

Attachment 2

Foreign Financial Holding Company Permission Review Form

Instructions for form preparation and review:

1. This form will be filled out by the applicant and reviewed item-by-item by an attorney or CPA with opinion expressed. Use a separate page and cross-reference if the opinion column does not provide enough space.

2. The CPA or attorney should exercise professional due diligence in the review and verify the facts. Always check documents provided against the originals. If the applicant is unable to provide required information, or irregularity or violation of law or regulations is found, provide description for each item and indicate whether such irregularity or violation would affect the grant of approval for foreign financial holding company.

3. The applicant should fill out this form truthfully. The CPA or attorney should conduct a rigorous review. Information provided in this form must be free of false representation, concealment or other circumstances that tend to mislead others.

Review criteria	Prepared by applicant			Remark	Expert opinion review
	Yes	No	Not applicable		
<input type="checkbox"/> Does the application constitutes a combination of enterprises under Article 6 of the Fair Trade Act?					
<input type="checkbox"/> Is there a document evidencing permission by the Fair Trade Commission attached?					
I. Basic information of Foreign Financial Holding:					

Chinese name:					
English name:					
Nationality:	Number of subsidiaries planned:				
1. The application form of the Foreign Financial Holding has provided information on the name, capital and location of the company, and the locations, types of business, and names of subsidiaries planned in the ROC, and company's shareholding in the subsidiaries.					
2. The basic information provided includes: (1) Description of organization and business introduction. (2) Ranking in the international financial market by capital or assets in the previous year, and credit rating by a globally recognized rating agency (3) Names and background data of key responsible officers and major shareholders. (4) Introduction of home country.					

3. The consolidated financial statements of the group or stand-alone financial statements of the corporation in latest fiscal half-year showing capital adequacy, with certificate of authentication are attached.					
4. Financial statements and consolidated financial statements for the past 3 years, and up to the most recent period, audited and certified by CPA, with certificate of authentication are attached.					
5. Self-assessment of business compliance and soundness is attached.					
6. Minutes of the board of directors meeting that approved its application for approval as a foreign financial holding company in the ROC, and its investment in a subsidiary located in the ROC or equivalent documentation, with certificate of authentication are attached.					
7. Letter of undertaking confirming the ability to effectively provide for the liquidity and financial support of the invested ROC financial institution, and an undertaking to perform the obligations under Articles 53, 55, and 56 of the Financial Holding Company Act are attached.					

<p>8. Operational, financial and investment plans</p> <p>(1) Information on shares of the target financial institution in the ROC to be acquired, the trading structure and sources of funding provided.</p> <p>(2) Information on the operations strategies and management plan for the invested financial institution in the ROC, measures for protecting the interests of employees, projected balance sheet and income statement for the next three years provided.</p> <p>(3) Assessment of the effects on ROC financial market competitiveness and advancement of the public interest provided.</p>					
<p>9. If an attorney or certified public accountant is entrusted to handle the application, the power of attorney or authorization letter issued by the company' s responsible officer is attached.</p>					
<p>10. Document evidencing the qualification of a juristic person, and copy of the financial holding company license issued by the competent financial authority in the home country or other evidentiary documentation, with certificate of authentication are attached.</p>					

11. Power of attorney issued to designate a litigious and non- litigious agent in the ROC, with certificate of authentication is attached.					
12. The Declaration of Foreign Financial Holding Company's Litigious and Non-litigious Agent in Taiwan is attached.					
13. Other documents required by the Competent Authority are attached.					
II. Review criteria for granting approval to a foreign financial holding company:					
1. Free of the record of material violation in the past five years.					
2. Having sufficient experience in operating and managing a financial holding company and having outstanding reputation.					
3. Having sound financial and business operations and management capabilities.					

<p>4. Having adequate capital; if the capital adequacy of invested ROC financial institution does not meet the prevailing requirements set forth by the competent authorities of the respective industry, deliberate whether the foreign financial holding company can improve the business operations of the invested ROC financial institution within the reasonable timeframes provided in the operational, financial, and investment plans under subparagraph 10, paragraph 1 of Point 4 herein.</p>					
<p>5. The competent financial authority in the home country and its head office have the capacity to supervise the subsidiary in the ROC on a consolidated basis.</p>					
<p>6. The competent financial authority in the home country has consented to its application for approval as a foreign financial holding company in the ROC and its investment in a subsidiary located in the ROC, and consented to cooperate with the Competent Authority in the ROC in sharing responsibility for the task of joint financial supervision and administration.</p>					
<p>Special notes</p>					

Accountant (Attorney):

Responsible officer of the applicant:

Prepared by: