Stock Code: 2834

Taiwan Business Bank

2018 Annual Meeting of Shareholders

DATE: June 29, 2018, Friday, at 9:00 a.m.

VENUE: 17th Floor, No. 30, Ta-Cheng Street, Taipei

Agenda for the 2018 Annual Meeting of Shareholders

Taiwan Business Bank

Date: June 29, 2017, Friday, at 9:00 a.m.

Venue: 17th Floor, No. 30, Ta-Cheng Street, Taipei
Auditorium of the Headquarter, Taiwan Business Bank

Attendees: (Refer to the register of attendance)

Chair: Bor-Yi Huang, Chairman of the Board of Directors, Taiwan Business Bank

Meeting Procedure

I. Welcome/ Introduction

Meeting is to be commenced as the shareholding of shareholders present has met the regulatory requirement.

II. Opening Remarks by Chairman

III. Report Matter

(1) Report the business operation of the Bank in 2017.

(2) Audit Committee's Review Report on 2017 financial statements.

(3) Report the allocation of remuneration to employees and directors in 2017.

(4) Report the amendment to the rules of procedure for meetings of the board of directors.

IV. Recognition Matter

(1) 2017 financial statements are presented.

(2) 2017 Statement of Surplus Allocation is presented.

V. Discussion and Election Matter

(1) Issue new shares through capitalization of 2017 earnings.

(2) Amendment to the Company's Corporate Charter (Articles of Incorporation).

(3) Election of the 15th Board of Directors.

(4) Release the Prohibition on Directors from Participation in Competitive Business.

VI. Special Motions

VII. Adjournment

Report Matter

I. Report the business operation of the Bank in 2017.

Explanation:

Please refer to the Meeting Handbook.

II. Audit Committee's Review Report on 2017 financial statements.

Explanation:

Please refer to the Meeting Handbook.

臺灣中小企業銀行股份有限公司

審計委員會審查報告書

本公司106年度財務報表暨董事會造送106年度營業報告書及盈餘分配表，其中財務報表經安侯建業聯合會計師事務所鍾丹丹及李逢暉會計師查核簽證，並出具無保留意見之查核報告。

上項書表，業經本審計委員會查核完竣，認為尚無不合，並經全體成員同意，爰依照證券交易法第十四條之四第三項準用公司法第二一九條之規定，備具報告書。

敬請　鑒察

此上

臺灣中小企業銀行股份有限公司107年股東常會

臺灣中小企業銀行股份有限公司審計委員會

獨立董事　成之約

獨立董事　楊朝成

獨立董事　黃耀輝

中　華　民　國　107年 3 月21 日

III. Report the allocation of remuneration to employees and directors in 2017.

Explanation:

1. Rules of Article 235-1 of the incorporation law were followed and related allocation measures were approved by the 18th meeting of the 3rd Remuneration Committee and the 20th meeting of the 14th Board of Directors.
2. Remuneration to employees and directors in 2017 were both distributed in cash as follows:
   (1) Remuneration to employees (4.467%): NT$272,350,373
   (2) Remuneration to directors (0.6%): NT$36,581,648

   The above proposed remuneration to employees and directors had been recognized as expenses of current year in accordance with regulations.

IV. Report the amendment to the rules of procedure for meetings of the board of directors.

Explanation:

1. The Bank's Rules of Procedure for the Board were amended in accordance with the amendment of the provisions of Article 7 of the Regulations Governing Procedure for Board of Directors Meetings of Public Companies as detailed in Taiwan Stock Exchange Tai Zheng Shang Yi Zi Document No. 1061803515, dated August 1, 2017.

2. The key points of the present amendment are as follows:

   (1) To clarify the authority of independent directors and further reinforce their participation in Board of Directors operations, a clear statement is made that, at least one independent director shall attend each meeting in person. In the case of a meeting concerning any matter required to be submitted for a resolution by the board of directors under paragraph 1, each independent director shall attend in person; if an independent director is unable to attend in person, he or she shall appoint another independent director to attend as his or her proxy (Article 6).

   (2) The scope of meetings of managing directors is clearly defined in line with the provisions of Article 19 of the Regulations Governing Procedure for Board of Directors Meetings of Public Companies (Article 20).

3. Please refer to the comparison table in Meeting Handbook for details.

Recognition Matter

I. 2017 financial statements are presented and respectfully submitted for recognition.

Explanation:

The Bank’s 2017 financial statements, including Reports on Business Operations, Balance Sheets, Statements of Comprehensive Income, Statements of Equity Change, and Statements of Cash Flows, had been submitted to the 20th Board of Directors Meeting of the 14th Board of Directors.

Please refer to the Meeting Handbook.

Taiwan Business Bank Business Operation Report in 2017

In 2017, the American labor market was strong and corporate investment vigorous, leading to growth in the economy. The continuing monetary easing policy in the Eurozone boosted economic expansion and the unemployment rate dropped, bolstering consumer confidence, and both the U.K. and Germany registered growth. Structural adjustment continued in China, where the removal of excess production capacity and the imposition of controls in the housing market restrained the speed of economic growth. Information released by HIS Markit indicates that the global economy grew at a rate of 3.2% that year, and that global performance was continuing to warm up.

The steady recovery of the global economy in the first quarter of that year supported the momentum of domestic consumption, semiconductor demand continued strong, and the international prices of agricultural and industrial raw materials rose; these factors, plus a low base period, lead to an expansion of Taiwan's goods exports. To maintain their advantage in production processes and intelligent applications, domestic semiconductor and related supply-chain companies continued to increase their investment in high-level processes and, with continued government strengthening of infrastructure construction, Taiwan's economy grew 2.64% for the period. In the second quarter, domestic consumption increased, demand for basic metals and their products as well as machinery strengthened; commodity exports expanded, and the economy grew 2.28%. In the third quarter, with the pace of global recovery speeding up and the semiconductor market waxing strong, plus the effects of the peak buying season, deliveries of all kinds of consumer electronic products boomed; calculated in New Taiwan dollars and excluding price factors, and with service exports included, trade flourished and the economy grew by 3.18%. In the fourth quarter the economy benefited from stable global economic growth, the busy delivery season, and the rise in international prices of agricultural and industrial raw materials; trade momentum remained strong, stimulating exports. Further, an improvement in the domestic job market and lively trading on the stock market supported consumption momentum; domestic airlines continuously expanded their fleets, heightening investment in transportation equipment, and the third-quarter economy expanded 3.28%.

