Taoyuan, Taichung, Tainan, and Kaohsiung for corporate banking and business banking affairs; apart from promoting this Bank's financial products, these service units also provide all-round financial services to clients throughout northern, central, and southern Taiwan. Our first overseas branch (Hong Kong Branch) opened in April 2009. It has long served as a key location for the Bank to connect with international financial markets and provide services to cross-border corporate clients. Considering the economic growth and industrial cluster outlook in Mainland China, the representative office will relocate from Tianjin to Shanghai in 2026. With Shanghai's financial and industrial hub in the Greater China region, the Bank will be able to collect market information more effectively. Furthermore, in response to the increasing economic and trade activities within the Asia-Pacific region, the Bank established the Sydney Representative Office in March 2025 to expand and maintain customer relationship development, as well as the collection of local business intelligence and market information. In the next phase, the Bank will accelerate the process of upgrading the office to a branch to complete its Asia-Pacific regional presence.

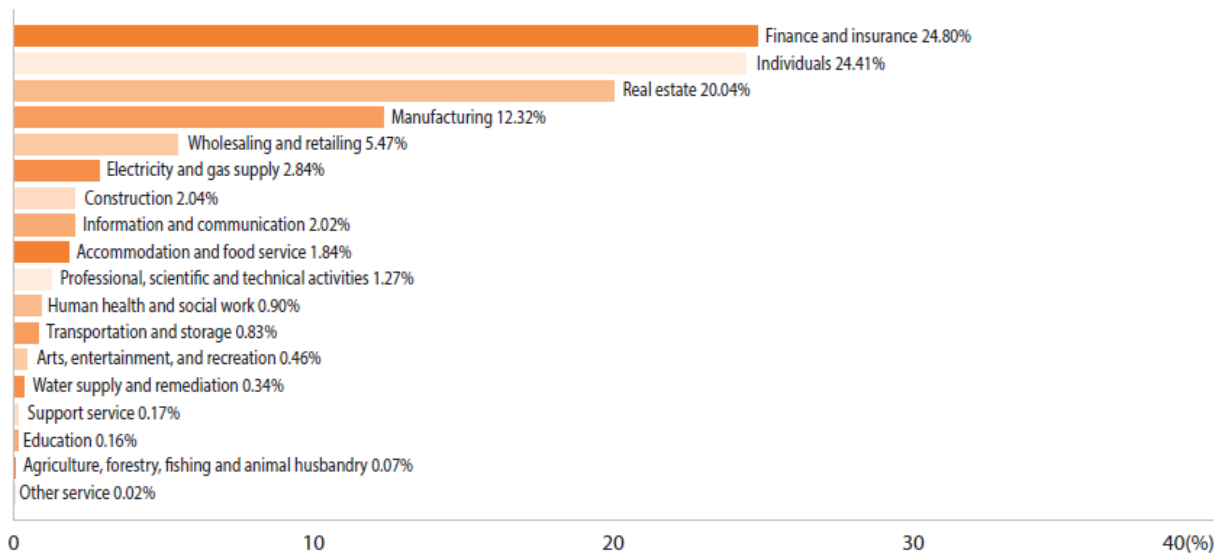
(1) Credit Extension

Looking back on 2025, the Bank continued to deepen its engagement with both domestic and overseas corporate clients while actively expanding its personal banking business. In response to diverse customer needs, the Bank offered a wide range of loan products tailored to different market segments. On the marketing front, the Bank consistently optimized digital client acquisition strategies and worked to meet the financial needs of existing customers, resulting in sustained business growth. Notably, the outstanding balance of mortgage and consumer loans increased by 17% compared to 2024. To ensure steady growth and manage business risks, the Bank not only focused on consolidating its customer base but also actively explored niche markets, particularly mid-market enterprises, as a foundation for promoting cross-selling opportunities.

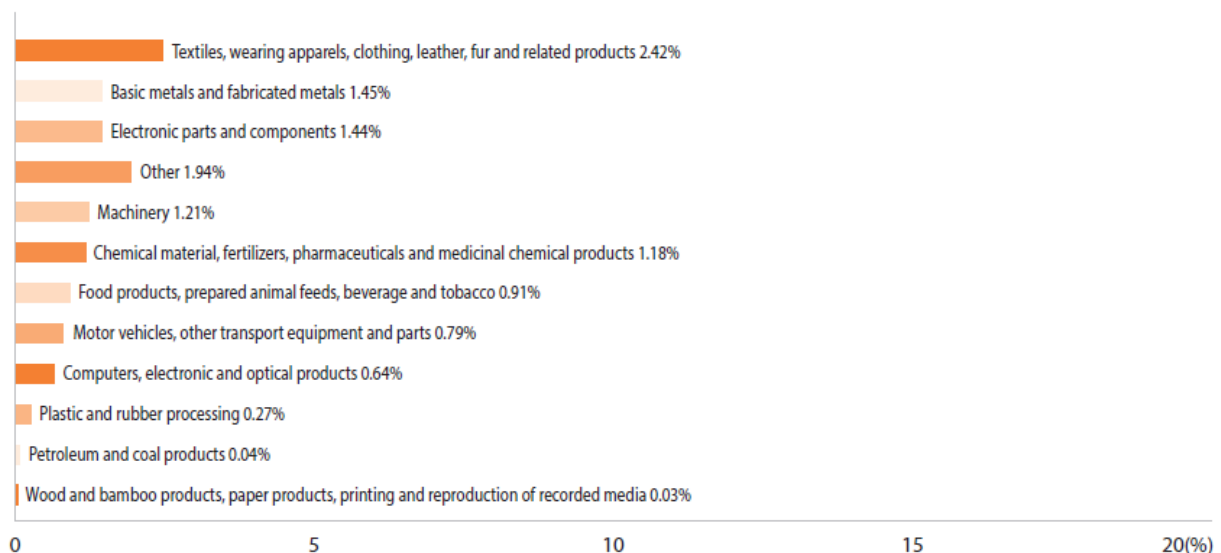
Corporate syndicated loans have long been the core pillar of the Bank's credit business. The Corporate Finance Department is adept at providing clients with tailored, fast, and accurate financing solutions. The Bank has successfully raised capital for clients and helped them address critical challenges. Our target clientele is primarily located in the Greater China region (Taiwan and Hong Kong), spanning various industries. In addition to offering customized solutions for diverse funding needs and supporting the growth of domestic and international enterprises, the Bank's meticulous and professional service enhances clients' continued development and strengthens their market competitiveness.

According to the Statistical Classification of Industry of Directorate General of Budget, Accounting and Statistics of the Executive Yuan, the Bank's overall credit risk exposure for 2025, including loans, factoring, receivable acceptances, guarantees, and receivable letters of credit, amounted to NT\$270.7 billion. After excluding exposures fully secured by the Bank's certificates of deposit, the net credit exposure was NT\$257.3 billion. Of these numbers, the financial and insurance industry category accounted for the highest proportion at 24.80%, followed by the individuals at 24.41%, and the real estate industry category at 20.04%. The remaining exposures were allocated to the manufacturing industries at 12.32%, the wholesaling and retailing industry at 5.47%, the electricity and gas supply industry at 2.84%, the construction industry at 2.04%, the information and communication industry at 2.02%, the accommodation and food service industry at 1.84%, the professional, scientific and technical activities at 1.72%, the human health and social work industry at 0.90%, the transportation and storage industry at 0.83%, the arts, entertainment and recreation industry at 0.46%, the water supply and remediation industry at 0.34%, the support service industry at 0.14%, the education industry at 0.16%, the agriculture, forestry, fishing and animal husbandry industry at 0.07%, and the other service industry at 0.02%. Within the manufacturing sector, the highest credit risk exposure was to the textiles, wearing apparels, clothing, leather, fur and related products industry at 2.42%, followed by the basic metals and fabricated metal products at 1.45%, the electronic parts and components at 1.44%, the machinery industry at 1.21%, fertilizers, pharmaceuticals and medical chemical products at 1.18%, the food products, prepared animal feeds, beverages and tobacco industry at 0.91%, the motor vehicles, other transport equipment and parts at 0.79%, the computers, electronic and optical products at 0.64%, the rubber and plastic products at 0.27%, the petroleum and coal products at 0.04%, and the wood and bamboo products, and paper products, printing and reproduction of recorded media at 0.03%. The remaining industries account for 1.94%.

The credit risk exposure, excluding that fully secured by the Bank's certificates of deposit, at the end of 2025:



The credit risk exposure within the manufacturing sector (12.32%):



In 2025, the U.S. Federal Reserve (FED) moderated its pace of rate cuts, implementing a total of three interest rate cuts of 25 basis points each throughout the year. FED expected to support employment market and prevent economy from decelerating, while relieving finance cost for corporates at the same time through the action. The syndicated loans of Taiwan in 2025 focused on capital expenditure of technology industries and capital requirements of energy transition (wind power) and large public infrastructure project. Under the circumstances that sizes of the syndicated loans were enormous, and interest rate played an important role, lead arrangers posed significant challenges. Fortunately, the Bank's long-term client cultivation have proven effective, and advantages of professional and customized services further strengthen relationship between the Bank and customers. Meanwhile, the strategy allowed us to maintain strict pricing discipline, and additionally avoided low-interest-rate competition. We remain focus on enterprises with promising

growth prospects and on leveraging group referral mechanisms. The Bank offers appropriate financing strategies aligned with clients' financial planning needs and is also moving in tandem with global and domestic trends such as green energy and environmental sustainability by continuously developing ESG-related financing solutions.

(2) Deposits

As of the end of 2025, the Bank's outstanding balance of NT dollar and foreign currency deposits, excluding export remittances, came in at approximately NT\$314.6 billion and decreased 6.3 billion compared with last year. The deposit balance for the current year decreased compared to the same period of the previous year, primarily attributable to the Bank's active optimization of its deposit structure in 2025. This included strategically reducing the proportion of corporate funds and expanding penetration of retail customer deposits, thereby effectively lowering overall funding costs and resulting in a decline in the total deposit balance. For the sake of both liquidity and security, the Bank gives priority to deposit stability. As such, emphasis is placed on diversifying the maturities of time deposits while actively soliciting demand deposits and small and medium-sized enterprises (SMEs) deposits to bring down capital costs. The Bank continues to launch preferential deposit plans to support B-type and social enterprises, fulfilling the Bank's corporate social responsibility and assisting the development of related enterprises.

The Bank's suite of personal banking deposit and remittance products is planned and developed around its customers' needs and includes: consolidated bank statement download function; passbook cover of NTD/Foreign currency accounts download function; the ability to view personalized preferential demand deposit interest rates via online banking; the opening of trust accounts for minor children; a "frequently used account" search feature; 24/7 online foreign currency trading year round; foreign exchange transactions exceeding NT\$500,000 in value; and interbank cardless withdrawal service—altogether meeting customers' cash management and fund transfer needs through both digital and branch channels.

(3) Foreign Exchange and Offshore Banking

The Bank continues to expand its trade finance business, while adopting an interest spread maintenance strategy for its foreign exchange financing operations. In its international lending activities, the Bank not only conducts prudent assessments of country and industry risks but also, under controlled risk conditions, steadily broadens the foundation of its international finance platform. The Bank is actively deepening its presence in Australia and Southeast Asia to enhance service quality and generate additional business opportunities.

Furthermore, the Bank is extending the Group's financial services through its overseas branches, with a footprint across the Greater China region and the United States—including its Hong Kong Branch, Shanghai Representative Office, and EverTrust Bank USA subsidiary—as well as via equity method investments in Infinite Finance Co., Ltd. and Beijing Sunshine Consumer Finance Co., Ltd. The establishment of offices in Sydney Representative Office and group's strategic collaboration platform in Singapore further extends the Bank's reach into the Asia Pacific market, allowing the Bank to continue scaling its operations and implement the strategic objective of diversifying the geographic sources of profitability.

(4) Investment Business

After receiving approval from the Financial Supervisory Commission to transition into a commercial bank in March 2015, the Bank actively disposed of its legacy investment portfolio. By the end of 2024, two investment cases had been fully divested. In 2025, one investment project was executed through VC 7, and strategic cooperation agreement was entered into to support the Bank's strategic objectives and advance digital transformation..

The Bank's financial product trading business includes proprietary trading and product marketing. Proprietary trading covers foreign exchange, fixed income, derivatives, and equity instruments. On the other hand, financial product marketing focuses on providing customers with diversified financial services and hedging tools. In addition to offering a diverse range of financial products, including foreign exchange, interest rates and their derivatives, as well as structured products, the Bank was also approved to launch non-principal protected structured products composed of foreign currency equity options, foreign currency interest rate swaps, and foreign currency interest rate swap options linked to foreign currency principals, as well as to have its DBU/OBU trade bonds while engaging concurrently in securities business in 2021. In 2022, further approvals were obtained to launch principal protected callable structured products composed of foreign currency interest rate options, foreign currency interest rate swaps and foreign currency interest rate swap options linked to foreign currency principals, principal protected callable structured products composed of foreign currency interest rate swaps and foreign currency interest rate options linked to foreign currency principals. In 2024, the Bank filed with and reported to the Financial Supervisory Commission to commence Total Return Swap (TRS) transactions in New Taiwan dollars. Further in 2025, the Bank filed with and reported to the Financial Supervisory Commission to commence OBU Total Return Swap (TRS) transactions in New Taiwan dollars.

In 2025, the global economy continued to experience a low-growth environment, primarily affected by rising trade barriers, tighter financial conditions, and geopolitical uncertainties, with overall growth remaining in the moderate-to-low range of below 3%. The U.S. economy demonstrated a certain degree of resilience, while Europe was weighed down by weak exports. Asian markets maintained relatively stronger growth, although the overall outlook remained preserve.

In financial markets, U.S. Treasury yields underwent notable changes amid the Federal Reserve's rate cuts, with short-term yields declining significantly while long-term yields remained relatively firm, resulting in a steepening yield curve that reflected market expectations of further policy easing. Under such conditions, investors adopted a more prudent approach to bond asset allocation, with sources of return gradually shifting toward spread management.

The Bank will continue to optimize its bond investment portfolio, maintaining stable spread performance through dynamic adjustments to duration structure and credit ratings.

The Bank's securities investment business continues to focused on TWSE/TPEX listed companies. In 2025, sustained expansion in capital expenditures by major U.S. cloud service providers (CSPs) drove strong revenue growth across Taiwan's semiconductor sector and its related supply chains. Total after-tax profits of listed companies are projected to reach approximately NT\$5 trillion, representing a year-on-year increase of nearly 20%.

Although U.S. reciprocal tariff measures created headwinds in the first half of the year, the subsequent clarification and stabilization of such policies, together with the resilience of the U.S. economy, gradual easing of inflation, and the Federal Reserve's initiation of a rate-cutting cycle, supported continued strength in U.S. equities. Taiwan's equity market also performed robustly, benefiting from strong investor interest and capital inflows into AI-related sectors. Shares of Taiwan Semiconductor Manufacturing Company reached record highs, driving the TAIEX to a year-end closing level of 28,963 points, representing an annual increase of 25.73%.

With this backdrop, the Bank's equity investments delivered solid performance in 2025, with total profits reaching NT\$227 million, exceeding the budgeted target.

(5) Project Finance

Project finance encompasses project financing and financial advisory. Project financing chiefly provides private companies with a wide range of project financing and project development services. The Bank provides comprehensive project financial planning, investment feasibility assessment, and repayment schedule planning tailored to project income. Services range from structuring of syndicated project loans, drafting of strategies for contract negotiations, and assistance with the acquisition of funds to participate in equity investments. This enables enterprises to have more flexible and appropriate financial planning when executing projects. The Bank's financial advisory services are meant to provide clients with tailor-made solutions, that is, consulting regarding corporate consolidation and M&As, debt arrangement, reorganization, fund-raising, M&A financing, and tax planning.

(6) Trust Business

When it comes to trust business, the Bank primarily conducts and operates trust business products that complied the law, asset securitization, and trust asset management, operating, and disposal services. The trust business products mainly focus on monetary and real estate trust, with approval obtained in 2022 to operate surface rights trust business.; the asset securitization services are geared toward developing various kinds of securitized products; and the trust asset management, utilization, and disposition services are conducted with the Bank acting in the capacity of a prudent administrator and an impartial third party, focusing on the management and deployment of trust property on behalf of the settlor..

In investment and wealth management, the Bank is earnest to create comprehensive product lines. Emphasis is also placed on promoting "Robot Advisory": big data analytics is adopted to help clients optimize investment portfolios that strike a balance between flexibility and security for their asset allocations.

As of the end of 2025, the outstanding balance of assets entrusted to the Bank came in at NT\$12.5 billion, remain unchanged as 2024.

(7) Corporate Cash Management and e-Banking

The Bank continues to enhance both its software and hardware infrastructure to optimize transfer and remittance services, enabling customers to conduct large volumes of transactions in a short time via the corporate online banking platform and related products. By tailoring services to meet customers' flexible and customized needs, the Bank helps corporate clients reduce financial and labor costs, improve transaction efficiency, fulfill

diverse requirements, and enhance customer loyalty. In 2024, the total number of online transactions reached 463,952, representing a decrease of 100,827 transactions compared to 564,779 in the previous year. The decline in corporate banking transaction volume compared to the prior year was mainly due to intensified market competition, rapid industry changes, and the Bank's proactive adjustment of customer composition. In response to these challenges, the Bank is committed to actively developing new clients, enhancing service quality, closely monitoring market dynamics, and timely adjusting business strategies to ensure the steady growth of its corporate banking operations.

To align with digitalization trends, the Bank has undertaken various digital upgrades since 2022, including enhancements to the corporate internet banking platform to support multiple operating systems and offer diversified operation methods tailored to different customer segments. Additionally, the Bank has further optimized its collection services by assisting clients with the automation of accounts receivable reconciliation. Leveraging the Bank's corporate digital platform as a CRM tool, the Bank has strengthened internal sales operations, management, and overall efficiency. The Bank has also automated its confirmation letter services, improving response efficiency and reducing operational risk. Furthermore, the collection services have been integrated with convenience store payment services and virtual account solutions, thereby enhancing the quality and scope of collection-related services.

In terms of deposit products, the Bank introduced a variety of preferential deposit schemes in 2024 to support business development. In addition to continuing existing interest rate programs, the Bank launched several attractive deposit offers such as the "NTD Tiered Interest Rate Program for Type B Enterprises," the "NTD Tiered Interest Rate Program for Social Enterprises," and the "NTD New Funds Preferred Interest Rate Program," allowing corporate clients to diversify their fund allocation through a range of time and demand deposit options.

(8) Digital Retail Banking Services

- **Electronic Banking Services:** The Bank offers secure and convenient online and mobile banking services, including account inquiries, fund transfers, foreign exchange trading, bill payments, mutual fund transactions, robo-advisory services, and various other applications. The interface is user-friendly and functionally accessible. A fully integrated 24-hour video customer service system is also in place, allowing customers to enjoy financial services anytime and anywhere without time or location constraints.
- **Digital Wealth Management Services:** The Bank provides a diversified range of wealth management products, including general mutual funds, back-end load funds, and robo-advisory services, with investment options available in both TWD and foreign currencies to meet varying client needs. Customers can also complete their investment risk profiling online to ensure their chosen products are suitable for their financial objectives.

(9) Payment Services

- **Card Payment Services:** In addition to offering more than one hundred customized debit card designs for customer selection, the Bank continues to collaborate with lifestyle membership programs, chain restaurants, fitness brands, charitable organizations, educational institutions, and e-ticketing providers to issue co-branded and affinity cards. These are supported by exclusive card spending offers, cashback rewards, and zero-

liability protections, allowing customers to use the Bank's cards with peace of mind.

- **Electronic Payment Services:** The Bank has integrated with several major payment platforms such as JKOPay, iPASS Money, and Easy Wallet, supporting both "real-time account debit" and "card-linked payments." In 2025, the real-time account debit function was further expanded to not only include AllPay, but also Line pay and Apple pay, enhancing the Bank's ability to meet diverse consumer payment needs and broadening the use cases for its payment services.

(10) Insurance Services

The Bank adopts a multi-insurer strategy, introducing top-selling products from leading insurance providers, including participating policies, interest-sensitive life insurance, mortgage life insurance, and investment-linked policies. Through face-to-face sales, the Bank recommends suitable insurance products tailored to various customer segments and life stages. Emphasizing the values of protection and legacy, the Bank builds customer trust and loyalty through professional explanations and personalized advice.

(11) Wealth Management Services

The Bank's wealth management services are provided through financial consultants who segment and manage clients by individual profiles and business ownership status. A wide range of customized financial products and advisory services are offered, including deposits, investment products, and insurance planning. These services are complemented by tax planning and asset allocation strategies to deliver comprehensive financial solutions. The Bank actively seeks to deepen relationships with its high-net-worth clients, expanding both the breadth and depth of engagement.

Appendix IV

Report on Operation of the Audit Committee for 2025

The Audit Committee held a total of 9 meetings in 2025. In addition to reviewing the financial statements, business reports, and distribution of earnings for 2025, the implementation status of the Audit Committee during the year was as follows:

1. Reviewing the appointment or renewal of CPAs

Since 2023, the CPAs were Kuan-Hao Lee and Wei-Chun Ma. The appointment of the CPAs was approved by the Bank's 5th Audit Committee in its 23th meeting on December 23, 2025, and the 9th Board of Directors in its 23th meeting on December 24, 2025, confirming that the CPAs fulfilled the Bank's evaluation standards for independence and suitability.

2. Assessing the effectiveness of the internal control system

The Bank has approved and presented by the 5th Audit Committee in its 25th meeting on March 10, 2026, and the 9th Board of Directors in its 25th meeting on March 11, 2026.

(1) After prudent assessment of O-Bank's 2025 Statement on Internal Control System, the internal control, compliance with laws and regulations, and the overall implementation of information security in each unit can be effectively implemented in 2025.

(2) After prudent assessment of O-bank's 2025 AML&CTF Statements, AML&CTF and compliance with laws and regulations in each unit can be effectively implemented in 2025.

3. Assessing the effectiveness of the information security system

The Bank has reported the implementation status of its information security management, including information security governance, monitoring, protection, and incident handling, to the 5th Audit Committee in its 19th meeting on June 23, 2025, 21th meeting on October 1, 2025, 22th meeting on November 12, 2025, and 25th meeting on March 11, 2026. After prudent assessment, the information security system was found to be effectively implemented.

4. Supervising communications and risk management between the Audit Committee, the Bank's chief internal auditor, and CPAs

(1) In addition to submitting updates of its work to independent directors, the Auditing Division communicates with independent directors at audit seminars held twice a year.

The summary of the communication between Audit Committee and the Chief internal auditor in 2025 is as follows:

Date	Means	Counterparty	Subject	Outcome
2025.2.11	The 5 th Audit Committee in its 15 th meeting	Independent directors and Chief Auditor	Implementation of the Bank's 2024 audit operations	Approved for reference
			Federal Reserve Bank of San Francisco (FRBSF) 2024 Off-Site Supervisory Review Report on IBT Holdings Corp.	Approved for reference

Date	Means	Counterparty	Subject	Outcome
			Inspection Report by EY Business Advisory Services Inc. on the "2024 General Audit of the Bank's Use of Cloud Services from Salesforce.com Singapore Private Limited (SFDC)"	Approved for reference
2025.3.11	The 5 th Audit Committee in its 16 th meeting	Independent directors and Chief Auditor	A report on agreed-upon procedures of the Bank's 2024 internal control system (including insurance agency business concurrently operated), issued by Deloitte & Touche	Approved for reference
			The Bank's 2024 "Internal Control System Statement (including insurance agency business)"	No objection; proposal approved by the Audit Committee
2025.4.29	The 5 th Audit Committee in its 18 th meeting	Independent directors and Chief Auditor	Implementation of the Bank's audit operations in the first quarter of 2025	Approved for reference
2025.6.19	The 5 th Audit Committee in its 19 th meeting	Independent directors and Chief Auditor	Amendments to "O-Bank Implementation Rules for Internal Auditing of Concurrent Operation of Securities Business"	No objection; proposal approved by the Audit Committee
			Amendments to "O-Bank Whistleblowing Case Handling Regulations"	No objection; proposal approved by the Audit Committee
2025.8.20	The 5 th Audit Committee in its 20 th meeting	Independent directors and Chief Auditor	Implementation of the Bank's audit operations in the first half of 2025	Approved for reference
			EY Business Advisory Services Inc.'s inspection report on the "2024 audit of the Bank's use of Salesforce.com Singapore Private Limited's (SFDC's) cloud services"	Approved for reference
			Compliance Examination Report and Community Reinvestment Act (CRA) Performance Evaluation Report on EverTrust Bank conducted by the Federal Deposit Insurance Corporation (FDIC)	Approved for reference
2025.9.30	The 5 th Audit Committee in its 21 th meeting	Independent directors and Chief Auditor	Follow-up on the Progress of Remediation of Examination Findings from the Federal Deposit Insurance Corporation (FDIC) Compliance Examination Report on EverTrust Bank	Approved for reference
2025.11.11	The 5 th Audit Committee in its 22 th meeting	Independent directors and Chief Auditor	Follow-up improvements on inspection opinions (Table B) from the FSC's 2025 regular inspection (Inspection Report No. 114B004)	Approved for reference
			Implementation of the Bank's audit operations in the third quarter of 2025	Approved for reference

Date	Means	Counterparty	Subject	Outcome
2025.12.23	The 5 th Audit Committee in its 23 th meeting	Independent directors and Chief Auditor	Results of the Bank's 2025 audit of each unit	Approved for reference
			Results of the Bank's 2025 audit of subsidiaries	Approved for reference
			Progress of remediation of examination findings from the Central Bank ad-hoc examination on the bank's foreign exchange remittance message operations (examination report no. 1140089)	Approved for reference
			Follow-up on the Progress of Remediation of Examination Findings from the Federal Deposit Insurance Corporation (FDIC) Compliance Examination Report on EverTrust Bank	Approved for reference
			The Bank's 2026 Audit Plan	No objection; proposal approved by the Audit Committee
			The Bank's 2026 Audit Plan for its concurrent operating insurance agency business	No objection; proposal approved by the Audit Committee
			Amendments to "O-Bank Internal Audit Implementation Regulations"	No objection; proposal approved by the Audit Committee

The summary of the communication between Audit Committee and the Chief Auditor in 2025 is as follows:

Date	Means	Counterparty	Subject	Outcome
2025.3.12	Audit Meeting	Directors of the Bank (including independent directors), chief auditor and colleagues of the audit department	Review of internal control system deficiencies for the second half of 2024	The minutes of the meeting were submitted to the 9 th board of directors in its 17 th meeting on 2025.4.9 for approval
2025.8.21	Audit Meeting	Directors of the Bank (including independent directors), chief auditor and colleagues of the audit department	Review of internal control system deficiencies for the first half of 2025	The minutes of the meeting were submitted to the 9 th board of directors in its 21 th meeting on 2025.10.1 for approval

(2) The CPA have fully communicated and discussed with the independent directors in the Audit Committee or individual communication meetings with the independent directors on the status and results of the financial report review or inspection, key audit items, and related newly revised laws and regulations.

The communication between the Audit Committee and the CPA in 2025 is as follows:

Date	Means	Counterparty	Subject	Outcome
2025.3.11	Individual communication meeting	Independent directors of the Bank, CPA	Audit status and key audit matters for the 2024 consolidated and parent company only financial statements	No disagreement
2025.4.29	The 5 th Audit Committee in its 18 th meeting	Independent directors of the Bank, CPA, head of the operation management department, head of the financial and accounting department, and head of accounting	Review status of the consolidated financial statements for the first quarter of 2025	No objection, submit to the board of directors for approval
2025.8.20	Individual communication meeting	Independent directors of the Bank, CPA	Audit status and key audit matters for the consolidated and parent company only financial statements for the first half of 2025	No disagreement
2025.11.11	Individual communication meeting	Independent directors of the Bank, CPA	Review status of the consolidated financial statements for the third quarter of 2025 and 2025 financial statement audit plan	No disagreement

(3) Risk Supervision

The Audit Committee reviews various risk limits, risk appetite and various risk management mechanisms at the board of directors' approval level, and supervises and reviews the effectiveness of various risk management to ensure the effectiveness and integrity of the Bank's risk management procedures.

Appendix V

Director's Remuneration for 2025 of the Bank

December 31, 2025
Unit: NT\$ thousands/%

Title	Name	Remuneration								Total Remuneration (A+B+C+D) and ratio to Net Income (%)				Relevant Remuneration Received by Directors Who are Also Employees				Total Compensation (A+B+C+D+E+F+G) and ratio to Net Income (%)		Compensation Paid to Directors from an Invested Company Other than the Company's Subsidiary or from the Company
		Base Compensation (A)		Severance Pay (B)		Directors Compensation (C)		Allowances (D) (Note 1)		Salary, Bonuses, and Allowances (E) (Note 1)		Severance Pay (F)		Employee Compensation (G) (Note 2)		The company	All companies in the consolidated financial statements			
		The company	All companies in the consolidated financial statements	The company	All companies in the consolidated financial statements	The company	All companies in the consolidated financial statements	The company	All companies in the consolidated financial statements	The company	All companies in the consolidated financial statements	The company	All companies in the consolidated financial statements	Cash	Stock					
Chairman	Lo, Tina Y.	19,369	19,369	381	381	7,687	7,687	1,650	1,650	29,087.159	29,087.159							29,087.159	29,087.159	None
Managing Director	Lo, Kenneth C.M.	0	0	0	0	0	0	1,868	1,868	1,868.001	1,868.001							1,868.001	1,868.001	None
Managing Director	Ming Shan Investment Co., Ltd. (Rep.: Lo, Kenneth C.M.)	900	900	0	0	3,843	3,843	0	0	4,743.026	4,743.026							4,743.026	4,743.026	None
Managing Director	Lin, Bill K.C.	0	2,854	0	0	0	0	192	231	192.001	3,085.017							192.001	3,085.017	None
Managing Director	Tai Hsuan Investment Co., Ltd. (Rep.: Lin, Bill K.C.)	900	900	0	0	3,843	3,843	0	0	4,743.026	4,743.026							4,743.026	4,743.026	None
Director	Lee, Mark J.C.	600	600	0	0	2,562	2,562	48	48	3,210.018	3,210.018							3,210.018	3,210.018	None
Director	Abag Investment Holdings Co., Ltd. (Rep.: Cheng, George C.J.)	600	600	0	0	2,562	2,562	54	54	3,216.018	3,216.018							3,216.018	3,216.018	None
Director	Chien, Chih-Ming	0	0	0	0	0	0	54	54	54.000	54.000							54.000	54.000	6,401
Director	Ming Shan Investment Co., Ltd. (Rep.: Chien, Chih-Ming)	600	600	0	0	2,562	2,562	0	0	3,162.017	3,162.017							3,162.017	3,162.017	None
Director	Chen, Alex J.J.	0	2,154	0	0	0	0	54	93	54.000	2,247.012							54.000	2,247.012	None
Director	Tai Ya Investment Co., Ltd. (Rep.: Chen, Alex J.J.)	600	600	0	0	2,562	2,562	0	0	3,162.017	3,162.017							3,162.017	3,162.017	None
Director	Tang, Grace W.S	0	0	0	0	0	0	42	81	42.000	81.000	5,018		89	0	104		42.000	5,292.029	None
Director	Yi Chang Investment Co., Ltd. (Rep.: Tang, Grace W.S)	500	500	0	0	2,106	2,106	0	0	2,606.014	2,606.014							2,606.014	2,606.014	None
Director	Lin, Gordon W.C	0	0	0	0	0	0	12	12	12.000	12.000							12.000	12.000	None
Director	Yi Chang Investment Co., Ltd. (Rep.: Lin, Gordon W.C.)	100	100	0	0	456	456	0	0	556.003	556.003							556.003	556.003	None
Independent Managing Director	Hu, Fu- Hsiung	2,800	2,800	0	0	0	0	318	318	3,118.017	3,118.017							3,118.017	3,118.017	None
Independent Director	Lin, Hank H.K.	2,100	2,100	0	0	0	0	204	204	2,304.013	2,304.013							2,304.013	2,304.013	None
Independent Director	Chiang, Tina W.N	2,100	2,100	0	0	0	0	180	180	2,280.012	2,280.012							2,280.012	2,280.012	None
Independent Director	Wang, Jennifer C.F.	2,100	2,100	0	0	0	0	180	180	2,280.012	2,280.012							2,280.012	2,280.012	None

1. Spell out the policy, system, criteria, and structure concerning remuneration of independent directors as well as such remuneration' correlation with their duties, risk assumed, and time devoted:

In accordance with its Articles of Incorporation, the Bank excludes independent directors from distribution of earnings but may pay them remuneration no matter if it makes a profit or loss. The Board of Directors is authorized to decide on remuneration directors on the basis of their involvement in the Bank's operations, the value of their contributions, and the result of performance evaluation of the Board while also taking into account such remuneration among industry peers.

2. Except for the items disclosed above, remuneration collected by directors for rendering services (to the Company, companies in its consolidated financial statements, or its investees as non-employee advisors) during the most recent year: None.

Note 1: Compensation for chauffeurs assigned to directors amounted to NT\$2,603 thousand and that for those assigned to employees charged with concurrent posts, NT\$0 thousand.

Note 2: As of the date of publication of this annual report, the Bank had yet to finalize details with regard to distributing employee remunerations for 2025. The amount given here is an estimate based on the actual distribution for 2024.

Note 3: The Bank's 2025 profit declined from the prior year due to the impact of investees under the equity method; accordingly, the total director remuneration including all companies within the financial statements decreased by NT\$24,647 thousand in 2025 compared to 2024 (a decrease of 26%). Of this, director remuneration in 2025 accounted for approximately 1.25% of the Bank's 2025 pretax profit.

Note 4: The compensation amounts disclosed here are not a conceptual equivalent to the "income" defined in the Income Tax Act. As such, these numbers are meant for information disclosure instead of taxation.

Appendix VI

O-Bank Co., Ltd. Sustainable Development Best Practice Principles

Comparison Table of Original and Amended Articles

Amended Article	Original Article	Explanation
<p>Article 4 To ensure sound sustainable development management, O-Bank has established a Sustainable Development Section under the. Corporate Sustainability and Communications Division Also, acting in accordance with the "Organizational Charter for the ESG Development Working Committee," O-Bank has set up a ESG Development Working Committee, which is composed of the supervisors of relevant company units, to be responsible for drafting and implementing sustainable development policies and plans in the areas of Corporate Governance, Employee Care, Customer Relationships, Environmental Protection, Social Engagement, and Green Finance and periodically reporting to the O-Bank Board Sustainability Committee and Board of Directors on our work.</p>	<p>Article 4 To ensure sound sustainable development management, O Bank has established a Sustainable Development Section under the Corporate Sustainability and Communications Division Also, acting in accordance with the "Organizational Charter for the ESG Development Working Committee," O Bank has set up a ESG Development Working Committee, which is composed of the supervisors of relevant company units, to be responsible for drafting and implementing sustain able development policies and plans in the areas of Corporate Governance, Employee Care, Customer Relationships, Environmental Protection, Social Engagement, and Green Finance and periodically reporting to the O Bank Board Sustainability Committee and Bo ar d of Directors on our work.</p>	<p>The wording is revised to enhance clarity of meaning.</p>
<p>Article 10 The Directors of O-Bank shall exercise the duty of due care, urge O-Bank to achieve sustainable development, critically assess the effectiveness of actions, and push O-Bank to make ongoing improvements to ensure the implementation of sustainable development policies. It is also advisable that O-Bank</p>	<p>Article 10 The Directors of O-Bank shall exercise the duty of due care, urge O-Bank to achieve sustainable development, critically assess the effectiveness of actions, and push O-Bank to make ongoing improvements to ensure the implementation of sustainable development policies. It is also advisable that O-Bank</p>	<p>With reference to item 1 and subparagraph 3 of item 2 listed in Article 7 of the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies, subparagraphs 2 and 3 of this article are revised respectively.</p>

Amended Article	Original Article	Explanation
<p>fully consider stakeholders' interests by taking various actions, including the following:</p> <ol style="list-style-type: none"> 1. Make sustainable development the guiding principle of O-Bank's operations and development. 2. Identify O-Bank's sustainable development mission, vision and value, and formulate sustainable development policy <u>or management principles</u>. 3. Ensure the suitability <u>and correctness</u> of sustainable development-related information disclosures. <p>The Board of Directors shall authorize senior executives to handle economic, environmental, and social issues resulting from the business operations of O-Bank, and require them to report the status of the handling to the Board Sustainability Committee and Board of Directors. The handling procedures and the selection of authorized persons shall be determined by O-Bank's ESG Development Working Committee.</p>	<p>fully consider stakeholders' interests by taking various actions, including the following:</p> <ol style="list-style-type: none"> 1. Make sustainable development the guiding principle of O-Bank's operations and development. 2. Identify O-Bank's sustainable development mission, vision and value, and formulate sustainable development policy <u>declaration</u>. 3. Ensure the suitability of sustainable development-related information disclosures. <p>The Board of Directors shall authorize senior executives to handle economic, environmental, and social issues resulting from the business operations of O-Bank, and require them to report the status of the handling to the Board Sustainability Committee and Board of Directors. The handling procedures and the selection of authorized persons shall be determined by O-Bank's ESG Development Working Committee.</p>	
<p>Article 16 O-Bank shall comply with applicable labor legislation, safeguard the lawful interests of employees, and establish appropriate management methods and procedures in accordance with internationally recognized labor <u>rights protecting principles</u> in order to avoid abuses of fundamental labor rights. <u>In order to fulfill the responsibility to protect human rights, the company has</u></p>	<p>Article 16 O-Bank shall comply with applicable labor legislation, safeguard the lawful interests of employees, and establish appropriate management methods and procedures in accordance with internationally recognized labor <u>law</u> in order to avoid abuses of fundamental labor rights. <u>Human resource policies shall respect principles for the protection of fundamental labor rights, and establish</u></p>	<p>With reference to paragraph 2 of Article 18 of the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies, the wording is revised.</p>

Amended Article	Original Article	Explanation
<p><u>formulated relevant human resources policies and procedures, including</u> the following:</p> <ol style="list-style-type: none"> 1. Presenting a corporate policy or statement <u>of O-Bank</u> on human rights. 2. Evaluating the impact of O-Bank's business operations and internal management on human rights, and adopting corresponding handling processes. 3. Reviewing on a regular basis the effectiveness of the corporate policy or statement <u>of O-Bank</u> on human rights. 4. In the event of any infringement of human rights, O-Bank shall disclose the processes for handling of the matter with respect to the stakeholders involved. <p>O-Bank shall provide an effective and appropriate grievance mechanism with respect to matters adversely impacting the rights and interests of employees, in order to ensure equality and transparency of the grievance process. Channels through which a grievance may be raised shall be clear, convenient, and unobstructed, and O-Bank shall respond to any employee's grievance in an appropriate manner.</p>	<p><u>appropriate management methods and procedures for the rights, to include</u> the following:</p> <ol style="list-style-type: none"> 1. Presenting a corporate policy or statement on human rights. 2. Evaluating the impact of O-Bank's business operations and internal management on human rights, and adopting corresponding handling processes. 3. Reviewing on a regular basis the effectiveness of the corporate policy or statement on human rights. 4. In the event of any infringement of human rights, O-Bank shall disclose the processes for handling of the matter with respect to the stakeholders involved. <p>O-Bank shall provide an effective and appropriate grievance mechanism with respect to matters adversely impacting the rights and interests of employees, in order to ensure equality and transparency of the grievance process. Channels through which a grievance may be raised shall be clear, convenient, and unobstructed, and O-Bank shall respond to any employee's grievance in an appropriate manner.</p>	
<p>Article 28 In the business operations and internal management, O-Bank shall comply with the provisions of environmental legislation and international standards to properly protect the environment,</p>	<p>Article 28 In the business operations and internal management, O-Bank shall comply with the provisions of environmental legislation and international standards to properly protect the environment,</p>	<p>In accordance with the TWSE's amendment to the <i>Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies</i> on</p>

Amended Article	Original Article	Explanation
<p>and endeavor to promote a sustainable environment <u>as well as maintain biodiversity</u>.</p>	<p>and endeavor to promote a sustainable environment.</p>	<p>September 2, 2025, this article is adjusted with reference to the amended content of Article 15 and Subparagraph 7 thereof.</p>
<p>Article 30 O-Bank is advised to assess the impact of procurement activity on the <u>environment, biology, and society</u> of communities that it procures from, and cooperate with our suppliers to jointly fulfill CSR. In addition, O-Bank is advised to establish supplier management policies and request that suppliers comply with rules governing issues such as environmental protection, occupational safety and health, or labor rights. Prior to engaging in commercial dealings, O-Bank is advised to assess whether there is any record of a supplier's operations having an impact on the environment and society, and avoid conducting transactions with those that violate our sustainable development policies. And when O-Bank enters into a contract with any of our major suppliers, the content should include terms stipulating mutual compliance with O-Bank sustainable development policies, and providing that the contract may be terminated or rescinded any time if the supplier has violated such policies in a way that has caused a significant negative impact on the <u>environment, biology, and society</u> of the community of the supply source.</p>	<p>Article 30 O-Bank is advised to assess the impact of procurement activity on the <u>society and environment</u> of communities that it procures from, and cooperate with our suppliers to jointly fulfill CSR. In addition, O-Bank is advised to establish supplier management policies and request that suppliers comply with rules governing issues such as environmental protection, occupational safety and health, or labor rights. Prior to engaging in commercial dealings, O-Bank is advised to assess whether there is any record of a supplier's operations having an impact on the environment and society, and avoid conducting transactions with those that violate our sustainable development policies. And when O-Bank enters into a contract with any of our major suppliers, the content should include terms stipulating mutual compliance with O-Bank sustainable development policies, and providing that the contract may be terminated or rescinded any time if the supplier has violated such policies in a way that has caused a significant negative impact on the <u>environment and society</u> of the community of the supply source.</p>	<p>In accordance with the TWSE's amendment to the <i>Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies</i> on September 2, 2025, this article is adjusted with reference to the amended content of Article 15 and Subparagraph 7 thereof.</p>

Amended Article	Original Article	Explanation
<p>Article 37 <u>O-Bank shall leverage its core strengths to integrate sustainability into its business model and incorporate sustainability issues into the development of its annual short-, medium-, and long-term business strategies in order to direct financial resources toward social and environmental development—including integrating financial products with community investment and environmental protection, such as working together with consumers in promoting environmental protection awareness, supporting local startups, and assisting socially disadvantaged groups—to achieve the Bank’s vision of co-existence and mutual prosperity with its customers, the community, and the environment.</u></p>		<p>A new article is added in response to international sustainability trends.</p>
<p>Article 38 (omitted)</p>	<p>Article 37 (omitted)</p>	<p>Due to the addition of Article 37 in Chapter 6, the article numbering is adjusted accordingly.</p>
<p>Article 39 (omitted)</p>	<p>Article 38 (omitted)</p>	<p>Due to the addition of Article 37 in Chapter 6, the article numbering is adjusted accordingly.</p>
<p>Article 40 (omitted)</p>	<p>Article 39 (omitted)</p>	<p>Due to the addition of Article 37 in Chapter 6, the article numbering is adjusted accordingly.</p>
<p>Article 41 O Bank shall actively cultivate future talents, is advised to establish good interactive relationships with colleges and universities, establish industry academia cooperation programs, and work with academia to</p>		<p>In accordance with the TWSE's amendment to the <i>Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies</i> on September 2, 2025, this</p>

Amended Article	Original Article	Explanation
cultivate talents.		article is adjusted with reference to the amended content of Article 21 and paragraph 2 thereof.
Article 42 (omitted)	Article 40 (omitted)	Due to the addition of Article 37 and Article 41 in Chapter 6, the article numbering is adjusted accordingly.
Article 43 (omitted)	Article 41 (omitted)	Due to the addition of Article 37 and Article 41 in Chapter 6, the article numbering is adjusted accordingly.
Article 44 (omitted)	Article 42 (omitted)	Due to the addition of Article 37 and Article 41 in Chapter 6, the article numbering is adjusted accordingly.
Article 45 (omitted)	Article 43 (omitted)	Due to the addition of Article 37 and Article 41 in Chapter 6, the article numbering is adjusted accordingly.
Article 46 (omitted)	Article 44 (omitted)	Due to the addition of Article 37 and Article 41 in Chapter 6, the article numbering is adjusted accordingly.
Article 47 (omitted)	Article 45 (omitted)	Due to the addition of Article 37 and Article 41 in Chapter 6, the article numbering is adjusted accordingly.
Article 48 (omitted)	Article 46 (omitted)	Due to the addition of Article 37 and Article 41 in Chapter 6, the article numbering is adjusted accordingly.
Article 49 O-Bank shall obtain third-party	Article 47 O-Bank shall obtain third-party	Due to the addition of Articles 37 and 41 under

Amended Article	Original Article	Explanation
<p>certification of our sustainability report. For disclosures therein required by the Taiwan Stock Exchange Corporation, O-Bank shall obtain a Certified Public Accountant (CPA)'s assurance report issued according to the rules published by the Accounting Research and Development Foundation, ROC. By 31 August each year, O-Bank shall post our sustainability report and a link to the file of the report on our website, and shall report it to the internet information reporting system designated by TWSE.</p>	<p>certification of our sustainability report. For disclosures therein required by the Taiwan Stock Exchange Corporation, O-Bank shall obtain a Certified Public Accountant (CPA)'s assurance report issued according to the rules published by the Accounting Research and Development Foundation, ROC. By 31 August each year, O-Bank shall post our sustainability report and a link to the file of the report on our website, and shall report it to the internet information reporting system designated by TWSE.</p>	<p>Chapter 6, the article numbering was adjusted accordingly. In addition, the dates in the Bank's internal regulations were revised to be presented in Arabic numerals.</p>
<p>Article 50 (omitted)</p>	<p>Article 48 (omitted)</p>	<p>Due to the addition of Article 37 and Article 41 in Chapter 6, the article numbering is adjusted accordingly.</p>

Appendix VII

O-Bank Co., Ltd. Criteria Governing Codes of Ethical Conduct

Comparison Table of Original and Amended Articles

Amended Article	Original Article	Explanation
<p>Article 1 (Basis and purpose of adoption) This Code of Ethical Conduct is adopted for the purpose of both encouraging the Company's directors, managerial officers, employees, and mandataries to act in line with ethical standards and helping interested parties better understand the Company's ethical standards. In doing so, the Company has taken into consideration the <i>Guidelines for the Adoption of Codes of Ethical Conduct for TWSE/GTSM Listed Companies</i> and the <i>Implementation Rules of Internal Audit and Internal Control System of Financial Holding Companies and Banking Industries</i>, and has accordingly adopted the "O-Bank Co., Ltd. Code of Ethical Conduct" (hereinafter this Code) for compliance.</p>	<p>Article 1 (Purpose of Adoption) This Code is adopted for the purpose of both encouraging the Company's directors, managerial officers, employees, and mandataries to act in line with ethical standards and helping interested parties better understand the Company's ethical standards. The Company hereby adopts this Code for compliance.</p>	<p>The basis for this Code is specified.</p>
<p>Article 13 (Reporting of illegal or unethical conduct) 1. The Company shall raise awareness of ethics internally and encourage all levels of personnel to report to an independent director, a managerial officer, the chief internal auditor, or any other appropriate individual upon suspicion or discovery of any conduct in violation of laws or regulations or this Code. To encourage all levels of personnel to report illegal conduct, the Company has</p>	<p>Article 13 (Reporting of illegal or unethical conduct) The Company shall raise awareness of ethics internally and encourage all levels of personnel to report to an independent director, a managerial officer, the chief internal auditor, or any other appropriate individual upon suspicion or discovery of any conduct in violation of laws or regulations or this Code. To encourage all levels of personnel to report illegal conduct, the Company <u>shall establish a concrete whistleblowing system.</u></p>	<p>1. As the Bank has already formally established the "O-Bank Co., Ltd. Procedures for Handling Whistleblowing Cases," the content of subparagraph 1 is revised accordingly. 2. To strengthen directors' supervisory responsibilities within the corporate governance framework, and</p>

Amended Article	Original Article	Explanation
<p>establish the “O-Bank Co., Ltd. Procedures for Handling Whistleblowing Cases” as a concrete whistleblowing system, and shall make them aware that the Company will do its best to ensure the safety of whistleblowers and protect them from reprisals.</p> <p>2. When directors, in the performance of their duties, discover that the Company is at risk of suffering material harm, they shall promptly and appropriately handle the matter, immediately notify the Audit Committee or the independent director members of the Audit Committee, and report to the Board of Directors. They shall also supervise the Company in reporting the case to the competent authority.</p>	<p><u>and</u> shall make them aware that the Company will do its best to ensure the safety of whistleblowers and protect them from reprisals.</p>	<p>pursuant to Article 7-1 of the <i>Implementation Rules of Internal Audit and Internal Control System of Financial Holding Companies and Banking Industries</i>, a second subparagraph is added to explicitly stipulate that when directors, in the course of performing their duties, discover that the Company is at risk of sustaining significant damage, they shall handle the matter promptly and appropriately, immediately notify the Audit Committee or its independent director members and report to the Board of Directors, and shall oversee the Company in reporting to the competent authority, so as to ensure that the Company is able to take necessary responsive measures in a timely manner to mitigate operational risks.</p>

Appendix VIII

O-Bank Co., Ltd. Articles of Ethical Corporate Management Principles

Comparison Table of Original and Amended Articles

Amended Article	Original Article	Explanation
Article 1 <u>(Basis and Adoption Range)</u> (omitted)	Article 1 (omitted)	With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i> , article titles have been added.
Article 2 <u>(Prohibition of Unethical Conduct)</u> (omitted)	Article 2 (omitted)	With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i> , article titles have been added.
Article 3 <u>(Types of Benefits)</u> (omitted)	Article 3 (omitted)	With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i> , article titles have been added.
Article 4 <u>(Legal Compliance)</u> (omitted)	Article 4 (omitted)	With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i> , article titles have been added.
Article 5 <u>(Policy)</u> (omitted)	Article 5 (omitted)	With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i> , article titles have been added.
Article 6 <u>(Prevention Programs)</u> (omitted)	Article 6 (omitted)	With reference to the <i>Ethical Corporate Management Best Practice Principles for</i>

Amended Article	Original Article	Explanation
		<i>TWSE/GTSM Listed Companies</i> , article titles have been added.
<p>Article 7 (<u>Scope of Prevention Programs</u>)</p> <p>(omitted)</p>	<p>Article 7</p> <p>(omitted)</p>	<p>With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i>, article titles have been added.</p>
<p>Article 8 (<u>Commitment and Implementation</u>)</p> <p>(omitted)</p>	<p>Article 8</p> <p>(omitted)</p>	<p>With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i>, article titles have been added.</p>
<p>Article 9 (<u>Ethical Business Activities</u>)</p> <p>TWSE/TPEX listed companies shall engage in commercial activities in a fair and transparent manner based on the principle of ethical management. Prior to any commercial transactions, TWSE/TPEX listed companies shall take into consideration the legality of their agents, suppliers, clients, or other trading counterparties and whether any of them are involved in unethical conduct, and shall avoid any dealings with persons so involved. When entering into contracts with their agents, suppliers, clients, or other trading counterparties, TWSE/TPEX listed companies <u>could</u> include in such contracts terms requiring compliance with ethical corporate management policy and that in the event the trading counterparties are involved in unethical conduct, the TWSE/TPEX listed companies</p>	<p>Article 9</p> <p>TWSE/TPEX listed companies shall engage in commercial activities in a fair and transparent manner based on the principle of ethical management. Prior to any commercial transactions, TWSE/TPEX listed companies shall take into consideration the legality of their agents, suppliers, clients, or other trading counterparties and whether any of them are involved in unethical conduct, and shall avoid any dealings with persons so involved. When entering into contracts with their agents, suppliers, clients, or other trading counterparties, TWSE/TPEX listed companies <u>shall</u> include in such contracts terms requiring compliance with ethical corporate management policy and that in the event the trading counterparties are involved in unethical conduct, the TWSE/TPEX listed companies may at any time terminate or</p>	<p>With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i>, article titles have been added and the text has been revised in consideration of practical operations.</p>

Amended Article	Original Article	Explanation
may at any time terminate or rescind the contracts.	rescind the contracts.	
Article 10 <u>(Prohibition of Bribery and Acceptance of Bribes)</u> (omitted)	Article 10 (omitted)	With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i> , article titles have been added.
Article 11 <u>(Prohibition of Illegal Political Contributions)</u> (omitted)	Article 11 (omitted)	With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i> , article titles have been added.
Article 12 <u>(Prohibition of Improper Charitable Donations or Sponsorships)</u> (omitted)	Article 12 (omitted)	With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i> , article titles have been added.
Article 13 <u>(Prohibition of Unreasonable Gifts, Entertainment, or Other Improper Benefits)</u> (omitted)	Article 13 (omitted)	With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i> , article titles have been added.
Article 14 <u>(Prohibition of Infringement of Intellectual Property Rights)</u> (omitted)	Article 14 (omitted)	With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i> , article titles have been added.
Article 15 <u>(Prohibition of Unfair Competition)</u> (omitted)	Article 15 (omitted)	With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i> , article titles have been added.
Article 16 <u>(Prevention of Harm to</u>	Article 16	With reference to the

Amended Article	Original Article	Explanation
<u>Stakeholders from Products or Services</u> (omitted)	(omitted)	<i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i> , article titles have been added.
Article 17 <u>(Organization and Responsibilities)</u> (omitted)	Article 17 (omitted)	With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i> , article titles have been added.
Article 18 <u>(Legal Compliance in Business Operations)</u> (omitted)	Article 18 (omitted)	With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i> , article titles have been added.
Article 19 <u>(Avoidance of Conflicts of Interest)</u> (omitted)	Article 19 (omitted)	With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i> , article titles have been added.
Article 20 <u>(Accounting and Internal Control)</u> (omitted)	Article 20 (omitted)	With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i> , article titles have been added.
Article 21 <u>(Operating Procedures and Guidelines for Conduct)</u> (omitted)	Article 21 (omitted)	With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i> , article titles have been added.
Article 22 <u>(Education, Training, and Performance Evaluation)</u> (omitted)	Article 22 (omitted)	With reference to the <i>Ethical Corporate Management Best Practice Principles for</i>

Amended Article	Original Article	Explanation
		<i>TWSE/GTSM Listed Companies</i> , article titles have been added.
<p>Article 23 <u>(Whistleblowing System)</u></p> <p>Companies <u>has</u> adopted <u>O-Bank Co., Ltd. Whistleblowing Policy</u>.</p> <p>The whistle-blowing system include the following: An independent mailbox or hotline, either internally established and publicly announced or provided by an independent external institution, to allow internal and external personnel of the company to submit reports. Dedicated personnel or unit appointed to handle the whistle-blowing system. Any tip involving a director or senior management shall be reported to the independent directors or supervisors. Categories of reported misconduct shall be delineated and standard operating procedures for the investigation of each shall be adopted. Follow-up measures to be adopted depending on the severity of the circumstances after investigations of cases reported are completed. Where necessary, a case shall be reported to the competent authority or referred to the judicial authority. Documentation of case acceptance, investigation processes, investigation results, and relevant documents. Confidentiality of the identity of whistle-blowers and the content of reported cases, and an</p>	<p>Article 23</p> <p>Companies <u>shall</u> adopt a <u>concrete whistle-blowing system and scrupulously operate the system</u>. The whistle-blowing system <u>shall</u> include <u>at least</u> the following: An independent mailbox or hotline, either internally established and publicly announced or provided by an independent external institution, to allow internal and external personnel of the company to submit reports. Dedicated personnel or unit appointed to handle the whistle-blowing system. Any tip involving a director or senior management shall be reported to the independent directors or supervisors. Categories of reported misconduct shall be delineated and standard operating procedures for the investigation of each shall be adopted. Follow-up measures to be adopted depending on the severity of the circumstances after investigations of cases reported are completed. Where necessary, a case shall be reported to the competent authority or referred to the judicial authority. Documentation of case acceptance, investigation processes, investigation results, and relevant documents. Confidentiality of the identity of whistle-blowers and the content</p>	<p>With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i>, article titles have been added.</p>

Amended Article	Original Article	Explanation
<p>undertaking regarding anonymous reporting. Measures for protecting whistle-blowers from inappropriate disciplinary actions due to their whistle-blowing. Whistle-blowing incentive measures.</p>	<p>of reported cases, and an undertaking regarding anonymous reporting. Measures for protecting whistle-blowers from inappropriate disciplinary actions due to their whistle-blowing. Whistle-blowing incentive measures.</p>	
<p>Article 24 <u>(Disciplinary and Appeal System)</u> (omitted)</p>	<p>Article 24 (omitted)</p>	<p>With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i>, article titles have been added.</p>
<p>Article 25 <u>(Discloser of information)</u> (omitted)</p>	<p>Article 25 (omitted)</p>	<p>With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i>, article titles have been added.</p>
<p>Article 26 <u>(Review and Amendment of Ethical Management Policy and Measures)</u> (omitted)</p>	<p>Article 26 (omitted)</p>	<p>With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i>, article titles have been added.</p>
<p>Article 27 <u>(Implementation)</u> (omitted)</p>	<p>Article 27 (omitted)</p>	<p>With reference to the <i>Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies</i>, article titles have been added.</p>

Appendix IX

O-Bank Co., Ltd. Procedures for Ethical Management and Guidelines for Conduct

Comparison Table of Original and Amended Articles

Amended Article	Original Article	Explanation
<p>Article 20_(Stipulation of terms of ethical management in contracts)</p> <p>Before entering into a contract with another party, this Corporation shall gain a thorough knowledge of the status of the other party's ethical management, and shall make observance of the ethical management policy of this Corporation <u>and the following matters</u> part of the terms and conditions of the contract:</p> <p>1. When a party to the contract becomes aware that any personnel has violated the terms and conditions pertaining to prohibition of acceptance of commissions, rebates, or other improper benefits, the party shall immediately notify the other party of the violator's identity, the manner in which the provision, promise, request, or acceptance was made, and the monetary amount or other improper benefit that was provided, promised, requested, or accepted. The party shall also provide the other party with pertinent evidence and cooperate fully with the investigation. If there has been resultant damage to either party, the party may claim from the other party ____ percent of the contract price as damages, and may also deduct the full</p>	<p>Article 20_(Stipulation of terms of ethical management in contracts)</p> <p>Before entering into a contract with another party, this Corporation shall gain a thorough knowledge of the status of the other party's ethical management, and shall make observance of the ethical management policy of this Corporation part of the terms and conditions of the contract, <u>stipulating at the least the following matters:</u></p> <p>1. When a party to the contract becomes aware that any personnel has violated the terms and conditions pertaining to prohibition of acceptance of commissions, rebates, or other improper benefits, the party shall immediately notify the other party of the violator's identity, the manner in which the provision, promise, request, or acceptance was made, and the monetary amount or other improper benefit that was provided, promised, requested, or accepted. The party shall also provide the other party with pertinent evidence and cooperate fully with the investigation. If there has been resultant damage to either party, the party may claim from the other party ____ percent of the contract price as damages, and may also deduct the full</p>	<p>1. The text has been revised in consideration of practical operations, and a management mechanism has been added.</p> <p>2. As financial institutions already have relevant ethical management policies in place, a provision has been added to specify that where the Bank enters into contracts with other financial institutions in the course of conducting banking business as defined under the Banking Act, the provisions of paragraph 1 shall not apply and no evaluation procedure shall be required.</p>

Amended Article	Original Article	Explanation
<p>amount of the damages from the contract price payable.</p> <p>2. Where a party is discovered to be engaged in unethical conduct in its commercial activities, the other party may terminate or rescind the contract unconditionally at any time.</p> <p>3. Specific and reasonable payment terms, including the place and method of payment and the requirement for compliance with related tax laws and regulations.</p> <p><u>Where, due to the nature of a commercial transaction, the special status of the transaction counterparty, or any other legitimate reason, it is not possible to stipulate the matters set forth in each subparagraph of the preceding paragraph in the contract, the business unit maintaining commercial dealings with such counterparty shall clearly state the specific reasons (including but not limited to that the transaction counterparty already has a similar ethical management policy, holds a monopolistic position, or its products are irreplaceable), and shall proceed only after obtaining approval from the authorized supervisor in accordance with Article 3 of the <i>Procurement and Payment Management Guidelines of O-Bank</i>. This paragraph, however, shall not apply to contracts entered into by the Bank with other financial institutions in the course of conducting banking business as defined under the <i>Banking Act</i>.</u></p>	<p>amount of the damages from the contract price payable.</p> <p>2. Where a party is discovered to be engaged in unethical conduct in its commercial activities, the other party may terminate or rescind the contract unconditionally at any time.</p> <p>3. Specific and reasonable payment terms, including the place and method of payment and the requirement for compliance with related tax laws and regulations.</p>	

Appendix X

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Stockholders
O-Bank

Opinion

We have audited the accompanying consolidated financial statements of O-Bank (the “Bank”) and its subsidiaries (collectively referred to as the “Group”), which comprise the consolidated balance sheets as of December 31, 2025 and 2024, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including material accounting policy information (collectively referred to as the “consolidated financial statements”).

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2025 and 2024, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Public Banks, Regulations Governing the Preparation of Financial Reports by Publicly Held Bills Finance Companies, and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (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 Financial Statement Audit and Attestation Engagements of Certified Public Accountants and the 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 Consolidated Financial Statements section of our report. We are independent of the Group in accordance with The Norm of Professional Ethics for Certified Public Accountant of the 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 for 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 consolidated financial statements for the year ended December 31, 2025. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The descriptions of the key audit matters of the consolidated financial statements for the year ended December 31, 2025 are as follows:

Allowance for Credit Losses of Loans

The Bank is principally engaged in providing loans to customers. The Bank's management performed a loan impairment assessment in accordance with the requirements of International Financial Reporting Standard 9, "Financial Instruments". In addition, the allowance for credit losses of loans was calculated and classified in accordance with the "Regulations Governing the Procedures for Banking Institutions to Evaluate Assets and Deal with Non-performing/Non-accrual Loans" (referred to as "Banking Institutions Regulations Governing the Procedures for Bad Debt").

For details on the accounting policy on the allowance for credit losses, refer to Note 4 to the accompanying consolidated financial statements; for details on the material accounting judgments, estimations and assumptions of loan impairment, refer to Note 5 to the accompanying consolidated financial statements; and for details on the allowance for credit losses, refer to Note 14 to the accompanying consolidated financial statements.

The Bank shall assess the classification of credit-granting assets and recognize allowance for credit losses on loans in accordance with the "Banking Institutions Regulations Governing the Procedures for Bad Debt". As the assessment and recognition of loss allowance involve subjective judgments, critical estimations and assumptions of the management, we have included the assessment of allowance for credit losses of loans as a key audit matter.

The main audit procedures we performed in response to certain aspects of the key audit matter described above are as follows:

- We obtained an understanding and performed testing on the internal controls with respect to the Bank's loan impairment assessment.
- We examined the classifications of loans and determined that they were in accordance with the "Banking Institutions Regulations Governing the Procedures for Bad Debt". We also recalculated the amount of the allowance for credit losses on loans and checked and confirmed that the allowance has met the requirements of the regulation.

Assessment of Reserve for Losses on Guarantee Contracts

China Bills Finance Corporation sets aside reserves for guarantee liabilities. It is required to comply, with both the International Financial Reporting Standard 9, "Financial Instruments", whereby the expected losses on guarantee obligations generated by financial guarantee contracts are assessed, and the "Regulations Governing the Procedures for Bills Finance Companies to Evaluate Assets, Set Aside Loss Reserves, and Handle Non-performing Credit, Non-accrual Loans, and Bad Debt" (referred to as the "Bills Finance Companies Regulations for Evaluating Bad Debt"), whereby the reserves for guarantee liabilities are classified and made.

For details on the accounting policy on the reserve for guarantee liabilities, refer to Note 4 to the accompanying consolidated financial statements; for details on the material accounting judgments, estimations and assumptions of the reserve for guarantee liabilities, refer to Note 5 to the accompanying consolidated financial statements; and for details on the reserve for guarantee liabilities, refer to Note 14 to the accompanying consolidated financial statements.

China Bills Finance Corporation assessment of the reserve for guarantee contracts which involve subjective judgments, critical estimations and assumptions of the management. The classification of credit-granting assets and recognition of the reserve for guarantee contracts in accordance with the “Bills Finance Companies Regulations for Evaluating Bad Debt” influence the amounts of the reserve for guarantee contracts. Thus, we considered the assessment of reserve losses on guarantee contracts as a key audit matter.

The main audit procedures we performed in response to certain aspects of the key audit matter described above are as follows:

- We obtained an understanding of the internal controls on the estimated impairment of reserve for losses on guarantee contracts, and we tested the effectiveness of the operation of the controls.
- We reviewed the assessment schedule of reserve for losses on credit-granting assets, which the management of China Bills Finance Corporation used to assess the reserve. We checked the completeness of the amount of credit-granting assets in the schedule and the rationality of the classifications. We recalculated the amounts of reserve for losses on guarantee contracts in the schedule and checked and confirmed that the reserve has met the requirements of the “Bills Finance Companies Regulations for Evaluating Bad Debt” or not.

Other Matter

We have also audited the parent company only financial statements of the Bank as of and for the years ended December 31, 2025 and 2024 on which we have issued an unmodified opinion.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Public Banks, Regulations Governing the Preparation of Financial Reports by Publicly Held Bills Finance Companies, and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (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 consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group’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 Group 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 Group’s financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 consolidated financial statements.

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

1. Identify and assess the risks of material misstatement of the consolidated 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 Group'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 Group'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 consolidated 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 auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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 consolidated financial statements for the year ended December 31, 2025, 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 audits resulting in this independent auditors' report are Kuan-Hao Lee and Wei-Chun Ma.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 11, 2026

Notice to Readers

The accompanying consolidated financial statements are intended only to present the consolidated financial position, financial performance and cash flows in accordance with 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 consolidated financial statements are those generally applied in the Republic of China.

For the convenience of readers, the independent auditors' report and the accompanying consolidated financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and consolidated financial statements shall prevail.

