

Fubon Financial Holding Co., Ltd. (“Fubon Financial”) on behalf of Fubon Bank (Hong Kong) Limited publishes today the following announcement on the website of the Taiwan Stock Exchange in relation to the sale shares transaction of Xiamen Bank Co., Ltd. to Fubon Financial:-

Historical Information

Provided by: Fubon Financial Holding Co., Ltd.

SEQ_NO 4 Date of announcement 2019/02/21 Time of announcement 19:42:47

Subject FFHC on behalf of Fubon Bank (Hong Kong) announces the sale shares transaction of Xiamen Bank to FFHC. (the supplement to the announcement of 2018/8/15)

Date of events 2019/02/21 To which item it meets paragraph 20
Statement

- 1.Name and nature of the subject matter (if preferred shares, the terms and conditions of issuance shall also be indicated, e.g.dividend yield):473,754,585 Common Shares of Xiamen Bank Co., Ltd.
- 2.Date of occurrence of the event:2019/02/21
- 3.Volume, unit price, and total monetary amount of the transaction:
transaction volume: 473,754,585 shares
total monetary amount: The net carrying amount of investment in Xiamen Bank under the Bank’s most recent financial statements before the completion date (The carrying amount on the Bank’s financial statements in September 2018 is HKD3.248 billion.)
price per unit: HKD6.86 per share.
- 4.Counterparty to the trade and its relationship to the Company (if the trading counterpart is a natural person and furthermore is not an actual related party of the Company, the name of the trading counterpart is not required to be disclosed):
Fubon Financial Holding Co., Ltd., related party
- 5.Where the counterpart to the trade is an actual related party, a public announcement shall also be made of the reason for choosing the related party as trading counterpart and the identity of the previous owner (including its relationship with the company and the trading counterpart), price of transfer, and date of acquisition:
To adjust the Group’s investment structure.
2018.6.25 the Bank acquired 20,000,000 common shares of Xiamen Bank at RMB96 million from Xiamen Gaoxinhong Equity Investment Co., Ltd., not a related party;
2018.6.25 the Bank acquired 20,000,000 common shares of Xiamen Bank at RMB96 million from Xiamen Protection Software Technology Co., Ltd., not a related party;
2018.6.22 the Bank acquired 41,000,000 common shares of Xiamen Bank at RMB197 million from Xiamen Sumpo Group Co., Ltd., not a related party;
2018.6.22 the Bank acquired 17,899,107 common shares of Xiamen Bank at RMB86 million from Xiamen Sumpo Electronic Technology Group Co., Ltd., not a related party.
- 6.Where a person who owned the property within the past five years has been an actual related person of the company, a public announcement shall also include the dates and prices of acquisition and disposal by the related person and the person’s relationship to the company at those times:
Investment structure adjustment
2018.6.25 the Bank acquired 20,000,000 common shares of Xiamen Bank at RMB96million from Xiamen Gaoxinhong Equity Investment Co., Ltd., not a related party;
2018.6.25 the Bank acquired 20,000,000 common shares of Xiamen Bank at RMB96 million from Xiamen Protection Software Technology Co., Ltd., not a related party;
2018.6.22 the Bank acquired 41,000,000 common shares of Xiamen Bank at RMB197 million from Xiamen Sumpo Group Co., Ltd., not a related party;
2018.6.22 the Bank acquired 17,899,107 common shares of Xiamen Bank at RMB86 million from Xiamen Sumpo Electronic Technology Group Co., Ltd., not a related party;
2015.1.9 the Bank acquired 18,700,000 common shares of Xiamen Bank at RMB84 million from Xiamen Laiserfu Trading Co., Ltd., not a related party;
2015.1.9 the Bank acquired 24,103,987 common shares of Xiamen Bank at RMB108 million from Xiamen Sumpo Group Co., Ltd., not a related party;
- 7.Matters related to the creditor’s rights currently being disposed of (including types of collateral of the disposed creditor’s rights; if the creditor’s rights are creditor’s rights toward a related person, the name of the related person and the book amount of the

- creditor's rights toward such related person currently being disposed of must also be announced):Nil
- 8.Anticipated profit or loss from the disposal (not applicable in cases of acquisition of securities) (where originally deferred, the status or recognition shall be stated and explained):HKD3.248 billion.
- 9.Terms of delivery or payment (including payment period and monetary amount), restrictive covenants in the contract, and other important stipulations:Nil.
- 10.The manner in which the current transaction was decided, the reference basis for the decision on price, and the decision-making department:
To adjust the Group's investment structure.
The net carrying amount of investment in Xiamen Bank under the equity accounting method of the Bank's most recent financial statements. Approved by Board of Directors of the Bank and FFHC.
- 11.Net worth per share of the underlying securities acquired or disposed of:NTD24.68
- 12.Current cumulative volume, amount, and shareholding percentage of holdings of the security being traded (including the current trade) and status of any restriction of rights (e.g.pledges):
Current cumulative volume: 473,754,585 shares
Amount: HKD3.248 billion
Shareholding percentage: 19.95%
- 13.Current ratio of long or short term securities investment (including the current trade) to the total assets and shareholder's equity as shown in the most recent financial statement and the operating capital as shown in the most recent financial statement:
Current ratio of long or short term securities investment (including the current trade) to the total assets: 2%
Current ratio of long or short term securities investment (including the current trade) to the shareholder's equity: 2%
- 14.Broker and broker's fee:Nil
- 15.Concrete purpose or use of the acquisition or disposal:
To adjust the Group's investment structure.
- 16.Do the directors have any objection to the present transaction?:No
- 17.Is it a related party transaction?:Yes
- 18.Date of the board of directors' resolution:2017/11/27
- 19.Date of the recognition of the supervisors or the board of independent directors' resolution:2017/11/27
- 20.Has the CPA issued an opinion on the unreasonableness of the price of the current transaction?:No
- 21.Name of the CPA firm:PricewaterhouseCoopers Taiwan
- 22.Name of the certifying CPA:CHI, SHU-MEI
- 23.The practice certificate number of the CPA:1040007398
- 24.Any other matters that need to be specified:Nil.