According to statistics compiled by the Directorate General of Budget, Accounting and Statistics, Taiwan's economy grew by 2.86% in 2017. In the field of interest rates, with the recovery of the domestic economy, and the inflation expected to stay moderate, the Central Bank remained the current policy interest rate unchanged. In the field of exchange rates, starting from the beginning of 2017, due to the high

uncertainty of the Trump government policy, and a weakening of the U.S. dollar because U.S. President Donald Trump tried to prevent strong U.S. dollar from affecting the competitiveness of enterprises, the NT dollar continued strengthening, and the stock market went strong with the ongoing influx of foreign capital. In 2017, the average exchange rate for the year as a whole was NT$30.439:US$1, up 5.81% from the average exchange rate of previous year (NT$32.318:US$1).

According to the latest "World Economic Outlook" report by the International Monetary Fund (IMF), following a period of weakness, the pace of global economic growth is expected to speed up in 2018 and 2019 in response to the strengthening of global growth momentum and the expected impact of the recently approved changes in U.S. tax policy. Because of these factors, global economic growth is expected to reach 3.9% in both 2018 and 2019. The IMF also indicates that the global economy is currently facing certain risks, including a possible turning inward of U.S. policy that would lead to a rising tide of protectionism; a potential tightening of financial conditions that exceeds expectations, causing weakness in the euro area and some emerging economies; and uncertainty about China's economic performance. These factors call for continued attention. According to forecasts by the Directorate General of Budget, Accounting and Statistics, and other domestic institutions, Taiwan's economy will grow at a rate of between 2.27% and 2.42% in 2018; the threats posted by the direction of American fiscal and monetary policy, and by its trade protectionism, continue to exist, however, and this will have an impact on global trade, economy, and financial markets, and the restructuring of China's economy, and its localization of industry, will influence Taiwan's domestic economic performance. In addition, the continued rise of geopolitical risk in Northeast Asia and other areas will have an impact on the global economy, and this too will influence Taiwan's economic performance. Despite the existence of such unfavorable factors as the increased difficulty of operations in the domestic and overseas investment markets caused by macro-environmental variables, and the added cost burden brought on by the reinforcement of information security and legal compliance activities, in general we can look forward to an improvement of the banking industry's performance and a small growth of profits in 2018.

In the future, the TBB will continue promoting businesses related to government policy and will continuously work vigorously to develop financial technology, and to reinforce information technology and the control of information security. We will establish a "learning and sharing" corporate culture so as to provide our customers with more professional financial consultation services, we will continuously strengthen loan-related risk controls, and we will promote a culture of legal compliance and carry through with internal controls by means of three lines of

defense. In addition, we will constantly engage in charity and public-benefit activities to show our concern for disadvantaged groups, and we will fulfill our corporate social responsibility so as to establish the Bank's brand as a leader in small and medium enterprise financing and open a new page as the TBB enters its second century of sustainable development.

Operating results of 2017 and Business plan of 2018 are as follow:

1. Operating results of 2017

(1) Implementation of Business Plans and Operating Strategies

A. Profitability

After-tax net profit for 2017 amounted to NT$5.040 billion (before-tax net profit was NT$5.788 billion). The Bank carried out a capital increase via transferred earnings of NT$1.791 billion, and issued stock and cash dividends of NT$0.30 and NT$0.102 per share, respectively, for the previous year (2016).

B. Corporate Governance

(A) Reinforcement of information disclosure channels and upgrading of transparency in corporate governance

a. The Bank has long strived to enhance its corporate governance. It received the highest honors in the Securities & Futures Institute's Information Disclosure Evaluation for seven years in a row, from the sixth to the twelfth evaluations, and ranked in the "Top 6%~20% of the Listed Companies Group" in the Fourth Annual Corporate Governance Evaluation held by the Taiwan Stock Exchange.

b. Each investor has immediate access to information on the Market Observation Post System, and can obtain the same information simultaneously on the official TBB website. The Bank also issues press releases on an irregular basis, giving investors multiple channels for acquiring TBB information.

(B) Understanding the shareholder structure, strengthened communication with foreign investors, and coming on track with international trends

The ratio of foreign institutional shareholders in the Bank's shareholding structure is increasing steadily. High-level operating officers of the Bank travel overseas personally to visit institutional investors; this boosts two-way communication with foreign institutional investors, and gives them confidence in the Bank's corporate governance.

C. Core Businesses

(A) Corporate Banking

a. The Bank received an Outstanding Award from the Financial Supervisory Commission for the Program to Encourage Lending by

Domestic Banks to Creative Enterprises (Division A).

b. In recognition of the Bank's outstanding performance in small and medium enterprise financing, it was presented with four Outstanding Bank for Small and Medium Enterprise Credit Guarantee Financing awards by the Ministry of Economic Affairs: the Credit Guarantee Partner Award, Direct Guarantee Performance Award, Young Entrepreneur Support Award, and Small and Medium Enterprise Innovation Development Support Award.

c. In the extension of small and medium enterprise loans, the Bank ranked No. 1 in Taiwan in both total amount and ratio of loans transferred for guarantees to the Small and Medium Enterprise Credit Guarantee Fund.

(B) Foreign Exchange Operations

a. The Bank strengthened the absorption of foreign-currency deposit and expanded the scale of its deposits. The accumulated average balance of foreign-currency deposits in 2017 grew 8.27% over 2016.

b. The Bank worked vigorously to expand foreign-currency loans and boost interest margin income. Accumulated average loans outstanding in 2017 increased by 9.39% over 2016.

(C) Wealth Management

a. The Bank focused on strengthening its wealth-management business by vigorously expanding fee income from the insurance and fund businesses, thereby boosting revenue, and establishing income as the priority goal.

b. With vigorous promotion of a special program aimed at the marketing of designated products, fee income from the wealth-management business totaled 1.87 billion in 2017.

