

Annual Report

2005



安泰商業銀行  
EnTie Commercial Bank



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# 安泰商業銀行

## EnTie Commercial Bank

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總經理 王濟智  
副總經理 陳伯鏞  
副總經理 唐存智  
副總經理 黃正隆  
副總經理 陳賴鋒  
副總經理 李 智

Paul C.H. Chiu, Chairman  
Jiunn-Chin Wang, President  
Po-Yung Chen, Executive Vice President  
Tsung-Chi Tang, Executive Vice President  
Cheng-Lung Huang, Executive Vice President  
Lai-Feng Chen, Executive Vice President  
Chih Lee, Executive Vice President

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最近二年度信用評等結果：

日期	短期信用評等	長期信用評等	評等展望
94.10.26	twA-2	twA-	穩定
93.12.22	twA-2	twA-	穩定
93.10.21	twA-3	tw BBB-	正向

Current Ratings for 2005 and 2004:

Date	Short-term	Long-term	Outlook
2005.10.26	twA-2	twA-	Stable
2004.12.22	twA-2	twA-	Stable
2004.10.21	twA-3	tw BBB-	Positive

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海外有價證券掛牌買賣之交易場所名稱及查詢該海外有價證券資訊之方式：無  
Names of Overseas Equities Exchanges and Method of Enquiring About Such Overseas Equities: None

本行網址：www.entiebank.com.tw

The Bank's Website: http://www.entiebank.com.tw

# 致股東報告書

## Message to Shareholders

董事長  
Chairman  
邱正雄  
Paul C.H. Chiu



九十四年全球經濟因受原物料價格、油價高漲及美國颶風災害與升息壓力影響，致全球景氣復甦力道不若九十三年強勁。不過由於石油價格於第四季開始回穩，使得能源價格壓力稍見和緩，因此九十四年全球經濟仍能維持基本穩定地成長。根據世界銀行(World Bank)及全球透視機構(Global Insight Inc.)發布之資料顯示，九十四年全球之經濟成長率約維持在三·二%至三·四%間，較九十三年約下降〇·六%。反觀國內經濟成長情形，雖然九十四年度國內整體失業率微幅下降、民間消費趨向穩定成長，但因受國際景氣擴張減緩及國內製造業產能外移影響，致國內出口成長不如預期。惟下半年在製造業生產回升、出口表現轉佳及政府擴大公共建設加速推動下，初步統計九十四年全年台灣經濟成長率約為四·〇九%。

在國內金融環境方面，由於在政府鼓勵下，國內各銀行多承續九十三年穩健經營之腳步持續處理不良資產、改善資產品質及提升資本適足之能力，故整體金融業之財務概況，已呈現維持穩定發展之狀態，且各銀行因歷經九十年以來之經濟景氣下滑衝擊後，亦開始重新檢視整體業務之風險控管能力、最適營運規模及經營策略等範疇，以謀求於高度競爭之產業經營環境下，得以發展各銀行之藍海市場。惟因下半年整體環境略受雙卡債務風波影響，進而導致金融市場對於消費金融業務之授信趨向採取較為保守之業務政策，使得國內消金授信業務之成長亦受限制。

為因應前述之經濟情勢變化及未來金融市場局勢之發展，本行除致力於改善整體授信業務之風險管理能力外，亦將同步進行本行資產品質之調整與規模之整併，並透過陸續辦理現金增資之方式，持續提升全行之財務結構品質與資本適足率；於業務開拓上，除經營既有之基礎與通路外，亦同時於保本原則下積極投入海外有價證券投資暨深耕財富管理與不動產信託等業務，期以拓增其他業務經營之收入，增裕本行之盈餘獲利，並於競爭之金融環境下穩定地持續發展。

在主要業務營運方面，截至九十四年十二月底止，全行存款總餘額為新台幣二、四六〇億元，與上年十二月底相較，金額約增加一一六億元，成長率為四·九四%。放款總餘額為新台幣二、〇八二億元，與上年十二月底相較，金額約增加一〇四億元，成長率為五·二六%。保證及承兌總餘額為新台幣一一八億元，達成全年預定目標之一〇七·二%。外匯業務部份截至九十四年底，全行累計承作之外匯業務量合計約三十四·二億美元，達成全年預定目標之七十六·九%。信託業務方面，全行累計之手續

Due to the rising prices of raw materials and oil, the devastation caused in the U.S. by a series of strong hurricanes, as well as the upward pressure brought to bear on U.S. interest rates, the global economic recovery in the year 2005 was not as strong as that in 2004. However, as oil prices began to stabilize during the 4th quarter, so that there was less pressure on energy prices, the world economy as a whole was able to continue to exhibit stable growth. According to data released by the World Bank and Global Insight Inc., a growth rate for the world economy between 3.2% and 3.4% was recorded for the year 2005, reflecting a decrease of some 0.6% over the year 2004. As for the growth of the domestic economy, although Taiwan's overall unemployment rate declined slightly in 2005 and private consumption steadily increased, because of the global economic expansion becoming weakened and the continued moving offshore of Taiwan's manufacturing industry, the growth of Taiwan's exports was not as expected. However, as production in Taiwan's manufacturing industry began to pick, exports improved and the government also speeded up the expansion of its public infrastructure during the second half of the year. According to initial statistics, for the year 2005 as a whole, Taiwan's economic growth rate will be about 4.09%.

As for the local financial environment, because domestic banks with the government's encouragement maintained their steady performance in 2004 and continued to deal with their non-performing loans, improve their asset quality and strengthen their ability to maintain capital adequacy, the banking sector as a whole continued to exhibit steady development. In addition, as banks encountered the decline in economic conditions from 2001 onwards, and began to once again examine their overall ability to control risk, and their most appropriate scale of operations and operating strategies, in the face of a very competitive operating environment, banks began to develop distinctive niche markets. However, during the second half of the year, due to the overall financial environment being affected by a twofold debt crisis, financial markets adopted a more conservative stance in relation to consumer lending, so that the growth of domestic consumer finance business was somewhat restricted.

In order to respond to the changes taking place in the economy and the developments in financial markets in the future, besides making every effort to improve its ability to control risk in its loan business, EnTie Commercial Bank will also seek to enhance both the quality of its assets and the overall scale of its operations. By continuing to implement cash-to-capital increases, the Bank will further raise the quality of its asset structure as well as its capital adequacy ratio. When launching new kinds of business, the Bank will not only work through existing channels, but at the same time will also, based on the principle of maintaining its business activities in local markets, invest in overseas securities and nurture its wealth management and real estate trust business, with a view to increasing its income from other types of business activities, thereby enhancing the Bank's profitability and continuing to exhibit steady growth within a very competitive financial environment.

As for the major kinds of business engaged in by the Bank, at the end of December 2005, the Bank's outstanding deposits amounted to NT\$246.0 billion, reflecting an increase of NT\$11.6 billion or a growth rate of 4.94% as compared with the end of the previous year. Outstanding loans at the end of the year amounted to NT\$208.2 billion, or an increase of NT\$10.4 billion or 5.26% over the previous year. Outstanding guarantees and acceptances at the end of the year amounted to NT\$11.8 billion, or 107.2% of the year's targeted amount. The Bank's accumulated foreign exchange business as of the end of 2005 amounted to US\$3.32 billion, or 76.9% of the targeted amount for the year. As for the Bank's trust business, accumulated fee income amounted to NT\$67

總經理  
President  
王濬智  
Jiunn-Chih Wang



費收入合計約新台幣〇·六七億元，達成全年預定目標之九十五·七%。財富管理業務方面，全行累計之手續費收入約新台幣一·七六億元，達成全年預定目標之八十八%。在獲利情形方面，於本行積極清理不良資產及轉銷呆帳以改善調整經營結構下，九十四年度全行提存攤銷前之累計盈餘約為新台幣六十九·六三億元，提存攤銷後

之累計盈餘約為新台幣一·三二億元。整體經營成果仍獲中華信評公司正面肯定，該公司於九十四年十月二十六日發布本行長期信用評等仍維持twA-，短期信用評等則維持twA-2，並給予「穩定」之展望。

展望未來，有鑑於各主要國際經貿及預測機構一致認為全球工業生產與貿易雖處於持續降溫及物價上漲隱憂的壓力下，但綜觀九十五年全球經濟展望，多認為雖可能不及九十三年度，但普遍認為將會高於九十四年之水準，預估九十五年的全球經濟成長約可達至三·二%至三·四%水準，惟未來仍將視油價是否再呈現持續上漲之壓力及利率回升影響因素決定。而未來一年國內經濟成長情形，依據我國行政院主計處之預測，九十五年國內經濟成長率將可超逾九十四年度之四·〇九%預測值，約可達至四·二五%水準。

面對九十五年國內即將實施新巴塞爾資本協定之規劃，本行除將持續秉持穩健之經營腳步及開發利基市場之藍海策略外，另將著重於強化本行之資本適足能力及發展本行之風險管理組織運作，以落實新巴塞爾協定之真正本意暨提昇本行風險管理之能力。於強化資本適足能力部分，本行預定於九十五年度再度辦理現金增資約新台幣二十九億元，以健全全行之財務品質結構。於建置本行風險管理制度部分，本行將朝向符合國際標準新巴塞爾資本協定規範之方向積極著手進行，除朝向建置專責之單位掌控全行風險外，另亦將建立即時預警之內控監理制度，以期達成風險最小化、利潤最大化之最終目標。

多年來承蒙各位股東及全體客戶的支持與愛護，使本行得以在嚴峻的經營環境中穩健發展，謹此致謝，殷盼各位股東及全體客戶不吝指教，續予策勵與支持。

董事長

Handwritten signature of the Chairman in black ink.

總經理

Handwritten signature of the President in black ink.

million, or 95.7% of the targeted amount. Accumulated fee income from the Bank's wealth management business amounted to NT\$167 million, which was 88% of the targeted amount for the year. In terms of the Bank's profitability, as the Bank continued to improve its operating structure by dealing with non-performing loans and writing off bad debts, the Bank's accumulated earnings for the year 2005 before amortization amounted to NT\$6.963 billion, and after making provision for amortization these earnings totaled NT\$132 million. The results of the Bank's operations were reviewed by Taiwan Ratings, and on October 26, 2005 the Bank's long-term rating was maintained at twA-, while the Bank's short-term rating was also maintained at twA-2, with the outlook for the future being "stable".

As to the outlook for the future, although the major international trade and forecasting institutions have all along believed that industrial production and trade for the world economy as a whole will continue to subside and that there will be upward pressure on prices, in terms of the overall outlook for 2006, while many believe that performance may not be as good as in 2004, it is generally felt that there will be an improvement over 2005. It is estimated that the growth rate for the world economy as a whole in 2006 as a whole will be in the 3.2% to 3.4% range. However, it will also be necessary to see if in the future oil prices continue to rise or whether interest rates revert to higher levels before a prediction can be made with any degree of certainty. As for the performance of the Taiwan economy over the coming year, according to the forecasts prepared by the Directorate General of Budget, Accounting and Statistics, the growth rate of the domestic economy in 2006 can be expected to exceed the 4.09% recorded in 2005, with a growth rate in the region of 4.25% being reached.

As it faces the need in 2006 to implement the provisions of the New Basle Capital Accord, the Bank, in addition to continuing to maintain stable operations and developing its niche markets, will continue to attach importance to strengthening its ability to maintain its capital adequacy and develop its risk management operations, in order to implement the true meaning of the New Basle Accord and enhance the Bank's ability to manage risk. In terms of strengthening its ability to maintain capital adequacy, the Bank expects to implement a further cash-to-capital increase in 2006 amounting to NT\$2.9 billion, in order to ensure the soundness of the Bank's overall financial structure. As for further establishing the Bank's system of risk management, the Bank will conform to the international criteria contained within the New Basle Capital Accord. Besides setting up a specialized unit with responsibility for controlling the Bank's overall risk, the Bank will establish an immediate early warning internal control supervisory system, in accordance with the Bank's final objective of keeping risk down to a minimum and maximizing profits.

Through the support and concern provided by each of our shareholders and customers, this Bank has been enabled to exhibit stable growth within a rigorous operating environment, for which we are particularly grateful. It is our hope that each of our shareholders as well as all of our clients will not hesitate to offer their advice, while extending their encouragement and support.

Chairman

Paul C. H. Chiu

President

Alex J. C. Wang

# 銀行概況

## Brief History



### 一、銀行簡介

安泰銀行為響應政府落實金融自由化、國際化暨實現開創金融事業之共同理想，由國內知名企業如宏泰企業機構等共同發起籌設，於民國八十一年六月核准設立，並於民國八十二年四月十五日正式開始營業，於八十四年十二月二十七日股票正式上櫃，民國八十七年七月二十七日概括承受台北市第七信用合作社，民國八十八年九月二十七日股票正式上市買賣。

本行自開行以來即本著「專業經營、穩健發展」之永續經營方針、「服務、守法、創新」的經營理念及提供符合客戶需求之金融商品服務規劃為宗旨，並期以誠信、專業與效率之經營態度，提供國人最便利及安心之金融理財服務。為保持競爭優勢並妥善掌控資產品質，本行除致力研發適合國內經濟環境之金融商品暨金流服務，以提供國人多樣化的理財及籌資管道外，同時另持續不斷提升本行風險管理之效率、簡化作業流程及組織管理，期使本行在承受有限之風險前提下，獲取最大報酬，以提高本行之經營績效。目前全省之營業據點共計五十三家，其中大台北地區有三十四家分行，桃竹地區有八家分行，大台中地區有四家分行，嘉南地區有三家分行，大高雄地區有四家分行，為使本行服務網路更臻完整，未來除現有之營業據點持續擴增外，針對自動化及網路之服務提供，將繼續拓增及發展。

面對激烈的金融競爭環境，本行在專業經理人之領導及持續地培訓金融專業人才前提下，經營策略及業務發展均具前瞻及利基性，並在企消金領域之利基目標市場持續以個別之差異化行銷及強化風險管理之方式經營，相信在嶄新的金融競爭市場上，必能持續穩健的成長。

## 一、 Profile of the Bank

In response to the government's financial liberalization and internationalization policies and based on a common ideal of establishing a financial business, a group of distinguished local businessmen began preparatory work to set up EnTie Commercial Bank. After the application was submitted to the competent authority, in June 1992 the Ministry of Finance granted the Bank the right of establishment, and on April 15, 1993 EnTie Commercial Bank formally commenced business operations. On December 27, 1995 the Bank's shares were formally listed in the OTC market, on July 27, 1998 the Bank acquired the Taipei 7th Credit Cooperative, and on September 27, 1999 the Bank's shares were formally listed on the Taiwan Stock Exchange.

Ever since its establishment, the Bank has set "professional operations and stable development" as its goal, and has held fast to its operational concepts of "quality service," "regulatory compliance," and "innovation." It has also made the provision of financial products and services that cater to each of its customers' needs and, by means of a sincere, professional and efficient approach to its business, has provided each of its customers with the most convenient and safest financial and wealth management services. In order to maintain its competitive advantage and appropriately control asset quality, in addition to engaging in research into new financial products and payment services that are suited to the local economic environment, and thereby provide customers with a broad range of wealth-related activities and funding channels, the Bank will at the same time continue to increase the efficiency of its risk management, and will simplify operating procedures and renew its organizational structure, so that the Bank can obtain the greatest return for a given amount of risk, and thereby enhance its operational efficiency. At present, the Bank has 53 operating units across Taiwan, of which 34 are in the Greater Taipei area, 8 in and around Hsinchu, 4 in Taichung, 3 in Chiayi/Tainan, and 4 in Kaohsiung. In order to enable its service network to become even more complete, the Bank will in the future not only continue to increase the current number of its business outlets, but will also expand and develop through the provision of automated and Internet services.

As it faces a fiercely competitive financial environment, the Bank will, under the leadership of its professional managers and staff who are constantly updating their specialized financial skills, continue to be forward-looking and niche market-oriented in its operating strategies and business development, and in both its corporate and consumer niche markets will continue to promote its products based on their distinct differences, while also strengthening its risk management. We are confident that the Bank will continue to experience steady growth in new and highly-competitive financial markets.



## 二、銀行組織 / Organization of the Bank

### (一) 組織系統圖 / Organization Chart



各主要部門所營業務：

The types of business engaged in by each of the Bank's departments are as follows:

- 一、企劃部：掌理全行組織及權責、營運目標、績效考核暨存匯、電子金融業務之規劃、推展、督導與管理。

Corporate Planning Dept. : Handling the overall organization of the Bank, its rights and responsibilities, operating objectives, and performance evaluation, as well as the planning, promotion, supervision and management of the Bank's foreign exchange deposit and electronic banking business.

- 二、審查部：掌理企業金融及房屋貸款授信業務之審核、管理、業務研發及推展，經濟、產業徵信資料之蒐集整理與分析研究，計劃型中、長期授信及特定授信案件之徵信。

Examination Dept. : Handling the approval, management, business development and promotion in relation to the Bank's corporate finance and Mortgage loans business, the collection, compilation and analysis of economic and industry credit data, as well as the planning in relation to the extension of medium- and long-term credit and loans for special purposes.

- 三、消金管理部：掌理消費金融業務，包括消費者信用貸款、汽車貸款等之企劃、管理、徵審、風險管理與相關業務之督導管理。

Consumer Finance Management Dept. : Taking charge of the Bank's consumer finance business, including the planning, management, solicitation and verification, risk management and related supervision of its consumer credit and car loan business.

- 四、消金行銷部：掌理消費者信用貸款、汽車貸款業務等之銷售規劃、推展與督導管理。

Consumer Finance Promotion Dept. : Taking charge of the sales planning, promotion and management of the Bank's consumer credit loans and car loans.

- 五、國外部：辦理中央主管機關核准之外匯業務，及經中央主管機關核准辦理之其他有關業務。

International Dept. : Handling the Bank's foreign exchange business approved by the central competent authority, and with the approval of the central competent authority handling other related business.

- 六、信託部：辦理中央主管機關核准之信託業務，及經中央主管機關核准辦理之其他有關業務。

Trust Dept. : Handling the Bank's trust business approved by the central competent authority, and with the approval of the central competent authority handling other related business.

- 七、信用卡部：掌理信用卡業務之企劃、審核、管理暨全行客戶服務等事項。

Credit Card Dept. : Taking charge of the planning, verification, management and overall customer service in relation to the Bank's credit card business.

- 八、債權管理部：掌理法律事務諮詢、不良債權之清理及督導管理。

NPL Collection Dept. : Managing the handling of legal counsel, as well as the handling and supervision of non-performing loans.

- 九、財務部：掌理全行資金調度、運用、資產負債管理、票債券業務、其他有價證券投資、長期股權投資及經中央主管機關核准辦理之其他有關業務。

Treasury Dept. : Taking charge of the deployment and utilization of the Bank's funds, the management of assets and liabilities, bills, bonds and securities business, other securities investment and long-term equity investment, and with the approval of the central competent authority handling other related business.

十、資訊室：掌理電腦作業之規劃、設計及作業管理等事項。

Management Information Dept. : Taking charge of the planning, design and operational management of the Bank's computerized operations.

十一、人力資源室：掌理全行人力業務規劃、任用、待遇、考核、獎懲、訓練、福利及其他人力相關業務之管理事項。

Human Resources Dept. : Handling the personnel planning, hiring, payment, evaluation, rewarding, training, welfare and other items related to human resource management for the Bank as a whole.

十二、會計室：掌理歲計、會計及統計事務。

Accounting Dept. : Handling the recording of expenditure, accounting and statistical matters.

十三、總務室：掌理機要文書、印信、會議編審，公共關係、股務、庶務、出納、物品採購、營繕、財產管理及不屬其他部室之事項。

General Affairs Dept. : Handling confidential documents, seal, the compilation of records of meetings, public relations, services, general matters, payment of cash, purchases of supplies, repairs, property management and other items that are not the responsibility of other departments.

十四、營業部：辦理中央主管機關核准之各種商業銀行業務，及經中央主管機關核准辦理之其他有關業務。

Business Dept. : Handling the various kinds of commercial banking business approved by the central competent authority, and with the approval of the central competent authority handling other related business.

十五、國際金融業務分行：辦理中央主管機關核准之國際金融業務，及經中央主管機關核准辦理之其他有關業務。

Offshore Banking Branch : Engaging in offshore banking business approved by the central competent authority, and handling other related business with the approval of the central competent authority.

十六、企業金融部：辦理企業金融相關業務之拓展行銷與管理，並依區域別或產品別設置企金一部、企金二部、企金三部、企金四部、企金五部、企金六部、企金七部及企金八部。

Corporate Finance Dept. : Handling the promotion and management of the Bank's corporate finance-related business, and based on geographical location and type of product establishing Corporate Finance Departments One, Two, Three, Four, Five, Six, Seven and Eight.

十七、財富管理部：掌理財富管理業務經營政策及作業準則之制定，負責本項業務之規劃、執行及理財業務人員之管理。

Wealth Management Dept. : Handling the formulation of the wealth management business operational policies and operating criteria, and being responsible for the planning and implementation of the Bank's business in this regard and for managing the personnel deployed in this area.

## (二) 董事、監察人、總經理、副總經理、協理、各部門及分支機構主管資料：

Directors, Supervisors, President, Executive Vice Presidents, Deputy EVPs, Department Heads and Branch Managers:

## 1-1. 董事、監察人資料 Directors and Supervisors

資料日期：94年12月31日 Date: December 31, 2005

職稱 Title	姓名 Name	選(就)任日期 Date Elected	任期 (年) Term Year	初次選任 日期 Date First Elected	選任時持有股份 Shareholding When Elected		現在持有股數 Current Shareholding		配偶、未成年子女 現在持有股份 Shareholding by Spouse and Juvenile Children		利用他人名義 持有股份 Shareholding Held in Others' Names		主要經(學)歷 Education and Prime Experience	目前兼任本行及 其他公司之職務 Current Positions Held	具配偶或二親等以內關係之 其他主管、董事或監察人 Spouse or Relatives Within the Second Degree of Relationship Holding Position as Executive, Director or Supervisor		
					股數 Shares	持股 比率% %	股數 Shares	持股 比率% %	股數 Shares	持股 比率% %	股數 Shares	持股 比率% %			職稱 Title	姓名 Name	關係 Relationship
董事長 Chairman	豐隆投資股份有限公司 —代表人：邱正雄 Paul C.H. Chiu, Representative, Full Young Investment Co., Ltd.	940610	3	880518	61,027,351	3.570	61,027,351	3.570	0	0	0	0	美國俄亥俄州立大學經濟學 士 Ohio State University 大華證券股份有限公司董事 長 Grand Cathay Securities Corp Chairman.	財金資訊股份有限公司董事 Director, Financial Service Information Co., Ltd.	無 None	無 None	無 None
常務董事 Executive Director	安廣實業股份有限公司 —代表人：蔡文賢 Wen-Hsien Tsai, Representative, An Chan Co., Ltd.	940610	3	940610	20,945,878	1.225	20,945,878	1.225	0	0	0	0	美國辛辛那提大學材料工程 博士 Cincinnati University (U.S.) 工研院研究室主任 Department Head, Industrial Technology Research Institute	友誼顧問股份有限公司董事長 Chairman, Uking Consulting Co. Ltd. 友旭國際股份有限公司董事長 Chairman, Ushe International Co. Ltd. 匯豐創業投資股份有限公司董事長 Chairman, Huel Yang Venture Capital Investment Crop. 國立交通大學副教授 Associate professor, National Chiao Tung University	無 None	無 None	無 None
常務董事 Executive Director	泰興實業股份有限公司 —代表人：林福郎 Chu-Yu Lin, Representative, Tai Yeh Co., Ltd.	940610	3	880518	17,803,886	1.041	17,803,886	1.041	0	0	0	0	政治大學地政研究所 National Chengchi University 宏泰建設股份有限公司副總 經理 Executive Vice President, Hung Tai Construction Co. Ltd.	宏泰建設股份有限公司董事 Director, Hung Tai Construction Co. Ltd. 泰聯投資股份有限公司董事 Director, Tai Lien Investment Co. Ltd.	無 None	無 None	無 None
董事 Director	林瑋琪 Yu-Ling Lin	940610	3	880518	54,182,649	3.170	54,182,649	3.170	0	0	0	0	力行高中 Li-Shing Senior High School 宏泰建設股份有限公司董事 長 Chairman, Hung Tai Construction Co., Ltd.	宏泰建設股份有限公司董事長 Chairman, Hung Tai Construction Co., Ltd.	董事會董事 Director 人力資源室主任 Head of Human Resources Dept.	林碧玉 Bih-Yu Lin 林鴻熙 Hong-Shi Lin	父女 Father/ Daughter 父子 Father/ Son
董事 Director	豐隆投資股份有限公司 —代表人：蔡明陽 Ming-Yang Tsai, Representative, Full Young Investment Co., Ltd.	940610	3	880518	61,027,351	3.570	61,027,351	3.570	0	0	0	0	台灣大學商學系國際貿易組 National Taiwan University 安泰銀行總稽核 Head Auditor, EnTie Commercial Bank	無 None	無 None	無 None	無 None
董事 Director	寶盛投資股份有限公司 —代表人：陳伯謙 Po-Yung Chen, Representative, Pao Shen Investment Co., Ltd.	940610	3	850412	15,888,096	0.930	15,888,096	0.930	0	0	0	0	密西根州聖母大學企業管理 研究所 Madonna university, Livonia, Michigan 安泰銀行代理總經理 EVP, EnTie Commercial Bank	金安泰保險代理人股份有限公司董 事長 Chairman King EnTie Life Insurance Agent Co. Ltd. 聯誠創業投資股份有限公司董事 Director, Capital Venture Fund II Co. Ltd.	無 None	無 None	無 None
董事 Director	瑞興實業股份有限公司 —代表人：林碧玉 Bih-Yu Lin, Representative, Ruei King Co., Ltd.	940610	3	870416	11,101,664	0.650	11,101,664	0.650	81,449	0.005	0	0	美國南加州大學碩士 University of Southern California 瑞興實業股份有限公司監察 人 Supervisor, Yu Bau Enterprise Co., Ltd.	瑞興實業股份有限公司監察人 Supervisor, Yu Bau Enterprise Co., Ltd.	董事會董事 Board Director 人力資源室主任 Head, Human Resources Dept.	林瑋琪 Yu-Ling Lin 林鴻熙 Hong-Shi Lin	父女 Father/ Daughter 兄弟 Sister/ Brother
董事 Director	胡夢熊 Meng-Shyong Hu	940610	3	910617	12,511	0.000	12,511	0.000	0	0	0	0	台北商專 Taipei Commercial College 安泰銀行協理 Deputy EVP EnTie Commercial Bank	無 None	無 None	無 None	無 None
董事 Director	葉正毅 Chen-Yee Yeh	940610	3	850412	1,464,393	0.085	1,464,393	0.085	0	0	0	0	台北工專 National Taipei Institute of Technology 六合育樂股份有限公司董事長 Chairman, Liu Ho Entertainment Co. Ltd	世界民俗文化事業有限公司董事長 Director, World Customs & Culture Enterprise Co. Ltd.	無 None	無 None	無 None
常駐監察人 Resident Supervisor	良績實業股份有限公司 —代表人：張根慶 Ken-Teng Chang, Representative, Liang Chi Co., Ltd.	940610	3	940610	20,956,411	1.225	20,956,411	1.225	0	0	0	0	中興大學經濟系 National Chung-Hsing University 安泰銀行總經理 President, EnTie Commercial Bank	聯邦票券金融股份有限公司常務董事 Director, Union Bills Finance Corp. 承繼創業投資股份有限公司董事 Director, Cheng Yang Venture Capital Investment Corp.	無 None	無 None	無 None
監察人 Supervisor	銀豐實業股份有限公司 —代表人：李朝連 M. L. Lee, Representative, Ein Feng Co., Ltd.	940610	3	850412	10,495,597	0.614	10,495,597	0.614	0	0	0	0	台灣大學商學系 National Taiwan University 安泰銀行副總經理 EVP EnTie Commercial Bank	群湖工業股份有限公司監察人 Supervisor, Group Industry Co. Ltd.	無 None	無 None	無 None

## 1-2. 法人股東之主要股東 Major Stockholders of EnTie Commercial Bank

資料日期：94年12月31日 Date: December 31, 2005

法人股東名稱 Name of Legal Entity	法人股東之主要股東 Major Stockholder(s)
豐陽投資(股)公司 Full Young Investment Co., Ltd	民輝實業、旺興實業、泰群實業、勝祥實業、凱達實業、鴻勝實業 Ming Hwei Co., Ltd. Wang Hsiang Co., Ltd. Tai Chuan Co., Ltd. Sheng Hsiang Co., Ltd. Kae Dar Enterprise Co., Ltd. Hong Shen Enterprise Co., Ltd.
安展實業(股)公司 An Chan Co., Ltd.	李東進、陳敏慧、林長隆 Tung-Ta Lee, Min-Huei Chen, Chan-Lung Lin
泰業實業(股)公司 Tai Yeh Co., Ltd	魏大凌 Da-Ling Wei
寶盛投資(股)公司 Pao Shen Investment Co., Ltd	銀豐實業、漢寶實業、凱達實業、鴻勝實業、勝祥實業、鴻昌實業、泰群實業 Ein Feng Co., Ltd. Hann Bau Co., Ltd. Kae Dar Enterprise Co., Ltd. Hong Shen Enterprise Co., Ltd. Sheng Hsiang Co., Ltd. Hong Chang Co., Ltd. Tai Chuan Co., Ltd.
瑞金實業(股)公司 Ruei King Co., Ltd.	呂育成、張志定、黃淑華 Yu-Cheng Lu, Chi-Ting Chang, Shu-Hua Huang
良績實業(股)公司 Liang Chi Co., Ltd.	張志定、林逸文、翁興木 Chi-Ting Chang, Yi-Wen Lin, Hsing-Mu Ong
銀豐實業(股)公司 Ein Feng Co., Ltd.	林建全 Chien-Chuan Lin

## 1-3. 上表主要股東為法人者其主要股東 Major Stockholders in Above Legal Entities

資料日期：94年12月31日 Date: December 31, 2005

法人股東名稱 Name of Legal Entity	法人股東之主要股東 Major Stockholders
民輝實業(股)公司 Ming Hwei Co., Ltd.	陳娟薇 Chuan-Wei Chen
旺興實業(股)公司 Wang Hsiang Co., Ltd.	翁興木、呂育成 Hsing-Mu Ong, Yu-Cheng Lu
泰群實業(股)公司 Tai Chuan Co., Ltd.	林長隆、陳娟薇 Chan-Lung Lin, Chuan-Wei Chen
勝祥實業(股)公司 Sheng Hsiang Co., Ltd.	翁興木 Hsing-Mu Ong
凱達實業(股)公司 Kae Dar Enterprise Co., Ltd.	高順發、高宗賢 Shun-Fa Kao, Tzung-Hsien Kao
鴻勝實業(股)公司 Hong Shen Enterprise Co., Ltd.	翁興木、呂育成 Hsing-Mu Ong, Yu-Chen Lu
銀豐實業(股)公司 Ein Feng Co., Ltd.	林建全 Chien-Chuan Lin
漢寶實業(股)公司 Hann Bau Co., Ltd.	林碧華、林碧真、林鴻南 Bih-Hwa Lin, Bi-Chen Lin, Hung-Nan Lin
鴻昌實業(股)公司 Hong Chang Co., Ltd.	李東進 Tung-Ta Lee

## 2. 董事、監察人是否具有五年以上商務、法律、財務或銀行業務所須之工作經驗

## Checklist to Determine Whether Directors and Supervisors have 5 or more Years of Experience in Commerce, Law, Finance or Banking

條件 Condition	具有五年以上商務、法律、財務或銀行業務所須之工作經驗 Has five or more years of work experience in commerce, law, finance or banking	非為銀行之受僱人或其關係企業之董事、監察人或受僱人 Is not a director or a supervisor, nor is hired by individuals hired by the Bank or their related enterprises.	非直接或間接持有銀行已發行股份總額百分之一以上或持股前十名之自然人股東 Does not directly or indirectly hold more than 1% of the Bank's total issued stock nor is one of the Bank's top ten shareholders.	非為前二類人之配偶或其二親等以內直系親屬 Is not the spouse or the relative within the second degree of relationship with the previous two types of people.	非直接或間接持有銀行已發行股份總額百分之五以上法人股東之董事、監察人、受僱人或持股前五名法人股東之董事、監察人、受僱人 Is not a director, supervisor, manager who directly or indirectly hold more than 5% of the Bank's total issued stock or a director, supervisor or employee of one of the Bank's five largest shareholders.	非與銀行有財務、業務往來之特定公司或機構之董事、監察人、經理人或持股百分之五以上股東 Is not a director, supervisor, manager or holder of more than 5% of the shares in a company or institution that has financial or business dealings with the Bank.	非為最近一年內提供銀行或關係企業財務、商務、法律等服務、諮詢之專業人士、獨資、合夥、公司或機構團體之企業主、合夥人、董事(理事)、監察人(監事)、經理人及其配偶 Is not the head of, a partner, a director, supervisor, or manager of a consulting firm, sole investor, partner, company or organization that has within the last year provided financial, commercial or legal services to the Bank or its related enterprises.	備註 Note
姓名 Name								
邱正雄 Paul C.H. Chiu	√	√	√	√	√	√	√	
蔡文賢 Wen-Hsien Tsai	√	√	√	√	√	√	√	
林相郁 Chu-Yu Lin	√	√	√	√	√	√	√	
林瑋璿 Yu-Ling Lin	√	√	√	√	√	√	√	
蔡明陽 Ming-Yung Tsai	√	√	√	√	√	√	√	
陳伯謙 Po-Yung Chen	√	√	√	√	√	√	√	
林碧玉 Bih-Yu Lin	√	√	√	√	√	√	√	
胡夢熊 Meng-Shyong Hu	√	√	√	√	√	√	√	
葉正毅 Chen-Yee Yeh	√	√	√	√	√	√	√	
張根強 Ken-Teng Chang	√	√	√	√	√	√	√	
李明遠 M.L. Lee	√	√	√	√	√	√	√	

## 3. 總經理、副總經理、協理、各部門及分支機構主管資料

## The President, Executive and Senior Vice Presidents and their Deputies, Department and Branch Managers

資料日期：95年3月23日

職稱 Title	姓名 Name	選(就)任 日期 Date Elected	持有股份 Shareholding		配偶及未成年子 女持有之股份 Shareholding by Spouse and Juvenile Children		利用他人名 義持有股份 Shareholding in Others' Names		主要學經歷 Education and Prime Experience	目前兼任其他 公司之職務 Other Titles in Other Corporations	具配偶或二親等以內關係 之經理人 Managers who are Spouses and Relatives to the Second Degree		
			股數 Shares	%	股數 Shares	%	股數 Shares	%			職稱 Title	姓名 Name	關係 Relationship
總經理 President	王澹智 Jiunn-Chih Wang	95/3/1	0	0	0	0	0	0	政治大學經濟研究所、中央信託局總經理 National Chengchi University / President, Central Trust of China	無 None	無 None	無 None	無 None
副總經理 Executive Vice President	陳伯勳 Po-Yung Chen	88/3/18	22,656	0.001	826	0	0	0	密西根州聖母大學企業管理研究所、安泰銀行代理總經理 Madonna University, Livonia, Michigan / EVP, EnTie Commercial Bank	群威創業投資(股)公司董事 Director, Capital Venture Fund II Co., Ltd. 金安泰保險代理人(股)公司董事長 Chairman, King EnTie Life Insurance Agent Co., Ltd.	無 None	無 None	無 None
副總經理 Executive Vice President	唐存智 Tsung-Chi Tang	91/7/1	52,471	0.003	0	0	0	0	逢甲大學銀行保險系、安泰銀行副總經理兼總務室主任 Feng Chia University / EVP & Manager, EnTie Commercial Bank	安泰證券金融(股)公司董事 Director, EnTie Securities Finance Co., Ltd.	無 None	無 None	無 None
副總經理兼 營業部經理 Executive Vice President & Head of Business Dept.	黃正隆 Cheng-Lung Huang	89/4/1	220	0	244	0	0	0	美國普萊斯頓大學企業管理研究所、安泰銀行副總經理兼營業部企企區域中心經理 Preston University / EVP & Manager, EnTie Commercial Ban	無 None	松江分行經理 Sungchiang Branch Manager	黃培仁 Pei-Jen Huang	兄弟 Brother
總稽核 Executive Vice President & Head Auditor	嚴建三 Chien-San Yen	94/8/22	18,000	0.001	0	0	0	0	政治大學會計研究所、安泰銀行協理兼會計室主任 National Chengchi University / SVP & Manager, EnTie Commercial Bank	安泰證券金融(股)公司監察人 Supervisor, EnTie Securities Finance Co., Ltd. 金安泰保險代理人(股)公司監察人 Supervisor, King EnTie Life Insurance Agent Co., Ltd.	無 None	無 None	無 None
副總經理兼 企劃部經理 Executive vice President & Manager, Corporate Planning Department	李智 Chih Lee	94/4/21	0	0	0	0	0	0	淡江大學銀行系、安泰銀行副總經理兼企劃部經理兼消金管理部經理 Tamkang University / EVP & Manager, EnTie Commercial Bank	聯邦票券金融(股)公司董事 Director, Union Bills Finance Corp. 金安泰保險代理人(股)公司董事 Director, King EnTie Life Insurance Agent Co., Ltd.	無 None	無 None	無 None
副總經理兼 審查部經理 Executive vice President & Manager, Examination Dept.	陳賴鋒 Lai-Feng Chen	94/4/21	213,098	0.012	250	0	0	0	政治大學財政稅務系、安泰銀行協理兼審查部經理 National Chengchi University / Deputy Evp & Manager, EnTie Commercial Bank	金安泰保險代理人(股)公司董事 Director, King EnTie Life Insurance Agent Co., Ltd.	無 None	無 None	無 None

協理兼財務部經理 Deputy EVP & Manager Treasury Dept.	陳宏彬 Hung-Bin Chen	92/3/10	0	0	0	0	0	0	政治大學銀行系、世華銀行財務部經理 National Chengchi University / SVP, United World Chinese Commercial Bank	聯邦票券金融(股)公司董事 Director, Union Bills Finance Corp. 力宇創業投資(股)公司董事 Director, Universal Venture Fund International 金安泰保險代理人(股)公司總經理 President, King EnTie Life Insurance Agent Co., Ltd.	無 None	無 None	無 None
會計室副主任 Head of Accounting Dept.	蔡馨慧 Hsiang-Huei Tsai	94/8/23	0	0	0	0	0	0	政治大學財政稅務系、安泰銀行會計室襄理 National Chengchi University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	
總務室主任 Head of General Affairs Dept.	張志明 Chih-Ming Chang	95/1/10	0	0	0	0	0	0	十信工商綜合商科、安泰銀行二重分行經理 10th Credit Cooperative Business School / SVP, EnTie Commercial Bank	無 None	無 None	無 None	
人力資源室主任 Head of Human Resources Dept.	林鴻熙 Hong-Shi Lin	89/5/22	28,324,803	1.657	0	0	0	0	美國加州大學、安泰銀行董事會秘書室主任秘書 University of California / SVP, EnTie Commercial Bank	安泰證券金融(股)公司常務董事 Executive Director, EnTie Securities Finance Co., Ltd.	董事會 Board Director	林培璘 Yu-Ling Lin 林碧玉 Bih-Yu Lin	父子 Father/son 兄弟 Sibling
資訊室主任 Head of Management Information Dept.	吳明玲 Ming-Ling Wu	89/4/1	241,417	0.014	0	0	0	0	台北大學企業管理研究所、安泰銀行資訊室主任兼電子金融部經理 National Taipei University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	
信託部經理 Manager, Trust Department	張振芳 Chen-Fang Chang	92/11/14	0	0	0	0	0	0	東海大學企業管理研究所、安泰銀行營業部經理 Tunghai University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	
財富管理部經理 Manager, Wealth Management Dept.	徐秀玲 Hsiu-Ling Hsu	94/8/1	0	0	0	0	0	0	台北商專會計統計科、安泰銀行信託部副理 Taipei Vocational College, VP, EnTie Commercial Bank	無 None	無 None	無 None	
債權管理部經理 Manager, NPL Collection Dept.	張寬欽 Kuan-Chin Chang	94/6/13	0	0	0	0	0	0	輔仁大學法律系、國泰世華銀行新店分行經理 FuJen Catholic University / SVP, Cathay United Bank	無 None	無 None	無 None	
信用卡部經理 Manager, Credit Card Department	留敬中 Ching-Chung Liu	94/8/22	0	0	0	0	0	0	淡江大學管理研究所、東吳大學法律研究所、中華銀行信用卡部經理 Tamkang University/ Soochow University/ SVP, The Chinese Bank	無 None	無 None	無 None	
消金行銷部經理 Consumer Finance Promotion Dept.	洪琦昇 Chi-Sheng Hung	95/1/6	0	0	0	0	0	0	大同大學事業經營研究所、安泰銀行信貸行銷部經理 Tatung University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	
消金管理部經理 Manager, Consumer Finance Management Dept.	翁李綱 Li-Kang Ong	94/6/13	0	0	0	0	0	0	東海大學會計系、國泰世華銀行信用卡事業處副處長兼作業部經理 Tunghai University / SVP, Cathay United Bank	無 None	無 None	無 None	

企企一部經理 Manager, Corporate Finance Department One	賴偉哲 Wei-Che Lai	94/2/24	0	0	0	0	0	0	0	台灣大學農業經濟系、國泰世華銀行 法金部北市中區區域組經理 National Taiwan University / Manager, Cathay United Bank	無 None	無 None	無 None	無 None
企企三部經理 Manager, Corporate Finance Department Three	吳世清 Shih-Ching Wu	94/3/2	0	0	0	0	0	0	0	逢甲大學財政稅務系、國泰世華銀行 南京東路分行經理 Fengchia University / Manager, Cathay United Bank	無 None	無 None	無 None	無 None
台南分行經理 兼企企四部經 理 Branch Manager & Manager, Corporate Finance Department Four	林瀚源 Chao-Yuan Lin	95/3/14	0	0	0	0	0	0	0	東吳大學經濟系、安泰銀行企企四部 經理 Soochow University / Manager, EnTie Commercial Bank	無 None	無 None	無 None	無 None
中崙分行經理 Changlun Branch Manager	潘建維 Chien- Hsiung Pan	93/4/1	0	0	0	0	0	0	0	美國加州大學企業管理研究所、安泰 銀行財務部副理 University of California / VP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
建國分行經理 Chienkuo Branch Manager	王永年 Yung-Nian Wang	95/1/10	0	0	0	0	0	0	0	中國文化大學會計系、安泰銀行松山 分行經理 Chinese Cultural University / VP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
瑞光分行經理 Rueiguang Branch Manager	劉錦泉 Chin-Chuan Liu	95/1/10	0	0	0	0	0	0	0	輔仁大學經濟系、安泰銀行審查部副 理 FuJen Catholic University / VP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
內湖簡易型分 行經理 Neihu Mini Branch Manager	汪壽昌 Suo-Chang Wang	95/2/21	0	0	0	0	0	0	0	東吳大學企業管理系、安泰銀行南門 分行襄理 Soochow University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
民生東簡易型 分行經理 Mingshen East Mini Branch Manager	廖香茹 Hsiang-Ju Liao	94/3/3	8,356	0	0	0	0	0	0	工業技術學院企業管理研究所、安泰 銀行企劃部襄理 National Taiwan University of Science and Technology / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
信義分行經理 Hsinyi Branch Manager	喬旭光 Hsu-Kuang Chiao	92/12/1	0	0	0	0	0	0	0	加州阿蘇薩大學企業管理研究所、安 泰銀行信義分行企企區域中心經理兼 信義分行經理 Azusa Pacific University, CA / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
敦南分行經理 Tunnan Branch Manager	李九賢 Chiu-Hsien Lee	93/7/7	0	0	0	0	0	0	0	國際商專企業管理科、安泰銀行通化 簡易型分行經理 Kuo Chi Senior Vocational High School of Commerce and Technology / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
松山分行經理 Sungshan Branch Manager	徐明山 Ming-Shan Shou	95/1/10	427	0	0	0	0	0	0	台北商專附設專專銀行保險科、安泰 銀行建國分行經理 Taipei Vocational College / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
專門委員兼 忠孝分行經理 Specialist & Chunghsiao Branch Manager	趙永裕 Yung-Yu Chao	95/1/10	11,787	0.001	0	0	0	0	0	美國聖母大學企業管理研究所、安泰 銀行專門委員兼瑞光分行經理 Madonna University, USA / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
世貿分行經理 Shimau Branch Manager	王縵妙 Feng-Miao Wang	95/1/10	0	0	0	0	0	0	0	東海大學企業管理系、安泰銀行石牌 簡易型分行經理 Soochow University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
通化簡易型分 行經理 Tunghua Mini Branch Manager	黃珍惠 Chen-Huei Huang	94/12/1	0	0	0	0	0	0	0	中國文化大學會計系、安泰銀行信義 分行襄理 Chinese Culture University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None