O-BANK AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars)

ASSETS	2025		2024	
	Amount	%	Amount	%
CASH AND CASH EQUIVALENTS	\$ 6,378,883	1	\$ 9,401,107	2
DUE FROM THE CENTRAL BANK AND CALL LOANS TO BANKS	27,572,813	4	19,486,537	3
FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS	177,675,704	25	184,911,881	27
FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME	166,608,850	24	167,848,261	25
INVESTMENTS IN DEBT INSTRUMENTS AT AMORTIZED COST	29,395,624	4	25,955,538	4
BILLS AND BONDS PURCHASED UNDER RESELL AGREEMENTS	15,258,857	2	7,932,028	1
RECEIVABLES, NET	4,053,276	1	4,088,068	1
CURRENT TAX ASSETS	357,959	-	710,461	-
DISCOUNTS AND LOANS, NET	259,183,311	37	247,488,056	36
INVESTMENT ACCOUNTED FOR USING EQUITY METHOD, NET	6,352,298	1	6,975,022	1
OTHER FINANCIAL ASSETS	1,397,050	-	1,098,205	-
PROPERTY AND EQUIPMENT, NET	2,623,501	1	2,379,140	-
RIGHT-OF-USE ASSETS, NET	396,226	-	409,387	-
INTANGIBLE ASSETS, NET	1,704,302	-	1,743,557	-
DEFERRED TAX ASSETS	662,306	-	848,532	-
OTHER ASSETS	<u>1,678,137</u>	<u>-</u>	<u>1,809,374</u>	<u>-</u>
TOTAL	<u>\$ 701,299,097</u>	<u>100</u>	<u>\$ 683,085,154</u>	<u>100</u>
LIABILITIES AND EQUITY				
LIABILITIES				
Deposits from the Central Bank and other banks	\$ 48,610,170	7	\$ 38,651,705	6
Financial liabilities at fair value through profit or loss	678,730	-	1,364,632	-
Bills and bonds sold under repurchase agreements	219,199,111	31	215,304,631	32
Payables	4,366,854	1	5,996,974	1
Current tax liabilities	85,784	-	157,788	-
Deposits and remittances	328,825,447	47	331,170,002	48
Bank debentures payable	14,660,000	2	13,450,000	2
Other financial liabilities	15,085,857	2	11,393,737	2
Provisions	2,198,222	1	2,006,251	-
Lease liabilities	414,349	-	428,616	-
Deferred tax liabilities	957,101	-	968,320	-
Other liabilities	<u>1,405,636</u>	<u>-</u>	<u>672,105</u>	<u>-</u>
Total liabilities	<u>636,487,261</u>	<u>91</u>	<u>621,564,761</u>	<u>91</u>
EQUITY ATTRIBUTABLE TO OWNERS OF THE BANK				
Capital				
Common stock	28,053,579	4	28,053,579	4
Preferred stock	<u>2,500,000</u>	<u>-</u>	<u>2,500,000</u>	<u>-</u>
Total capital	<u>30,553,579</u>	<u>4</u>	<u>30,553,579</u>	<u>4</u>
Capital surplus	<u>574,734</u>	<u>-</u>	<u>568,184</u>	<u>-</u>
Retained earnings				
Legal reserve	7,370,243	1	6,527,632	1
Special reserve	1,587,188	-	1,970,247	-
Unappropriated earnings	<u>4,506,695</u>	<u>1</u>	<u>4,722,209</u>	<u>1</u>
Total retained earnings	<u>13,464,126</u>	<u>2</u>	<u>13,220,088</u>	<u>2</u>
Other equity	<u>(159,058)</u>	<u>-</u>	<u>(1,450,123)</u>	<u>-</u>
Treasury stock	<u>(221,695)</u>	<u>-</u>	<u>(87,267)</u>	<u>-</u>
Total equity attributable to owners of the Bank	<u>44,211,686</u>	<u>6</u>	<u>42,804,461</u>	<u>6</u>
NON-CONTROLLING INTERESTS	<u>20,600,150</u>	<u>3</u>	<u>18,715,932</u>	<u>3</u>
Total equity	<u>64,811,836</u>	<u>9</u>	<u>61,520,393</u>	<u>9</u>
TOTAL	<u>\$ 701,299,097</u>	<u>100</u>	<u>\$ 683,085,154</u>	<u>100</u>

O-BANK AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2025		2024		Percentage Increase (Decrease) %
	Amount	%	Amount	%	
INTEREST REVENUE	\$ 15,322,030	154	\$ 16,088,607	158	(5)
INTEREST EXPENSE	<u>(12,826,304)</u>	<u>(129)</u>	<u>(14,261,264)</u>	<u>(140)</u>	(10)
NET INTEREST	<u>2,495,726</u>	<u>25</u>	<u>1,827,343</u>	<u>18</u>	37
NET REVENUE OTHER THAN INTEREST REVENUE					
Service fee income, net	2,511,114	25	2,454,242	24	2
Gains on financial assets or liabilities measured at fair value through profit or loss	3,279,070	33	7,202,363	71	(54)
Realized gains on financial assets at fair value through other comprehensive income	705,119	7	666,434	6	6
Foreign exchange gain (loss), net	1,472,566	15	(2,047,417)	(20)	172
Reversal of (losses on) impairment of assets	7,542	-	(8,989)	-	184
Share of profit (loss) of associates accounted for using equity method	(592,281)	(6)	12,856	-	(4,707)
Other net revenue other than interest	<u>87,614</u>	<u>1</u>	<u>71,881</u>	<u>1</u>	22
Total net revenue other than interest revenue	<u>7,470,744</u>	<u>75</u>	<u>8,351,370</u>	<u>82</u>	(11)
NET REVENUE	<u>9,966,470</u>	<u>100</u>	<u>10,178,713</u>	<u>100</u>	(2)
BAD DEBTS EXPENSE, COMMITMENT AND GUARANTEE LIABILITY PROVISION	<u>(652,292)</u>	<u>(6)</u>	<u>(53,227)</u>	<u>(1)</u>	1,125 (Continued)

O-BANK AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2025		2024		Percentage Increase (Decrease)
	Amount	%	Amount	%	%
OPERATING EXPENSES					
Employee benefits expenses	\$ 2,980,873	30	\$ 3,039,576	30	(2)
Depreciation and amortization expenses	473,995	5	543,318	5	(13)
Other general and administrative expenses	<u>1,707,192</u>	<u>17</u>	<u>1,525,988</u>	<u>15</u>	12
Total operating expenses	<u>5,162,060</u>	<u>52</u>	<u>5,108,882</u>	<u>50</u>	1
PROFIT BEFORE INCOME TAX	4,152,118	42	5,016,604	49	(17)
INCOME TAX EXPENSE	<u>1,002,847</u>	<u>10</u>	<u>1,123,745</u>	<u>11</u>	(11)
NET PROFIT FOR THE YEAR	<u>3,149,271</u>	<u>32</u>	<u>3,892,859</u>	<u>38</u>	(19)
OTHER COMPREHENSIVE INCOME (LOSS)					
Components of other comprehensive income (loss) that will not be reclassified to profit or loss:					
Gains on remeasurements of defined benefit plans	10,594	-	38,922	-	(73)
Revaluation gains (losses) on investments in equity instruments measured at fair value through other comprehensive income	(85,842)	(1)	50,541	1	(270)
Share of other comprehensive income of subsidiaries, associates and joint ventures accounted for using equity method	14,361	-	14,311	-	-
Income tax related to components of other comprehensive income (loss) that will not be reclassified to profit or loss	<u>-</u>	<u>-</u>	<u>(4,695)</u>	<u>-</u>	100
Components of other comprehensive income (loss) that will not be reclassified to profit or loss, net of tax	<u>(60,887)</u>	<u>(1)</u>	<u>99,079</u>	<u>1</u>	(161)

(Continued)

O-BANK AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2025		2024		Percentage Increase (Decrease) %
	Amount	%	Amount	%	
Components of other comprehensive income (loss) that will be reclassified to profit or loss:					
Exchange differences on translation of financial statements of foreign operations	\$ (343,374)	(3)	\$ 566,004	6	(161)
Gains (losses) from investments in debt instruments measured at fair value through other comprehensive income	3,117,672	31	(314,842)	(3)	1,090
Income tax related to components of other comprehensive income (loss) that will be reclassified to profit or loss	<u>(179,396)</u>	<u>(2)</u>	<u>(54,272)</u>	<u>(1)</u>	231
Components of other comprehensive income that will be reclassified to profit or loss, net of tax	<u>2,594,902</u>	<u>26</u>	<u>196,890</u>	<u>2</u>	1,218
Other comprehensive income for the year, net of tax	<u>2,534,015</u>	<u>25</u>	<u>295,969</u>	<u>3</u>	756
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 5,683,286</u>	<u>57</u>	<u>\$ 4,188,828</u>	<u>41</u>	36
NET PROFIT ATTRIBUTABLE TO:					
Owners of the Bank	\$ 1,830,666	19	\$ 2,856,199	28	(36)
Non-controlling interests	<u>1,318,605</u>	<u>13</u>	<u>1,036,660</u>	<u>10</u>	27
	<u>\$ 3,149,271</u>	<u>32</u>	<u>\$ 3,892,859</u>	<u>38</u>	(19)
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:					
Owners of the Bank	\$ 3,049,810	31	\$ 3,187,590	31	(4)
Non-controlling interests	<u>2,633,476</u>	<u>26</u>	<u>1,001,238</u>	<u>10</u>	163
	<u>\$ 5,683,286</u>	<u>57</u>	<u>\$ 4,188,828</u>	<u>41</u>	36

O-BANK AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2025		2024		Percentage Increase (Decrease) %
	Amount	%	Amount	%	
EARNINGS PER SHARE					
Basic	<u>\$ 0.61</u>		<u>\$ 1.00</u>		
Diluted	<u>\$ 0.56</u>		<u>\$ 0.90</u>		

(Concluded)

O-BANK AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024
(In Thousands of New Taiwan Dollars)

	Equity Attributable to Owners of the Bank								Other Equity				Non-controlling Interests	Total Equity
	Capital Stock		Total	Capital Surplus	Retained Earnings				Exchange Differences on the Translation of Financial Statements of Foreign Operations	Unrealized Gains (Losses) on Financial Assets at Fair Value Through Other Comprehensive Income	Treasury Stock	Owners of the Bank		
	Common Stock	Preferred Stock			Legal Reserve	Special Reserve	Unappropriated Earnings	Total						
BALANCE ON JANUARY 1, 2024	\$ 27,339,923	\$ 2,990,140	\$ 30,330,063	\$ 19,624	\$ 5,789,200	\$ 3,197,011	\$ 2,756,051	\$ 11,742,262	\$ 109,410	\$ (1,937,803)	\$ (161,521)	\$ 40,102,035	\$ 18,415,711	\$ 58,517,746
Reversal of special reserve	-	-	-	-	-	(1,226,764)	1,226,764	-	-	-	-	-	-	-
Appropriation and distribution of 2023 earnings	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Legal reserve	-	-	-	-	738,432	-	(738,432)	-	-	-	-	-	-	-
Cash dividends of common stock distributed by the Bank	-	-	-	-	-	-	(1,228,974)	(1,228,974)	-	-	-	(1,228,974)	-	(1,228,974)
Cash dividends of preferred stock distributed by the Bank	-	-	-	-	-	-	(101,904)	(101,904)	-	-	-	(101,904)	-	(101,904)
Changes in capital surplus from investments in subsidiaries and associates accounted for using the equity method	-	-	-	6,957	-	-	-	-	-	-	-	6,957	-	6,957
Unclaimed dividends	-	-	-	589	-	-	-	-	-	-	-	589	1,227	1,816
Cash dividends distributed by subsidiary	-	-	-	-	-	-	-	-	-	-	-	-	(702,244)	(702,244)
Net profit for the year ended December 31, 2024	-	-	-	-	-	-	2,856,199	2,856,199	-	-	-	2,856,199	1,036,660	3,892,859
Other comprehensive income (loss) for the year ended December 31, 2024, net of income tax	-	-	-	-	-	-	20,195	20,195	431,893	(120,697)	-	331,391	(35,422)	295,969
Total comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	-	-	2,876,394	2,876,394	431,893	(120,697)	-	3,187,590	1,001,238	4,188,828
Issuance of shares for cash	-	2,500,000	2,500,000	500,000	-	-	-	-	-	-	-	3,000,000	-	3,000,000
Common shares converted from convertible preferred shares	713,656	(713,656)	-	-	-	-	-	-	-	-	-	-	-	-
Redemption convertible preferred shares	-	(2,276,484)	(2,276,484)	-	-	-	-	-	-	-	-	(2,276,484)	-	(2,276,484)
Purchase of treasury stock	-	-	-	-	-	-	-	-	-	-	(14,084)	(14,084)	-	(14,084)
Changes in percentage of ownership interests in associates	-	-	-	39,329	-	-	(616)	(616)	-	-	-	38,713	-	38,713
Transfer of treasury stock to employees under share-based payment arrangements	-	-	-	1,685	-	-	-	-	-	-	88,338	90,023	-	90,023
Disposals of investment in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	-	-	(67,074)	(67,074)	-	67,074	-	-	-	-
BALANCE ON DECEMBER 31, 2024	28,053,579	2,500,000	30,553,579	568,184	6,527,632	1,970,247	4,722,209	13,220,088	541,303	(1,991,426)	(87,267)	42,804,461	18,715,932	61,520,393
Reversal of special reserve	-	-	-	-	-	(383,059)	383,059	-	-	-	-	-	-	-
Appropriation and distribution of 2024 earnings	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Legal reserve	-	-	-	-	842,611	-	(842,611)	-	-	-	-	-	-	-
Cash dividends of common stock distributed by the Bank	-	-	-	-	-	-	(1,391,209)	(1,391,209)	-	-	-	(1,391,209)	-	(1,391,209)
Cash dividends of preferred stock distributed by the Bank	-	-	-	-	-	-	(119,972)	(119,972)	-	-	-	(119,972)	-	(119,972)
Changes in capital surplus from investments in subsidiaries and associates accounted for using the equity method	-	-	-	6,137	-	-	-	-	-	-	-	6,137	-	6,137
Disgorgement exercised	-	-	-	3	-	-	-	-	-	-	-	3	-	3
Unclaimed dividends	-	-	-	410	-	-	-	-	-	-	-	410	1,085	1,495
Cash dividends distributed by subsidiary	-	-	-	-	-	-	-	-	-	-	-	-	(750,343)	(750,343)
Net profit for the year ended December 31, 2025	-	-	-	-	-	-	1,830,666	1,830,666	-	-	-	1,830,666	1,318,605	3,149,271
Other comprehensive income (loss) for the year ended December 31, 2025, net of income tax	-	-	-	-	-	-	7,177	7,177	(257,604)	1,469,571	-	1,219,144	(1,314,871)	2,534,015
Total comprehensive income (loss) for the year ended December 31, 2025	-	-	-	-	-	-	1,837,843	1,837,843	(257,604)	1,469,571	-	3,049,810	2,633,476	5,683,286
Purchase of treasury stock	-	-	-	-	-	-	-	-	-	-	(134,428)	(134,428)	-	(134,428)
Associates acquiring subsidiary interests	-	-	-	-	-	-	(3,526)	(3,526)	-	-	-	(3,526)	-	(3,526)
Disposals of investment in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	-	-	(79,098)	(79,098)	-	79,098	-	-	-	-
BALANCE ON DECEMBER 31, 2025	\$ 28,053,579	\$ 2,500,000	\$ 30,553,579	\$ 574,734	\$ 7,370,243	\$ 1,587,188	\$ 4,506,695	\$ 13,464,126	\$ 283,699	\$ (442,757)	\$ (221,695)	\$ 44,211,686	\$ 20,600,150	\$ 64,811,836

O-BANK AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars)

	2025	2024
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	\$ 4,152,118	\$ 5,016,604
Adjustments for:		
Depreciation expense	327,289	301,225
Amortization expense	146,706	242,093
Expected credit losses/recognition of provisions	644,750	62,216
Net gain on financial assets or liabilities at fair value through profit or loss	(3,279,070)	(7,202,363)
Interest expense	12,826,304	14,261,264
Interest revenue	(15,322,030)	(16,088,607)
Dividend income	(551,980)	(444,751)
Share-based payment arrangements	-	7,253
Share of loss (profit) of associates accounted for using equity method	592,281	(12,856)
Gain on disposal of property and equipment	(11)	(1,001)
Gain on disposal of investments	(153,139)	(221,683)
Changes in operating assets and liabilities:		
Due from the Central Bank and call loans to banks	(225,682)	(2,859,487)
Financial assets at fair value through profit or loss	9,994,717	(23,346,078)
Financial assets at fair value through other comprehensive income	4,719,821	3,349,027
Investment in debt instruments at amortized cost	(3,441,854)	(92,507)
Bills and bonds purchased under resell agreements	(9,550,169)	(2,479,252)
Receivables	72,090	648,615
Discounts and loans	(12,216,633)	(24,532,809)
Other assets	131,498	(115,022)
Deposits from the Central Bank and other banks	9,958,465	8,312,456
Financial liabilities at fair value through profit or loss	(685,902)	(37,073)
Bills and bonds sold under repurchase agreements	3,894,480	21,217,363
Payables	(1,138,004)	603,213
Deposits and remittances	(2,344,555)	14,607,704
Provisions	70,421	(8,704)
Other liabilities	<u>733,534</u>	<u>211,160</u>
Cash used in operations	(644,555)	(8,602,000)
Interest received	15,270,134	15,902,848
Dividends received	595,165	694,866
Interest paid	(13,115,457)	(14,105,286)
Income taxes paid	<u>(734,817)</u>	<u>(967,029)</u>
Net cash flows generated from (used in) operating activities	<u>1,370,470</u>	<u>(7,076,601)</u>

(Continued)

O-BANK AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars)

	2025	2024
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of property and equipment	\$ (472,674)	\$ (197,290)
Proceeds from disposal of property and equipment	3,823	1,747
Acquisition of intangible assets	(116,862)	(175,285)
Increase in other financial assets	(24,536)	-
Decrease in other financial assets	-	22,065
Increase in other assets	(261)	(200)
	<u>(610,510)</u>	<u>(348,963)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase in short-term borrowings	46,200	-
Decrease in short-term borrowings	-	(200)
Increase in commercial papers	26,000	-
Decrease in commercial papers	-	(187,790)
Proceeds from issuing bank debentures	1,210,000	2,500,000
Repayments of bank debentures	-	(2,000,000)
Repayments of the principal portion of lease liabilities	(162,257)	(161,806)
Increase in other financial liabilities	3,619,920	7,845,590
Dividends paid to owners of the Bank	(1,511,181)	(1,330,878)
Proceeds from issuing shares	-	3,000,000
Redemption convertible preferred shares	-	(2,276,484)
Payments to acquire treasury stock	(134,428)	(14,084)
Transfer of treasury stock to employees	-	82,770
Dividends paid to non-controlling interests	(750,343)	(702,244)
	<u>2,343,911</u>	<u>6,754,874</u>
EFFECTS OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS		
	<u>(214,532)</u>	<u>271,543</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		
	2,889,339	(399,147)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR		
	<u>18,368,252</u>	<u>18,767,399</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR		
	<u>\$ 21,257,591</u>	<u>\$ 18,368,252</u>

(Continued)

O-BANK AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars)

Reconciliation of the amounts in the consolidated statements of cash flows with the equivalent items reported in the consolidated balance sheets as of December 31, 2025 and 2024:

	<u>December 31</u>	
	<u>2025</u>	<u>2024</u>
Cash and cash equivalents reported in the consolidated balance sheets	\$ 6,378,883	\$ 9,401,107
Due from the Central Bank and call loans to banks qualifying for cash and cash equivalents under the definition of IAS 7	13,256,286	5,395,692
Bills and bonds purchased under resell agreements qualifying for cash and cash equivalents under the definition of IAS 7	364,411	2,587,751
Other items qualifying for cash and cash equivalents under the definition of IAS 7	<u>1,258,011</u>	<u>983,702</u>
Cash and cash equivalents at the end of the year	<u>\$ 21,257,591</u>	<u>\$ 18,368,252</u>

(Concluded)

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Stockholders
O-Bank Co., Ltd.

Opinion

We have audited the accompanying parent company only financial statements of O-Bank Co., Ltd (the “Bank”), which comprise the parent company only balance sheets as of December 31, 2025 and 2024, and the parent company only statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the parent company only financial statements, including material accounting policy information (collectively referred to as the “parent company only financial statements”).

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the parent company only financial position of the Bank as of December 31, 2025 and 2024, and its parent company only financial performance and its parent company only cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Public Banks.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and the 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 Parent Company Only Financial Statements section of our report. We are independent of the Bank in accordance with The Norm of Professional Ethics for Certified Public Accountant of the 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 for 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 parent company only financial statements for the year ended December 31, 2025. These matters were addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The descriptions of the key audit matters of the parent company only financial statements for the year ended December 31, 2025 are as follows:

Allowance for Credit Losses of Loans

The Bank is principally engaged in providing loans to customers. The Bank’s management performed a loan impairment assessment in accordance with the requirements of International Financial Reporting Standard 9, “Financial Instruments”. In addition, the allowance for credit losses of loans was calculated and classified in accordance with the “Regulations Governing the Procedures for Banking Institutions to Evaluate Assets and Deal with Non-performing/Non-accrual Loans” (referred to as “Banking Institutions Regulations Governing the Procedures for Bad Debt”).

For details on the accounting policy on the allowance for credit losses, refer to Note 4 to the accompanying financial statements; for details on the material accounting judgments, estimations and assumptions of loan impairment, refer to Note 5 to the accompanying financial statements; and for details on the allowance for credit losses, refer to Note 14 to the accompanying financial statements.

The Bank shall assess the classification of credit-granting assets and recognize allowance for credit losses of loans in accordance with the “Banking Institutions Regulations Governing the Procedures for Bad Debt”. As the assessment and recognition of loss allowance involve subjective judgments, critical estimations and assumptions of the management, we have included the assessment of allowance for credit losses of loans as a key audit matter.

The main audit procedures we performed in response to certain aspects of the key audit matter described above are as follows:

- We obtained an understanding and performed testing on the internal controls with respect to the Bank’s loan impairment assessment.
- We examined the classifications of loans and determined that they were in accordance with the “Banking Institutions Regulations Governing the Procedures for Bad Debt”. We also recalculated the amount of the allowance for credit losses of loans and checked and confirmed that the allowance has met the requirements of the regulation or not.

Investments Accounted for Using the Equity Method - Assessment of Reserve for Loss on Guarantee Contracts

China Bills Finance Corporation, a subsidiary accounted for using the equity method, sets aside reserves for guarantee liabilities. It is required to comply, with both the International Financial Reporting Standard 9, “Financial Instruments”, whereby the expected losses on guarantee obligations generated by financial guarantee contracts are assessed, and the “Regulations Governing the Procedures for Bills Finance Companies to Evaluate Assets, Set Aside Loss Reserves, and Handle Non-performing Credit, Non-accrual Loans, and Bad Debt” (referred to as the “Bills Finance Companies Regulations for Evaluating Bad Debt”), whereby the reserves for guarantee liabilities are classified and made.

For the accounting policy and details on the investments accounted for using the equity method, refer to Notes 4 and 15 to the accompanying financial statements.

China Bills Finance Corporation assesses reserves for guarantee contracts which involve subjective judgments, critical estimations and assumptions of the management. The classification of credit-granting assets and recognition of the reserve for guarantee contracts in accordance with the “Bills Finance Companies Regulations for Evaluating Bad Debt” influence the amounts of the reserve for guarantee contracts. Thus, we considered the assessment of reserve losses on guarantee contracts as a key audit matter.

The main audit procedures we performed in response to certain aspects of the key audit matter described above are as follows:

- We obtained an understanding of the internal controls on the estimated impairment of reserve for losses on guarantee contracts and, we tested the effectiveness of the operation of the controls.
- We reviewed the assessment schedule of reserve for losses on credit-granting assets, which the management of China Bills Finance Corporation used to assess the reserve. We checked the completeness of the amount of credit-granting assets in the schedule and the rationality of the classifications. We recalculated the amounts of reserve for losses on guarantee contracts in the schedule and checked and confirmed that the reserve has met the requirements of the “Bills Finance Companies Regulations for Evaluating Bad Debt” or not.

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

Management is responsible for the preparation and fair presentation of the parent company only financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Public Banks, and for such internal control as management determines is necessary to enable the preparation of parent company only financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the parent company only financial statements, management is responsible for assessing the Bank'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 Bank 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 Bank's financial reporting process.

Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements

Our objectives are to obtain reasonable assurance about whether the parent company only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 parent company only financial statements.

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

1. Identify and assess the risks of material misstatement of the parent company only 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 Bank'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 Bank'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 parent company only 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 auditors' report. However, future events or conditions may cause the Bank to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

6. Obtain sufficient and appropriate audit evidence regarding the financial information of entities or business activities within the Bank to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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 parent company only financial statements for the year ended December 31, 2025 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 audits resulting in this independent auditors' report are Kuan-Hao Lee and Wei-Chun Ma.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 11, 2026

Notice to Readers

The accompanying parent company only financial statements are intended only to present the financial position, financial performance and cash flows in accordance with 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 parent company only financial statements are those generally applied in the Republic of China.

For the convenience of readers, the independent auditors' report and the accompanying parent company only financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and parent company only financial statements shall prevail.

O-BANK CO., LTD.

PARENT COMPANY ONLY BALANCE SHEETS DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars)

ASSETS	2025		2024	
	Amount	%	Amount	%
CASH AND CASH EQUIVALENTS	\$ 2,601,619	1	\$ 5,151,237	1
DUE FROM THE CENTRAL BANK AND CALL LOANS TO BANKS	26,943,807	6	18,467,946	4
FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS	24,554,748	6	33,619,127	8
FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME	60,342,614	14	69,502,853	17
INVESTMENTS IN DEBT INSTRUMENTS AT AMORTIZED COST	26,703,670	6	23,765,497	6
BILLS AND BONDS PURCHASED UNDER RESELL AGREEMENTS	10,952,720	3	5,976,328	1
RECEIVABLES, NET	2,556,369	1	2,957,640	1
CURRENT TAX ASSETS	21,579	-	273,524	-
DISCOUNTS AND LOANS, NET	233,012,236	56	226,026,167	55
INVESTMENTS ACCOUNTED FOR USING EQUITY METHOD, NET	23,204,888	6	22,784,191	6
OTHER FINANCIAL ASSETS	1,258,011	-	983,702	-
PROPERTY AND EQUIPMENT, NET	2,505,535	1	2,259,660	1
RIGHT-OF-USE ASSETS, NET	246,113	-	219,939	-
INTANGIBLE ASSETS, NET	505,600	-	493,573	-
DEFERRED TAX ASSETS	369,399	-	348,793	-
OTHER ASSETS	691,937	-	798,627	-
TOTAL	<u>\$ 416,470,845</u>	<u>100</u>	<u>\$ 413,628,804</u>	<u>100</u>
LIABILITIES AND EQUITY				
LIABILITIES				
Deposits from the Central Bank and other banks	\$ 18,645,027	4	\$ 17,545,933	4
Financial liabilities at fair value through profit or loss	665,370	-	1,340,836	1
Bills and bonds sold under repurchase agreements	14,900,110	4	11,301,439	3
Payables	3,448,640	1	5,036,890	1
Current tax liabilities	-	-	31,154	-
Deposits and remittances	302,642,669	73	308,897,464	75
Bank debentures payable	14,660,000	3	13,450,000	3
Other financial liabilities	14,846,184	4	11,226,264	3
Provisions	503,718	-	486,844	-
Lease liabilities	251,621	-	226,287	-
Deferred tax liabilities	909,000	-	919,315	-
Other liabilities	786,820	-	361,917	-
Total liabilities	<u>372,259,159</u>	<u>89</u>	<u>370,824,343</u>	<u>90</u>
EQUITY ATTRIBUTABLE TO OWNERS OF THE BANK				
Capital				
Common stock	28,053,579	7	28,053,579	7
Preferred stock	2,500,000	1	2,500,000	-
Total capital	30,553,579	8	30,553,579	7
Capital surplus	574,734	-	568,184	-
Retained earnings				
Legal reserve	7,370,243	2	6,527,632	2
Special reserve	1,587,188	-	1,970,247	-
Unappropriated earnings	4,506,695	1	4,722,209	1
Total retained earnings	13,464,126	3	13,220,088	3
Other equity	(159,058)	-	(1,450,123)	-
Treasury stock	(221,695)	-	(87,267)	-
Total equity	<u>44,211,686</u>	<u>11</u>	<u>42,804,461</u>	<u>10</u>
TOTAL	<u>\$ 416,470,845</u>	<u>100</u>	<u>\$ 413,628,804</u>	<u>100</u>

O-BANK CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2025		2024		Percentage Increase (Decrease) %
	Amount	%	Amount	%	
INTEREST REVENUE	\$ 11,322,855	169	\$ 12,350,455	159	(8)
INTEREST EXPENSE	<u>(8,188,193)</u>	<u>(122)</u>	<u>(9,703,585)</u>	<u>(125)</u>	(16)
NET INTEREST	<u>3,134,662</u>	<u>47</u>	<u>2,646,870</u>	<u>34</u>	18
NET REVENUE OTHER THAN INTEREST REVENUE					
Service fee income, net	885,781	13	1,055,341	13	(16)
Gains on financial assets or liabilities measured at fair value through profit or loss	312,695	5	4,761,412	61	(93)
Realized gains on financial assets at fair value through other comprehensive income	372,624	5	242,512	3	54
Foreign exchange gain (loss), net	1,485,732	22	(2,126,189)	(27)	170
Reversal of (losses on) impairment of assets	4,012	-	(3,174)	-	226
Share of profit of subsidiaries and associates accounted for using equity method	388,948	6	1,135,264	15	(66)
Other net revenue other than interest	<u>106,038</u>	<u>2</u>	<u>75,007</u>	<u>1</u>	41
Total net revenue other than interest revenue	<u>3,555,830</u>	<u>53</u>	<u>5,140,173</u>	<u>66</u>	(31)
NET REVENUE	<u>6,690,492</u>	<u>100</u>	<u>7,787,043</u>	<u>100</u>	(14)
BAD DEBTS EXPENSE, COMMITMENT AND GUARANTEE LIABILITY PROVISION	<u>(543,435)</u>	<u>(8)</u>	<u>(423,413)</u>	<u>(5)</u>	28

(Continued)

O-BANK CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2025		2024		Percentage Increase (Decrease)
	Amount	%	Amount	%	%
OPERATING EXPENSES					
Employee benefits expenses	\$ 2,128,408	32	\$ 2,226,762	29	(4)
Depreciation and amortization expenses	414,911	6	483,835	6	(14)
Other general and administrative expenses	<u>1,410,971</u>	<u>21</u>	<u>1,245,480</u>	<u>16</u>	13
Total operating expenses	<u>3,954,290</u>	<u>59</u>	<u>3,956,077</u>	<u>51</u>	-
PROFIT BEFORE INCOME TAX	2,192,767	33	3,407,553	44	(36)
INCOME TAX EXPENSE	<u>362,101</u>	<u>5</u>	<u>551,354</u>	<u>7</u>	(34)
NET PROFIT FOR THE YEAR	<u>1,830,666</u>	<u>28</u>	<u>2,856,199</u>	<u>37</u>	(36)
OTHER COMPREHENSIVE INCOME (LOSS)					
Components of other comprehensive income (loss) that will not be reclassified to profit or loss:					
Gains (losses) on remeasurements of defined benefit plans	3,082	-	15,447	-	(80)
Revaluation gains (losses) on investments in equity instruments measured at fair value through other comprehensive income	(81,823)	(1)	28,529	-	(387)
Share of other comprehensive income of subsidiaries, associates and joint ventures accounted for using equity method	<u>46,900</u>	<u>-</u>	<u>45,236</u>	<u>1</u>	4
Components of other comprehensive income (loss) that will not be reclassified to profit or loss	<u>(31,841)</u>	<u>(1)</u>	<u>89,212</u>	<u>1</u>	(136)

(Continued)

O-BANK CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2025		2024		Percentage Increase (Decrease)
	Amount	%	Amount	%	%
Components of other comprehensive income (loss) that will be reclassified to profit or loss:					
Exchange differences on translation of financial statements of foreign operations	\$ (317,154)	(5)	\$ 528,113	7	(160)
Share of other comprehensive income (loss) of subsidiaries, associates and joint ventures accounted for using equity method	627,672	10	(31,771)	(1)	2,076
Gains (losses) from investments in debt instruments measured at fair value through other comprehensive income	880,917	13	(157,943)	(2)	658
Income tax related to components of other comprehensive income (loss) that will be reclassified to profit or loss	<u>59,550</u>	<u>1</u>	<u>(96,220)</u>	<u>(1)</u>	162
Components of other comprehensive income that will be reclassified to profit or loss, net of tax	<u>1,250,985</u>	<u>19</u>	<u>242,179</u>	<u>3</u>	417
Other comprehensive income for the year, net of tax	<u>1,219,144</u>	<u>18</u>	<u>331,391</u>	<u>4</u>	268
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 3,049,810</u>	<u>46</u>	<u>\$ 3,187,590</u>	<u>41</u>	(4)
EARNINGS PER SHARE					
Basic	<u>\$0.61</u>		<u>\$1.00</u>		
Diluted	<u>\$0.56</u>		<u>\$0.90</u>		

(Concluded)

O-BANK CO., LTD.

**PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024
(In Thousands of New Taiwan Dollars)**

	Capital Stock			Capital Surplus	Retained Earnings				Other Equity		Treasury Stock	Total Equity
	Common Stock	Preferred Stock	Total		Legal Reserve	Special Reserve	Unappropriated Earnings	Total	Exchange Differences on the Translation of Financial Statements of Foreign Operations	Unrealized Gains (Losses) on Financial Assets at Fair Value Through Other Comprehensive Income		
BALANCE AT JANUARY 1, 2024	\$ 27,339,923	\$ 2,990,140	\$ 30,330,063	\$ 19,624	\$ 5,789,200	\$ 3,197,011	\$ 2,756,051	\$ 11,742,262	\$ 109,410	\$ (1,937,803)	\$ (161,521)	\$ 40,102,035
Reversal of special reserve	-	-	-	-	-	(1,226,764)	1,226,764	-	-	-	-	-
Appropriation and distribution of 2023 earnings												
Legal reserve	-	-	-	-	738,432	-	(738,432)	-	-	-	-	-
Cash dividends of common stock distributed by the Bank	-	-	-	-	-	-	(1,228,974)	(1,228,974)	-	-	-	(1,228,974)
Cash dividends of preferred stock distributed by the Bank	-	-	-	-	-	-	(101,904)	(101,904)	-	-	-	(101,904)
Changes in capital surplus from investments in subsidiaries and associates accounted for using equity method	-	-	-	6,957	-	-	-	-	-	-	-	6,957
Unclaimed dividends	-	-	-	589	-	-	-	-	-	-	-	589
Net profit for the year ended December 31, 2024	-	-	-	-	-	-	2,856,199	2,856,199	-	-	-	2,856,199
Other comprehensive income (loss) for the year ended December 31, 2024, net of income tax	-	-	-	-	-	-	20,195	20,195	431,893	(120,697)	-	331,391
Total comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	-	-	2,876,394	2,876,394	431,893	(120,697)	-	3,187,590
Issuance of shares for cash	-	2,500,000	2,500,000	500,000	-	-	-	-	-	-	-	3,000,000
Common shares converted from convertible preferred shares	713,656	(713,656)	-	-	-	-	-	-	-	-	-	-
Redemption convertible preferred shares	-	(2,276,484)	(2,276,484)	-	-	-	-	-	-	-	-	(2,276,484)
Purchase of treasury stock	-	-	-	-	-	-	-	-	-	-	(14,084)	(14,084)
Changes in percentage of ownership interests in associates	-	-	-	39,329	-	-	(616)	(616)	-	-	-	38,713
Transfer of treasury stock to employees under share-based payment arrangements	-	-	-	1,685	-	-	-	-	-	-	88,338	90,023
Disposals of investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	-	-	(67,074)	(67,074)	-	67,074	-	-
BALANCE AT DECEMBER 31, 2024	28,053,579	2,500,000	30,553,579	568,184	6,527,632	1,970,247	4,722,209	13,220,088	541,303	(1,991,426)	(87,267)	42,804,461
Reversal of special reserve	-	-	-	-	-	(383,059)	383,059	-	-	-	-	-
Appropriation and distribution of 2024 earnings												
Legal reserve	-	-	-	-	842,611	-	(842,611)	-	-	-	-	-
Cash dividends of common stock distributed by the Bank	-	-	-	-	-	-	(1,391,209)	(1,391,209)	-	-	-	(1,391,209)
Cash dividends of preferred stock distributed by the Bank	-	-	-	-	-	-	(119,972)	(119,972)	-	-	-	(119,972)
Changes in capital surplus from investments in subsidiaries and associates accounted for using equity method	-	-	-	6,137	-	-	-	-	-	-	-	6,137
Disgorgement exercised	-	-	-	3	-	-	-	-	-	-	-	3
Unclaimed dividends	-	-	-	410	-	-	-	-	-	-	-	410
Net profit for the year ended December 31, 2025	-	-	-	-	-	-	1,830,666	1,830,666	-	-	-	1,830,666
Other comprehensive income (loss) for the year ended December 31, 2025, net of income tax	-	-	-	-	-	-	7,177	7,177	(257,604)	1,469,571	-	1,219,144
Total comprehensive income (loss) for the year ended December 31, 2025	-	-	-	-	-	-	1,837,843	1,837,843	(257,604)	1,469,571	-	3,049,810
Purchase of treasury stock	-	-	-	-	-	-	-	-	-	-	(134,428)	(134,428)
Associates acquiring subsidiary interests	-	-	-	-	-	-	(3,526)	(3,526)	-	-	-	(3,526)
Disposals of investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	-	-	(79,098)	(79,098)	-	79,098	-	-
BALANCE AT DECEMBER 31, 2025	\$ 28,053,579	\$ 2,500,000	\$ 30,553,579	\$ 574,734	\$ 7,370,243	\$ 1,587,188	\$ 4,506,695	\$ 13,464,126	\$ 283,699	\$ (442,757)	\$ (221,695)	\$ 44,211,686

O-BANK CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars)

	2025	2024
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit from continuing operations before tax	\$ 2,192,767	\$ 3,407,553
Adjustments for:		
Depreciation expense	272,954	246,932
Amortization expense	141,957	236,903
Expected credit losses/recognition of provisions	539,423	426,587
Net gain on financial assets or liabilities at fair value through profit or loss	(312,695)	(4,761,412)
Interest expense	8,188,193	9,703,585
Interest revenue	(11,322,855)	(12,350,455)
Dividends income	(320,748)	(221,620)
Share-based payment arrangements	-	7,253
Share of profit of subsidiaries and associates accounted for using equity method	(388,948)	(1,135,264)
Gain on disposal of property and equipment	(178)	(494)
Gain on disposal of investments	(51,876)	(20,892)
Changes in operating assets and liabilities:		
Due from the Central Bank and call loans to banks	(225,681)	(2,859,488)
Financial assets at fair value through profit or loss	8,701,608	7,026,013
Financial assets at fair value through other comprehensive income	10,021,534	1,701,216
Investments in debt instruments at amortized cost	(2,939,940)	(89,019)
Bills and bonds purchased under resell agreements	(7,199,732)	(3,388,577)
Receivables	288,640	(417,948)
Discounts and loans	(7,468,659)	(22,858,867)
Other assets	106,951	(79,411)
Deposits from the Central Bank and other banks	1,099,094	5,110,194
Bills and bonds sold under repurchase agreements	3,598,671	(5,517,812)
Payables	(1,401,904)	763,212
Deposits and remittances	(6,254,795)	11,756,346
Provisions	(1,233)	(9,258)
Other liabilities	424,906	124,769
Cash flows used in operations	(2,312,546)	(13,199,954)
Interest received	11,449,244	12,340,713
Dividends received	649,413	722,580
Interest paid	(8,377,711)	(9,658,851)
Income taxes paid	(118,803)	(578,295)
Net cash flows generated from (used in) operating activities	<u>1,289,597</u>	<u>(10,373,807)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of property and equipment	(456,214)	(174,219)
Proceeds from disposal of property and equipment	3,457	872
Acquisition of intangible assets	(112,872)	(173,471)
Increase in other assets	(261)	(200)
Net cash flows used in investing activities	<u>(565,890)</u>	<u>(347,018)</u>

(Continued)

O-BANK CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars)

	2025	2024
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from issuing bank debentures	\$ 1,210,000	\$ 2,500,000
Repayments of bank debentures	-	(2,000,000)
Increase in funds intended for specific types of loans	329,839	945,477
Repayments of funds intended for specific types of loans	(551,850)	(396,566)
Repayment of the principal portion of lease liabilities	(117,775)	(118,028)
Increase in other financial liabilities	3,841,931	7,296,679
Cash dividends paid	(1,511,181)	(1,330,878)
Proceeds from issuing shares	-	3,000,000
Redemption convertible preferred shares	-	(2,276,484)
Payments to acquire treasury stock	(134,428)	(14,084)
Transfer of treasury stock to employees	<u>-</u>	<u>82,770</u>
Net cash flows generated from financing activities	<u>3,066,536</u>	<u>7,688,886</u>
EFFECTS OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS		
	<u>(38,712)</u>	<u>31,502</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		
	3,751,531	(3,000,437)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR		
	<u>13,099,790</u>	<u>16,100,227</u>
CASH AND CASH EQUIVALENTS AT END OF THE YEAR		
	<u>\$ 16,851,321</u>	<u>\$ 13,099,790</u>

Reconciliation of the amounts in the statements of cash flows with the equivalent items reported in the balance sheets as of December 31, 2025 and 2024:

	December 31	
	2025	2024
Cash and cash equivalents reported in the balance sheets	\$ 2,601,619	\$ 5,151,237
Due from the Central Bank and call loans to banks qualifying for cash and cash equivalents under the definition of IAS 7	12,627,280	4,377,100
Bills and bonds purchased under resell agreements qualifying for cash and cash equivalents under the definition of IAS 7	364,411	2,587,751
Other items qualifying for cash and cash equivalents under the definition of IAS 7	<u>1,258,011</u>	<u>983,702</u>
Cash and cash equivalents at the end of the year	<u>\$ 16,851,321</u>	<u>\$ 13,099,790</u>

(Concluded)

Appendix XI

O-Bank Co., Ltd. Articles of Incorporation

Comparison Table of Original and Amended Articles

Amended Article	Original Article	Explanation
<p>Article 7: The total authorized capital of the Bank shall be NT\$<u>40</u> billion, divided into <u>4</u> billion shares with a par value of NT\$10 each and including common and preferred shares. The Board of Directors is authorized to, in accordance with the <i>Company Act</i> and applicable laws and regulations, issue such shares in installments if necessary. The source of capital contribution by shareholders is limited to cash only.</p> <p>(remain omitted)</p>	<p>Article 7: The total authorized capital of the Bank shall be NT\$<u>35</u> billion, divided into <u>3.5</u> billion shares with a par value of NT\$10 each and including common and preferred shares. The Board of Directors is authorized to, in accordance with the <i>Company Act</i> and applicable laws and regulations, issue such shares in installments if necessary. The source of capital contribution by shareholders is limited to cash only.</p> <p>(remain omitted)</p>	<ol style="list-style-type: none"> To accommodate future business development needs, the Bank's total capital amount and number of shares are adjusted. The wording is revised.
<p>Article 26: Except the matters subject by law to resolutions adopted by shareholders' meetings, the Bank shall conduct business operations in accordance with resolutions adopted by the Board of Directors. The duties and powers of the Board of Directors are as follows:</p> <ol style="list-style-type: none"> Examine and approve rules and regulations. Examine and approve business plans. Propose increases or decreases in capital stock. Decide on establishing, canceling, or changing branch outlets. Examine major contracts. Examine and approve budgeting and book-closing. Decide on acquiring or disposing of major assets; 	<p>Article 26: Except the matters subject by law to resolutions adopted by shareholders' meetings, the Bank shall conduct business operations in accordance with resolutions adopted by the Board of Directors. The duties and powers of the Board of Directors are as follows:</p> <ol style="list-style-type: none"> Examine and approve rules and regulations. Examine and approve business plans. Propose increases or decreases in capital stock. Decide on establishing, canceling, or changing branch outlets. Examine major contracts. Examine and approve budgeting and book-closing. Decide on acquiring or disposing of major assets; 	<ol style="list-style-type: none"> The original subparagraph (9) is deleted. Matters pertaining to the approval levels for various credit cases are handled in accordance with the Bank's Board-approved Credit and Financial Transaction Authorization Limit Review Procedures and Related Party Credit Management Regulations, and are therefore deleted accordingly. The original subparagraph (12) is deleted. Specific individual operational matters are handled in accordance with the

Amended Article	Original Article	Explanation
<p>ensure compliance with Article 185 of the Company Act when warranted.</p> <p>8. Propose distribution of earnings.</p> <p><u>9.</u> Decide on appointment and dismissal of managers.</p> <p><u>10.</u> Appoint CPAs.</p> <p><u>11.</u> Implement resolutions adopted by shareholders' meetings.</p> <p><u>12.</u> Undertake other duties and powers under applicable laws and regulations.</p> <p>To promote sound decision-making and strengthen management mechanisms, the Board of Directors may establish various functional committees and adopt their respective charters thereof.</p>	<p>ensure compliance with Article 185 of the Company Act when warranted.</p> <p>8. Propose distribution of earnings.</p> <p>9. <u>Approve major lending and business cases.</u></p> <p>10. Decide on appointment and dismissal of managers.</p> <p>11. Appoint CPAs.</p> <p>12. <u>Examine and approve matters assigned by the chairman of the board and those proposed by the president.</u></p> <p>13. Implement resolutions adopted by shareholders' meetings.</p> <p>14. Undertake other duties and powers under applicable laws and regulations.</p> <p>To promote sound decision-making and strengthen management mechanisms, the Board of Directors may establish various functional committees and adopt their respective charters thereof.</p>	<p>Bank's <i>Delegation of Authority Table between the Board of Directors and the President</i>, and are therefore deleted accordingly.</p> <p>3. The numbering of the remaining subparagraphs is adjusted accordingly to reflect the deletion of the original subparagraphs (9) and (12).</p>
<p>Article 34</p> <p>These <i>Articles of Incorporation</i> were enacted on June 22, 1998 . . . ; the 15th amendment on June 2, 2015; the 16th amendment on October 2, 2015; the 17th amendment on June 3, 2016; the 18th amendment on June 14, 2017; the 19th amendment on June 14, 2018; the 20th amendment on June 19, 2020; the 21th amendment on June 17, 2022; the 22th amendment on June 16, 2023; the 23th amendment on June 14, 2024, the 24th amendment on June 13, 2025, <u>and the 25th amendment on ○ ○, 2026.</u></p>	<p>Article 34</p> <p>These <i>Articles of Incorporation</i> were enacted on June 22, 1998 . . . ; the 15th amendment on June 2, 2015; the 16th amendment on October 2, 2015; the 17th amendment on June 3, 2016; the 18th amendment on June 14, 2017; the 19th amendment on June 14, 2018; the 20th amendment on June 19, 2020; the 21th amendment on June 17, 2022; the 22th amendment on June 16, 2023; the 23th amendment on June 14, 2024, and the 24th amendment on June 13, 2025.</p>	<p>The date and ordinal number of another amendment are added.</p>

Appendix XII

O-Bank Co., Ltd. Procedures for Assets Acquisition or Disposal

Comparison Table of Original and Amended Articles

Amended Article	Original Article	Explanation
<p>Article 24: Under any of the following circumstances, a public company acquiring or disposing of assets shall publicly announce and report the relevant information on the FSC's designated website in the appropriate format as prescribed by regulations within 2 days counting inclusively from the date of occurrence of the event:</p> <ol style="list-style-type: none"> 1. Acquisition or disposal of real property or right-of-use assets thereof from or to a related party, or acquisition or disposal of assets other than real property or right-of-use assets thereof from or to a related party where the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the company's total assets, or NT\$300 million or more; provided, this shall not apply to trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises. 2. Merger, demerger, acquisition, or transfer of shares. 3. Losses from derivatives trading reaching the limits on aggregate losses or losses on individual contracts set out in the procedures adopted by the company. 	<p>Article 24: Under any of the following circumstances, a public company acquiring or disposing of assets shall publicly announce and report the relevant information on the FSC's designated website in the appropriate format as prescribed by regulations within 2 days counting inclusively from the date of occurrence of the event:</p> <ol style="list-style-type: none"> 1. Acquisition or disposal of real property or right-of-use assets thereof from or to a related party, or acquisition or disposal of assets other than real property or right-of-use assets thereof from or to a related party where the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the company's total assets, or NT\$300 million or more; provided, this shall not apply to trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises. 2. Merger, demerger, acquisition, or transfer of shares. 3. Losses from derivatives trading reaching the limits on aggregate losses or losses on individual contracts set out in the procedures adopted by the company. 	<p>Pursuant to the Financial Supervisory Commission's order No. 1140383333 dated July 24, 2025, amending Article 31 of the Regulations Governing the Acquisition and Disposal of Assets by Public Companies, certain provisions of this article are revised accordingly.</p> <ol style="list-style-type: none"> 1. Acquisition or disposal of equipment for business use is part of a company's normal operations. Taking into account the materiality of information disclosure, a new item (3) is added under subparagraph (4), raising the announcement threshold for companies with paid-in capital of NT\$50 billion or more that acquire or dispose of equipment for business use where the counterparty is not a related party to transaction amounts reaching 5% or more of the company's paid-in capital. Item (2) under subparagraph (4) is also amended

Amended Article	Original Article	Explanation
<p>4. Where equipment or right-of-use assets thereof for business use are acquired or disposed of, and furthermore the transaction counterparty is not a related party, and the transaction amount meets any of the following criteria:</p> <p>(1) For a public company whose paid-in capital is less than NT\$10 billion, the transaction amount reaches NT\$500 million or more.</p> <p>(2) For a public company whose paid-in capital is NT\$10 billion or more <u>but less than NT\$50 billion</u>, the transaction amount reaches NT\$1 billion or more.</p> <p>(3) <u>For a public company whose paid-in capital is NT\$50 billion, the transaction amount reaches 5 percent or more of paid-in capital.</u></p> <p>5. Where land is acquired under an arrangement on engaging others to build on the company's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sale, and furthermore the transaction counterparty is not a related party, and the amount the company expects to invest in the transaction reaches NT\$500 million.</p> <p>6. <u>In the case of a public company with paid-in capital reaching NT\$50 billion or more, transactions in government bonds, ordinary corporate</u></p>	<p>4. Where equipment or right-of-use assets thereof for business use are acquired or disposed of, and furthermore the transaction counterparty is not a related party, and the transaction amount meets any of the following criteria:</p> <p>(1) For a public company whose paid-in capital is less than NT\$10 billion, the transaction amount reaches NT\$500 million or more.</p> <p>(2) For a public company whose paid-in capital is NT\$10 billion or more, the transaction amount reaches NT\$1 billion or more.</p> <p>5. Where land is acquired under an arrangement on engaging others to build on the company's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sale, and furthermore the transaction counterparty is not a related party, and the amount the company expects to invest in the transaction reaches NT\$500 million.</p> <p>6. Where an asset transaction other than any of those referred to in the preceding six subparagraphs, a disposal of receivables by a financial institution, or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT\$300 million; provided, this shall not apply to the following circumstances:</p>	<p>accordingly, setting the announcement threshold for companies with paid-in capital of NT\$10 billion or more but less than NT\$50 billion that acquire or dispose of equipment for business use where the counterparty is not a related party at a transaction amount of NT\$1 billion.</p> <p>2. Considering that companies, in order to make good use of their operating funds, may need to conduct fund allocation through investments in fixed-income products to enhance cash yield, and that the current announcement threshold of NT\$300 million may result in frequent public announcements, and taking into account the materiality of information disclosure and the risk characteristics of the products, a new subparagraph (6) is added, raising the announcement threshold for public companies with paid-in capital of NT\$50 billion or more that trade government bonds, general corporate bonds, and general financial bonds that do</p>