D. Innovative Products

(A) Continuous Development of Innovative Digital Banking Businesses and Provision of Convenient Services

a. The Bank applied for various financial technology and utility model patents. Applications had been approved for 20 utility model patents and two invention patents by the end of 2017, and 17 invention patents were under review in January of 2018.

b. Cross-border Cash Out bound collection and payment services were inaugurated, allowing clients to pay for Taobao online purchases with TBB bank cards.

c. Customers were provided with the facility to use mobile banking to make debit payments for consumption, purchases or taxes, and business units were helped to introduce Taiwan Pay collection services.

d. Contactless bank cards were introduced, adding a contactless-payment

function to existing cards. The new-card model was also redesigned, allowing customers to make contactless payments with their cards at contract stores.

e. A cardless cash withdrawal function has been added to TBB ATMs. Customers can apply for this service and set their withdrawal code using the TBB Security service on their mobile devices; then, they can withdraw cash from the Bank's automated service stations by setting up the withdrawal amount on their mobile devices.

f. The handling, through the Taiwan Clearing House, of electronic direct debit authorization (eDDA) and enhanced automated clearing house (eACH) functions of the automated clearing house (ACH) has been added.

(B) Establishment of Smart Branches to Provide an Innovative Service Model

a. Teller operations have been simplified, the operating time for hand-written customer application forms has been eliminated, and a pre-arranged outward foreign-currency remittance function has been opened up for customers at smart branches.

b. Digital savings account (Type 1) operations have been provided, offering a digital service function.

c. In response to the ageing society, the Bank is vigorously promoting long-term care trust to care for elderly and handicapped persons, satisfy the needs of the elderly, and take advantage of opportunities offered by senior citizens.

E. Expansion of the Scope of Channel Services

(A) The TBB New York Branch opened on Feb. 27, 2017, expanding the Bank's U.S. network and providing for the enhancement of operating efficiency.

(B) The TBB Tokyo Branch opened on Nov. 9, 2017. The Bank will promote the development of real estate financing, syndicated loans, and other businesses of the Tokyo Branch, thereby elevating the efficiency of operations in the Japan area.

(C) In line with the New Southbound Policy, in the Southeast Asian area the Bank has established the Yangon Representative Office in Myanmar, the TBB (Cambodia) Microfinance Institution PLC, and, on Oct. 2, 2017, the Chamkar Mon (Cambodia) Microfinance Institution, expanding the Bank's service network to seven countries on four continents.

F. Information Operations

(A) Reinforcement of the information system security control mechanism at overseas branches

a. In response to regulatory updating carried out by the Hong Kong Monetary Authority, the Bank completed adding time-based one-time password card and transaction monitoring mechanisms to its high-risk

global e-banking operations in October of 2017.

b. Self-assessment was carried out in accordance with SWIFT Customer Security Programme (CSP) specifications, and was approved by SWIFT in December 2017.

c. A professional consultant was commissioned to help carry out the Part 500 compliance program in accordance with the network security regulations of the New York State Department of Financial Services (NYDFS), and the consultant confirmed the process completed in December 2017.

(B) Continued promotion of the e-banking business and broad development of customer groups

a. The Bank's ATMs were upgraded to accept EMV chip cards, and EMV certification was received from such organizations as MasterCard, VISA, and China UnionPay.

b. The addition of an accessible website function was completed for new webATMs and for Internet banking in general, and application for AA+ certification for this new function has been submitted to the National Communications Commission (NCC).

c. The Bank's Taiwan Pay QR Code acquiring and card-issuance services each received the Best Service Innovation Award for the Electronic Payment Flow Business from the Financial Information Service Company.

G. Implementation of Legal Compliance and Anti-Money Laundering Internal Control, Internal Auditing, and Legal Compliance Operations

(A) Full implementation of anti-money laundering and combatting the financing of terrorism in line with the regulations of the competent authority

a. The Anti-Money Laundering Section of the TBB's Compliance and Legal Department constantly oversees the Bank's implementation of matters regarding anti-money laundering and combatting the financing of terrorism.

b. In response to the upcoming fourth-quarter 2018 assessment by the Asia Pacific Group on Money Laundering (APG) and to the supervision needs of the competent authority in regard to anti-money laundering and combatting the financing of terrorism, the Bank completed the modification of its management mechanism for anti-money laundering and combatting of terrorism financing in accordance with the Money Laundering Control Act, Terrorism Financing Prevention Act, Regulations Governing Anti-Money Laundering of Financial Institutions, Guidance for Internal Control of Anti-Money Laundering and Counter Terrorism-Financing of Banks, Electronic Payment Institutions and Electronic Stored Value Card

Issuers, Template of Directions Governing Anti-Money Laundering and Combating the Financing of Terrorism by Banks, and Guidelines Governing Money Laundering and Terrorist Financing Risks Assessment and Relevant Prevention Program Development by Banks.

(B) Holding of regular Compliance training and continued reinforcement of overseas compliance operations.

a. A Compliance Officer Seminar was held in each the first and second halves of 2017, with the content covering the propagation of the TBB's compliance framework and major compliance regulations, explanations of compliance assessment, guidelines for handling self-assessments on compliance, and guidance on important recent laws and decrees. The aim is to assure the effective conveyance of laws and decrees and implementation of the compliance system by making sure that compliance officers have a continuing knowledge of laws and decrees related to their jobs and to compliance regulations.

b. In addition to strengthening liaison and supervision by headquarters with the handling of compliance by overseas branches, the Bank has also strengthened the appointment of dedicated compliance or anti-money laundering personnel to assure compliance by the branch's business and its personnel and its anti-money laundering operations. It has also reinforced the qualifications and the training of overseas branch personnel.

(C) Strengthening of the monitoring mechanism for compliance follow-up

Law-related documents received from external sources and self-collected information on changes in laws requiring action by the Bank are listed as "Compliance Follow-up Cases" pursuant to the Control Mechanism for Compliance Follow-up Cases. A total of 43 cases were listed as compliance follow-up cases in 2017. The responsible units fill out monthly reports on the status of follow-up on these cases, and these reports are compiled and submitted to Chief Compliance Officer.

(D) Carrying out annual project audits for personal information protection and anti-money laundering and combatting the financing of terrorism by accountants in accordance with the Implementation Rules of Internal Audit and Internal Control System of Financial Holding Companies and Banking Industries

An accounting firm was commissioned to carry out the "2016 Project Audit of the Internal Control System for Personal Information Protection" and "2017 First-half Project Audit of the Internal Control System for Anti-Money Laundering and Combatting the Financing of Terrorism".

H. Corporate Social Responsibility

(A) Active implementation of corporate social responsibility and realization of the value of sustainable operation

a. The “2016 CSR Report” passed two stages of verification by the British Standards Institution (BSI), which issued the Bank an Independent Assurance Opinion Statement. This shows that the Bank’s CSR meets international standards and strengthens the credibility of its CSR Report.

b. The TBB’s “2016 CSR Report” was entered for the first time in an external CSR report rating, and it won a bronze award in the banking and insurance industry report division of the Taiwan Corporate Sustainability Awards organized by the Taiwan Institute for Sustainable Energy, TAISE. This achievement helps upgrade the Bank’s visibility and its corporate image for CSR implementation.

(B) Continued contribution to disadvantaged groups and active participation in social benefit activities

a. The TBB has manifested its spirit of “sending warmth in the chill winter” for 7 years in a row, mobilizing branches throughout Taiwan to visit disadvantaged groups within their areas of operation. The Bank has made donations to 39 disadvantaged groups, and actively participated in social benefit activities.

b. The TBB exerted efforts toward the propagation of financial know-how on campuses and in communities in order to promote correct financial management concepts and provide education about the prevention of financial fraud, laying down a solid foundation for financial education. In recognition of these efforts, the Bank was awarded by the Financial Supervisory Commission for the “Promotion of Financial Literacy on Campus and in the Community.”

(C) Fulfilling responsibility for environmental protection and continued energy conservation and carbon reduction efforts

a. The Environmental Protection Administration of the Executive Yuan and the Department of Environment Protection of the Taipei City Government cited the TBB six years in a row for outstanding performance in green procurement.

b. The Taipei City Government publicly cited the TBB for receiving ISO 50001 Energy Management Systems certification and the designation of its headquarters as an energy-saving-label building.

c. The Bank implemented its “Energy Policies” and “Measures for Water and Electricity Conservation” with scheduled follow-up on the status of water and electricity conservation by different units and inclusion of the results in business performance assessments. Various energy conservation improvement programs were forcefully carried out in order to enhance the energy efficiency of equipment and save on electricity costs.

(D) Provision of a friendly working environment and upgrading of employee

well-being

The TBB promotes occupational safety and health management along with a friendly working environment. It carries out programs for the prevention of diseases caused by abnormal workloads, ergonomic risks, and illegal harassment in the workplace, as well as a maternal health protection program. In 2017 the Bank offered healthy weight management and free flu vaccinations. For these efforts, the Bank was awarded 2017 healthy workplace initiation certification by the Health Promotion Administration of the Ministry of Health and Welfare.

(2) Budget Implementation

A. The annual average balance of deposits was NT$1,310.328 billion, for an achievement rate of 102.71%.

B. The annual average balance of loans outstanding was NT$1,063.179 billion, for an achievement rate of 100.17%.

C. The foreign exchange business amounted to US$70.845 billion, for an achievement rate of 107.59%.

D. The securities brokerage business amounted to NT$255.495 billion, for an achievement rate of 115.61%.

E. Domestic and overseas fund business undertaken amounted to NT$32.893 billion, for an achievement rate of 119.14%.

(3) Revenues, Expenditures, and Profitability

A. Net income for 2017 amounted to NT$20.583 billion; bad debt expenses and provision for guarantee liabilities totaled NT$3.009 billion; operating expenses were NT$11.786 billion; before-tax net income from continuing operations was NT$5.788 billion; net profit after tax was NT$5.040 billion; return on assets ratio (after tax) amounted to 0.33%; return on equity ratio (after tax) amounted to 6.87%; net profit margin (after tax) was 24.49%; and earnings per share (after tax) was NT$0.82.

B. Net income before taxes (excluding provisions) in 2017 amounted to NT$8.797 billion, an increase of NT$10 million over 2016. NT$3.009 billion was allocated as allowance for bad debts in order to strengthen risk appetite. Before-tax net profit for 2017 totaled NT$5.788 billion; this was down NT$535 million from the previous year, primarily because of increased allowances for bad debts.

C. The non-performing loan ratio at the end of 2017 stood at 0.33%, a reduction of 0.10% compared with the end of 2017; and the bad-debt coverage ratio was 327.57%, an increase of 49.94% over the end of 2016.

(4) Research and Development

A. Establishment of an Exclusive Unit for Industry Research

(A) A total of 174 industry analysis reports were written and published in the Bank's E-Library in 2017 for colleagues to peruse.

(B) Elite professionals from industry, government, and academe are invited to speak on an irregular basis to help the Bank's employees understand the latest trends in industrial development.

B. Encouragement of Innovation and Professionalism in Line with Business Development Needs

(A) Employees are encouraged to take the initiative in carrying out innovation and suggesting new financial products and methods of business improvement that will enhance the Bank's business competitiveness. A total of 41 employee suggestions were accepted in 2017.

(B) Business lectures are held on a scheduled basis and a rich variety of digital learning courses are offered to encourage employees to engage in further on-the-job studies and absorb new knowledge that will strengthen their competitiveness and enhance their professional know-how.

2. Business Plan of 2018

(1) Operating Directions and Policies

A. Compliance with Government Policy in the Promotion of Related Businesses

(A) Fulfillment of the SME specialized bank function with equal emphasis on financing and guidance, and consolidation of the unique position of a specialized bank.

(B) Promotion of urban renewal, green energy financing, senior financing and culture/creation financing.

(C) Investment in venture capital companies so as to boost the Bank's competitiveness and value through the nurturing of cultural/creative and start-up enterprises.

B. Upgrading of Information System and Information Security Defensive Functions, and Promotion of Inclusive Financing

(A) Reinforcement of the IT infrastructure, improvement of the overall effectiveness of information systems, and deep implantation of the information base.

(B) Provision of customized electronic payment flow services to support various business development.

C. Reinforcement of Profitability and Risk Control

(A) Deep cultivation of core small and medium enterprise businesses and improvement of the profit base under the precondition of equal emphasis on risk and profit.

(B) Strengthening of overseas channel management to diversify profit sources.

(C) Reinforcement of the quality of loan risk management and post-loan

management.

D. Promotion of a Compliance Culture and Implementation of Internal Control with Three Lines of Defense
   (A) Strengthening of anti-money laundering and anti-terrorism financing management.
   (B) Fine-tuning of the internal organization in compliance with the Financial Supervisory Commission's oversight demands.
   (C) Reinforcement of the overseas branch management mechanism.