永吉簡易型分行經理 Yungchi Mini Branch Manager	張謙諒 Chien-Liang Chang	95/1/10	0	0	0	0	0	0	0	銘傳大學財務金融研究所、安泰銀行信義分行副理 Ming-Chuan University / VP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
延平分行經理 Yenping Branch Manager	鄭明仁 Ming-Jen Cheng	93/8/1	0	0	0	0	0	0	0	淡江大學國際貿易系、安泰銀行新竹分行經理 Tamkang University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
長安東路分行經理 Changan E. Rd. Branch Manager	何慶煌 Ching-Huang Ho	95/1/10	449	0	0	0	0	0	0	淡水工商管理學院財務金融系、安泰銀行世貿分行經理 Tamsui Oxford College / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
松江分行經理 Sungchiang Branch Manager	黃培仁 Pei-Jen Huang	92/8/13	18,457	0	0	0	0	0	0	中興大學經濟系、安泰銀行延平分行經理 Chung-Hsing University / SVP, EnTie Commercial Bank	無 None	副總經理兼營業部經理 EVP & Head of Business Dept.	黃正隆 Cheng-Lung Huang	兄弟 Brother
農安分行經理 Nungan Branch Manager	張豐麟 Feng-Lin Chang	95/1/10	0	0	0	0	0	0	0	淡江大學財務金融系、安泰銀行汀州簡易型分行經理 Tamkang University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
民權分行經理 Minchuan Branch Manager	施崇明 Chung-Ming Shih	94/8/22	36,513	0.002	0	0	0	0	0	中國文化大學法律系、安泰銀行景美分行經理 Chinese Culture University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
天母分行經理 Tienmou Branch Manager	李勇杰 Yung-Chieh Lee	94/3/3	65,000	0.004	0	0	0	0	0	中國文化大學會計系、安泰銀行內湖簡易型分行經理 Chinese Culture University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
石牌簡易型分行經理 Shihpai Mini Branch Manager	林倚光 Yi-Kuang Lin	95/1/10	7,000	0	0	0	0	0	0	淡江大學財務金融系、安泰銀行企劃部襄理 Tamkang University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
和平分行經理 Hoping Branch Manager	劉家祿 Jia-Lu Liu	92/9/1	0	0	0	0	0	0	0	台灣大學經濟研究所、美國包維爾市大學企管研究所、安泰銀行和平分行企金區域中心經理兼和平分行經理 National Taiwan University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
南門分行經理 Nanmen Branch Manager	游建來 Chien-Lai You	92/2/27	432	0	0	0	0	0	0	輔仁大學經濟系、安泰銀行和平分行企金區域中心經理兼和平分行經理 FuJen Catholic University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
興隆分行經理 Hsinglung Branch Manager	魏文輝 Wen-Huei Wei	93/8/1	0	0	0	0	0	0	0	東海大學企業管理研究所、安泰銀行汀州簡易型分行經理 Tunghai University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
景美分行經理 Chingmei Branch Manager	錢傳仁 Shuan-Jen	94/8/22	0	0	0	0	0	0	0	台北商專財政稅務科、安泰銀行中和分行經理 Taipei Vocational College / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
新店分行經理 Hsintien Branch Manager	陳明仁 Ming-Jen Chen	94/8/22	2,523	0	0	0	0	0	0	淡水工商管理專校會計統計科、安泰銀行民權分行經理 Tamsui Oxford College / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
汀州簡易型分行經理 Tingchou Mini Branch Manager	卓慧娟 Huei-Hou Chuo	95/1/10	733	0	0	0	0	0	0	中興大學合作經濟系、安泰銀行國外部襄理兼國際金融業務分行襄理 Chung-Hsing University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
板橋分行經理 Panchiao Branch Manager	潘智慧 Jr-Huei Pan	95/1/10	7,894	0	0	0	0	0	0	輔仁大學經濟系、安泰銀行忠孝分行經理 FuJen Catholic University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
中和分行經理 Chungho Branch Manager	諶朝義 Chao-Yi Chen	94/8/22	12,215	0.001	0	0	0	0	0	亞東工商專校電子計算機科、安泰銀行新店分行經理 Yatung Commercial School / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
永和分行經理 Yungho Branch Manager	周守德 Shou-Der Chou	94/3/3	0	0	0	0	0	0	0	東吳大學經濟系、安泰銀行營業部副理 Soochow University / VP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
土城簡易型分行經理 Tucheng Mini Branch Manager	沈文濱 Wen-Pin Shen	93/2/27	39,000	0.002	0	0	0	0	0	東吳大學商用數學系、安泰銀行板橋分行企金區域中心襄理 Soochow University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None

二重分行經理 Erchung Branch Manager	黃世光 Shih-Kuang Huang	95/1/10	0	0	0	0	0	0	0	崇右企專國際貿易科、安泰銀行板橋分行經理 Chung-You Commercial School / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
新莊分行經理 Hsinchuang Branch Manager	曹昌隆 Chang-Lung Tsao	92/11/14	0	0	0	0	0	0	0	逢甲大學企業管理系、安泰銀行信義分行經理 Fengchia University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
蘆洲分行經理 Luchou Branch Manager	林順興 Shun-Hsing Lin	90/10/25	0	0	0	0	0	0	0	醒吾技術學院附設專校銀行保險科、安泰銀行蘆洲分行副理 Hsing Wu College / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
三重簡易型分行經理 Sanchung Mini Branch Manager	楊宗祐 Tsung-You Yang	95/1/10	2,000	0	0	0	0	0	0	醒吾商專銀行保險科、安泰銀行永吉簡易型分行經理 Hsing Wu College / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
桃園分行經理 Taoyuan Branch Manager	周賢陽 Shian-Yang Chou	92/9/1	41,471	0.002	0	0	0	0	0	淡江大學國際貿易系、安泰銀行桃園分行企金區域中心經理兼桃園分行經理 Tamkang University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
中壢分行經理 Chungli Branch Manager	黃賢榮 Shian-Lung Huang	91/12/25	0	0	0	0	0	0	0	政治大學附設空中行專行政科、安泰銀行桃園分行企金區域中心副理 National Chengchi University / VP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
西歷分行經理 Hsili Branch Manager	蘇文輝 Wen-Huei Shu	94/12/1	0	0	0	0	0	0	0	中興大學地政系、安泰銀行通化簡易型分行經理 Chung-Shing University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
北桃園簡易型分行經理 North Taoyuan Mini Branch Manager	林義雄 Yi-Hsiung Lin	94/10/19	0	0	0	0	0	0	0	淡江大學財務金融系、安泰銀行桃園分行襄理 Tamkang University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
龍潭簡易型分行經理 Lungtan Mini Branch Manager	魏建發 Chien-Fa Wei	93/7/19	0	0	0	0	0	0	0	中國文化大學國際貿易系、安泰銀行桃園分行襄理 Chinese Culture University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
八德簡易型分行經理 Pa-Der Mini Branch Manager	賴明輝 Ming-Huei Lai	94/10/19	10,000	0.001	0	0	0	0	0	英國伯明罕大學企業管理研究所、安泰銀行北桃園簡易型分行經理 Birmingham University, U.K. / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
新竹分行經理 Hsinchu Branch Manager	楊志明 Chih-Ming Yang	93/8/1	0	0	0	0	0	0	0	東海大學統計系、安泰銀行興隆分行經理 Tunghai University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
竹北簡易型分行經理 Chupei Mini Branch Manager	陳勝烽 Sheng-Feng Chen	94/3/3	0	0	0	0	0	0	0	逢甲大學經濟研究所、安泰銀行新竹分行副理 Feng Chia University / VP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
台中分行經理 Taichung Branch Manager	郭建宏 Chien-Hung Kuo	92/9/1	61,000	0.004	0	0	0	0	0	東海大學企業管理系、台中分行企金區域中心代理經理兼台中分行經理 Tunghai University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
豐原分行經理 Fongyuan Branch Manager	梁進明 Chin-Ming Liang	94/8/19	1,471	0	0	0	0	0	0	逢甲大學銀行保險系、安泰銀行沙鹿分行經理 Feng Chia University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
沙鹿分行經理 Shalu Branch Manager	李滿年 Man-Lian Lee	94/8/19	7,000	0	0	0	0	0	0	台中商專附設空專企業管理科、安泰銀行新竹分行一等專員 Taichung Vocational College / VP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
員林分行經理 Yuanlin Branch Manager	黃健信 Jian-Shin Huang	95/3/1	0	0	0	0	0	0	0	長榮大學會計系、安泰銀行企金四部二等專員 Chang Jung Christian University / VP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
嘉義分行經理 Chiayi Branch Manager	孫永昌 Yung-Chang Sun	91/10/1	0	0	0	0	0	0	0	逢甲大學會計系、安泰銀行嘉義分行副理 Feng Chia University / VP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
永康分行經理 Yungkung Branch Manager	李龍在 Lung-Tsai Lee	94/8/22	478	0	0	0	0	0	0	中山大學企業管理研究所、安泰銀行鳳山分行經理 Sun-Yat Sen University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
協理兼高雄分行經理 Deputy EVP & Kaohsiung Branch Manager	許文智 Wen-Chih Hsu	94/8/22	3,873	0	0	0	0	0	0	台北商專會計統計科、安泰銀行協理兼台南分行經理 Taipei Vocational College / Deputy EVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None

前金分行經理 Chienchin Branch Manager	莊慶隆 Ching-Lung Chuang	95/1/10	12,405	0.001	0	0	0	0	淡江大學會計系、安泰銀行北高雄分行經理 Tamkang University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
鳳山分行經理 Fengshan Branch Manager	陳德信 Der-Hsin Chen	94/8/22	200	0	0	0	0	0	中興大學統計系、安泰銀行永康分行經理 Chung Hsing University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None
北高雄分行經理 North Kaohsiung Branch Manager	葉嘉濱 Chia-Bin Yeh	95/1/10	121,471	0.007	0	0	0	0	成功大學企業管理系、安泰銀行前金分行經理 Cheng Kung University / SVP, EnTie Commercial Bank	無 None	無 None	無 None	無 None

註：持有股份之資料日期為95年2月28日

Note: The date of Shareholding is Feb 28, 2006

4. 最近年度支付董事、監察人、總經理及副總經理之酬金

Remuneration of Directors, Supervisors, the President and Executive Vice Presidents in 2005

(1) 董事之酬金 Directors' Remuneration

資料日期：94年12月31日 Date: 31-Dec-05

單位：新台幣仟元 Unit: Thousands of NT dollars; %

職稱 Title	姓名 Name	車馬費 Travel Allowance		報酬 Compensation		盈餘分配之董事酬勞 Compensation Appropriated to Directors from Earnings		盈餘分配之員工紅利金額 Employee Dividends Appropriated from Earnings								前四項總額 Sum of 4 items on left		總額占稅後純益之比例 (%) Total Amount as a Proportion of Net Income	取得員工認股權憑證數量 Amount of Exercising of Employee Stock Options		其他報酬 Other Compensation				
		本行 EnTie Commercial Bank	合併報表內 所有公司 Included in Consolidated Financial Statements	本行 EnTie Commercial Bank	合併報表內 所有公司 Included in Consolidated Financial Statements	本行 EnTie Commercial Bank	合併報表內 所有公司 Included in Consolidated Financial Statements	本行 EnTie Commercial Bank				合併報表內所有公司 All Companies Included in Consolidated Financial Statements				本行 EnTie Commercial Bank	合併報表內 所有公司 Included in Consolidated Financial Statements	本行 EnTie Commercial Bank	合併報表內 所有公司 Included in Consolidated Financial Statements	本行 EnTie Commercial Bank	合併報表內 所有公司 Included in Consolidated Financial Statements				
								現金股利 Cash Dividend	股數 Shares	市價 Market Value	金額 Amount	現金股利 Cash Dividend	股數 Shares	市價 Market Value	金額 Amount										
董事長 Chairman	豐隆投資股份有限公司 代表人：邱正雄 Paul C.H. Chiu, Representative, Full Young Investment Co.,Ltd																								
董事 Director	林瑋瑛 Yu-Ling Lin																								
董事 Director	葉正毅 Chen-Yee Yeh																								
董事 Director	豐隆投資股份有限公司 代表人：蔡明騰 Ming-Yang Tsai, Representative, Full Young Investment Co.,Ltd																								
董事 Director	寶盛投資股份有限公司 代表人：陳伯謙 Po-Yung Chen, Representative, Pao Shen Investment Co.,Ltd		8,486			無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None
董事 Director	瑞益實業股份有限公司 代表人：林碧玉 Bih-Yu Lin, Representative, Ruei King Co.,Ltd																								
董事 Director	胡夢熊 Meng-Shyong Hu																								
常務董事 Executive Director	安順實業股份有限公司 代表人：蔡文賢 Wen-Hsien Tsai, Representative, An Chan Co.,Ltd																								
常務董事 Executive Director	泰業實業股份有限公司 代表人：林福郁 Chu-Yu Lin, Representative, Tai Yeh Co.,Ltd																								

給付本行各個董事酬金級距 Directors' Remuneration	董事人數 Number of Directors	
	年度 Year	
	本行 EnTie Commercial Bank	合併報表內所有公司 All Companies Included in Consolidated Financial Statements
NT\$1 ~ NT\$1,999,999	8	0
NT\$2,000,000 ~ NT\$5,000,000	0	0
NT\$5,000,000 ~ NT\$10,000,000	1	0
NT\$10,000,000 ~ NT\$50,000,000	0	0
NT\$50,000,000 以上 / and above	0	0
總計 Total	9	0

## (2) 監察人之酬金 Supervisors' Remuneration

資料日期：94年12月31日 Date: 31-Dec-05  
單位：新台幣仟元 Unit: Thousands of NT dollars; %

職稱 Title	姓名 Name	車馬費 Travel Allowance		報酬 Compensation		盈餘分配之監察人酬勞 Compensation Appropriated to Supervisors from Earnings		前三項總額 Sum of Two Items on Left		總額占稅後純益之比例(%) Total Amount as a Proportion of Net Income		其他報酬 Other Compensation			
		本行 EnTie Commercial Bank	合併報表內 所有公司 All Companies Included in Consolidated Financial Statements	本行 EnTie Commercial Bank	合併報表內 所有公司 All Companies Included in Consolidated Financial Statements	本行 EnTie Commercial Bank	合併報表內 所有公司 All Companies Included in Consolidated Financial Statements	本行 EnTie Commercial Bank	合併報表內 所有公司 All Companies Included in Consolidated Financial Statements	本行 EnTie Commercial Bank	合併報表內 所有公司 All Companies Included in Consolidated Financial Statements	本行 EnTie Commercial Bank	合併報表內 所有公司 All Companies Included in Consolidated Financial Statements	本行 EnTie Commercial Bank	合併報表內 所有公司 All Companies Included in Consolidated Financial Statements
常駐監察人 Resident Supervisor	良續實業股份有限公司 代表人：張根藤 Ken-Ting Chang, Representative, Liang Chi Co.,Ltd		1,601			無 None	無 None	1,601		37.94%		無 None	無 None		
監察人 Supervisor	銀豐實業股份有限公司 代表人：李明達 M.L. Lee, Representative, Ein Feng Co.,Ltd														

備註：1.張根藤94/06/10就任常駐監察人、94/06/10卸任常務董事

2.李明達94/06/10就任監察人、94/06/10卸任常駐監察人

Note:1.Ken-Teng Chang was Elected as the Resident Supervisor on June 10, 2005, and Resigned the Executive Director on the Same Date.

2.M. L. Lee was Elected as the Supervisor on June 10, 2005, and Resigned the Resident Supervisor on the Same Date.

給付本行各個監察人酬金級距 Supervisors' Remuneration	監察人人數 Number of Supervisors	
	年度 Year	
	本行 EnTie Commercial Bank	合併報表內所有公司 All companies in the Bank's consolidated financial statements
NT\$1~ NT\$1,999,999	2	0
NT\$2,000,000~NT\$5,000,000	0	0
NT\$5,000,000~NT\$10,000,000	0	0
NT\$10,000,000~NT\$50,000,000	0	0
NT\$50,000,000 以上 / and above	0	0
總計 Total	2	0

## (3) 總經理及副總經理之酬金 President's and Executive Vice Presidents' Remuneration

資料日期：94年12月31日 Date: 31-Dec-05  
單位：新台幣仟元 Unit: Thousands of NT dollars; %

職稱 Title	姓名 Name	薪資 Salary		獎金及津貼 Travel Allowance		盈餘分配之員工福利金額 Employee Dividends Appropriated from Earnings								前三項總額 Sum of Three Items on Left		總額占稅後純益之比例(%) Total Amount as a Proportion of Net Income		取得員工認股權證數量 Amount of Exercising of Stock Options		其他報酬 Other Compensation	
		本行 EnTie Commercial Bank	合併報表內 所有公司 All Companies Included in Consolidated Financial Statements	本行 EnTie Commercial Bank	合併報表內 所有公司 All Companies Included in Consolidated Financial Statement	本行 EnTie Commercial Bank				合併報表內所有公司 All Companies Included in Consolidated Financial Statements				本行 EnTie Commercial Bank	合併報表內 所有公司 All Companies Included in Consolidated Financial Statements	本行 EnTie Commercial Bank	合併報表內 所有公司 All Companies Included in Consolidated Financial Statements	本行 EnTie Commercial Bank	合併報表內 所有公司 All Companies Included in Consolidated Financial Statements		
						現金股利 Cash Dividend	股票股利 Share Dividends		現金股利 Cash Dividend	股票股利 Share Dividends											
		股數 Shares	市價 Market Value	金額 Amount	股數 Shares		市價 Market Value	金額 Amount													
總經理 President	蔡清雲 Ching-Yun Tsai																				
代理總經理 President	陳伯雄 Po-Yung Chen																				
副總經理 Executive Vice President	唐存智 Tsong-Chi Tang																				
副總經理 Executive Vice President	陳福錦 Lai-Feng Chen	28,081				無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None	無 None
副總經理 Executive Vice President	李智 Chin Lee																				
副總經理 Executive Vice President	黃江維 Cheng-Lung Huang																				
總稽核 Head Auditor	蕭建二 Chien-San Yen																				

備註：總經理蔡清雲於94.5.1離職。 Note: President Ching-Yun Tsai resigned on May.1 2005.

給付本行各個總經理及副總經理酬金級距 President's and Executive Vice Presidents' Remuneration	總經理及副總經理人數 Numbers of Presidents and Executive Vice Presidents	
	年度 Year	
	本行 EnTie Commercial Bank	合併報表內所有公司 All companies in consolidated financial statements
NT\$1~ NT\$1,999,999	0	0
NT\$2,000,000~NT\$5,000,000	7	0
NT\$5,000,000~NT\$10,000,000	0	0
NT\$10,000,000~NT\$50,000,000	0	0
NT\$50,000,000 以上 / and above	0	0
總計 Total	7	0

- 4.分別比較說明本行及合併報表所有公司於最近二年度支付本行董事、監察人、總經理及副總經理酬金總額占稅後純益比例之分析，並說明給付酬金之政策、標準與組合、訂定酬金之程序及與經營績效之關聯性。

Payments Within the Last Two Years by the Bank and Companies Included in the Bank's Consolidated Financial Statements to Directors, Supervisors and Executives, Directors in the Form of Remuneration as a Proportion of Earnings After Tax, as well as an Explanation of Policies, Standards and Combinations and Procedures for Providing such Remuneration, and their Relationship with Operational Performance.

(1)最近二年度支付董事、監察人、總經理及副總經理酬金金額佔稅後純益比例分析

Ratio of Remuneration Paid to the Directors, Supervisors, the President and Executive Vice Presidents to Net Income After Tax in the Last Two Years

本行九十三年及九十四年之稅後純益約為新台幣744,437千元及4,220千元。其中，九十三年度之支付董事、監察人、總經理與副總經理之酬金占本行全年度之稅後盈餘比率如后：董事部分約占1.6%、監察人部分約占0.07%、總經理及副總經理部分約占3.1%。另九十四年度支付董事、監察人、總經理與副總經理之酬金占當年度稅後盈餘之比率情形如下：董事部分約占201.09%、監察人部分約占37.94%、總經理及副總經理部分約占665.43%。

The Bank's Net Income After Tax for the years 2004 and 2005 was approximately NT\$744,437 thousand and NT\$4,220 thousand, respectively. Of these amounts, remuneration paid in 2004 to the directors, supervisors, the president and the executive vice presidents amounted to the following percentages of Net Income After Tax: for directors, 1.6%; for supervisors, 0.07%, and for the president and the executive vice presidents, 3.1%. The corresponding percentages for the year 2005 were as follows: for directors, 201.09%; for supervisors, 37.94%, for the president and the executive vice presidents, 665.43%.

(2)支付酬金之政策、標準與組合、訂定酬金之程序與經營績效之關連性

Policies and standards for the payment of remuneration, procedures for combining and formulating remuneration, and linkages to operating performance

有關本行支付董事、監察人、總經理及副總經理報酬之政策、標準與組合及訂定酬金之程序均依本行現行之公司章程規範訂定，爰此，現行之本行董事、監察人及總經理與副總經理報酬，主要係依其對本公司之營運參與程度及貢獻，並參酌同業之水準，授權由董事會議定。惟九十四年度本行為提升風險承受能力暨改善資產品質結構，除增提呆帳準備外，同時亦增加出售不良資產，而致當年度之稅後盈餘金額減少、支付董監事及總經理與副總經理之酬金比例較前年度為高，然伴隨著近兩年來本行之實際經營情形，於長期信用評等由九十三年度之twBBB-，調升至九十四年度之twA-，在在顯示本行之經營績效應屬良好與穩健。

The policies and standards for the payment of remuneration to the directors, supervisors, the president and the executive vice presidents, and the procedures for combining and formulating remuneration are all based on the Bank's Articles of Incorporation. In view of this, the remuneration currently paid by the Bank to its directors, supervisors, president and the executive vice presidents is mostly based on the extent of their involvement in and contribution to the Bank's operations. Consideration is also given to levels of compensation within the industry as a whole, with all decisions in that regard being made in the meetings of the board of directors. However, in 2005, in order to strengthen the Bank's ability to bear risk and improve the asset quality structure, in addition to increasing the provision for doubtful debts, the Bank also stepped up its sales of non-performing loans, and thereby reduced the Bank's surplus after tax in the current year. The share of net income after tax paid to the directors, supervisors, the president and the executive vice presidents increased as compared with the previous year. However, in accordance with the Bank's actual operating conditions over the last two years, the Bank's long-term rating was adjusted upwards from twBBB- for 2004 to twA- for 2005, showing that the Bank's operations continued to remain sound.

(三) 最近年度及截至年報刊印日止，董事、監察人、經理人及依本法第二十五條第三項規定應申報股權者，其股權移轉及股權質押變動情形

Changes in Shareholdings of Directors, Supervisors and Executive Officers for Notification of Changes to the Competent Authority Pursuant to Article 25 (3) of the Banking Act in 2005 and up to the Date of Publication

職稱 Title	姓名 Name	94年度 2005		當年度截至3月23日止 23-Mar-06	
		持有股數增(減)數 Increase (Decrease) in Number of Shares Held	質押股數增(減)數 Increase (Decrease) in Number of Pledged Shares	持有股數增(減)數 Increase (Decrease) in Number of Shares Held	質押股數增(減)數 Increase (Decrease) in Number of Pledged Shares
董事長 Chairman	豐陽投資股份有限公司 Full Young Investment Co., Ltd. 代表人：邱正雄 Representative: Paul C.H. Chiu	0	0	0	0
常務董事 Executive Director	安展實業股份有限公司 An Chan Co., Ltd. 代表人：蔡文賢 Representative: Wen-Hsien Tsai	0	0	0	0
常務董事 Executive Director	泰業實業股份有限公司 Tai Yeh Co., Ltd. 代表人：林祖郁 Representative: Chu-Yu Lin	0	0	0	0
董事 Director	林瑋璘 Yu-Ling Lin	0	0	0	0
董事 Director	豐陽投資股份有限公司 Full Young Investment Co., Ltd. 代表人：蔡明陽 Representative: Ming-Yang Tsai	0	0	0	0
董事 Director	寶盛投資股份有限公司 Pao Shen Investment Co., Ltd. 代表人：陳伯繡 Representative: Po-Yung Chen	0	0	0	0
董事 Director	瑞金實業股份有限公司 Ruei King Co., Ltd. 代表人：林碧玉 Representative: Bi-Yuh Lin	0	0	0	0
董事 Director	胡夢熊 Meng-Shiung Hu	0	0	0	0
董事 Director	葉正毅 Chen-Yee Yeh	0	0	0	0
常駐監察人 Resident Supervisor	良績實業股份有限公司 Liang Chi Co., Ltd. 代表人：張根藤 Representative: Ken-Ting Chang	0	0	0	0
監察人 Supervisor	銀豐實業股份有限公司 Ein Feng Co., Ltd. 代表人：李明遼 Representative: M.H. Lee	0 (3,000)	0	0	0
總經理 President	王瀆智 Jiunn-Chih Wang	0	0	0	0
副總經理 Executive Vice President	陳伯繡 Po-Yung Chen	(176,000)	0	0	0
副總經理 Executive Vice President	唐存智 Tsong-Chi Tang	(9,000)	0	(18,000)	0
副總經理 Executive Vice President	黃正隆 Cheng-Lung Huang	0	0	0	0
總稽核 Head Auditor	嚴建三 Chien-San Yen	(45,000)	0	0	0
副總經理 Executive Vice President	李智 Chih Lee	(30,000)	0	0	0
副總經理 Executive Vice President	陳賴鋒 Lai-Feng Chen	(48,000)	0	0	0

協理	陳宏彬	(50,000)	0	0	0
Deputy EVP	Hung-Bin Chen				
經理人SVP	蔡馨慧Hsiang-Huei Tsai	0	0	0	0
經理人SVP	張志明Chih-Ming Chang	0	0	0	0
經理人SVP	林鴻熙Hong-Shi Lin	0	0	0	0
經理人SVP	吳明玲Ming-Ling Wu	(99,000)	0	0	0
經理人SVP	張振芳Chen-Fang Chang	(8,000)	0	0	0
經理人SVP	徐秀玲Hsiu-Ling Hsu	0	0	0	0
經理人SVP	張寬欽Kuan-Chien Chang	0	0	0	0
經理人SVP	留敬中Ching-Chung Liu	0	0	0	0
經理人SVP	洪琦昇Chi-Sheng Hung	(6,000)	0	0	0
經理人SVP	翁李綱Li-Kang Ong	0	0	0	0
經理人SVP	賴偉哲Wei-Che Lai	0	0	0	0
經理人SVP	吳世清Shih-Ching Wu	0	0	0	0
經理人SVP	林潮源Chao-Yuan Lin	0	0	0	0
經理人SVP	潘建維Chien-Hsiung Pan	0	0	0	0
經理人SVP	王永年Yung-Nian Wang	(58,000)	0	0	0
經理人SVP	劉錦泉Chin-Chuan Liu	0	0	0	0
經理人SVP	汪壽昌Suo-Chang Wang	0	0	0	0
經理人SVP	廖香茹Hsiang-Ju Liao	8,356	0	0	0
經理人SVP	喬旭光Hsu-Kuang Chiao	(20,000)	0	0	0
經理人SVP	李九賢Chiu-Hsien Lee	0	0	0	0
經理人SVP	徐明山Ming-Shan Shou	(30,000)	0	0	0
經理人SVP	趙永裕Yung-Yu Chao	(105,000)	0	0	0
經理人SVP	王縫妙Feng-Miao Wang	(14,000)	0	0	0
經理人SVP	黃珍惠Chen-Huei Huang	0	0	0	0
經理人SVP	張謙諒Chien-Liang Chang	0	0	0	0
經理人SVP	鄭明仁Ming-Jen Cheng	(13,000)	0	0	0
經理人SVP	何慶煌Ching-Huang Ho	(53,000)	0	0	0
經理人SVP	黃培仁Pei-Jen Huang	(54,000)	0	0	0
經理人SVP	張豐麟Feng-Lin Chang	(5,000)	0	0	0
經理人SVP	施崇明Chung-Ming Shih	0	0	0	0
經理人SVP	李勇杰Yung-Chieh Lee	0	0	0	0
經理人SVP	林倚光Yi-Kuang Lin	0	0	0	0
經理人SVP	劉家祿Jia-Lu Liu	(92,000)	0	0	0
經理人SVP	游建來Chien-Lai You	0	0	0	0
經理人SVP	魏文輝Wen-Huei Wei	(50,000)	0	0	0
經理人SVP	錢傳仁Shuan-Jen	0	0	0	0
經理人SVP	陳明仁Ming-Jen Chen	(54,000)	0	0	0
經理人SVP	卓慧娟Huei-Hou Chuo	0	0	0	0
經理人SVP	潘智慧Jr-Huei Pan	(10,000)	0	0	0
經理人SVP	譚朝義Chao-Yi Chen	0	0	0	0
經理人SVP	周守德Shou-Der Chou	0	0	0	0
經理人SVP	沈文濱Wen-Pin Shen	0	0	0	0
經理人SVP	黃世光Shih-Kuang Huang	(20,000)	0	0	0
經理人SVP	曹昌隆Chang-Lung Tsao	(14,000)	0	0	0
經理人SVP	林順興Shun-Hsing Lin	0	0	0	0
經理人SVP	楊宗祐Tsung-You Yang	(45,000)	0	0	0
經理人SVP	周賢陽Shian-Yang Chou	(36,000)	0	0	0
經理人SVP	黃賢榮Shian-Lung Huang	(30,000)	0	0	0
經理人SVP	蘇文輝Wen-Huei Shu	0	0	0	0
經理人SVP	林義雄Yi-Hsiung Lin	0	0	0	0
經理人SVP	魏建發Chien-Fa Wei	0	0	0	0
經理人SVP	賴明輝Ming-Huei Lai	0	0	0	0
經理人SVP	楊志明Chih-Ming Yang	0	0	0	0
經理人SVP	陳勝烽Sheng-Feng Chen	0	0	0	0
經理人SVP	郭建宏Chien-Hung Kuo	0	0	0	0
經理人SVP	梁進明Chin-Ming Liang	(90,000)	0	0	0
經理人SVP	李滿年Man-Lian Lee	7,000	0	0	0
經理人SVP	黃健信Jian-Shin Huang	0	0	0	0
經理人SVP	孫永昌Yung-Chang Sun	(51,000)	0	0	0
經理人SVP	李龍在Lung-Tsai Lee	(53,000)	0	0	0
經理人SVP	許文智Wen-Chih Hsu	(9,000)	0	0	0
經理人SVP	莊慶隆Ching-Lung Chuang	(8,000)	0	0	0
經理人SVP	陳德信Der-Hsin Chen	0	0	0	0
經理人SVP	葉嘉濱Chia-Bin Yeh	0	0	0	0

股權移轉資訊Capital Stock Transfers：無None

股權質押資訊Capital Stock Pledges：無None

(四) 銀行、銀行之董事、監察人、總經理、副總經理、協理、各部門及分支機構主管及銀行直接或間接控制之事業對同一轉投資事業之持股數，並合併計算綜合持股比例

Shareholdings of the Bank, It's Directors, Supervisors, President, EVPs, Deputy EVPs, Department and Branch Heads, and of Businesses over which the Bank has Direct or Indirect Control in the Same Invested Company, and the Overall Percentage Shareholdings

資料日期：94年12月31日 Date: 31-Dec-05  
單位：股：% Unit: Shares, %

轉投資事業 (註) Reinvestments (see note)	本行投資 EnTie Commercial Bank's Shareholding		董事、監察人、總經理、副總經理、 協理、各部門及分支機構主管及 銀行直接或間接控制事業之投資 Shareholding of the Directors, Supervisors, President, EVPs, Deputy EVPs, Department and Branch Heads, and of Businesses over which the Bank has Direct or Indirect Control		綜合投資 Total Investment	
	股數 Shares	持股比例 Share of Ownership	股數 Shares	持股比例 Share of Ownership	股數 Shares	持股比例 Share of Ownership
台北外匯經紀股份有限公司 Taipei Forex Inc	80,000	0.40%			80,000	0.40%
安泰證券金融股份有限公司 EnTie Securities Finance Co., Ltd.	62,206,250	11.59%			62,206,250	11.59%
聯邦票券金融股份有限公司 Union Bills Finance Co., Ltd.	63,288,000	21.38%			63,288,000	21.38%
聯安服務股份有限公司 Lien An Co., Ltd.	125,000	5.00%			125,000	5.00%
台灣期貨交易所股份有限公司 Taiwan Futures Exchange Co. (TAIFEX)	900,000	0.45%			900,000	0.45%
力宇創業投資股份有限公司 Universal Venture Fund International	3,809,600	4.76%			3,809,600	4.76%
財金資訊股份有限公司 Financial Information Service Co., Ltd.	4,550,000	1.14%	None	None	4,550,000	1.14%
承揚創業投資股份有限公司 Cheng Yang Venture Capital Investment Corp.	3,000,000	5.00%			3,000,000	5.00%
群威創業投資股份有限公司 Capital Venture Fund II Co., Ltd	3,000,000	5.00%			3,000,000	5.00%
台灣固網股份有限公司 Taiwan Fixed Network Co., Ltd.	56,000,000	0.87%			56,000,000	0.87%
金安泰保險代理人股份有限公司 King EnTie Life Insurance Agent Co., Ltd.	200,000	95.24%			200,000	95.24%
台灣工銀創業投資股份有限公司 IBT Venture Co.	4,991,540	2.50%			4,991,540	2.50%
台灣金融資產服務股份有限公司 Taiwan Financial Assets Services Co.	5,000,000	2.94%			5,000,000	2.94%
台灣票券集中保管結算股份有限公司 Debt Instruments Depository and Clearing Co. Ltd.	2,000,000	0.99%			2,000,000	0.99%

註：係依本法第七十四條所為之投資。

Note: All investments are based on Article 74 of the Banking Act.



### 三、股份及股利 Shares and Dividends

#### (一) 股本來源 Sources of Capital Stock

Date: March 23, 2006 單位：股/元 Unit: Shares/ NTS

年月 Year/Month	發行價格 Issue Price	核定股本 Authorized Capital		實收股本 Paid-in Capital		備註 Note	
		股數 Shares	金額 Amount	股數 Shares	金額 Amount	股本來源 Source of Capital	核准日期及文號 Data Approved & Number
Dec-81 81/12	10	1,000,000,000	10,000,000,000	1,000,000,000	10,000,000,000	創立股本 Founding capital stock	
Aug-84 84/08	10	1,036,000,000	10,360,000,000	1,036,000,000	10,360,000,000	盈餘轉增資 Retained earnings transferred to common stock	註一 Note 1
Jun-85 85/06	10	1,072,260,000	10,722,600,000	1,072,260,000	10,722,600,000	盈餘轉增資 Retained earnings transferred to common stock	註二 Note 2
Jul-86 86/07	10	1,120,511,700	11,205,117,000	1,120,511,700	11,205,117,000	盈餘轉增資 Retained earnings transferred to common stock	註三 Note 3
Sep-87 87/09	10	1,187,742,402	11,877,424,020	1,187,742,402	11,877,424,020	盈餘轉增資 Retained earnings transferred to common stock	註四 Note 4
Sep-87 87/09	14.8	1,337,742,402	13,377,424,020	1,337,742,402	13,377,424,020	現金增資 Cash to capital increase	註五 Note 5
Aug-88 88/08	10	1,355,133,054	13,551,330,540	1,355,133,054	13,551,330,540	資本公積轉增資 Capital surplus transferred to common stock	註六 Note 6
Sep-89 89/09	10	1,409,338,378	14,093,383,780	1,409,338,378	14,093,383,780	盈餘及資本公積轉增資 Retained earnings and capital surplus transferred to common stock	註七 Note 7
Apr-93 93/04	10	2,000,000,000	20,000,000,000	1,709,338,378	17,093,383,780	現金增資 Cash to capital increase	註八 Note 8

註一：84.06.26 (84) 台財證(一)第37547號。Tai Tsai Cheng (1) No. 37547.

註二：85.05.29 (85) 台財證(一)第33294號。Tai Tsai Cheng (1) No. 33294.

註三：86.06.10 (86) 台財證(一)第46766號。Tai Tsai Cheng (1) No. 46766.

註四：87.06.25 (87) 台財證(一)第53806號。Tai Tsai Cheng (1) No. 53806.

註五：87.06.25 (87) 台財證(一)第53806號。Tai Tsai Cheng (1) No. 53806.

註六：88.07.05 (88) 台財證(一)第60620號。Tai Tsai Cheng (1) No. 60620.

註七：89.08.18 (89) 台財證(一)第69200號。Tai Tsai Cheng (1) No. 69200.

註八：92.12.31台財證一字第0920161432號。Tai Tsai Cheng (1) No. 0920161432.

單位：股 Unit: Shares

股份種類 Share Types	核定股本 Authorized Capital			備註 Note
	流通在外股份 Outstanding Shares	未發行股份 Unissued Shares	合計 Total	
普通股 Common Shares	1,709,338,378	290,661,622	2,000,000,000	上市銀行股票 Listed Bank Share

總括申報制度募集發行有價證券Summary of Securities Issued for Reporting Purposes：無None

#### (二) 股東結構 Shareholder Classification

資料日期：94年12月31日 Date: 31-Dec-05

股東結構 Classification	政府機構 Government Institutions	金融機構 Financial Institutions	其他法人 Other Institutions	個人 Retail Investors	外國機構及外人 Foreign Institutional and Retail Investors	合計 Total
數量 Quantity						
人數 No. of Investors	3	0	89	20,001	17	20,110
持有股數 Shareholdings (Shares)	777	0	1,128,538,890	556,826,317	23,972,394	1,709,338,378
持股比例 Percentage Holdings (%)	0	0	66.02	32.58	1.4	100

## (三) 普通股股權分散情形 Diversification of Equity Holdings

每股面額十元 Par Value NT\$10

資料日期：94年12月31日 Date: December 31, 2005

持股分級 Breakdown	股東人數 Stockholders	持有股數 Shareholdings	持股比例 Percentage Holdings (%)
1至 999	10,116	1,610,960	0.094
1,000至 5,000	5,289	11,977,943	0.701
5,001至 10,000	1,387	10,745,971	0.629
10,001至 15,000	1,826	23,401,589	1.369
15,001至 20,000	368	6,837,711	0.400
20,001至 30,000	327	8,371,792	0.490
30,001至 50,000	298	12,043,453	0.704
50,001至 100,000	232	16,473,913	0.964
100,001至 200,000	94	13,410,002	0.785
200,001至 400,000	49	13,991,382	0.819
400,001至 600,000	13	6,325,585	0.370
600,001至 800,000	11	7,954,737	0.465
800,001至1,000,000	11	10,217,905	0.598
1,000,001以上 1,000,001 and above	89	1,565,975,435	91.613
合計 Total	20,110	1,709,338,378	100

特別股股權分散情形 Diversification of special shares：無None

## (四) 主要股東名單 Principal Shareholders

資料日期：94年12月31日 Date: December 31, 2005

主要股東名稱 Names of Principal Shareholder	股份 Share	持有股數 Shareholdings	持股比例(%) Percentage Holdings (%)
增懋投資股份有限公司Tseng Mao Investment Co. Ltd.		85,825,844	5.02
寶慶投資股份有限公司Pao Ching Investment Co. Ltd.		80,909,295	4.73
宏佳投資股份有限公司Hung Chia Investment Co. Ltd.		66,680,630	3.90
豐陽投資股份有限公司Full Young Investment Co. Ltd.		61,027,351	3.57
泰盛投資股份有限公司Tai Sheng Investment Co. Ltd.		58,536,039	3.42
漢寶實業股份有限公司Hann Bau Co. Ltd.		54,312,529	3.18
林瑋璘Yu-Ling Lin		54,182,649	3.17
鴻隆實業股份有限公司Hong Lung Co. Ltd.		52,163,927	3.05
全億投資股份有限公司Chung Yi Investment Co. Ltd.		50,405,854	2.95
民輝實業股份有限公司Ming Huei Co. Ltd.		50,361,151	2.95
富鼎投資股份有限公司Fu Ting Investment Co. Ltd.		48,495,380	2.84
瑋群實業股份有限公司Yu Chun Co. Ltd.		47,341,470	2.77
宏泰人壽保險股份有限公司Hontai Life Insurance Co. Ltd.		42,581,000	2.49
寶座投資股份有限公司Pao Tsoo Investment Co. Ltd.		42,051,588	2.46
陳郭鶯蘭Ying-Lan Kuo Chen		39,144,620	2.29
潤祥實業股份有限公司Jun Hsiang Co. Ltd.		35,785,763	2.09
林鴻彬Hong-Pin Lin		32,508,633	1.90
勝祥實業股份有限公司Sheng-Hsiang Co. Ltd.		29,169,073	1.71
林鴻熙Hong-Shi Lin		28,324,803	1.66
尹瓊芳Hong-Shi Lin		28,198,000	1.65
黃淑華Shu-Hua Huang		26,873,759	1.57
鴻富實業股份有限公司Hung Chang Co. Ltd.		26,779,665	1.57
震輝實業股份有限公司Chen Huei Co. Ltd.		25,193,269	1.47
林碧玉Bih-Yu Lin		24,814,695	1.45
林鴻南Hung-Nan Lin		22,799,685	1.33
李慧珠Huei-Chu Lee		21,740,852	1.27
良績實業股份有限公司Liang Chi Co. Ltd.		20,956,411	1.23
安展實業股份有限公司An Chan Co. Ltd.		20,945,878	1.23
林碧蕙Bih-Hwa Lin		19,886,498	1.16
益廣企業Gang Yi Co. Ltd.		18,756,000	1.10
泰業實業股份有限公司Tai Yeh Co. Ltd.		17,803,886	1.04

註：係列明股權比例達百分之以上股東或股權比例占前十名之股東。

Note: The table lists those shareholders with 1% or higher shareholdings, or where their respective shareholdings are ranked among the top ten largest shareholders.

(五) 最近兩年度每股市價、淨值、盈餘、股利及相關資料若有以盈餘或資本公積轉增資配股時，並應揭露按發放後之股數追溯調整之市價及現金股利資訊。

If in relation to the market price, book value, earnings, dividends and other relevant data in the years 2005 and 2004 any surplus or additional paid-in capital is used to increase the Bank's capital, then disclosure needs to be made based on the number of shares after the increase takes place, together with the adjusted market price and relevant cash dividend information.

項目 Item		年度 Year		
		94年 2005	93年 2004	當年度截至95年3月23日 Mar 23, 2006
每股市價 Market price per share	最高Highest	13.10	12.30	11.05
	最低Lowest	10.00	8.40	8.40
	平均Average	11.64	10.54	9.49
每股淨值 Net worth per share	分配前Before appropriation	10.82	10.82	10.82
	分配後After appropriation	—	—	—
每股盈餘 Earnings per share	加權平均股數Weighted average number of shares	1,709,338	1,639,666	1,709,338
	每股盈餘Earnings per share	0.002	0.45	0.002
每股股利	現金股利Cash dividend	—	—	—
Dividends per share	無償配股 The stock dividends distribution	盈餘配股 Stock dividends from retained earnings	—	—
		資本公積配股 Stock dividends from capital surplus	—	—
	累積未付股利Accumulated unpaid dividends		—	—
			—	—
投資報酬分析 Analyses on investment rate	本益比P/E ratio	5,820	23.42	5,880
	本利比Divid yield	—	—	—
	現金股利殖利率Cash dividend yield	—	—	—

#### (六) 股利政策及執行狀況 Dividend Policy and Implementation Status

1. 股利政策：本公司為維持良好資本適足率暨配合長期財務規劃之資金需求，有關股利之分配，原則上，每股可分配股利在新台幣柒角（含）以下者優先採股票股利發放，超過新台幣柒角部分得採現金股利發放。另有關現金盈餘之分配，須依銀行法第五十條之規定辦理。

Dividend Policy: In order to maintain a good ratio of capital adequacy and meet capital needs as required by long-term financial plans. In regard to the distribution of dividends, in principal if the distributable dividend is NT\$0.7 per share or less, stock dividends will be given as priority; if dividends exceed NT\$0.7 per share, the excess amount will be distributed via a cash payout. The cash distribution should be handled in accordance with the stipulation of Article 50 of the Banking Act.

2. 執行狀況：九十四年度盈餘分配，係依據本行章程、銀行法及財政部91.4.30台財融（三）字第0910017055號令規定辦理提撥法定公積及特別盈餘公積，故不配發股利。

Implementation Status: For the year 2005, the Bank's decision to make appropriations from its surplus were based on the Bank's charter, the Banking Act and the Ministry of Finance's directive No. 910017055 dated April 30, 2002 regarding making provisions for a Legal Reserve and a Special Surplus Reserve, and hence no dividend was appropriated.

## (七) 本次股東會擬議之無償配股對銀行營業績效及每股盈餘之影響

The influences of the stock dividends distribution for this year on the Bank's business performance, earnings per share, and return on shareholders' equity are as follows

單位：新台幣仟元；% Unit: NT\$ thousands, %

項目 Item	年度 Year	94年度 2005	
期初實收資本額 Paid-in capital at beginning of the year		17,093,384	
本年度配股配息情形 (註) Appropriations in Current Year (Note)	每股現金股利 (元) Cash dividend per share (NT\$)	0	
	盈餘轉增資每股配股數 (股) Stock dividends per share for capital increment from retained earnings (shares)	0	
	資本公積轉增資每股配股數 (股) Stock dividends per share from capital surplus (shares)	0	
營業績效變化情形 Changes in Business Performance	營業利益 Income from Operations	122,133	
	營業利益較去年同期增 (減) 比率 Increase (Decrease) in Income from Operations compared with previous year	(89%)	
	稅後純益 Net income	4,220	
	稅後純益較去年同期增 (減) 比率 Increase (Decrease) in Net Income compared with previous year	(99%)	
	每股盈餘 (元) Earnings per share (NT\$)	0.002	
	每股盈餘較去年同期增 (減) 比率 Increase (Decrease) in Earnings per share (NT\$) compared with previous year	(99%)	
	年平均投資報酬率 (年平均本益比倒數) Average annual return on investment (average annual EP ratio)	0.02%	
擬制性每股盈餘及 本益比 Pro forma earnings per share and Price/EPS	若盈餘轉增資全數改配放現金股利 If earnings would be entirely transferred to cash dividends	擬制每股盈餘 (元) Pro forma EPS (NT\$)	不適用 N/A
		擬制年平均投資報酬率 Pro forma average annual return on investment	不適用 N/A
	若未辦理資本公積轉增資 If capital surplus is not transferred to capital increase	擬制每股盈餘 (元) Pro forma EPS (NT\$)	不適用 N/A
		擬制年平均投資報酬率 Pro forma average annual return on investment	不適用 N/A
	若未辦理資本公積且盈餘轉增資改以現金股利發放 If stock dividends from capital surplus are not transferred but are transferred to cash dividend	擬制每股盈餘 (元) Pro forma EPS (NT\$)	不適用 N/A
		擬制年平均投資報酬率 Pro forma average annual return on investment	不適用 N/A

註：本年度配股配息年度係指95年度發放94年度情形。

Note: The year of appropriations in current year means distribution for the year 2005 in 2006.

## (八) 員工分紅及董事、監察人酬勞

Employee Profit Sharing and Directors' and Supervisors' Compensation

1. 銀行章程所載員工分紅及董事、監察人酬勞之成數或範圍。

Amounts or scope of employee dividends and remuneration to directors and supervisors provided for in the Bank's Articles of Incorporation.

依本公司章程規定，每一營業年度之稅後盈餘於彌補以往年度虧損後，應分派如下：

The Bank's Articles of Incorporation provide that annual net income less any losses of prior years should be appropriated in the following order:

- (1) 提撥百分之三十為法定公積。30% as legal reserve.
- (2) 酌提特別公積。Special reserve, if needed.
- (3) 再按年息百分之七分配股息。Dividends, at 7% annual interest rate.
- (4) 其餘分配如下：The remainder, as follows:
  - 股東紅利85%。Dividends to stockholders 85%.
  - 董監事酬勞5%。Remuneration to directors and supervisors 5%.
  - 員工紅利10%。Bonuses to employees 10%.

2. 董事會通過之擬議配發員工分紅等資訊：

Information on proposals passed by the board of directors to distribute employee dividends:

- (1) 配發員工現金紅利、股票紅利及董事、監察人酬勞金額：無。  
Amount of cash bonuses to employees, share dividends and remuneration to directors and supervisors distributed: None.
- (2) 擬議配發員工股票紅利股數及其占盈餘轉增資之比例：不適用。  
Proposals to distribute employee share dividends in terms of the number of shares as a proportion of capital increased by earnings recapitalization: Not applicable.
- (3) 考慮擬議配發員工紅利及董事、監察人酬勞後之設算每股盈餘：不適用。  
The calculation of earnings per share after making proposals to distribute bonuses to employees and remuneration to directors and supervisors: Not applicable.

3. 上年度盈餘用以配發員工紅利及董事、監察人酬勞情形：

Previous year's surpluses used to distribute bonuses to employees and remuneration to directors and supervisors:

- (1) 實際配發情形：無。Actual distributions: None.
- (2) 原董事會通過之擬議配發情形：無。

Resolutions previously by the board of directors to make distributions: None.

## (九) 銀行買回本行股份情形：無此情形

Instances of the Bank buying back its shares: None

## 四、金融債券發行情形 Issues of Bank Debentures

單位：新台幣元 Units: Thousands of NT dollars

金融債券種類 Type of Bank Debenture	九十四年第一期第一次金融債券 First Issuance of Bank Debentures 2005 First Period	九十四年第一期第二次金融債券 Second Issuance of Bank Debentures 2005 First Period
中央主管機關核准日期、文號 Date Approved by Central Competent Authority, Document No.	94.06.17 金管銀(二)字第0940014645號 Chin Kuan Yin (2) No. 0940014645	94.06.17 金管銀(二)字第0940014645號 Chin Kuan Yin (2) No. 0940014645
發行日期 Issue Date	94/6/28	94/6/29
面額 Face Value	5,000,000,000	3,000,000,000
發行及交易地點 Issue and Transaction Place	台灣Taiwan	台灣Taiwan
幣別 Currency	新台幣NT\$	新台幣NT\$
發行價格 Issue Price	5,000,000,000	3,000,000,000
總額 Amount	5,000,000,000	3,000,000,000
利率 Interest Rate	2.4%	2.25%
期限 Term	10年期 到期日104/06/28 10-year term to 06/28/2115	7年期 到期日101/06/29 7-year term to 06/29/2112
受償順位 Repayment Priority	第一順位 Primary-lien	第一順位 Primary-lien
保證機構 Guaranteeing Institution	無 None	無 None
受託人 Trustee	無 None	無 None
承銷機構 Underwriter	華南永昌綜合證券(股)公司 Hua Nan Securities	華南永昌綜合證券(股)公司 Hua Nan Securities
簽證律師 Certifying Lawyer	無 None	無 None
簽證會計師 Certifying CPA	無 None	無 None
簽證金融機構 Certifying financial institution	無實體 Book entry	無實體 Book entry
償還方法 Repayment Method	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity
未償還餘額 Balance not paid back	5,000,000,000	3,000,000,000
前一年度實收資本額 Paid-in capital for previous year	17,093,383,780	17,093,383,780
前一年度決算後淨值 Net worth after previous year's accounts finalized	18,491,410,984	18,491,410,984
履約情形 Strike (exercise) conditions	正常 Normal	正常 Normal
贖回或提前清償之條款 Repayment or prior repayment conditions	無 None	無 None
轉換及交換條件 Conditions of transference and exchange	無 None	無 None
限制條款 Restrictions	無 None	無 None
資金運用計畫 Funding utilization plan	請參閱 55-58頁 Please refer to page 55-58	請參閱 55-58頁 Please refer to page 55-58
申報發行金額加計前已發行流通在外之餘額占發行前一年度決算後淨值之比率(%) Amount of reported issue plus outstanding previous issues in circulation as a proportion of the net value of the previous year's issues after accounts finalized (%)	118.97 %	135.19 %
是否計入合格自有資本及其類別 Whether or not recorded as qualified capital and type	無 None	無 None
信用評等機構名稱、評等日期及其評等等級 Name of Rating Institution, Rating Date & Rating Given	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2

金融債券種類 Type of Bank Debenture	九十四年第一期第三次金融債券 Third Issuance of Bank Debentures 2005 First Period	九十四年第一期第四次金融債券 Fourth Issuance of Bank Debentures 2005 First Period
中央主管機關核准日期、文號 Date Approved by Central Competent Authority, Document No.	94.06.17 金管銀(二)字第0940014645號 Chin Kuan Yin (2) No. 0940014645	94.06.17 金管銀(二)字第0940014645號 Chin Kuan Yin (2) No. 0940014645
發行日期 Issue Date	94/7/5	94/10/14
面額 Face Value	2,000,000,000	3,500,000,000
發行及交易地點 Issue and Transaction Place	台灣Taiwan	台灣Taiwan
幣別 Currency	新台幣NT\$	新台幣NT\$
發行價格 Issue Price	2,000,000,000	3,500,000,000
總額 Amount	2,000,000,000	3,500,000,000
利率 Interest Rate	2.05%	2.4%
期限 Term	5年期 到期日99/07/05 5-year term to 07/05/2010	10年期 到期日104/10/14 10-year term to 10/14/2115
受償順位 Repayment Priority	第一順位 Primary-lien	第一順位 Primary-lien
保證機構 Guaranteeing Institution	無 None	無 None
受託人 Trustee	無 None	無 None
承銷機構 Underwriter	華南永昌綜合證券(股)公司 Hua Nan Securities	華南永昌綜合證券(股)公司 Hua Nan Securities
簽證律師 Certifying Lawyer	無 None	無 None
簽證會計師 Certifying CPA	無 None	無 None
簽證金融機構 Certifying financial institution	無實體 Book entry	富邦票券金融(股)公司 Fubon Bills Finance Corp.
償還方法 Repayment Method	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity
未償還餘額 Balance not paid back	2,000,000,000	3,500,000,000
前一年度實收資本額 Paid-in capital for previous year	17,093,383,780	17,093,383,780
前一年度決算後淨值 Net worth after previous year's accounts finalized	18,491,410,984	18,491,410,984
履約情形 Strike (exercise) conditions	正常 Normal	正常 Normal
贖回或提前清償之條款 Repayment or prior repayment conditions	無 None	無 None
轉換及交換條件 Conditions of transference and exchange	無 None	無 None
限制條款 Restrictions	無 None	無 None
資金運用計畫 Funding utilization plan	請參閱 55-58頁 Please refer to page 55-58	請參閱 55-58頁 Please refer to page 55-58
申報發行金額加計前已發行流通在外之餘額占發行前一年度 決算後淨值之比率(%) Amount of reported issue plus outstanding previous issues in circulation as a proportion of the net value of the previous year's issues after accounts finalized (%)	146%	164.94%
是否計入合格自有資本及其類別 Whether or not recorded as qualified capital and type	無 None	無 None
信用評等機構名稱、評等日期及其評等等級 Name of Rating Institution, Rating Date & Rating Given	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2

金融債券種類 Type of Bank Debenture	九十四年第一期第五次金融債券 Fifth Issuance of Bank Debentures 2005 First Period	九十四年第一期第六次金融債券 Sixth Issuance of Bank Debentures 2005 First Period
中央主管機關核准日期、文號 Date Approved by Central Competent Authority, Document No.	94.06.17 金管銀(二)字第0940014645號 Chin Kuan Yin (2) No. 0940014645	94.06.17 金管銀(二)字第0940014645號 Chin Kuan Yin (2) No. 0940014645
發行日期 Issue Date	94/10/14	94/12/7
面額 Face Value	500,000,000	500,000,000
發行及交易地點 Issue and Transaction Place	台灣Taiwan	台灣Taiwan
幣別 Currency	新台幣NT\$	新台幣NT\$
發行價格 Issue Price	500,000,000	500,000,000
總額 Amount	500,000,000	500,000,000
利率 Interest Rate	2.12%	2.30%
期限 Term	5年期 到期日99/10/14 5-year term to 10/14/2010	5年期 到期日99/12/07 5-year term to 12/07/2010
受償順位 Repayment Priority	第一順位 Primary-lien	第一順位 Primary-lien
保證機構 Guaranteeing Institution	無 None	無 None
受託人 Trustee	無 None	無 None
承銷機構 Underwriter	群益證券(股)公司 Capital Securities	大華、倍利、元大、華南永昌國際綜合證券(股)公司 Grand Cathay Securities, Barits International Securities, Yuanta Core Pacific Securities, Hua Nan Securities
簽證律師 Certifying Lawyer	無 None	無 None
簽證會計師 Certifying CPA	無 None	無 None
簽證金融機構 Certifying financial institution	富邦票券金融(股)公司 Fubon Bills Finance Corp.	富邦票券金融(股)公司 Fubon Bills Finance Corp.
償還方法 Repayment Method	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity
未償還餘額 Balance not paid back	500,000,000	500,000,000
前一年度實收資本額 Paid-in capital for previous year	17,093,383,780	17,093,383,780
前一年度決算後淨值 Net worth after previous year's accounts finalized	18,491,410,984	18,491,410,984
履約情形 Strike (exercise) conditions	正常 Normal	正常 Normal
贖回或提前清償之條款 Repayment or prior repayment conditions	無 None	無 None
轉換及交換條件 Conditions of transference and exchange	無 None	無 None
限制條款 Restrictions	無 None	無 None
資金運用計畫 Funding utilization plan	請參閱 55-58頁 Please refer to page 55-58	請參閱 55-58頁 Please refer to page 55-58
申報發行金額加計前已發行流通在外之餘額占發行前一年度決算後淨值之比率(%) Amount of reported issue plus outstanding previous issues in circulation as a proportion of the net value of the previous year's issues after accounts finalized (%)	167.65%	170.35%
是否計入合格自有資本及其類別 Whether or not recorded as qualified capital and type	無 None	無 None
信用評等機構名稱、評等日期及其評等等級 Name of Rating Institution, Rating Date & Rating Given	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2

金融債券種類 Type of Bank Debenture	九十四年第一期第七次金融債券 Seventh Issuance of Bank Debentures 2005 First Period	九十四年第一期第八次金融債券 Eighth Issuance of Bank Debentures 2005 First Period
中央主管機關核准日期、文號 Date Approved by Central Competent Authority, Document No.	94.06.17 金管銀(二)字第0940014645號 Chin Kuan Yin (2) No. 0940014645	94.06.17 金管銀(二)字第0940014645號 Chin Kuan Yin (2) No. 0940014645
發行日期 Issue Date	94/12/15	94/12/15
面額 Face Value	1,000,000,000	1,180,000,000
發行及交易地點 Issue and Transaction Place	台灣Taiwan	台灣Taiwan
幣別 Currency	新台幣NT\$	新台幣NT\$
發行價格 Issue Price	1,000,000,000	1,180,000,000
總額 Amount	1,000,000,000	1,180,000,000
利率 Interest Rate	2.30%	2.3%
期限 Term	5年期 到期日99/12/15 5-year term to 12/15/2010	5年期 到期日99/12/15 5-year term to 12/15/2010
受償順位 Repayment Priority	第一順位 Primary-lien	第一順位 Primary-lien
保證機構 Guaranteeing Institution	無 None	無 None
受託人 Trustee	無 None	無 None
承銷機構 Underwriter	華南永昌綜合證券(股)公司 Hua Nan Securities	國際票券金融(股)公司 International Bills Finance Corp.
簽證律師 Certifying Lawyer	無 None	無 None
簽證會計師 Certifying CPA	無 None	無 None
簽證金融機構 Certifying financial institution	華南票券金融(股)公司 Hua Nan Bills Finance Corp.	國際票券金融(股)公司 International Bills Finance Corp.
償還方法 Repayment Method	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity
未償還餘額 Balance not paid back	1,000,000,000	1,180,000,000
前一年度實收資本額 Paid-in capital for previous year	17,093,383,780	17,093,383,780
前一年度決算後淨值 Net worth after previous year's accounts finalized	18,491,410,984	18,491,410,984
履約情形 Strike (exercise) conditions	正常 Normal	正常 Normal
贖回或提前清償之條款 Repayment or prior repayment conditions	無 None	無 None
轉換及交換條件 Conditions of transference and exchange	無 None	無 None
限制條款 Restrictions	無 None	無 None
資金運用計畫 Funding utilization plan	請參閱 55-58頁 Please refer to page 55-58	請參閱 55-58頁 Please refer to page 55-58
申報發行金額加計前已發行流通在外之餘額占發行前一年度決算後淨值之比率(%) Amount of reported issue plus outstanding previous issues in circulation as a proportion of the net value of the previous year's issues after accounts finalized (%)	175.76%	182.14%
是否計入合格自有資本及其類別 Whether or not recorded as qualified capital and type	無 None	無 None
信用評等機構名稱、評等日期及其評等等級 Name of Rating Institution, Rating Date & Rating Given	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2



金融債券種類 Type of Bank Debenture	九十四年第一期第九次金融債券 Ninth Issuance of Bank Debentures 2005 First Period	九十四年第一期第十次金融債券 Tenth Issuance of Bank Debentures 2005 First Period
中央主管機關核准日期、文號 Date Approved by Central Competent Authority, Document No.	94.06.17 金管銀(二)字第0940014645號 Chin Kuan Yin (2) No. 0940014645	94.06.17 金管銀(二)字第0940014645號 Chin Kuan Yin (2) No. 0940014645
發行日期 Issue Date	94/12/22	94/12/22
面額 Face Value	1,000,000,000	500,000,000
發行及交易地點 Issue and Transaction Place	台灣Taiwan	台灣Taiwan
幣別 Currency	新台幣NT\$	新台幣NT\$
發行價格 Issue Price	1,000,000,000	500,000,000
總額 Amount	1,000,000,000	500,000,000
利率 Interest Rate	2.30%	2.30%
期限 Term	5年期 到期日99/12/22 5-year term to 12/22/2010	5年期 到期日99/12/22 5-year term to 12/22/2010
受償順位 Repayment Priority	第一順位 Primary-lien	第一順位 Primary-lien
保證機構 Guaranteeing Institution	無 None	無 None
受託人 Trustee	無 None	無 None
承銷機構 Underwriter	大慶票券金融(股)公司 Taching Bills Finance Corp.	華南永昌綜合證券(股)公司 Hua Nan Securities
簽證律師 Certifying Lawyer	無 None	無 None
簽證會計師 Certifying CPA	無 None	無 None
簽證金融機構 Certifying financial institution	國際票券金融(股)公司 International Bills Finance Corp.	華南票券金融(股)公司 Hua Nan Bills Finance Corp.
償還方法 Repayment Method	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity
未償還餘額 Balance not paid back	1,000,000,000	500,000,000
前一年度實收資本額 Paid-in capital for previous year	17,093,383,780	17,093,383,780
前一年度決算後淨值 Net worth after previous year's accounts finalized	18,491,410,984	18,491,410,984
履約情形 Strike (exercise) conditions	正常 Normal	正常 Normal
贖回或提前清償之條款 Repayment or prior repayment conditions	無 None	無 None
轉換及交換條件 Conditions of transference and exchange	無 None	無 None
限制條款 Restrictions	無 None	無 None
資金運用計畫 Funding utilization plan	請參閱 55-58頁 Please refer to page 55-58	請參閱 55-58頁 Please refer to page 55-58
申報發行金額加計前已發行流通在外之餘額占發行前一年度決算後淨值之比率(%) Amount of reported issue plus outstanding previous issues in circulation as a proportion of the net value of the previous year's issues after accounts finalized (%)	187.55%	190.25%
是否計入合格自有資本及其類別 Whether or not recorded as qualified capital and type	無 None	無 None
信用評等機構名稱、評等日期及其評等等級 Name of Rating Institution, Rating Date & Rating Given	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2

金融債券種類 Type of Bank Debenture	九十四年第一期第十一次金融債券 Eleventh Issuance of Bank Debentures 2005 First Period
中央主管機關核准日期、文號 Date Approved by Central Competent Authority, Document No.	94.06.17 金管銀(二)字第0940014645號 Chin Kuan Yin (2) No. 0940014645
發行日期 Issue Date	95/1/18
面額 Face Value	1,720,000,000
發行及交易地點 Issue and Transaction Place	台灣Taiwan
幣別 Currency	新台幣NT\$
發行價格 Issue Price	1,720,000,000
總額 Amount	1,720,000,000
利率 Interest Rate	2.25%
期限 Term	5年期 到期日100/01/18 5-year term to 01/18/2011
受償順位 Repayment Priority	第一順位 Primary-lien
保證機構 Guaranteeing Institution	無 None
受託人 Trustee	無 None
承銷機構 Underwriter	國際票券、元大證券(股)公司 International Bills Finance Corp., Yuanta Core Pacific Securities
簽證律師 Certifying Lawyer	無 None
簽證會計師 Certifying CPA	無 None
簽證金融機構 Certifying financial institution	國際票券金融(股)公司 International Bills Finance Corp.
償還方法 Repayment Method	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity
未償還餘額 Balance not paid back	1,720,000,000
前一年度實收資本額 Paid-in capital for previous year	17,093,383,780
前一年度決算後淨值 Net worth after previous year's accounts finalized	18,491,410,984
履約情形 Strike (exercise) conditions	正常 Normal
贖回或提前清償之條款 Repayment or prior repayment conditions	無 None
轉換及交換條件 Conditions of transference and exchange	無 None
限制條款 Restrictions	無 None
資金運用計畫 Funding utilization plan	請參閱 55-58頁 Please refer to page 55-58
申報發行金額加計前已發行流通在外之餘額占發行前一年度決算後淨值之比率(%) Amount of reported issue plus outstanding previous issues in circulation as a proportion of the net value of the previous year's issues after accounts finalized (%)	199.55%
是否計入合格自有資本及其類別 Whether or not recorded as qualified capital and type	無 None
信用評等機構名稱、評等日期及其評等等級 Name of Rating Institution, Rating Date & Rating Given	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2

金融債券種類 Type of Bank Debenture	九十三年第一期第一次金融債券 First Issuance of Bank Debentures 2004 First Period	九十三年第一期第二次金融債券 Second Issuance of Bank Debentures 2004 First Period
中央主管機關核准日期、文號 Date Approved by Central Competent Authority, Document No.	93.04.12 台財融(二)字第0930011227號 Tai Tsai Jung (2) No. 0930011227	93.04.12 台財融(二)字第0930011227號 Tai Tsai Jung (2) No. 0930011227
發行日期 Issue Date	93/6/10	93/6/16
面額 Face Value	2,300,000,000	2,000,000,000
發行及交易地點 Issue and Transaction Place	台灣Taiwan	台灣Taiwan
幣別 Currency	新台幣NT\$	新台幣NT\$
發行價格 Issue Price	2,300,000,000	2,000,000,000
總額 Amount	2,300,000,000	2,000,000,000
利率 Interest Rate	2.6%	2.3%
期限 Term	5年期 到期日98/06/10 5-year term to 06/10/2009	3年期 到期日96/06/16 3-year term to 06/16/2007
受償順位 Repayment Priority	第一順位 Primary-lien	第一順位 Primary-lien
保證機構 Guaranteeing Institution	無 None	無 None
受託人 Trustee	無 None	無 None
承銷機構 Underwriter	華南永昌綜合證券、寶來證券(股)公司 Hua Nan Securities, Polaris Securities	元大京華、群益、台証、元富、 中信證券(股)公司 Yuanta Core Pacific Securities, Capital Securities, Taishin Securities, MasterLink Securities & Kgieworld Securities Co. Ltd.
簽證律師 Certifying Lawyer	無 None	無 None
簽證會計師 Certifying CPA	無 None	無 None
簽證金融機構 Certifying financial institution	華南銀行信託部 Trust Dept., Hua Nan Bank	台新票券金融(股)公司 Taishin Bills Finance Corp.
償還方法 Repayment Method	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity
未償還餘額 Balance not paid back	2,300,000,000	2,000,000,000
前一年度實收資本額 Paid-in capital for previous year	14,093,383,780	14,093,383,780
前一年度決算後淨值 Net worth after previous year's accounts finalized	14,746,974,000	14,746,974,000
履約情形 Strike (exercise) conditions	正常 Normal	正常 Normal
贖回或提前清償之條款 Repayment or prior repayment conditions	無 None	無 None
轉換及交換條件 Conditions of transference and exchange	無 None	無 None
限制條款 Restrictions	無 None	無 None
資金運用計畫 Funding utilization plan	請參閱 55-58頁 Please refer to page 55-58	請參閱 55-58頁 Please refer to page 55-58
申報發行金額加計前已發行流通在外之餘額占發行前一年度決算後淨值之比率(%) Amount of reported issue plus outstanding previous issues in circulation as a proportion of the net value of the previous year's issues after accounts finalized (%)	35.94%	49.50%
是否計入合格自有資本及其類別 Whether or not recorded as qualified capital and type	無 None	無 None
信用評等機構名稱、評等日期及其評等等級 Name of Rating Institution, Rating Date & Rating Given	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2

金融債券種類 Type of Bank Debenture	九十三年第一期第三次金融債券 Third Issuance of Bank Debentures 2004 First Period	九十三年第一期第四次金融債券 Fourth Issuance of Bank Debentures 2004 First Period
中央主管機關核准日期、文號 Date Approved by Central Competent Authority, Document No.	93.04.12 台財融(二)字第0930011227號 Tai Tsai Jung (2) No. 0930011227	93.04.12 台財融(二)字第0930011227號 Tai Tsai Jung (2) No. 0930011227
發行日期 Issue Date	93/6/24	93/7/6
面額 Face Value	1,450,000,000	1,000,000,000
發行及交易地點 Issue and Transaction Place	台灣 Taiwan	台灣 Taiwan
幣別 Currency	新台幣 NT\$	新台幣 NT\$
發行價格 Issue Price	1,450,000,000	1,000,000,000
總額 Amount	1,450,000,000	1,000,000,000
利率 Interest Rate	2.8%	2.9%、3%
期限 Term	4年期 到期日97/06/24 4-year term to 06/24/2008	4年期 到期日97/07/07 4-year term to 07/07/2008 5年期 到期日98/07/06 5-year term to 07/06/2009
受償順位 Repayment Priority	第一順位 Primary-lien	第一順位 Primary-lien
保證機構 Guaranteeing Institution	無 None	無 None
受託人 Trustee	無 None	無 None
承銷機構 Underwriter	華南永昌、台証綜合證券(股)公司 Hua Nan Securities, Taishin Securities	華南永昌、群益綜合證券(股)公司 Hua Nan Securities, Capital Securities
簽證律師 Certifying Lawyer	無 None	無 None
簽證會計師 Certifying CPA	無 None	無 None
簽證金融機構 Certifying financial institution	國際票券金融(股)公司 International Bills Finance Corp.	富邦票券金融(股)公司 Fubon Bills Finance Corp.
償還方法 Repayment Method	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity
未償還餘額 Balance not paid back	1,450,000,000	1,000,000,000
前一年度實收資本額 Paid-in capital for previous year	14,093,383,780	14,093,383,780
前一年度決算後淨值 Net worth after previous year's accounts finalized	14,746,974,000	14,746,974,000
履約情形 Strike (exercise) conditions	正常 Normal	正常 Normal
贖回或提前清償之條款 Repayment or prior repayment conditions	無 None	無 None
轉換及交換條件 Conditions of transference and exchange	無 None	無 None
限制條款 Restrictions	無 None	無 None
資金運用計畫 Funding utilization plan	請參閱 55-58頁 Please refer to page 55-58	請參閱 55-58頁 Please refer to page 55-58
申報發行金額加計前已發行流通在外之餘額占發行前一年度決算後淨值之比率(%) Amount of reported issue plus outstanding previous issues in circulation as a proportion of the net value of the previous year's issues after accounts finalized (%)	59.33%	66.12%
是否計入合格自有資本及其類別 Whether or not recorded as qualified capital and type	無 None	無 None
信用評等機構名稱、評等日期及其評等等級 Name of Rating Institution, Rating Date & Rating Given	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2

金融債券種類 Type of Bank Debenture	九十三年第一期第五次金融債券 Fifth Issuance of Bank Debentures 2004 First Period	九十三年第一期第六次金融債券 Sixth Issuance of Bank Debentures 2004 First Period
中央主管機關核准日期、文號 Date Approved by Central Competent Authority, Document No.	93.04.12 台財融(二)字第0930011227號 Tai Tsai Jung (2) No. 0930011227	93.04.12 台財融(二)字第0930011227號 Tai Tsai Jung (2) No. 0930011227
發行日期 Issue Date	93/9/2	93/10/27
面額 Face Value	900,000,000	500,000,000
發行及交易地點 Issue and Transaction Place	台灣 Taiwan	台灣 Taiwan
幣別 Currency	新台幣 NT\$	新台幣 NT\$
發行價格 Issue Price	900,000,000	500,000,000
總額 Amount	900,000,000	500,000,000
利率 Interest Rate	2.45%、2.9%	3.05%
期限 Term	3年期 到期日96/09/02 3-year term to 09/02/2007 5年期 到期日98/09/02 5-year term to 09/02/2009	5年期 到期日98/10/27 5-year term to 10/27/2009
受償順位 Repayment Priority	第一順位 Primary-lien	第一順位 Primary-lien
保證機構 Guaranteeing Institution	無 None	無 None
受託人 Trustee	無 None	無 None
承銷機構 Underwriter	華南永昌、台証綜合證券(股)公司 Hua Nan Securities, Taishin Securities	倍利國際綜合證券(股)公司 Barits International Securities
簽證律師 Certifying Lawyer	無 None	無 None
簽證會計師 Certifying CPA	無 None	無 None
簽證金融機構 Certifying financial institution	華南銀行信託部 Trust Dept. Hua Nan Bank	中興票券金融(股)公司 ChungHsing Bills Finance Corp.
償還方法 Repayment Method	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity
未償還餘額 Balance not paid back	900,000,000	500,000,000
前一年度實收資本額 Paid-in capital for previous year	14,093,383,780	14,093,383,780
前一年度決算後淨值 Net worth after previous year's accounts finalized	14,746,974,000	14,746,974,000
履約情形 Strike (exercise) conditions	正常 Normal	正常 Normal
贖回或提前清償之條款 Repayment or prior repayment conditions	無 None	無 None
轉換及交換條件 Conditions of transference and exchange	無 None	無 None
限制條款 Restrictions	無 None	無 None
資金運用計畫 Funding utilization plan	請參閱 55-58頁 Please refer to page 55-58	請參閱 55-58頁 Please refer to page 55-58
申報發行金額加計前已發行流通在外之餘額占發行前一年度決算後淨值之比率(%) Amount of reported issue plus outstanding previous issues in circulation as a proportion of the net value of the previous year's issues after accounts finalized (%)	72.22%	102.73%
是否計入合格自有資本及其類別 Whether or not recorded as qualified capital and type	無 None	無 None
信用評等機構名稱、評等日期及其評等等級 Name of Rating Institution, Rating Date & Rating Given	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2

金融債券種類 Type of Bank Debenture	九十三年第一期第七次金融債券 Seventh Issuance of Bank Debentures 2004 First Period	九十三年第一期第八次金融債券 Eighth Issuance of Bank Debentures 2004 First Period
中央主管機關核准日期、文號 Date Approved by Central Competent Authority, Document No.	93.04.12 台財融(二)字第0930011227號 Tai Tsai Jung (2) No. 0930011227	93.04.12 台財融(二)字第0930011227號 Tai Tsai Jung (2) No. 0930011227
發行日期 Issue Date	93/11/3	93/12/21
面額 Face Value	500,000,000	500,000,000
發行及交易地點 Issue and Transaction Place	台灣 Taiwan	台灣 Taiwan
幣別 Currency	新台幣 NT\$	新台幣 NT\$
發行價格 Issue Price	500,000,000	500,000,000
總額 Amount	500,000,000	500,000,000
利率 Interest Rate	3.05%	2.8%
期限 Term	5年期 到期日98/11/03 5-year term to 11/03/2009	5年期 到期日98/12/21 5-year term to 12/21/2009
受償順位 Repayment Priority	第一順位 Primary-lien	第一順位 Primary-lien
保證機構 Guaranteeing Institution	無 None	無 None
受託人 Trustee	無 None	無 None
承銷機構 Underwriter	新壽綜合證券(股)公司 Shinkong Securities	元大京華證券(股)公司 Yuanta Core Pacific Securities
簽證律師 Certifying Lawyer	無 None	無 None
簽證會計師 Certifying CPA	無 None	無 None
簽證金融機構 Certifying financial institution	富邦票券金融(股)公司 Fubon Bills Finance Corp.	富邦票券金融(股)公司 Fubon Bills Finance Corp.
償還方法 Repayment Method	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity
未償還餘額 Balance not paid back	500,000,000	500,000,000
前一年度實收資本額 Paid-in capital for previous year	14,093,383,780	14,093,383,780
前一年度決算後淨值 Net worth after previous year's accounts finalized	14,746,974,000	14,746,974,000
履約情形 Strike (exercise) conditions	正常 Normal	正常 Normal
贖回或提前清償之條款 Repayment or prior repayment conditions	無 None	無 None
轉換及交換條件 Conditions of transference and exchange	無 None	無 None
限制條款 Restrictions	無 None	無 None
資金運用計畫 Funding utilization plan	請參閱 55-58頁 Please refer to page 55-58	請參閱 55-58頁 Please refer to page 55-58
申報發行金額加計前已發行流通在外之餘額占發行前一年度決算後淨值之比率(%) Amount of reported issue plus outstanding previous issues in circulation as a proportion of the net value of the previous year's issues after accounts finalized (%)	106.12%	109.51%
是否計入合格自有資本及其類別 Whether or not recorded as qualified capital and type	無 None	無 None
信用評等機構名稱、評等日期及其評等等級 Name of Rating Institution, Rating Date & Rating Given	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2

金融債券種類 Type of Bank Debenture	九十三年第一期第九次金融債券 Ninth Issuance of Bank Debentures 2004 First Period	九十三年第一期第十次金融債券 Tenth Issuance of Bank Debentures 2004 First Period
中央主管機關核准日期、文號 Date Approved by Central Competent Authority, Document No.	93.04.12 台財融(二)字第0930011227號 Tai Tsai Jung (2) No. 0930011227	93.04.12 台財融(二)字第0930011227號 Tai Tsai Jung (2) No. 0930011227
發行日期 Issue Date	93/12/22	93/12/30
面額 Face Value	500,000,000	350,000,000
發行及交易地點 Issue and Transaction Place	台灣 Taiwan	台灣 Taiwan
幣別 Currency	新台幣 NT\$	新台幣 NT\$
發行價格 Issue Price	500,000,000	350,000,000
總額 Amount	500,000,000	350,000,000
利率 Interest Rate	2.80%	2.07%
期限 Term	5年期 到期日98/12/22 5-year term to 12/22/2009	3年期 到期日96/12/30 3-year term to 12/30/2007
受償順位 Repayment Priority	第一順位 Primary-lien	第一順位 Primary-lien
保證機構 Guaranteeing Institution	無 None	無 None
受託人 Trustee	無 None	無 None
承銷機構 Underwriter	富邦綜合證券(股)公司 Fubon Securities	無 None
簽證律師 Certifying Lawyer	無 None	無 None
簽證會計師 Certifying CPA	無 None	無 None
簽證金融機構 Certifying financial institution	富邦票券金融(股)公司 Fubon Bills Finance Corp.	富邦票券金融(股)公司 Fubon Bills Finance Corp.
償還方法 Repayment Method	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity
未償還餘額 Balance not paid back	500,000,000	350,000,000
前一年度實收資本額 Paid-in capital for previous year	14,093,383,780	14,093,383,780
前一年度決算後淨值 Net worth after previous year's accounts finalized	14,746,974,000	14,746,974,000
履約情形 Strike (exercise) conditions	正常 Normal	正常 Normal
贖回或提前清償之條款 Repayment or prior repayment conditions	無 None	無 None
轉換及交換條件 Conditions of transference and exchange	無 None	無 None
限制條款 Restrictions	無 None	無 None
資金運用計畫 Funding utilization plan	請參閱 55-58頁 Please refer to page 55-58	請參閱 55-58頁 Please refer to page 55-58
申報發行金額加計前已發行流通在外之餘額占發行前一年度決算後淨值之比率(%) Amount of reported issue plus outstanding previous issues in circulation as a proportion of the net value of the previous year's issues after accounts finalized (%)	112.90%	115.28%
是否計入合格自有資本及其類別 Whether or not recorded as qualified capital and type	無 None	無 None
信用評等機構名稱、評等日期及其評等等級 Name of Rating Institution, Rating Date & Rating Given	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2

金融債券種類 Type of Bank Debenture	九十三年第一期第一次次順位金融債券 First Issuance of Subordinated Bank Debentures 2004 First Period	九十三年第一期第二次次順位金融債券 Second Issuance of Subordinated Bank Debentures 2004 First Period
中央主管機關核准日期、文號 Date Approved by Central Competent Authority, Document No.	93.04.12 台財融(二)字第0930011227號 Tai Tsai Jung (2) No. 0930011227	93.04.12 台財融(二)字第0930011227號 Tai Tsai Jung (2) No. 0930011227
發行日期 Issue Date	93/9/14	93/9/17
面額 Face Value	2,500,000,000	700,000,000
發行及交易地點 Issue and Transaction Place	台灣 Taiwan	台灣 Taiwan
幣別 Currency	新台幣 NT\$	新台幣 NT\$
發行價格 Issue Price	2,500,000,000	700,000,000
總額 Amount	2,500,000,000	700,000,000
利率 Interest Rate	3.80%、90CP+1.25%	3.80%
期限 Term	5.5年期 到期日99/03/14 5.5-year term to 03/14/2010	5.5年期 到期日99/03/17 5.5-year term to 03/17/2010
受償順位 Repayment Priority	次順位 Secondary-lien	次順位 Secondary-lien
保證機構 Guaranteeing Institution	無 None	無 None
受託人 Trustee	無 None	無 None
承銷機構 Underwriter	華南永昌、群益、倍利國際綜合證券 (股)公司 Hua Nan Securities, Capital Securities, Barits International Securities	台証、元大京華綜合證券(股)公司 Taishin Securities, Yuanta Core Pacific Securities
簽證律師 Certifying Lawyer	無 None	無 None
簽證會計師 Certifying CPA	無 None	無 None
簽證金融機構 Certifying financial institution	中興票券金融(股)公司 Chung Hsing Bills Finance Corp.	中興票券金融(股)公司 Chung Hsing Bills Finance Corp.
償還方法 Repayment Method	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity
未償還餘額 Balance not paid back	2,500,000,000	700,000,000
前一年度實收資本額 Paid-in capital for previous year	14,093,383,780	14,093,383,780
前一年度決算後淨值 Net worth after previous year's accounts finalized	14,746,974,000	14,746,974,000
履約情形 Strike (exercise) conditions	正常 Normal	正常 Normal
贖回或提前清償之條款 Repayment or prior repayment conditions	無 None	無 None
轉換及交換條件 Conditions of transference and exchange	無 None	無 None
限制條款 Restrictions	無 None	無 None
資金運用計畫 Funding utilization plan	請參閱 55-58頁 Please refer to page 55-58	請參閱 55-58頁 Please refer to page 55-58
申報發行金額加計前已發行流通在外之餘額占發行前一年度決算後淨值之比率(%) Amount of reported issue plus outstanding previous issues in circulation as a proportion of the net value of the previous year's issues after accounts finalized (%)	89.17%	93.91%
是否計入合格自有資本及其類別 Whether or not recorded as qualified capital and type	第二類 Type 2	第二類 Type 2
信用評等機構名稱、評等日期及其評等等級 Name of Rating Institution, Rating Date & Rating Given	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2



金融債券種類 Type of Bank Debenture	九十三年第一期第三次次順位金融債券 Third Issuance of Subordinated Bank Debentures 2004 First Period	九十三年第一期第四次次順位金融債券 Fourth Issuance of Subordinated Bank Debentures 2004 First Period
中央主管機關核准日期、文號 Date Approved by Central Competent Authority, Document No.	93.04.12 台財融(二)字第0930011227號 Tai Tsai Jung (2) No. 0930011227	93.04.12 台財融(二)字第0930011227號 Tai Tsai Jung (2) No. 0930011227
發行日期 Issue Date	93/9/22	93/10/1
面額 Face Value	350,000,000	450,000,000
發行及交易地點 Issue and Transaction Place	台灣Taiwan	台灣Taiwan
幣別 Currency	新台幣NT\$	新台幣NT\$
發行價格 Issue Price	350,000,000	450,000,000
總額 Amount	350,000,000	450,000,000
利率 Interest Rate	3.80%、90CP+1.25%	3.80%
期限 Term	5.5年期 到期日99/03/22 5.5 - year terms to 03/22/2010	5.5年期 到期日99/04/01 5.5 - year term to 04/01/2010
受償順位 Repayment Priority	次順位 Secondary-lien	次順位 Secondary-lien
保證機構 Guaranteeing Institution	無 None	無 None
受託人 Trustee	無 None	無 None
承銷機構 Underwriter	華南永昌綜合證券(股)公司 Hua Nan Securities	華南永昌綜合證券(股)公司 Hua Nan Securities
簽證律師 Certifying Lawyer	無 None	無 None
簽證會計師 Certifying CPA	無 None	無 None
簽證金融機構 Certifying financial institution	中興票券金融(股)公司 ChungHsing Bills Finance Corp.	中興票券金融(股)公司 ChungHsing Bills Finance Corp.
償還方法 Repayment Method	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity
未償還餘額 Balance not paid back	350,000,000	450,000,000
前一年度實收資本額 Paid-in capital for previous year	14,093,383,780	14,093,383,780
前一年度決算後淨值 Net worth after previous year's accounts finalized	14,746,974,000	14,746,974,000
履約情形 Strike (exercise) conditions	正常 Normal	正常 Normal
贖回或提前清償之條款 Repayment or prior repayment conditions	無 None	無 None
轉換及交換條件 Conditions of transference and exchange	無 None	無 None
限制條款 Restrictions	無 None	無 None
資金運用計畫 Funding utilization plan	請參閱 55-58頁 Please refer to page 55-58	請參閱 55-58頁 Please refer to page 55-58
申報發行金額加計前已發行流通在外之餘額占發行前一年度決算後淨值之比率(%) Amount of reported issue plus outstanding previous issues in circulation as a proportion of the net value of the previous year's issues after accounts finalized (%)	96.29%	99.34%
是否計入合格自有資本及其類別 Whether or not recorded as qualified capital and type	第二類 Type 2	第二類 Type 2
信用評等機構名稱、評等日期及其評等等級 Name of Rating Institution, Rating Date & Rating Given	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2

金融債券種類 Type of Bank Debenture	九十一年第一期次順位金融債券 Issuance of Subordinated Bank Debentures 2002 First Period
中央主管機關核准日期、文號 Date Approved by Central Competent Authority, Document No.	91.07.24 台財融(二)字第0910034167號 Tai Tsai Jung (2) No. 0910034167
發行日期 Issue Date	91/8/30
面額 Face Value	3,000,000,000
發行及交易地點 Issue and Transaction Place	台灣Taiwan
幣別 Currency	新台幣NT\$
發行價格 Issue Price	3,000,000,000
總額 Amount	3,000,000,000
利率 Interest Rate	3.85%
期限 Term	5年期 到期日96/08/30 5 - year term to 08/30/2007
受償順位 Repayment Priority	次順位 Secondary-lien
保證機構 Guaranteeing Institution	無 None
受託人 Trustee	無 None
承銷機構 Underwriter	無 None
簽證律師 Certifying Lawyer	無 None
簽證會計師 Certifying CPA	無 None
簽證金融機構 Certifying financial institution	國際票券金融(股)公司 International Bills Finance Corp.
償還方法 Repayment Method	每年付息一次 到期一次還本 Interest paid once annually Principal paid upon maturity
未償還餘額 Balance not paid back	3,000,000,000
前一年度實收資本額 Paid-in capital for previous year	14,093,384,000
前一年度決算後淨值 Net worth after previous year's accounts finalized	15,581,310,000
履約情形 Strike (exercise) conditions	正常 Normal
贖回或提前清償之條款 Repayment or prior repayment conditions	無 None
轉換及交換條件 Conditions of transference and exchange	無 None
限制條款 Restrictions	無 None
資金運用計畫 Funding utilization plan	請參閱 55-58頁 Please refer to page 55-58
申報發行金額加計前已發行流通在外之餘額占發行前一年度決算後淨值之比率(%) Amount of reported issue plus outstanding previous issues in circulation as a proportion of the net value of the previous year's issues after accounts finalized (%)	19.25%
是否計入合格自有資本及其類別 Whether or not recorded as qualified capital and type	第二類 Type 2
信用評等機構名稱、評等日期及其評等等級 Name of Rating Institution, Rating Date & Rating Given	中華信評 Taiwan Ratings 10/26/2005 長期信用評等(Long-term) twA- 短期信用評等(Short-term) twA-2

五、特別股發行情形：無  
Special share issues：None

六、海外存託憑證發行情形：無  
Issues of Overseas Depository Receipts：None

七、員工認股權憑證辦理情形：無  
Exercise of employee stock options：None

八、併購或受讓其他金融機構應記載事項：無  
Mergers & Acquisitions involving other financial institutions：None

# 營運概況

## Review of Business Operations



### 一、業務內容 Types of Business

(一) 各業務別經營之主要業務、各業務資產及(或)收入占總資產及(或)收入之比重及其市場佔有率、成長與變化情形

Major Business Items and the Shares of Their Assets and (or) Income in Total Assets and (or) Income and Their Market Shares and Growth Rates

#### 1. 存款業務 Deposits

單位：新台幣仟元 Unit: Thousands of NT Dollars

主要業務項目 Item		94.12.31			93.12.31		
		金額 Amount	比重 Share	成長率 Growth rate	金額 Amount	比重 Share	成長率 Growth rate
活期性存款 Demand Deposits	支票存款 Checking deposits	2,718,015	1.10%	0.31%	2,709,607	1.15%	34.82%
	活期存款 Passbook deposits	14,894,178	6.05%	-11.95%	16,915,859	7.22%	17.98%
	公庫活期儲蓄存款 Treasury passbook savings deposits	274,449	0.11%	70.95%	160,546	0.07%	-26.38%
	活期儲蓄存款 Passbook savings deposits	39,411,766	16.02%	-8.44%	43,044,006	18.36%	24.40%
	小計 Sub-total	57,298,408	23.29%	-8.80%	62,830,018	26.80%	22.80%
	定期性存款 Time Deposits	定期存款 Time deposits	62,284,193	25.32%	12.83%	55,201,664	23.55%
	公庫定期存款 Treasury time deposits	200,000	0.08%	0.00%	200,000	0.08%	-38.64%
	定期儲蓄存款 Time savings deposits	93,276,837	37.91%	14.83%	81,230,977	34.65%	34.24%
	可轉讓定期存單 Negotiable certificates of deposit	8,829,600	3.59%	-15.80%	10,486,400	4.47%	133.54%
	郵匯局轉存款 Postal savings redeposits	17,396,118	7.07%	-4.59%	18,233,334	7.78%	10.84%
	小計 Sub-total	181,986,748	73.97%	10.06%	165,352,375	70.53%	39.44%
	外匯存款 Foreign Exchange Deposits	外匯活期存款 Foreign exchange passbook deposits	2,039,986	0.83%	-7.90%	2,214,942	0.95%
外匯定期存款 Foreign exchange time deposits		4,708,319	1.91%	16.48%	4,042,227	1.72%	9.61%
小計 Sub-total		6,748,305	2.74%	7.85%	6,257,169	2.67%	0.94%
合計 Total		246,033,461	100.00%	4.95%	234,439,562	100.00%	33.24%

## 2. 放款業務 Loans

單位：新台幣仟元 Unit: Thousands of NT Dollars

主要業務項目 Item	94.12.31			93.12.31		
	金額 Amount	比重 Share	成長率 Growth rate	金額 Amount	比重 Share	成長率 Growth rate
貼現、透支及擔保透支 Discounts, overdrafts and secured overdrafts	64,719	0.03%	-11.06%	72,769	0.04%	19.91%
短期放款 Short-term loans	14,370,240	6.91%	-3.75%	14,930,112	7.71%	-1.88%
短期擔保放款 Short-term secured loans	20,739,758	9.97%	16.24%	17,841,941	9.21%	5.85%
中期放款 Medium-term loans	51,773,197	24.89%	-21.67%	66,098,663	34.11%	343.40%
中期擔保放款 Medium-term secured loans	40,393,251	19.42%	77.56%	22,749,649	11.74%	-2.82%
長期放款 Long-term loans	7,434,306	3.57%	2.53%	7,250,830	3.74%	-2.81%
長期擔保放款 Long-term secured loans	69,379,069	33.36%	12.67%	61,579,661	31.78%	-1.05%
國際金融業務分行 The business Offshore Banking Branch	3,824,628	1.84%	17.81%	3,246,426	1.68%	-8.80%
合計 Total	207,979,168	100.00%	7.33%	193,770,051	100.00%	34.84%

註：本表不含催收款項、貼現及買匯

Note: This table does not include delinquent accounts, discounts and sales of exchange

## 3. 信託業務 Trust Business

單位：新台幣仟元/ Unit: Thousands of NT Dollars

主要業務項目 Item	94.12.31			93.12.31			
	信託資金金額 Amount	比重 Share	成長率 Growth rate	信託資金金額 Amount	比重 Share	成長率 Growth rate	
信託業務 Trust	特定金錢信託資金 Non-discretionary trust funds	11,347,412	15.89%	41.80%	8,002,459	11.14%	28.93%
Business	不動產信託 Real estate trusts	10,989,117	15.39%	329.51%	2,558,511	3.56%	308.95%
	小計 Sub-total	22,336,529	31.28%	111.50%	10,560,970	14.70%	54.57%
附屬業務 Auxiliary	基金保管 Custodian for funds	25,209,005	35.30%	-27.81%	34,920,983	48.60%	-15.02%
Businesses	有價證券保管 Custodian for securities	11,306,714	15.84%	-8.62%	12,373,519	17.22%	-42.78%
	全權委託資金保管 Custodian for discretionary trust funds	355,325	0.50%	-29.22%	502,001	0.70%	11.87%
	有價證券簽證 Securities certification	6,999,063	9.80%	-1.44%	7,101,529	9.88%	1.34%
	公司債受託人 Trustee of corporate bonds	5,200,000	7.28%	-18.75%	6,400,000	8.90%	88.24%
	小計 Sub-total	49,070,107	68.72%	-19.95%	61,298,032	85.30%	-16.69%
	合計 Total	71,406,636	100%	-0.63%	71,859,002	100%	-10.63%

## 4. 外匯承作量 Foreign Exchange Business

單位：仟美元 Unit: Thousands of US Dollars

主要業務項目 Item		94年度			93年度		
		金額 Amount	比重 Share	成長率 Growth rate	金額 Amount	比重 Share	成長率 Growth rate
買入匯款 Foreign exchange bought	出口押匯、託收 Negotiation of drafts under L/C, collection of bills	221,773	15.65%	27.70%	160,349	10.23%	26.51%
	匯入匯款 Inward remittances	1,195,484	84.35%	-17.70%	1,407,096	89.77%	24.21%
	小計 Sub-total	1,417,257	39.20%	-10.60%	1,567,445	41.95%	24.45%
賣出外匯 Foreign exchange sold	進口信用狀、託收 Import L/C's, documentary collection	487,610	22.19%	8.06%	448,309	20.67%	-3.17%
	匯出匯款 Outward remittances	1,710,210	77.81%	-0.59%	1,720,323	79.33%	24.44%
	小計 Sub-total	2,197,820	60.80%	1.33%	2,168,632	58.05%	18.73%
合計 Total		3,615,077	100.00%	-3.35%	3,736,077	100.00%	21.13%

## 5. 財富管理業務 Wealth Management Business

單位：新台幣仟元 Unit: Thousands of NT Dollars

主要業務項目 Item	94.12.31			93.12.31		
	金額 Amount	比重 Share	成長率 Growth rate	金額 Amount	比重 Share	成長率 Growth rate
近三個月台、外幣活期及定期存款平均餘額 Average Passbook deposits, time savings deposits in NT\$ and foreign currency outstanding in the last 3 months	82,770,560	83.96%	12.44%	73,613,758	90.93%	-
國內外共同信託基金（含連動式債券）餘額 Local and foreign mutual trust funds (including structured notes) outstanding	8,940,715	9.07%	52.55%	5,860,867	7.235%	-
保險費餘額 Insurance premiums outstanding	48,940	0.05%	1101%	4,075	0.005%	-
可轉讓定存單餘額（NCD） Negotiable certificates of deposit outstanding	2,979,000	3.01%	113.18%	1,397,400	1.73%	-
債票券附買回餘額（RP） Bond and stock repurchase agreements outstanding	3,852,929	3.91%	4716.16%	80,000	0.10%	-
合計 Total	98,592,144	100.00%	21.78%	80,956,100	100.00%	-

註：

1. 財富管理業務資產僅計算與本行總往來資產規模新台幣100萬（含）元以上之客戶。
2. 財富管理業務開辦日為93.4.15，故93年之成長率無比較基礎。

Notes:

1. The calculation of wealth management business assets is only based on the assets of customers that amount to NT\$1 million or more.
2. The Bank's wealth management business was launched on April 15, 2004, and so there is no basis for comparison with the growth rate for the year 2004.

