



彰化商業銀行股份有限公司

Chang Hwa Commercial Bank, Ltd.

Notice of 2016 Annual General Shareholders' meeting

(Summary Translation)

The 2016 Annual General Shareholders' Meeting (the "Meeting") of Chang Hwa Commercial Bank, Ltd. (the "Company") will be convened in CHB's Headquarters (13F., No.57, Sec. 2, Zhongshan N. Rd., Taipei City, Taiwan.) at 9:00 a.m. on Wednesday, June 8, 2016

A. The agenda for the Meeting is as follows :

(a) Discussion :

1. The amendment of the Company's Articles of Incorporation.

(b) Items to report:

1. 2015 Business Reports.

2. Audit Committee review of 2015 audited Financial Statements.

3. 2015 employee and director remuneration distribution status.

4. CHB's merger of two subsidiaries – CHB Life Insurance Agency Co., Ltd. and CHB Insurance Brokerage Co., Ltd.

5. Public Notification- Article 25 of the Banking Act.

(c) Items to recognize:

1. The Company's 2015 Business Report and Financial Statements (including consolidated financial statements).

2. The Company's distribution of 2015 profit.

(d)Discussion :

2. The Company's a new share issue through capitalization of 2015 earnings.

(e)Questions and Motions

- B. The 2015 profits of the Company proposed by the Board of Directors to be distributed as follows:
- (a) Cash dividends: NT\$0.35 per share; the aggregate amount of cash dividends is NT\$2,960,063,119.
 - (b) Stock dividends: NT\$ 0.60 per share; the aggregate amount of stock dividends is NT\$ 5,074,393,910.
- C. The entries in the shareholders' register book for share transfer shall be suspended from April 10, 2016 to June 8, 2016 pursuant to Company Act.
- D. If there is any shareholder who wishes to solicit proxies from other shareholders, the Company will publish the information of such solicitation in the website of Securities and Futures Institute on May 6, 2016. Shareholders who wish to obtain such information may visit the website <http://free.sfi.org.tw> by clicking "Search for Proxy Information" and then entering relevant search conditions.(Stock Code: 2801)
- E. Shareholders may choose the electronic voting system to exercise their voting. The voting period is from May 7, 2016 to June 5, 2016. Shareholders may login to "AGM E-Voting Platform" from TDCC website and follow the related instructions. (<http://www.stockvote.com.tw>)

Yours sincerely,

**Bord of Directors
Chang Hwa Commerical Bank, Ltd.**