E. Emphasis on Employee Training and the Transfer of Work Experience
   (A) Strengthening of professional training and implementation of the employee transition plan.
   (B) Invigoration of organizational capability and optimization of human resources.

F. Fulfillment of Corporate Social Responsibility and Manifestation of an Outstanding Corporate Image
   (A) Reinforcement of corporate governance and upgrading of the Bank's positive corporate image.
   (B) Implementation of social care and fulfillment of social responsibility.

(2) Business Targets

To give equal weight to the protection of shareholder interests, improvement of the capital structure, and enhancement of asset quality, the Bank has set the following targets in consideration of the economic growth forecast of the Directorate General of Budget, Accounting and Statistics for 2018 and the reduction in the life insurance commission rate:

A. Annual average deposit balance: NT$1,352.593 billion.
B. Annual average balance of loans outstanding: NT$1,117.442 billion.
C. Total foreign exchange transactions: US$73.004 billion.

3. Results of Latest Credit Rating

Date of Rating	Rating Institution	Ratings		Outlook
		Long-term Credit	Short-term Credit	
Jan. 17, 2018	Taiwan Ratings	twAA-	twA-1+	Stable
Jan. 17, 2018	Standard & Poors	BBB+	A-2	Stable

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會 計 師 查 核 報 告

臺灣中小企業銀行股份有限公司董事會　公鑒：

查核意見

臺灣中小企業銀行股份有限公司及子公司民國一〇六年及一〇五年十二月三十一日之合併資產負債表，暨民國一〇六年及一〇五年一月一日至十二月三十一日之合併綜合損益表、合併權益變動表及合併現金流量表，以及合併財務報告附註(包括重大會計政策彙總)，業經本會計師查核竣事。

依本會計師之意見，上開合併財務報告在所有重大方面係依照公開發行銀行財務報告編製準則暨金融監督管理委員會認可並發布生效之國際財務報導準則、國際會計準則、解釋及解釋公告編製，足以允當表達臺灣中小企業銀行股份有限公司及子公司民國一〇六年及一〇五年十二月三十一日之合併財務狀況，暨民國一〇六年及一〇五年一月一日至十二月三十一日之合併財務績效與合併現金流量。

查核意見之基礎

本會計師係依照會計師查核簽證金融業財務報表規則及一般公認審計準則執行查核工作。本會計師於該等準則下之責任將於會計師查核合併財務報告之責任段進一步說明。本會計師所隸屬事務所受獨立性規範之人員已依會計師職業道德規範，與臺灣中小企業銀行股份有限公司及子公司保持超然獨立，並履行該規範之其他責任。本會計師相信已取得足夠及適切之查核證據，以作為表示查核意見之基礎。

關鍵查核事項

關鍵查核事項係指依本會計師之專業判斷，對臺灣中小企業銀行股份有限公司及子公司民國一〇六年度合併財務報告之查核最為重要之事項。該等事項已於查核合併財務報告整體及形成查核意見之過程中予以因應，本會計師並不對該等事項單獨表示意見。本會計師判斷應溝通在查核報告上之關鍵查核事項如下：

一、放款備抵呆帳評估

有關放款備抵呆帳評估之會計政策請詳合併財務報告附註四(六)金融工具；放款備抵呆帳評估涉及重大判斷，請詳合併財務報告附註五(一)放款減損損失；放款備抵呆帳評估之說明，請詳合併財務報告附註六(六)貼現及放款－淨額及附註六(卅八)財務風險資訊。

關鍵查核事項之說明：

臺灣中小企業銀行股份有限公司及子公司管理階層評估放款是否減損，係先辨認是否存在減損客觀證據，再依重大性標準將有跡象產生減損之放款資產分為組合評估及個別評估進行衡量。針對個別具客觀減損證據之部位須評估其預期未來現金流量以決定應提列之損失金額；針對具客觀減損證據之組合評估則須依各組合別設算回收率；另針對無客觀減損證據之放款部位，則依產品別及過去歷史損失經驗設算違約率及損失率進行組合評估。除依前述方法評估個別及組合放款資產減損金額外，臺灣中小企業銀行股份有限公司及子公司管理階層尚需額外檢視所提列金額是否符合主管機關所訂定之最低限額。因個別評估之未來現金流量涉及專業判斷；組合評估中主要參數(回收率及違約率)，均須仰賴管理階層之判斷，相關參數之變動對備抵呆帳之評估將產生重大影響。因此放款備抵呆帳評估為本會計師執行臺灣中小企業銀行股份有限公司及子公司財務報告查核重要的評估事項之一。

因應之查核程序：

本會計師對上述關鍵查核事項之主要查核程序包括了解管理階層評估及衡量放款減損金額之方法及有關之控制程序。針對個別具客觀減損證據之放款部位，抽樣評估並測試原始有效利率之採用、預期未來可回收現金流量及擔保品價值之估計合理性；針對組合減損評估之放款部位，抽樣測試及評估管理階層納入組合評估減損放款部位之完整性及相關減損評估採用之模型設計及減損參數之合理性。同時考量主管機關函令之規範，以評估管理階層所提列之放款減損金額是否符合法令遵循之要求。

二、員工福利負債準備評估

有關員工福利負債準備評估之會計政策請詳合併財務報告附註四(十三)員工福利；員工福利負債準備評估涉及重大判斷，請詳合併財務報告附註五(二)退職後福利；員工福利負債準備評估之說明，請詳合併財務報告附註六(廿四)員工福利負債準備。

關鍵查核事項之說明：

臺灣中小企業銀行股份有限公司及子公司管理階層衡量員工福利負債之重要假設參數除包括折現率及未來薪資水準增加率外，尚需考量現行之市場狀況，其評估過程中所運用之專業判斷將會影響財務報告中有關員工福利負債準備之認列金額。因此，員工福利負債評估為本會計師執行臺灣中小企業銀行股份有限公司及子公司財務報告查核重要的評估事項之一。

因應之查核程序：

本會計師對上述關鍵查核事項之主要查核程序包括取得外部精算專家執行退休金及優惠存款負債之精算報告，審視外部專家之專業資格與獨立性；抽樣並檢測管理階層提供精算師之員工資料及財務資訊正確性及完整性，同時進行員工福利負債變動分析，包括對市場之了解及評估所採用假設參數之合理性。