## 6. 信用卡業務 Credit Card Business

主要業務項目 Item	94.12.31		93.12.31	
	仟元/萬卡	成長率 Growth rate	仟元/萬卡	成長率 Growth rate
發卡量 Number of Cards Issued	69	14.43%	60.3	15.96%
每月平均簽帳金額 Average Monthly Amount Charged	673,653	-6.44%	720,000	-5.26%
應收帳款餘額 Accounts Receivable	7,558,854	7.50%	7,030,992	69.21%
循環信用餘額 Revolving Credit	6,178,907	11.65%	5,534,014	32.93%
餘額代償放款餘額 Balance Transfer Business Outstanding	9,746,573	44.00%	6,768,480	218.31%

## (二) 本年度經營計畫 Operating Plans for 2006

- 1.存款：95年底台幣總存款餘額目標為2,756億元，其中新台幣存款餘額目標為2,678億元；外幣存款餘額目標為新台幣78億元。  
Deposits: NT\$275.6 billion outstanding at the year-end, with NT\$267.8 billion in New Taiwan dollar deposits, and NT\$7.8 billion in foreign currency deposits.
- 2.放款：95年底台幣總放款餘額目標為1,939億元，其中新台幣放款餘額目標為1,839億元、外幣放款餘額目標為100億元。  
Loans: NT\$193.9 billion outstanding at the year-end, with NT\$183.9 billion in NT dollar loans, and NT\$10 billion in foreign currency loans.
- 3.保證業務：95年保證平均餘額目標為新台幣120億元。  
Guarantee Business: NT\$12 billion outstanding at the year-end.
- 4.票債券交易 Bills and Bonds and Foreign Exchange Transactions：
  - (1)票債券：95年度票債券承作金額目標為新台幣660億元。  
Bills and Bonds: NT\$66 billion.
  - (2)外匯交易：95年度即期、遠期、NDF外匯交易承作金額目標約12億美金。  
Foreign Exchange Transactions: US\$1.2 billion in spot.
- 5.證券投資：95年度證券平均投資金額目標為新台幣4億元，債券型基金平均投資金額目標為新台幣20億元。  
Securities Investment: Average amount of securities invested in year of NT\$400 million, and average amount of bond funds invested of NT\$2 billion.
- 6.外幣有價證券投資：95年度承作金額目標為美金4.4億元。  
Foreign Currency Securities Investment: US\$440 million.
- 7.外匯業務：95年度全行外匯業務量目標為美金39億美元，其中進出口押匯業務為8.5億美元，匯出入款業務為30.5億美元。  
Foreign Exchange Business: US\$3.9 billion for the year, with negotiation of drafts under L/C and import L/C amounting to US\$850 million, and inward and outward remittances amounting to US\$3.05 billion.
- 8.信託業務：95年度盈餘目標為新台幣0.5億元，總手續費收入目標為新台幣0.96億元。  
Trust Business: Surplus for the year of NT\$50 million, and total fee income of NT\$96 million.
- 9.信用卡業務 Credit Card Business：
  - (1)新發卡數6萬卡，累計發卡數為75萬卡。  
60,000 new cards issued, for an accumulated total of 750,000 cards.
  - (2)每月平均簽帳金額新台幣7.5億元。  
Average monthly charged purchases of NT\$750 million.
  - (3)餘額代償業務承作18億元，全年新增10億元。  
Balance Transfer business outstanding for the year of NT\$1.8 billion, an increase of NT\$1 billion over the previous year.
  - (4)循環信用餘額為70億元。  
Outstanding revolving credit of NT\$7 billion.
- 10.消費性貸款業務 Consumer Loans Business：
  - (1)汽車貸款：95年底放款餘額目標為新台幣69億元。  
Car loans: NT\$6.9 billion at the year-end.
  - (2)信用貸款：95年底放款餘額目標為新台幣42.1億元。  
Credit loans: NT\$4.21 billion at the year-end.
- 11.財富管理業務：手續費收入目標為新台幣2.4億元。  
Wealth management business: NT\$240 million in fee income.

### (三) 市場分析 Market Analysis

#### 1. 整體經濟成長情況 Overall Economic Growth

九十四年全球經濟因受原物料價格、油價高漲及美國颶風災害與升息壓力影響，致全球景氣復甦力道不若九十三年強勁。不過由於石油價格於第四季開始回穩，使得能源價格壓力稍見和緩，因此九十四年全球經濟仍能維持基本穩定地成長。根據世界銀行(World Bank)等機構發佈之資料顯示，九十四年全球之經濟成長率約維持在三·二%至三·四%。影響所及，國內雖受國際景氣擴張減緩及國內製造業產能外移影響，致國內出口成長不如預期，惟下半年在製造業生產回升、出口表現轉佳及政府擴大公共建設加速推動下，九十四年全年台灣經濟成長率約可達至四·〇九%水準。

Due to the rising prices of raw materials and oil, the devastation caused in the U.S. by a series of strong hurricanes, as well as the upward pressure brought to bear on U.S. interest rates, the global economic recovery in the year 2005 was not as strong as that in 2004. However, as oil prices began to stabilize during the 4<sup>th</sup> quarter, so that there was less pressure on energy prices, the world economy as a whole was able to continue to exhibit stable growth. According to data released by the World Bank and other institutions, a growth rate for the world economy of between 3.2% and 3.4% was recorded for the year 2005. As for Taiwan, because of the slower economic recovery and the continued moving offshore of Taiwan's manufacturing industry, the growth of Taiwan's exports was not as high as expected. However, as production in Taiwan's manufacturing industry began to pick up during the second half of the year, exports improved and the government also speeded up the expansion of its public infrastructure. It is thus expected that, for the year 2005 as a whole, Taiwan's economic growth rate will be about 4.09%.

#### 2. 銀行業務經營地區之分析及市場未來供需狀況與成長性之分析

##### An Analysis of the Banking Industry's Operations, Future Market Supply and Demand Conditions, and the Market's Growth

在國內金融環境方面，雖於九十四年下半年整體環境略受雙卡債務風波影響，進而導致金融市場對於消費金融業務之授信趨向採取較為保守之業務政策，使得國內消金授信業務之成長亦受限制。但由於在政府鼓勵下，國內各銀行多承續九十三年穩健經營之腳步持續處理不良資產、改善資產品質及提升資本適足之能力，故整體金融業之財務概況，已呈現維持穩定發展之狀態，且各銀行因歷經九十年以來之經濟景氣下滑衝擊後，亦開始重新檢視整體業務之風險控管能力、最適營運規模及經營策略等範疇，以謀求於高度競爭之產業經營環境下，得以發展各銀行之藍海市場。

As for the local financial environment, although the overall environment during the second half of 2005 was affected by a twofold debt crisis, financial markets adopted a more conservative stance in relation to consumer lending, so that the growth of domestic consumer finance business was somewhat restricted. However, because local banks with the government's encouragement maintained their steady performance in 2004 and continued to deal with their non-performing loans, improve their asset quality and strengthen their ability to maintain capital adequacy, the banking sector as a whole continued to develop steadily. In addition, as banks encountered the decline in economic conditions from 2001 onwards, and began to once again examine their overall ability to control risk, and their most appropriate scale of operations and operating strategies, faced with a very competitive operating environment, they began to develop distinctive niche markets.

#### 3. 競爭利基及發展遠景之有利、不利因素與因應對策

##### Favorable and Unfavorable Factors and Response Measures in Regard to Competitive Niches and Development Prospects

為因應此一高度競爭之金融營運環境及實施債務協商機制管理措施之後續影響，本行除將致力提升風險管理能力、分散放款組合與獲利來源外，另亦將持續朝向拓展新地理營運區域及新金融商品，以特定業務之利基方式，經營各個不同區隔之市場發展，最終導向結構合理化、成本最小化及利潤最大化之目標。詳述如下：

In order to respond to the highly-competitive financial environment, and the effect of its measures in implementing a debt consultation mechanism, besides making every effort to enhance its ability to manage risk, and diversify its loan portfolios and profit sources, the Bank will also continue to develop new geographical markets and new financial products, in order to develop niche markets that are segmented. Finally, it will move towards achieving its objectives of structural rationalization, cost minimization and profit maximization. Each of these objectives is discussed in detail in what follows:

1. 結構合理化方面 Structural rationalization :

- (1) 維持適當存放比強化資產品質結構：積極提高活期性存款、降低可轉讓定期性存款之比重並吸收長期性穩定資金，以求存款結構合理化下，降低資金成本。

Maintaining an appropriate ratio of deposits to loans in order to strengthen the Bank's asset quality structure: Actively increasing the share of passbook deposits and reducing the share of negotiable certificates of deposit, and absorbing long-term stable funds in order to rationalize the structure of deposits, and lower the cost of funds.

- (2) 資本運用效率化：持續提昇本行資產配置最適效率及其品質，並透過規模整併與陸續辦理現金增資之方式，提升全行經營規模與財務結構品質。

Utilizing capital more efficiently: The Bank will continue to upgrade its allocation of assets in the most appropriate and efficient way, and improve their quality. In addition, by means of scale mergers or by continuing to implement cash to capital increases, the Bank will enhance the scale of its operations and the quality of its financial structure.

- (3) 營業據點結構合理化：調整及新增營業據點與自動化服務設施，以發揮通路經營效益暨延伸服務區域。

Structural rationalization of business units: The Bank will adjust and increase the number of its business units and automated services to make its operations more effective and extend its service network.

2. 成本最小化方面 Minimizing costs :

- (1) 降低交易成本：發展本行電子銀行等自動化服務，如新增網路ATM服務及網路銀行代收業務服務及提供電子對帳單等，以降低本行業務之交易成本。

Reducing transactions costs: The Bank will develop its electronic banking and other automated services, such as introducing Internet ATM services and Internet banking payment collection services and providing e-billing services, in order to lower the Bank's business and transactions costs.

- (2) 降低資金成本：藉由券商代收付、學雜費代收、薪轉及票據託收業務，吸收活期性存款，降低資金成本。

Lowering the cost of funds: The Bank will, through the collection and payment of funds on behalf of securities companies, the collection of miscellaneous tuition expenses, acting as agent for the payment of salaries and bill collection, and absorbing demand deposits, lower its cost of funds.

- (3) 簡化作業流程、降低人事成本：藉由合理之人力配置，以落實作業成本管理，併同簡化作業流程來提升人員效率與生產力。

Simplifying operating procedures, and reducing personnel costs: By effectively deploying its staff, practically managing the costs of doing business, and simplifying operating procedures, the Bank will increase employee efficiency and productivity.



(4)持續辦理人員教育訓練，以提高員工專業能力與生產力，減低人為失誤成本。  
Continuing to administer staff education and training programs, in order to enhance the professionalism of personnel and increase productivity, and reduce the costs arising from human error.

(5)積極管理逾期放款之資產：依逾期天數採取不同之積極清理方式，以提高資產運用效率。  
Actively managing pastdue loan assets: Based on the number of days the loans are pastdue, the Bank will adopt different measures to deal with them, in order to more efficiently use its assets.

### 3.利潤最大化方面 Maximizing profits：

(1)持續推展貴賓理財業務：針對不同資產配置之客戶提供適當之理財規劃建議，如透過異業合作之方式，整合相關之金融商品並妥善提供合理之稅務規劃等諮詢與建議服務，以期提供客戶與本行持續往來之意願，進而增加手續費收入等。

Actively promoting and developing VIP wealth business: By focusing on customers with different asset arrangements, the Bank will provide appropriate asset planning recommendations, such as forming joint ventures with different industries, integrating related financial products and appropriately providing suitable tax planning consulting services and recommendations, with a view to providing customers with the willingness to continue to have dealings with the Bank, thereby increasing the Bank's fee income.

(2)積極發展一般企金及中小型企業融資及金流規劃服務：在兼顧風險分散與資金分配效益下，以利潤及利基為業務導向，積極拓展一般企金及中小企業客戶之融資及金流規劃業務。

Actively developing financing and funding program services for corporations in general and small and medium-sized enterprises: The Bank will take into consideration both the diversification of risk and the efficiency of fund allocation, with an emphasis on earning profits and developing market niches, and will actively develop financing and funding program services for corporations in general as well as small and medium-sized enterprises.

(3)積極開發質優之房貸客戶，並推出新組合之專案商品：如推出以房貸搭配壽險之方式，以提供客戶以較優惠之利率投保等額之房貸壽險，進而增裕本行收益。

Actively cultivating excellent housing loan customers, and introducing new integrated products on a case by case basis: Such products include combining home loans with life insurance, in order to provide customers with the opportunity to purchase housing loan life insurance at preferential interest rates, and thereby increase the Bank's profits.

(4)在保本原則下積極投入海外有價證券投資暨深耕財富管理與信託等手續費收入業務，期以增裕本行收入。

Based on the principle of safeguarding its capital, the Bank will actively engage in overseas securities investment and also cultivate the fee income of its wealth management and trust business, with a view to increasing the Bank's income.

### 4.其他 Others：

(1)持續辦理回饋社會之公益活動如與學校機構合作、參予社區活動及推展公益存款專案等之方式，提昇社會大眾對本行經營理念與社會道德之認知，建立良好企業形象。

Continuing to hold activities in the public interest to repay the Bank's debt to society, such as working together with schools, participating in community activities and promoting specific projects such as public interest deposits, in order to increase the general public's awareness of the Bank's operational concepts and social ethics, and establish a good business image.

(2)發展本行之風險管理組織運作，以落實新巴塞爾協定之真正本意暨提昇本行風險管理之能力；建立即時預警之內控監理制度，以期達成風險最小下之最大獲利。

Developing the Bank's organizational procedures for managing risk, in order to implement the real meaning of the New Basel Accord and enhance the Bank's ability to manage risk. Establishing an immediate early-warning internal control supervisory system, in order to minimize risk and maximize profits.

#### (四) 金融商品研究與業務發展概況 Research and Development into Financial Products

##### 1. 最近二年內主要金融商品及增設之業務部門與其規模及損益情形：

Major financial products and newly established departments in the last two years and their current scale of operations and profitability:

本行近年來致力於高利差、高手續費之消金商品的研發與行銷，於93年1月9日成立汽貸行銷部及信貸行銷部，專責汽貸及信貸業務之行銷與拓展，截至九十四年底止，本行汽車貸款餘額達新台幣45.97億元，信用貸款餘額亦達新台幣332.80億元，營運績效尚佳。94年7月4日第五屆第3次董事會通過成立財富管理部戮力推展財富管理業務，另本行對於企金業務亦不偏廢，於94年1月17日第四屆第30次董事會通過成立企金一部至企金八部，冀以此擴大放款規模增加營收。

In recent years, the Bank has made every effort to conduct research into and promote consumer banking products that take advantage of a high spread and high fee income. On January 9, 2004, the Bank established a Car Loan Promotion Department and a Credit Loan Promotion Department, to specialize in promoting and developing car loans and credit loans. At the end of 2005, the Bank's outstanding car loans amounted to NT\$4.597 billion, and outstanding credit loans amounted to NT\$33.28 billion, both satisfactory performances. The Bank has also not disregarded its corporate banking business. On January 17, 2005 at the Board of Directors' meeting, a resolution was passed to establish eight enterprise finance departments from one enterprise finance department, with a view to enlarging the scale of the Bank's loan business and increasing income from operations.

隨國內房地產景氣回升，及政府優惠房貸及土增稅減半措施下，造成國內住宅需求大增，促使國內建商積極開發土地興建集合住宅，為因應此波房地產預售屋需求保障購屋者、地主、建商等關係人之交易安全，不動產信託業務孕育而生，除確保各項工程款項專戶控管，並加強信託財產因法律所賦予獨立性的特質，使專案工程得以完工交屋。截至本年度不動產信託資產規模10,989,117千元，相較於93年度及92年度，整體規模淨成長329.51%及308.95%。

With the recovery of the local real estate market and the government's implementation of its preferential loans and halving of the land value increment tax, the local demand for residential homes has greatly increased, with the result that local construction companies have actively started to develop land to build congregate housing. In order to respond to this new wave of pre-sold housing and safeguard the transactions taking place among home buyers, landowners and construction companies, the Bank has given birth to its property trust business. Besides ensuring that control is maintained over the payments made for each stage in the construction process, the Bank is also strengthening the independence characteristic of trust property in accordance with the law, so that these special building projects can be completed and the properties handed over to the buyers. For 2005, property trust assets amounted to NT\$10,989.117 million, which, when compared with the years 2004 and 2003, reflected overall net growth of 329.51% and 308.95%, respectively.

##### 2. 最近二年度研究發展支出及其成果：

Results of and Expenditure on R&D in the Last Two Years：

(1) 電子帳單與電子行銷系統：建置發送電子帳單與EDM之系統，提供多元行銷管道、降低作業成本。

E-billing and sales by electronic mail systems: The e-billing presentment and EDM systems were installed to provide a variety of sales channels, and lower operating costs.

(2) 金融憑證網路報稅：本行網路銀行所核發之電子憑證經賦稅署審核通過可用於下載與申報93年度個人綜合所得稅作業。

Providing financial certification for filing taxes on line: The electronic certification for filing taxes approved by the Bank's network banking system may be used to download and file personal income tax for the 2004 fiscal year.

(3) 辦理及推廣換發晶片金融卡之行銷活動。

Handling and promoting an IC card re-issue marketing activity.

(4) 多媒體播放系統(簡稱行內廣告)第一階段建置及試行。

The first stage of the multimedia presentation system was established and tested (simply referred to as internal advertising).

- (5) 『自動櫃員機二十四小時監控中心』之建置：為利隨時監控並防範自動櫃員機發生異常狀況暨配合主管機關之政令，本行業已完成『自動櫃員機二十四小時監控中心』之建置，本中心之功能包含全行自動櫃員機二十四小時之環境監控、反針孔偵測及「環控監看連線」平台等項目。
- Establishing an “ATM 24-hr Control Center” : In order to at all times supervise and prevent ATMs from experiencing abnormal situations, and in line with the competent authority’s regulations, the Bank has already completed its “The 24 hrs Environment Security of ATM by Monitor Center” The functions of this system include 24-hr controls over all of the Bank’s ATMs, Anti-Pinhole Lens by Machine and the establishment of a “Looking up by Internet” platform.
- (6)完成全行電子印鑑系統建置。
- Completing the installation of the Bank’s electronic authentication system.
- (7)推出數種消金產品，如安泰優貸、上班族減利型信用貸款、購屋自備款零利率專案、優質客戶「新車特惠購車方案」、與福特汽車經銷商合作推出「新車特惠方案」等業務。
- Promoting various kinds of consumer finance products, such as “EnTie preferential loans,” “reduced-interest loans for office workers,” “zero interest rate downpayment loans for home purchasers,” “preferential loans for new car purchases,” and promoting together with Ford Motor Co. “preferential loans for new cars.”
- (8)強化本行既有外匯產品，並與財務部配合繼續推廣組合式外匯存款衍生性商品服務，增加外幣產品的多樣化，以利外匯業務招攬，增裕外幣營運資金。
- Strengthening the Bank’s existing foreign exchange products, and in line with the Ministry of Finance’s guidelines continuing to promote integrated foreign exchange deposit derivative products, and enlarging the variety of foreign currency products, in order to solicit foreign exchange business and increase the funding from foreign currency operations.
- (9)推出多項消費刺激活動，以提高客戶用卡之忠誠度。
- Promoting a variety of activities to stimulate consumer spending, in order to increase customer loyalty in using the Bank’s credit cards.
- (10)推出「每筆消費即時簡訊通知服務」，提供客戶更安全用卡環境。
- Promoting an “Instant consumption expenditure notification service,” to provide customers with a safer environment for using credit cards.
- (11)運用資料倉儲系統、結合資料採礦技術，進行持卡人消費行為分析(含呆卡)、延滯分析，期能有效刺激客戶消費及提昇本行資產品質。
- Using a Data Warehouse system, integrating data mining technology, engaging in a behavioral analysis of the consumer spending of cardholders dormant credit cards and delay analysis, with a view to effectively stimulating customer spending and improving the Bank’s asset quality.
- (12)推出多項保險商品，如「超有利」、「最有利」、「年年多利」、「金多利」、「步步高升」、「大藏金」、「蒸蒸日上」、「全民醫靠」等保險專案。
- Promoting various kinds of insurance products, such as “Exceedingly beneficial,” “Most beneficial,” “Many benefits over the years,” “Many funding benefits,” “Rising high step by step,” “Big hidden gold,” “Thriving hand” and “Comprehensive medical reliance.”
- (13)推出多項理財活動，如「富貴藏9定存加碼專案」、「VIP服務升級專案」、「好康連連理財計劃」、「溫馨好禮大方送專案」、「安泰子女健康理財&退休養老套餐專案」...等活動
- Promote various wealth activities, such as “Fu-gui-chaung-jiu plan” extra 4% interest rate for deposit,” “upgrading VIP service plan,” “Preferential Finances-managing planning,” “generous gift token-giving plan,” “EnTie’s healthy and wealthy plans for children & retirement plans for the elderly.”
- 3.未來研究發展計畫 Future R&D Plans :
- (1)網路ATM：提供晶片金融卡持卡人於網際網路上進行金融交易服務。
- Internet ATM: Providing IC card holders with on-line financial transactions services.
- (2)多媒體播放系統(簡稱行內廣告)第二階段實施：增加社區與公益訊息內容及行內廣告實施據點擴增推廣。
- Implementing the second stage of the multimedia presentation system (simply referred to as advertising within the Bank): Increasing the community and public interest information content of and increasing the number of places within the Bank where such advertising is displayed.