Amended Article	Original Article	Explanation
<p><u>bonds, and general bank debentures without equity characteristics (excluding subordinated debt) traded on securities exchanges or OTC markets, which do not fall under any of the circumstances listed in the proviso of subparagraph 8, and where furthermore the transaction counterparty is not a related party, and the transaction amount reaches 5 percent or more of paid-in capital.</u></p> <p>7. Where an asset transaction other than any of those referred to in the preceding six subparagraphs, a disposal of receivables by a financial institution, or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT\$300 million; provided, this shall not apply to the following circumstances:</p> <p>(1) Trading of domestic government bonds or foreign government bonds with a rating that is not lower than the sovereign rating of Taiwan.</p> <p>(2) Where done by professional investors X securities trading on securities exchanges or OTC markets, or subscription of foreign government bonds, or of ordinary corporate bonds or general bank debentures without equity characteristics (excluding subordinated debt) that are offered and issued in the primary market, or subscription or redemption of securities investment</p>	<p>(1) Trading of domestic government bonds or foreign government bonds with a rating that is not lower than the sovereign rating of Taiwan.</p> <p>(2) Where done by professional investors—securities trading on securities exchanges or OTC markets, or subscription of foreign government bonds, or of ordinary corporate bonds or general bank debentures without equity characteristics (excluding subordinated debt) that are offered and issued in the primary market, or subscription or redemption of securities investment trust funds or futures trust funds, or subscription or redemption of exchange traded notes, or subscription by a securities firm of securities as necessitated by its undertaking business or as an advisory recommending securities firm for an emerging stock company, in accordance with the rules of the Taipei Exchange.</p> <p>(3) Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p> <p>The amount of transactions above shall be calculated as follows:</p> <p>1. The amount of any individual</p>	<p>not involve equity interests (excluding subordinated bonds) on the stock exchange or at securities dealers' business premises, where the circumstances under the provisos of subparagraph (7) do not apply and the counterparty is not a related party, to transaction amounts reaching 5% or more of the company's paid-in capital.</p> <p>3. The original subparagraph (6) is renumbered as subparagraph (7), with the wording revised accordingly.</p>

Amended Article	Original Article	Explanation
<p>trust funds or futures trust funds, or subscription or redemption of exchange traded notes, or subscription by a securities firm of securities as necessitated by its undertaking business or as an advisory recommending securities firm for an emerging stock company, in accordance with the rules of the Taipei Exchange.</p> <p>(3) Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p> <p>The amount of transactions above shall be calculated as follows:</p> <ol style="list-style-type: none"> 1. The amount of any individual transaction. 2. The cumulative transaction amount of acquisitions and disposals of the same type of underlying asset with the same transaction counterparty within the preceding year. 3. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of real property or right-of-use assets thereof within the same development project within the preceding year. 4. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of the same 	<p>transaction.</p> <ol style="list-style-type: none"> 2. The cumulative transaction amount of acquisitions and disposals of the same type of underlying asset with the same transaction counterparty within the preceding year. 3. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of real property or right-of-use assets thereof within the same development project within the preceding year. 4. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of the same security within the preceding year. <p>"Within the preceding year" as used in the preceding paragraph refers to the year preceding the date of occurrence of the current transaction. Items duly announced in accordance with these Regulations need not be counted toward the transaction amount.</p> <p>A public company shall compile monthly reports on the status of derivatives trading engaged in up to the end of the preceding month by the company and any subsidiaries that are not domestic public companies and enter the information in the prescribed format into the information reporting website designated by the FSC by the 10th day of each month.</p> <p>When a public company at the time of public announcement</p>	

Amended Article	Original Article	Explanation
<p>security within the preceding year.</p> <p>"Within the preceding year" as used in the preceding paragraph refers to the year preceding the date of occurrence of the current transaction. Items duly announced in accordance with these Regulations need not be counted toward the transaction amount.</p> <p>A public company shall compile monthly reports on the status of derivatives trading engaged in up to the end of the preceding month by the company and any subsidiaries that are not domestic public companies and enter the information in the prescribed format into the information reporting website designated by the FSC by the 10th day of each month.</p> <p>When a public company at the time of public announcement makes an error or omission in an item required by regulations to be publicly announced and so is required to correct it, all the items shall be again publicly announced and reported in their entirety within two days counting inclusively from the date of knowing of such error or omission.</p> <p>A public company acquiring or disposing of assets shall keep all relevant contracts, meeting minutes, log books, appraisal reports and CPA, attorney, and securities underwriter opinions at the company, where they shall be retained for 5 years except where another act provides otherwise.</p>	<p>makes an error or omission in an item required by regulations to be publicly announced and so is required to correct it, all the items shall be again publicly announced and reported in their entirety within two days counting inclusively from the date of knowing of such error or omission.</p> <p>A public company acquiring or disposing of assets shall keep all relevant contracts, meeting minutes, log books, appraisal reports and CPA, attorney, and securities underwriter opinions at the company, where they shall be retained for 5 years except where another act provides otherwise.</p> <p>(remain omitted)</p>	

Appendix XIII

O-Bank Co., Ltd. Principles of Shareholders Meeting

Comparison Table of Original and Amended Articles

Amended Article	Original Article	Explanation
<p>Article 3: (Paragraphs 1 to 3 are omitted) The Company shall prepare electronic versions of the shareholders' meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for discussion, or the election or dismissal of directors, <u>as well as the shareholders' meeting agenda handbook and supplemental meeting materials</u>, and upload them onto the Market Observation Post System (MOPS) not fewer than 30 days before the date of a general shareholders' meeting or not fewer than 15 days before the date of a special shareholders' meeting. Not fewer than 15 days before the date of a shareholders' meeting, the Company shall have prepared the shareholders' meeting agenda handbook and supplemental meeting materials and made them available for review by shareholders at any time. The aforesaid meeting agenda handbook and supplemental materials shall also be displayed at the Company and the shareholder services agent designated thereby.</p> <p>(remain omitted)</p>	<p>Article 3: (Paragraphs 1 to 3 are omitted) The Company shall prepare electronic versions of the shareholders' meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for discussion, or the election or dismissal of directors, and upload them onto the Market Observation Post System (MOPS) not fewer than 30 days before the date of a general shareholders' meeting or not fewer than 15 days before the date of a special shareholders' meeting. <u>The Company shall prepare electronic versions of the shareholders' meeting agenda handbook and supplemental meeting materials and upload them onto the MOPS not fewer than 21 days before the date of a general shareholders' meeting or not fewer than 15 days before the date of a special shareholders' meeting. If, however, the Company has the paid-in capital of NT\$10 billion or more as of the last day of the most current fiscal year, or total shareholding of foreign shareholders and PRC shareholders reaches 30% or more as recorded on the shareholders' roster of the shareholders' meeting held in the immediately preceding year, transmission of these electronic files shall be made by 30 days before the regular shareholders' meeting. In addition,</u> not fewer</p>	<p>In accordance with the amendment to paragraph 4 of Article 6 of the <i>Regulations Governing Content and Compliance Requirements for Shareholders' Meeting Agenda Handbooks of Public Companies</i>, the scope of companies required to disclose the meeting agenda handbook and related information 30 days prior to the regular shareholders' meeting is expanded to cover all TWSE/TPEX listed companies.</p>

Amended Article	Original Article	Explanation
	<p>than 15 days before the date of a shareholders' meeting, the Company shall also have prepared the shareholders' meeting agenda handbook and supplemental meeting materials and made them available for review by shareholders at any time. The aforesaid meeting agenda handbook and supplemental materials shall also be displayed at the Company and the shareholder services agent designated thereby.</p> <p>(remain omitted)</p>	
<p>Article 13: (Paragraphs 1 to 6 are omitted) Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Company. <u>Where the shareholders' meeting includes an agenda item concerning the election of directors for which the number of candidates exceeds the number of seats to be filled, the dismissal of directors, or matters prescribed under Article 185 or Article 316 of the Company Act, Article 18, 27, 29, or 35 of the Business Mergers and Acquisitions Act, or Article 24, paragraph 2, subparagraph 1 or Article 26, paragraph 2, subparagraph 1 of the Financial Holding Company Act, it is advisable that the chair appoint an attorney, certified public accountant, or notary public as the vote monitor. The person appointed by the chair pursuant to the preceding paragraph shall not be responsible for matters related to voting procedures, and shall not</u></p>	<p>Article 13: (Paragraphs 1 to 6 are omitted) Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Company. Vote counting for shareholders' meeting proposals or elections shall be conducted in public at the place of the shareholders' meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on the spot, and a record made of the vote.</p> <p>(remain omitted)</p>	<p>1. Where the shareholders' meeting includes an agenda item concerning the election of directors for which the number of candidates exceeds the number of seats to be filled, the dismissal of directors, or matters prescribed under Article 185 or Article 316 of the Company Act, Article 18, 27, 29, or 35 of the Business Mergers and Acquisitions Act, or Article 24, paragraph 2, subparagraph 1 or Article 26, paragraph 2, subparagraph 1 of the Financial Holding Company Act, it is advisable that the chair appoint an attorney, certified public accountant, or notary public as the vote monitor.</p> <p>2. With reference to Malaysian listing rules, paragraph 9 is added</p>

Amended Article	Original Article	Explanation
<p><u>be a director, manager, or employee of the Company or its affiliated enterprises.</u> <u>The vote monitor shall supervise the voting and vote counting process and sign the election results tally sheet.</u> <u>Where a vote monitor is appointed pursuant to paragraph 8, the minutes of the shareholders' meeting shall record the name and title of the vote monitor.</u></p> <p>Vote counting for shareholders' meeting proposals or elections shall be conducted in public at the place of the shareholders' meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on the spot, and a record made of the vote.</p> <p>(remain omitted)</p>		<p>to stipulate that the vote monitor appointed by the chair pursuant to paragraph 8 shall, in addition to being professionally qualified, also be independent to avoid disputes. In terms of independence, the vote monitor shall not be involved in matters related to the voting procedures at the shareholders' meeting, nor shall they be a director, manager, or employee of the Company or its affiliated enterprises.</p> <p>3. Paragraph 10 is added to clearly define the responsibilities of both general and independent vote monitors, which are to supervise the voting and vote counting process at the shareholders' meeting and sign the election results tally sheet to indicate accountability.</p> <p>4. With reference to Singapore and Hong Kong listing rules, paragraph 11 is added to require that the name and title of the independent vote monitor appointed pursuant to paragraph 8 be recorded in the shareholders' meeting minutes to enhance transparency.</p>

Appendix XIV

O-Bank Co., Ltd.'s Election Procedures for Directors

Amended by the General Shareholders' Meeting of June 14, 2017

- Article 1: The election of the Bank's directors shall be held in accordance with provisions of these Procedures.
- Article 2: In the Bank's election of directors, each share will have voting rights in number equal to the directors to be elected, and may be cast for a single candidate or distribute among multiple candidates.
- Article 3: The Bank 's Board of Directors shall prepare the number of ballots equal to the number of directors to be elected and shall fill in the number of votes to be distributed to the attending members in the shareholders' meeting.
- Article 4: Prior to the commencement of an election, the chairperson shall appoint several ballot examiners with shareholder status and ballot counters to perform related duties.
- Article 5: The Board of Directors shall prepare a ballot box for the election of directors to be inspected by the ballot examiners prior to the casting of ballots.
- Article 6: Where a candidate is also a shareholder, the person casting the vote shall specify the candidate's account name and the shareholder account number on the ballot in the column entitled "Candidate". If the candidate is not a shareholder, the person casting the vote shall specify the name and ID number of the candidate in the said column. Provided, however, if the candidate is a government entity or a juristic person, the person casting the vote shall specify the name of the government entity or juristic person and may in addition specify the name of the representative of the government entity or juristic person. Where there are multiple representatives, the name of each representative shall be indicated.
- Article 7: In the election of directors, independent directors and non-independent directors shall be elected together, but their election lists shall be calculated separately.
- Article 8: A ballot shall be null and void upon occurrence of one of the following:
1. The cast ballot is not one prescribed by these *Procedures*.
 2. The ballot cast into the ballot box is blank.
 3. The ballot contains unclear and unidentifiable writing or writing that has been altered.
 4. In the event of the selected candidate being a shareholder, the name and shareholder account number provided are inconsistent with those registered in the shareholder roster; in the event of the selected candidate being a non-shareholder, the name and ID number provided fail to check out.
 5. The ballot contains writing other than a selected candidate's name, shareholder account number or name, ID number, and number of votes assigned thereto.

6. The name, shareholder account number or name, and ID number of any given candidate are not specified on the ballot.

7. Two or more candidates are selected on the ballot.

Article 9: The Bank's directors shall be elected by a shareholders' meeting from among persons with juridical action capacity. Based on voting results and the number of seats prescribed in the Bank's Articles of Incorporation, candidates to whom the ballots cast represent prevailing numbers of votes shall be elected as independent directors and non-independent directors in order respectively. If two or more candidates receive an equal number of votes, a draw shall take place between these candidates to determine who shall be elected. Where a candidate is not present, the chairman shall draw on behalf of the candidate.

Where, upon further verification, it is confirmed that the personal information of a director thus elected proves non-conforming or that the election of the said director shall be null pursuant to applicable laws or regulations, the candidate receiving the second most votes in the same election shall be declared in the same shareholders' meeting as the one to fill the seat thus vacated.

Article 10: The voting rights shall be calculated on site immediately after the end of the poll, and the chairperson or an individual designated by the chairperson shall announce the voting result on the site, including the name list of persons elected as directors and votes won by them respectively.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. Where shareholders file a lawsuit according to Article 189 of the Company Act, said ballots shall be kept until the resolution of the litigation.

Article 11: The Board of Directors shall send each elected director a notice of appointment.

Article 12: Matters not stipulated herein shall be governed by the Company Act, the Bank's Articles of Incorporation, and other applicable laws and regulations.

Article 13: These Procedures were enacted on July 12, 1999, with the 1st amendment on May 30, 2002; the 2nd amendment on June 15, 2007; the 3rd amendment on June 13, 2011; the 4th amendment on June 14, 2017.

Appendix XV

Shareholdings of Directors

Record Date (Book Closure Date): April 14, 2026

Position	Name		Current Shareholding	
			Shares	Ratio%
Chairman	Lo, Tina Y.		118,761 *7,851	0.004 *0.003
Managing Director	Lo, Kenneth C.M.	Representatives of Ming Shan Investment Co., Ltd.	386,271,554	13.77
Director	Chien, Chih-Ming			
Managing Director	Tai Hsuan Investment Co., Ltd. Representative: Lin, Bill K.C.		275,404,275	9.82
Director	Abag Investment Holdings Co., Ltd. Representative: Cheng, George C.J.		54,728 *3,618	0.002 *0.001
Director	Lee, Mark J.C.		100,390 *7,297	0.004 *0.003
Director	Tai Ya Investment Co., Ltd. Representative: Chen, Alex J.J.		83,937,161 *5,991,757	2.96 *2.40
Director	Yi Chang Investment Co., Ltd. Representative: Lin, Gordon W.C.		276,554,793 *1,650,000	9.86 *0.66
Independent Managing Director	Hu, Fu-Hsiung		-	-
Independent Director	Lin, Hank H.K.		-	-
Independent Director	Chiang, Tina W.N		-	-
Independent Director	Wang, Jennifer C.F.		-	-

Note:

1. "*" denotes Series B Preferred Shares in this Table.
2. Total common shares issued as of April 14, 2026 (book closure date): 2,805,357,878. Total preferred shares B issued as of April 14, 2026 (book closure date): 250,000,000. The Bank's total shares in issue stood at 3,055,357,878.
3. The Bank's board directors are required by law to hold a minimum of 73,328,589 shares. As of April 14, 2026, the roster of shareholders showed all directors to hold a combined 1,030,102,185 shares (Shareholdings of independent directors are not included in those of all directors.)
4. The Bank has established its Audit Committee, so the legal requirement over the minimum shareholdings of supervisors no longer applies.