KPMG

其他事項

臺灣中小企業銀行股份有限公司已編製民國一〇六年及一〇五年度之個體財務報告，並經本會計師出具無保留意見之查核報告在案，備供參考。

管理階層與治理單位對合併財務報告之責任

管理階層之責任係依照公開發行銀行財務報告編製準則暨經金融監督管理委員會認可並發布生效之國際財務報導準則、國際會計準則、解釋及解釋公告編製允當表達之合併財務報告，且維持與合併財務報表編製有關之必要內部控制，以確保合併財務報告未存有導因於舞弊或錯誤之重大不實表達。

於編製合併財務報告時，管理階層之責任包括評估臺灣中小企業銀行股份有限公司及子公司繼續經營之能力、相關事項之揭露，以及繼續經營會計基礎之採用，除非管理階層意圖清算臺灣中小企業銀行股份有限公司及子公司或停止營業，或除清算或停業外別無實際可行之其他方案。

臺灣中小企業銀行股份有限公司及子公司之治理單位(含審計委員會)負有監督財務報導流程之責任。

會計師查核合併財務報告之責任

本會計師查核合併財務報告之目的，係對合併財務報告整體是否存有導因於舞弊或錯誤之重大不實表達取得合理確信，並出具查核報告。合理確信係高度確信，惟依照一般公認審計準則執行之查核工作無法保證必能偵出合併財務報告存有之重大不實表達。不實表達可能導因於舞弊或錯誤。如不實表達之個別金額或彙總數可合理預期將影響合併財務報表使用者所作之經濟決策，則被認為具有重大性。

本會計師依照一般公認審計準則查核時，運用專業判斷並保持專業上之懷疑。本會計師亦執行下列工作：

1.辨認並評估合併財務報告導因於舞弊或錯誤之重大不實表達風險；對所評估之風險設計及執行適當之因應對策；並取得足夠及適切之查核證據以作為查核意見之基礎。因舞弊可能涉及共謀、偽造、故意遺漏、不實聲明或踰越內部控制，故未偵出導因於舞弊之重大不實表達之風險高於導因於錯誤者。

2.對與查核攸關之內部控制取得必要之瞭解，以設計當時情況下適當之查核程序，惟其目的非對臺灣中小企業銀行股份有限公司及子公司內部控制之有效性表示意見。

3.評估管理階層所採用會計政策之適當性，及其所作會計估計與相關揭露之合理性。

4.依據所取得之查核證據，對管理階層採用繼續經營會計基礎之適當性，以及使臺灣中小企業銀行股份有限公司及子公司繼續經營之能力可能產生重大疑慮之事件或情況是否存在重大不確定性，作出結論。本會計師若認為該等事件或情況存在重大不確定性，則須於查核報告中提醒合併財務報告使用者注意合併財務報告之相關揭露，或於該等揭露係屬不適當時修正查核意見。本會計師之結論係以截至查核報告日所取得之查核證據為基礎。惟未來事件或情況可能導致臺灣中小企業銀行股份有限公司及子公司不再具有繼續經營之能力。

5.評估合併財務報告(包括相關附註)之整體表達、結構及內容，以及合併財務報告是否允當表達相關交易及事件。

6.對於集團內組成個體之財務資訊取得足夠及適切之查核證據，以對合併財務報告表示意見。本會計師負責集團查核案件之指導、監督及執行，並負責形成集團之查核意見。

本會計師與治理單位溝通之事項，包括所規劃之查核範圍及時間，以及重大查核發現(包括於查核過程中所辨認之內部控制顯著缺失)。

本會計師亦向治理單位提供本會計師所隸屬事務所受獨立性規範之人員已遵循會計師職業道德規範中有關獨立性之聲明，並與治理單位溝通所有可能被認為會影響會計師獨立性之關係及其他事項(包括相關防護措施)。

本會計師從與治理單位溝通之事項中，決定對臺灣中小企業銀行股份有限公司及子公司民國一〇六年度合併財務報告查核之關鍵查核事項。本會計師於查核報告中敘明該等事項，除非法令不允許公開揭露特定事項，或在極罕見情況下，本會計師決定不於查核報告中溝通特定事項，因可合理預期此溝通所產生之負面影響大於所增進之公眾利益。

安侯建業聯合會計師事務所

會計師：

證券主管機關：(88)台財證(六)第18311號
核准簽證文號：金管證審字第1000011652號
民國 一〇七 年 三 月 二十一 日

II. 2017 report on surplus allocation is presented and respectfully submitted for recognition.

Explanation:

1. The undistributed earnings at the beginning of 2017 was NT$925,194.25, minus the “Defined benefit plans actuarial gains” of NT$207,018,600 in 2017, and plus NT$5,039,924,148.87 of the net income after tax in the fiscal year of 2017, the statement of which were audited by Dan-Dan Chung, CPA and Fung-Huei Lee, CPA of KPMG. The allocation of surplus is conducted in conformity with The Articles of Incorporation of Taiwan Business Bank and related laws as follows:
   (1) NT$1,450,149,222.93 is to be set aside to Legal Reserve.
   (2) NT$724,033,311.88 is to be set aside to Special Reserve.
      A. Under the Ruling No. 1010012865 issued on April 6, 2012, and the Ruling No. 10510001510 issued on May 25, 2016 by the Financial Supervisory Commission.
      B. The net amount of other equity deduction on book as of December 31, 2017 includes “exchange difference from translation of foreign operating departments’ financial statements”, NT$ -835,340,098.95 and “unrealized loss from available-for-sale financial assets”, NT$ -529,112,875.64. In addition, under the Ruling No. 10510001510 issued on May 25, 2016 by the Financial Supervisory Commission, 0.5% of the net profit after-tax, which is NT$25,199,621, was set aside for the expense of employee job transfer or relocation. Since NT $1,055,460,156.19 has been set aside to Special Reserve in the previous year, therefore, the distributable earnings amount to 724,033,311.88.
   (3) Shareholders’ bonus – cash dividend (0.268 dollar per share): NT$1,647,653,743. The cash dividend is rounded off to the whole dollar.
   (4) Shareholders’ bonus – stock dividend (0.4 dollar per share): NT$2,459,184,690.
   (5) NT$876,399.07 is to be set aside to end-of-period undistributed earnings.

2. Table of Year 2017 Surplus Allocation of Taiwan Business Bank is attached. Please refer to the Meeting Handbook.

Discussion and Election Matter

I. Issue new shares through capitalization of 2017 earnings.

Explanation:

1. In response to the requirement of common equity of Basel III to reinforce the capital structure and increase the profitability, the management plans to withdraw earnings to issue dividends stocks of 245,918,469 shares in accordance with Article 240 of the Company Act.
2. The total amount of new shares and conditions of issuance for capital increase:
   (1) It is proposed to inject capital by NT$2,459,184,690, and issue 245,918,469 shares with the face value per share of NT$10. They are all registered common shares.
   (2) After approval of competent authority for this capital injection by earnings recapitalization submitted upon approval of shareholders meeting, the Board of Directors is authorized to determine ex-dividend date otherwise. The stock dividend is 40 shares over each thousand in accordance with shareholding ratio specified in the stock ledger as of the ex-dividend date. For share less than one, shareholders may apply to stock service agent for combining the fractional stock within five days from ex-dividend date. For failure to combine by deadline or there is still fractional stock after combination, the fractional stock will be distributed by cash (rounded to dollar). The cumulative number of fractional shares to authorize the chairman to contact specific people to subscribe at par.
   (3) If the shareholders' stock dividend ratio is altered due to buyback of shares or transfer, conversion and cancellation of treasury stocks or other circumstances, it is proposed to be authorized the Board of Directors by shareholders' meeting for affairs regarding modification.
   (4) The shareholders' rights and obligations of the new shares are the same as those of existing shares.
3. The effect on performance and EPS of the stock dividends distribution:
   According to the "Regulations Governing the Publication of Financial Forecasts of Public Companies" and Taiwan Stock Exchange Corporation Standards for Determining Whether a TWSE Listed Company Shall Publish Complete Financial Forecasts, the bank has not published its financial forecast of 2018; therefore, it is not able to disclose the effect of stock dividends distribution on the revenue, profit/loss and EPS of the Bank.
4. The paid-in capital after this capital increase shall be NT$63,938,801,930, which is still under NT$80 billion, the total capital stated in "Articles of Incorporation of Taiwan Business Bank".
5. For anything not mentioned in this proposal, the Board of Directors is duly authorized for management.

II. Amendment to the Company's Corporate Charter (Articles of Incorporation)

Explanation:

1. To make the Bank’s name consistent with that on the English business license issued to the Bank by the Financial Supervisory Commission, and to fulfill the needs for submitting application documents to foreign governments in the establishment of overseas units, the word “, Ltd.” is to be added to the name of the Bank.
2. Please refer to the comparison table in Meeting Handbook for details.

III. Election of the 15th Board of Directors

1. The term of office of the Company's 14th Board of Directors will expire on June 25 this year (2018). According to the provisions of Article 195 of the Company Act, in case no election of new directors is effected after expiration of the term of office of existing directors, the term of office of out-going directors shall be extended until the time new directors have been elected and assumed their office. Matters regarding the re-election of directors will be organized when this year's (2018's) shareholders' meeting is held.
2. According to the provisions of Article 20 of the Company's charter, no less than three of the Company's 15 directors shall be independent directors nor shall independent directors make up less than one-fifth of the total number of directors. The term of office of directors is three years.
3. The election of 15 members of the 15th Board of Directors (including three independent directors) is for a term of three years, from June 29, 2018 to June 28, 2021. The candidate nomination system will be used for this election of directors. The list of candidates as follows:

No	Title	Name	Education	Current work experience	Delegate of
01	Director	Bor-Yi Huang	Ph.D. in Economics, National Taipei University	Chairman of the board, Taiwan Business Bank	Ministry of Finance
02	Director	Chien-An Shih (Also Known as James Shih)	MBA, Saginaw Valley State University of Michigan, USA Career	President, Taiwan Business Bank	Ministry of Finance
03	Director	Lin, Shiu Yen	Master's degree of the Department of Economics National Taiwan University	Chief Secretary National Treasury Administration Ministry of Finance	Ministry of Finance
04	Director	Wen-Chieh Wang	Ph.D., National Chen Chi University Dept. of Law	Professor, Department of Law , National Chengchi University (NCCU) Taiwan. Director, China Legal Center, NCCU Vice Dean, College of Law, NCCU	Ministry of Finance
05	Director	Yu Hung-Sheng	Executive Master of Business Administrator of Ling Tung University	Assistant Banking Officer, Taiwan Business Bank Co., Ltd	Ministry of Finance

No	Title	Name	Education	Current work experience	Delegate of
06	Director	Liang, Lien-Wen	PhD in Agricultural Economics, Hokkaido University, Japan	Associate Professor, Department of Banking & Finance, Chinese Culture University	Ministry of Finance
07	Director	Yachi Chiang	PhD in Law, Durham University (UK)	Associate Professor Director Of Patent Licensing And Technology Transfer Center NATIONAL TAIPEI UNIVERSITY OF TECHNOLOGY	Ministry of Finance
08	Director	Sung Yong-Yu	Master of Business Administration, National Central University	Vice president ,Secretary Board of Directors TBB	Ministry of Finance
09	Director	Lin Li Ling	National Chengchi University, Department of Money and Banking	SVP&GM, Department of Risk management, Bank of Taiwan	Bank of Taiwan
10	Director	Huang, Pei-Ming	National University of Air Business, Department of Commerce	EVP&GM, Department of Human Resources, Bank of Taiwan	Bank of Taiwan
11	Director	Kang, Cheng-Chuan	Department of Statistics Tamkang University	EVP & General Manager Department of Domestic Operations Bank of Taiwan	Bank of Taiwan
12	Director	HE, YING-MING	Bachelor Degree, Department of International Business Administration, Chinese Culture University	Executive Vice President, Land Bank of Taiwan	Land Bank of Taiwan
13	Director	Feng-Yung Liu	High School Degree Extension School of National Tseng-Wen Senior Home Economics & Commercial School, Tainan City, Taiwan	Standing committee of the board of directors of Taiwan Business Bank Union Division Chief in Xue' jia Branch of Taiwan Business Bank	Taiwan Business Bank Union
14	Director	Che-Nan Wang	Kindai University, Japan (business administration)	Overseas Chinese members	None

No	Title	Name	Education	Current work experience	Delegate of
15	Independent Director	Lin, Xin-Wu	PhD, Economics, National Taiwan University	Research Fellow and Director of Research Division III, Taiwan Institute of Economic Research (TIER) Independent Director, The Land Bank of Taiwan Chief of Antitrust Compliance, AU Optronics Corporation	None
16	Independent Director	Liu, Jin-Long	Ph.D in Economics North Carolina State University U.S.A.	Professor Graduate Institute of Industrial Economics National Central University Taiwan	None
17	Independent Director	Huang Wei-Sheng	Department of Textile, Southern Taiwan University of Science and Technology	Director, UUPON Inc.	None

IV. Release the Prohibition on Directors from Participation in Competitive Business Explanation

1. According to the provisions of Paragraph 1 and Paragraph 5 of Article 209 of the Company Act, a director who does anything for himself or on behalf of another person that is within the scope of the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval, and in violation of the provisions of Paragraph 1, the meeting of shareholders may, by a resolution, consider the earnings in such an act as earnings of the company.
2. Members of the Bank’s 14th Board of Directors who were reappointed on May 23, 2018, and have done anything for themselves or on behalf of other persons that is within the scope of the company's business are attached in Meeting Handbook. To exempt the directors from the disgorgement of the participation in competitive business, it is still necessary to seek the resolution of the meeting of shareholders to release the prohibition on directors from participation in competitive business. In addition, in accordance with the provisions of Article 209 of the Company Act, approval is proposed for, abolishment of the non-competition restrictions for members of the 15th Board of Directors or the institutions they represent, who do something for themselves or on behalf of other persons that is within the scope of the Company’s business, under the precondition that such behavior does not harm the Company’s interests.
3. To facilitate the exercise of shareholders’ voting rights electronically, candidates for election to the 15th Board of Directors who have done something for themselves or on behalf of other persons that is within the scope of the Company’s business are listed in the Abolishment of Non-Competition Restriction List attached to the Meeting Handbook. These who are subject to the abolishment, however, shall be persons who are actually elected as Company directors.

Questions and Motions

(Questions raised by the shareholders and the management’s response were omitted)

Appendix

1. The Rules of Shareholders' Meeting of Taiwan Business Bank

(1) Article 1 (Applicable Principles)
(2) Article 2 (Convention and Notice of Shareholders' Meeting)
(3) Article 3 (Preparation for Sign in Book such Documents)
(4) Article 4 (Principle of Meeting Place and Time)
(5) Article 5 (Calculation of Attending Shares and Call for Meeting)
(6) Article 6 (Discussion)
(7) Article 7 (Tape-recording and Video-taping of the Meeting Process as Evidence)
(8) Article 8 (Chairman and Observers of Shareholders' Meeting)
(9) Article 9 (Speak of Shareholders)
(10) Article 10 (Voting, Voting Supervision and Avoidance of Conflict of Interest)
(11) Article 11 (Meeting Order Maintenance)
(12) Article 12 (Proxy and Authorization of Shareholders)
(13) Article 13 (Announcement)
(14) Article 14 (Meeting Minute and Signature)
(15) Article 15 (Election)
(16) Article 16 (Rest, Resume the Meeting)
(17) Article 17 (Implementation)

2. Articles of Incorporation of Taiwan Business Bank

(1) Chapter 1 (Applicable Principles)
(2) Chapter 2 (Shares)
(3) Chapter 3 (Business)
(4) Chapter 4 (Meeting of Shareholders)
(5) Chapter 5 (Board of Directors)
(6) Chapter 6 (Supervisor)
(7) Chapter 7 (Manager)
(8) Chapter 8 (Accounting)
(9) Chapter 9 (Appendix)

3. The Rules of Procedure for Meetings of the Board of Directors of Taiwan Business Bank

(1) Article 1 (Basis of Rules)
(2) Article 2 (Rules of Procedure for Meetings)
(3) Article 3 (Calling a Board of Directors Meeting)
(4) Article 4 (Notice of Meetings and Meeting Materials)
(5) Article 5 (Agenda Items for Meetings)
(6) Article 6 (Items for Discussion by the Board of Directors)
(7) Article 7 (Rules for Delegation of Power by the Board of Directors)

(8) Article 8 (Preparing an Attendance Book and Appointing a Proxy)
(9) Article 9 (Meeting Venue and Date/Time)
(10) Article 10 (The Chairperson of the Board and a proxy)
(11) Article 11 (Reference Materials and Number of Nonvoting Participants)
(12) Article 12 (Holding a Meeting of the Board of Directors)
(13) Article 13 (Discussion of Matters)
(14) Article 14 (Comments of Directors and Commanding a Meeting by the Chairperson)
(15) Article 15 (Voting on Matters)
(16) Article 16 (Vote Monitoring and Counting)
(17) Article 17 (A Recusal of a Director as an Interested Party)
(18) Article 18 (Meeting Minutes and Signatures)
(19) Article 19 (Record on Audio or Video tape the Proceedings of a Board of Directors Meeting)
(20) Article 20 (Rules Applied to the Meetings of Managing Directors)
(21) Article 21 (Supplementary Provisions)

4. Regulations Governing Election of Board of Directors of Taiwan Business Bank

(1) Article 1
(2) Article 2
(3) Article 3
(4) Article 4
(5) Article 5
(6) Article 6
(7) Article 7
(8) Article 8
(9) Article 9
(10) Article 10
(11) Article 11
(12) Article 12

5. Shareholding of Directors:

Title	Name	Number of Shares	Shareholding Ratio (%)
Chairman of the Board	Bor-Yi Huang	135,631,247	2.21
Managing Director	Chien-An Shih	(135,631,247)	(2.21)
Managing Director	Li-Ling Lin	1,058,933,860	17.22
Managing Director	Shiu-Yen Lin	(135,631,247)	(2.21)
Managing Director (Independent Director)	Chau-Chen Yang	0	0
Director	Wen-Chieh Wang	(135,631,247)	(2.21)
Director	Hung-Sheng Yu	(135,631,247)	(2.21)
Director	Pei-Ming Huang	(1,058,933,860)	(17.22)
Director	(To be assigned)	(1,058,933,860)	(17.22)
Director	Ming-Hua Shie	2,376,684	0.04
Director	Jong-Jyr Kau	1,765,992	0.03
Director	Che-Nan Wang	(1,765,992)	(0.03)
Director	Ying-Ming He	149,244,703	2.43
Independent Director	Chih-Yu Cheng	0	0
Independent Director	Yaw-Huei Huang	0	0
Total		1,347,952,486	21.93