- (3) 確立消金作業流程，並建置所需之相關配套系統及訂定相關配套規章，進而申請消金作業之 ISO 認證。  
Solidifying consumer finance business procedures, and establishing the needed related complementary system and formulating related complementary regulations, and to use these to apply for ISO certification for related consumer finance business.
- (4) 導入以活動量為基準之成本計價法 A B C (Activities-Base Costing)，依照每一員工的成本，訂定每一員工產值目標，作為績效考核依據。  
Implementing ABC (activities-based costing) based on the frequency of activities and the cost of each employee, and setting production goals for each employee, to serve as a basis for evaluating performance.
- (5) 配合新巴塞爾協定，規劃風險控管機制，以建立量化模型供決策參考。  
In line with the New Basel Accord, planning a risk control system, and establishing a quantitative model to serve as reference for policy making.
- (6) 研發信託業兼營投顧辦理全權委託投資資金業務及集合管理運用帳戶業務。  
Conducting R&D into the business of trust and securities investment consultants to handle discretionary investment funds business and collectively-managed and used accounts business.
- (7) 研發開辦新種信託業務，如不動產證券化、貨幣市場共同信託基金、有價證券信託、遺囑信託、金融資產證券化業務等。  
Engaging in R&D to develop new kinds of trust business, such as real estate securitization, money market mutual trust funds, securities trusts, testamentary trusts, and financial asset securitization business, etc.
- (8) 研發個人信託業務，藉由財富管理部銷售通路，替高淨值客戶完成理財及節稅之財產規劃。  
Developing personal trust business, and by means of the Bank's wealth management business marketing channels, providing clients with high net worth a complete service in relation to wealth management and tax planning.
- (9) 提升高資產等級客戶開發比率，透過現有客戶關係的行銷活動，增加本行財富管理業務高階層基礎客戶數，擴大財富管理資產規模。  
Increasing the ratio of clients with large asset bases and, by means of promotional activities involving current customer relationships, increasing the number of the Bank's high-level clients in its wealth management business, thereby enlarging the scale of the Bank's wealth management assets.
- (10) 提供完整的教育訓練計劃，提升理財專員之專業度、資產規劃及配置能力。  
Providing a complete education and training program, and enhancing the professionalism of wealth-management specialists, as well as their asset planning skills and allocative ability.
- (11) 配合未來全行 CRM 系統建置規劃，建置以客戶需求為導向之事件式行銷客戶關係管理系統，透過事件式行銷預先提供客戶理財規劃方向及適合的產品。  
In line with the Bank's plans to set up an overall CRM system in the future, establishing an event-based marketing customer relationship management system that is oriented toward customer needs, and through event-based marketing providing customers with wealth-management planning and other appropriate products beforehand.
- (12) 整合信託+保險+證券+稅務，提供完整多元化之產品線，滿足客戶一次購足及資產配置等需求。  
Integrating trust + insurance + securities + tax, and providing a complete and varied product line, to satisfy the customer's need for a "one-stop shop" and for asset allocation.
- (13) 建立白金理財專員制度，針對高資產客戶提供差異化理財服務。  
Establishing a "platinum wealth-management specialist system" to provide diversified wealth services for customers with large asset bases.
- (14) 強化財富管理理財規劃系統的功能，透過系統提供客戶完整之資產規劃及配置建議。  
Strengthening the functions of the Bank's wealth management planning system, and through it providing customers with a complete service in relation to asset planning and allocation recommendations.

#### (五) 長、短期業務發展計畫 Long- and Short-term Business Development Plans

就短期而言，本行將持續強化資本適足能力，並預定於九十五年度再度辦理現金增資約新台幣二十九億元，以健全全行之財務品質結構。再者，仍持續提升活期性存款比重及調整存款結構外、致力提升各項通路之服務效率及簡化業務交易流程外，同時並將持續提供滿足客戶交易需求及金融資訊之服務功能，以持續經營客戶與本行往來之忠誠度。

Over the short term, the Bank will continue to strengthen its capital adequacy, and expects in 2006 to have a further cash-to-capital increase amounting to NT\$2.9 billion, in order to maintain the soundness of the Bank's financial structure. In addition, besides continuing to raise the proportion of its demand deposits and adjusting its deposit structure, the Bank will make every effort to increase the efficiency of each service channel and simplify procedures involving business transactions. At the same time, the Bank will continue to provide services that satisfy customers' transaction needs as well as financial information services, in order to continue to maintain its loyalty in its dealings with customers.

另為因應個人多元化理財之需求，本行未來有關財富管理業務部份，將陸續引進創新且績效績優之投資或保本商品，並積極整合各項金融產品及增加稅務規劃服務，期以滿足客戶一次購足及提供客製化之資產配置建議之理財規劃服務。

In addition, in order to respond to the various wealth management needs of individual consumers, the Bank will in the future, in relation to its wealth management business, successively introduce creative and more efficient investment or guaranteed products, and will actively integrate each financial product and enhance the Bank's tax planning services, in the hope that each customer's need for a "one-stop shop" service can be met and so that the Bank can provide customerized asset planning services that are geared towards recommendations for asset allocation.

除此之外，本行亦全力配合政府政策協助優質之中小企業及一般企業融資及金流之服務，並以分散全行風險及提升法人金融服務項目為前提，如加強推動應收帳款融資與承購業務之拓展、公司金流規劃及辦理土建融開發型不動產信託等，以延伸本行對法人金融服務之業務觸角並增裕盈餘。

Furthermore, the Bank will do everything within its ability in line with government policies to assist excellent small and medium-sized enterprises and enterprises in general with its financing and funding services. Based on the premise of diversifying its overall risk and upgrading its financial services to legal persons, such as strengthening the promotion of account receivables financing and factoring, corporate funding plans and handling property trusts for financing land development and construction, in order to enlarge the role played by the Bank in providing financial services to legal persons and increase the Bank's overall surplus.

就長期而言，本行仍將以成立金融控股公司及擴大營運據點與規模為發展目標，惟該項目標涉及政策是否開放申請及核准之層面，故本行目前將先以加強業務聯繫及策略聯盟之方式，藉以提供客戶各項完整的金融服務，透過建立完善之協銷及跨售獎勵制度之執行，積極整合集團資源與吸取各專業合作夥伴之技術及經驗交流，達到交叉銷售、降低成本與資本運用效率化，進而提升本行之獲利能力。

As for the outlook for the long term, the Bank will continue to hold to establishing a financial holding company and expanding the number and scale of its business outlets as its development objective. However, such an objective's realization depends on whether or not government policies regarding applying and receiving approval will become more relaxed. For this reason, the Bank will currently first of all strengthen its business linkages and strategic alliances, so that it can provide customers with a complete range of financial services and, by establishing a complete sales assistance and cross-selling rewards system, actively integrate the group's resources and absorb the technology and exchanges of experiences of each professional cooperating partner, to achieve the objectives of cross selling, cost saving and capital efficiency, thereby increasing the Bank's profitability.

再者，本行將建置完善之風險管理制度，並朝向符合國際標準新巴塞爾資本協定規範之方向積極著手進行，如建置專責之單位掌控全行風險與建立即時預警之內控監理制度，以期達成風險最小化、利潤最大化之最終目標。

Furthermore, the Bank will establish a complete risk management system, and will actively move towards conforming to the future requirements of international practice and the New Basel Capital Accord, such as establishing units within the Bank with specific responsibilities for managing and controlling the Bank's overall risk and setting up an early-warning system to supervise the Bank's internal controls, with a view to achieving the Bank's final objectives of minimizing risk and maximizing profits.

## 二、從業員工最近二年度及截至年報刊印日止從業員工人數，平均服務年資、平均年齡、學歷分布比率、員工持有之專業證照及進修訓練情形

### Profile of EnTie Commercial Bank Staff for 2004, 2005 and at March 23, 2006: Number of staff, average length of service, average age, educational attainment, and numbers of those with professional licenses and ongoing professional training

資料日期：95年3月23日

年度 Year		93年度 2004	94年度 2005	當年度截至95年3月23日 Mar 23 2006
員工人數 Number of Staff	合計 Total	2,137	1,897	1,698
平均年歲 Average Age		31.31	32.18	33.22
平均服務年資 Average Length of Service		3.5	4.4	4.9
學歷分布比率 Educational Attainment	博士 Ph.D.	0.05	0.05	0.05
	碩士 Masters Degree	6.08	6.80	7.3
	大專 College	71.88	76.54	78.16
	高中 High School	21.57	15.98	14.02
	高中以下 Less than High School	0.42	0.63	0.47
員工持有專業證照之名稱 Number of Staff with Professional Licenses and Name of Professional Licenses	銀行內部控制基本測驗 Basic Testing of the Bank's Internal Controls	1,079	1,226	1,242
	信託業業務人員信託業務專業測驗 Professional testing of the Bank's trust personnel in trust business	564	729	750
員工訓練與進修情形 Ongoing staff training	人數 Number participating	2,770	5,326	277
	時數 (小時) Time (hours)	16,566	45,366	4,014
	費用 (新台幣/元) Cost (NT\$)	10,994,899	12,559,197	1,877,064

### 董事、監察人進修情形 Ongoing Professional Education of Directors and Supervisors

課程名稱 Course Title	時數 (小時) Hours	主辦單位 Organizer	進修日期 Dates		參加人員名單 Names of Participants
			起日 From	迄日 To	
衍生性金融商品簡介 Introducing derivative financial instruments	1	安泰商業銀行 EnTie Commercial Bank	94/10/14	94/10/14	林瑋璘、邱正雄、葉正毅、蔡明陽、李明遼、陳伯鏞、張根籐、胡夢熊、蔡文賢、林碧玉、林祖郁 Yu-Ling Lin, Paul C.H. Chiu, Chen-Yee Yeh, Ming-Yang Tsai, M.H. Lee, Po-Yung Chen, Ken-Ting Chang, Meng-Shiung Hu, Wen-Hsien Tsai, Bih-Yu Lin, Chu-Yu Lin
漫談國內外銀行經營策略與安泰銀行發展方向 Operating strategies of local and foreign banks and the direction of EnTie Commercial Bank's development	1	安泰商業銀行 EnTie Commercial Bank	94/10/14	94/10/14	林瑋璘、邱正雄、葉正毅、蔡明陽、李明遼、陳伯鏞、張根籐、胡夢熊、蔡文賢、林碧玉、林祖郁 Yu-Ling Lin, Paul C.H. Chiu, Chen-Yee Yeh, Ming-Yang Tsai, M.H. Lee, Po-Yung Chen, Ken-Ting Chang, Meng-Shiung Hu, Wen-Hsien Tsai, Bih-Yu Lin, Chu-Yu Lin
識破財務騙局 Recognizing and breaking financial shenanigans	1	安泰商業銀行 EnTie Commercial Bank	94/10/14	94/10/14	林瑋璘、邱正雄、葉正毅、蔡明陽、李明遼、陳伯鏞、張根籐、胡夢熊、蔡文賢、林碧玉、林祖郁 Yu-Ling Lin, Paul C.H. Chiu, Chen-Yee Yeh, Ming-Yang Tsai, M.H. Lee, Po-Yung Chen, Ken-Ting Chang, Meng-Shiung Hu, Wen-Hsien Tsai, Bih-Yu Lin, Chu-Yu Lin
台灣房地產發展趨勢分析 An analysis of trends in the development of Taiwan's real estate	2	安泰商業銀行 EnTie Commercial Bank	94/10/15	94/10/15	林瑋璘、邱正雄、葉正毅、蔡明陽、李明遼、陳伯鏞、張根籐、胡夢熊、蔡文賢、林碧玉、林祖郁 Yu-Ling Lin, Paul C.H. Chiu, Chen-Yee Yeh, Ming-Yang Tsai, M.H. Lee, Po-Yung Chen, Ken-Ting Chang, Meng-Shiung Hu, Wen-Hsien Tsai, Bih-Yu Lin, Chu-Yu Lin
與壓力共舞 Dancing with pressure	2	安泰商業銀行 EnTie Commercial Bank	94/10/15	94/10/15	林瑋璘、邱正雄、葉正毅、蔡明陽、李明遼、陳伯鏞、張根籐、胡夢熊、蔡文賢、林碧玉、林祖郁 Yu-Ling Lin, Paul C.H. Chiu, Chen-Yee Yeh, Ming-Yang Tsai, M.H. Lee, Po-Yung Chen, Ken-Ting Chang, Meng-Shiung Hu, Wen-Hsien Tsai, Bih-Yu Lin, Chu-Yu Lin
銀行實施新巴塞爾協定內部評等法之準備 Preparations for the Bank's implementation of the New Basle Accord's internal-based ratings approaches	2	安泰商業銀行 EnTie Commercial Bank	94/10/15	94/10/15	林瑋璘、邱正雄、葉正毅、蔡明陽、李明遼、陳伯鏞、張根籐、胡夢熊、蔡文賢、林碧玉、林祖郁 Yu-Ling Lin, Paul C.H. Chiu, Chen-Yee Yeh, Ming-Yang Tsai, M.H. Lee, Po-Yung Chen, Ken-Ting Chang, Meng-Shiung Hu, Wen-Hsien Tsai, Bih-Yu Lin, Chu-Yu Lin
股東會運作實務與公司治理研習班 Research class on the workings of the shareholders' meeting and corporate governance	3	台灣金融研訓院 Taiwan Academy of Banking and Finance	94/1/18	94/1/18	李明遼 M.H. Lee

### 三、企業責任及道德行爲 Corporate Responsibility and Moral Behavior

承續「取之於社會，用之於社會」之企業道德，本行自開業以來即力求善盡企業公民之社會責任，以回饋社會大眾，另針對不同對象亦提供不同需求之適時援助及幫忙。如本行於九十四年四月與台灣世界展望會共同發行「與世界的兒童做朋友」認同卡，並於每張信用卡核卡時，即捐出新台幣五〇〇元，此外，另針對每位持卡人之消費款項本行亦均提撥消費金額之千分之三作為愛心基金作為台灣世界展望會關懷國內外貧窮兒童之基金，以讓世界之兒童擁有更豐盛的生命。於社區及校園方面，本行為走入社區居民之生活，不定期與其管委會或學校合作推動舉辦如社區之音樂饗宴、畫展或唱歌等社區及校園活動，並免費提供里民與生活相關之專人金融諮詢服務，以回饋鄰近之社區民衆。

The Bank continues to hold fast to the principle of "Receiving from society and using for society." It is for this reason that the Bank has since its establishment made every effort to fulfill its role in society as an enterprise that serves the people, and repay the general public for enabling it to become what it is. In addition, the Bank has provided timely help to many different types of people as and when needed. For example, the Bank together with World Vision Taiwan issued a "Be Friends with Children of the World" affinity card in April 2005, donating NT\$500 to World Vision for every credit card approved. In addition, it also agreed to donate 0.3% of each cardholder's consumption expenditures to a love fund to be used by World Vision Taiwan to care for impoverished children in Taiwan and in other countries, and thereby help the world's children to enjoy a more abundant life. In order to be more engaged in the lives of community residents in Taiwan, in terms of its involvement in communities and schools in Taiwan, the Bank has occasionally with community residents' committees and schools jointly promoted musical performances, art exhibitions or singing activities, and has freely provided financial advisory services to residents, in order to repay its neighbors and the community.

### 四、資訊設備 Data Processing Equipment

(一)本行資訊系統硬體主要以使用IBM AS/400中型主機、Unix主機及開放平台主機為主，各主機系統由本行資訊人員執行二十四小時全天候之監控及維護工作，以確保資訊系統可提供永續而不間斷的服務。核心應用系統維護及功能提昇主要由本行資訊室負責，以確實掌握主要業務系統，並可因應業務單位的需求，適時提供完整、快速之資訊服務。

The Bank's data processing system hardware mostly consists of IBM AS/400 medium-sized mainframes, Unix mainframes and open platform mainframes. Each mainframe system is supervised by the Bank's management information staff on a 24-hour basis in order to ensure that the information system can provide uninterrupted service over the long-term. The maintenance and upgrading of the core application systems is mostly the responsibility of the Bank's Management Information Dept., in order to ensure that control is maintained over the major operating systems, and to provide a complete and rapid information service in response to the requests of the Bank's various business units.

(二)為使企業營運不中斷(Business Continuity)，本行已於龍潭渴望園區建置資訊作業備援機房，當主機房系統因故無法正常運作時，可依預先規劃程序切換至備援機房之主機及網路系統，回復資訊作業服務，以確保本行資訊作業不致中斷，達到企業永續經營的目標。

In order to ensure that business continuity is maintained without interruption of service, the Bank installed an alternate site for its information operations in Lungtan's Aspire Park. When the system's main location is unable to operate normally, the Bank can follow predetermined procedures and switch to the mainframe and network systems at the alternate site, thereby resuming the operations of its information service. In this way, it can ensure that there is not breakdown in information operations, and the Bank can thus achieve its objective of continuing to provide an uninterrupted flow of operations.

(三)為確保資訊作業安全，本行除強化實體安全（包括：機電與空調設施、人員物品門禁管制及環境安全等），同時已建構完整防火牆、網路入侵偵測、網路防毒系統及垃圾郵件防禦系統等，以防止網路違法入侵及遏止電腦病毒散佈，確保內部資料及資訊系統安全。

In order to ensure the safety of data, besides strengthening physical security (including electromechanical and air-conditioning infrastructure, physical access controls and environmental safety) the Bank has also installed a complete firewall system, a network intrusion detection system, an Internet anti-virus system and a junk mail protection system, in order to prevent unauthorized entry into the network and the spreading of computer viruses, so as to ensure internal information and information system security.

(四)本行資訊作業之主要目標，為配合各部門推出之新種業務，規劃及設計各項資訊系統，以提供本行業務自動化。另外，不斷推陳出新，引進各項新種資訊技術，提高本行資訊作業之設計水準，並創造更高品質之自動化服務，以提升本行之競爭力。

The main purpose of the Bank's data processing operations is to help the Bank promote new kinds of business, design and establish various kinds of information systems, in order to provide a stable and efficient financial information service. In addition, the Bank is also constantly replacing the old with the new, is bringing in new kinds of information technology, is upgrading the design of the Bank's data processing operations, and is giving rise to higher quality automated services in order to increase the Bank's competitiveness.

## 五、勞資關係 Labor-Management Negotiations

(一)本行依勞動基準法第八十三條及勞資會議實施辦法之規定，定期或不定期舉辦勞資會議，依法選舉及指派勞資雙方會議代表，現已辦理至第三屆第一次代表會議，期間就勞資相關問題充分溝通，協調勞資關係、促進勞資合作並提高工作效率，勞資關係平穩良好。

The Bank held a conference between labor and management pursuant to Article 83 of the Basic Labor Standards Law, and selected and dispatched meeting representatives from both sides in accordance with the regulations and the rules for labor-management meetings. So far the first of a third series of meetings has been held. During these times all labor-management issues have been fully discussed and an acceptable level of compromise reached. This has served to promote cooperation and increase work productivity, as well as keep labor-management relations harmonious.

(二)列明最近年度及截至年報刊印日止，因勞資糾紛所遭受之損失，並揭露目前與未來可能發生之估計金額及因應措施，如無法合理估計者，應說明無法合理估計之事實：無。

Losses resulting from labor disputes during the two most recent fiscal years, and during the current fiscal year up to March 23, 2006, and an indication of the estimated amount of losses which might occur at the present time and in the future, as well as measures to be taken in response: None

## 六、重要契約 Important Contracts

契約性質 Type of Contract	當事人 Interested Party	契約起訖日期 Period Contract Effective	主要內容 Main Content	限制條款 Restrictions
保險契約 Insurance contract	中國產物保險股份有限公司 Chung Kuo (Property) Insurance	94.04.15~95.04.15	銀行綜合保險 Bank insurance	無 None
保險契約 Insurance contract	中國產物保險股份有限公司 Chung Kuo (Property) Insurance	94.11.17~95.4.15	金融業保管箱責任保險 Safety deposit box insurance	無 None
快速服務承攬運送契約 Express contract	中華快速遞股份有限公司 CHUNG HWA Express Corp.	94.8.1~95.7.31	票據文件等快速運送承攬服務 Express courier service	無 None
租賃契約 Leasing contract	宏碁股份有限公司 Acer Incorporated	93.10.15~98.10.15	備援機房租約 Data back-up equipment contract	無 None
中小企業信用保證基金委託契約 Contract entrusted to Small & Medium Enterprise Credit Guarantee Fund	財團法人中小企業信用保證基金 Small & Medium Enterprise Credit Guarantee Fund	82.12.20-未定期限 (not specified)	配合政府輔導中小企業之政策便利資金融通 To conveniently provide funding to small and medium enterprises in line with government policies	無 None
存款保險契約 Deposit insurance contract	中央存款保險(股)限公司 Central Deposit Insurance Corporation	83.2.22-未定期限 (not specified)	銀行機構發生不能履行存款人支付義務時之保證履行義務契約 Security contract in the event a financial institution is unable to pay its depositors	無 None

## 七、最近年度依金融資產證券化條例或不動產證券化條例申請核准辦理之證券化商品類型及相關資訊：無

Applications for Approval Made to Handle Securitized Products and Related Information in Accordance with the Financial Assets Securitization Regulation or the Real Estate Securitization Regulation in Recent Years : None



# 資金運用計畫執行情形

## Execution of Funding Utilization Plan



### 一、計畫內容（前次現金增資、發行金融債券計畫、前各次現金增資或發行金融債券計畫尚未完成及最近三年度資金運用計畫預計效益尚未顯現者之分析）：

本行現金增資業經92年11月21日股東臨時會及92年12月1日董事會決議通過，籌資目的係近年來國內金融業務競爭日趨激烈，加以政府積極推動金融自由化、國際化，本行為業務發展需要，改善資產品質，因應新巴塞爾協定對資本適足率計算方式之改變，擬適度提高資本額。透過本次現金增資，除可提高自有資本、強化資本結構，且可增加長期資金以應拓展業務之需。本行金融債券計畫業經94年6月10日董事會決議通過發行一般順位金融債券發行額度199億元，得視需要分次發行。籌資目的係籌措中、長期資金來源，靈活全行資金調度。籌得之資金係支應中、長期放款與投資，因應新台幣與外幣資金部位變動，降低流動性風險。另最近三年度資金運用計畫並無預計效益尚未顯現之情形。

### 二、執行情形（就前款各項計畫之資金用途，說明已辦理擴充業務及營業據點、充實營運資金、購併其他金融機構或轉投資其他公司、擴建或新建固定資產之計畫內容、資金來源、運用概算及可能產生之效益）

#### （一）現金增資：

##### 1.計畫內容：

- (1)主管機關核准日期及文號：財政部證期會92年12月31日台財證一字第0920161432號函。
- (2)募集資金總額：新台幣30億元整。
- (3)資金用途：擴展授信業務、充實營運資金、提高資本適足率、強化財務結構。
- (4)資金來源：現金增資3億股，每股面額新台幣10元，計新台幣30億元整。

2.資金運用概況：九十三年度第一季完成募集，全數用於擴展放款業務。

一、Content of the Plan (The Bank's previous plan was to have a cash to capital increase or to issue bank debentures. On each previous occasion the plan involving a cash to capital increase or the issuance of bank debentures was not completed and the outcome of the funding utilization plan for the last three years has not been analyzed in depth) :

The Bank's cash to capital increase was approved in a resolution passed at the extraordinary meeting of stockholders held on November 21, 2003 and the Board of Directors' meeting held on December 1, 2003. The purpose in raising the funds was that, in view of the increasingly competitive local financial environment, as well as the government's active promotion of financial liberalization and internationalization, in order to meet its business development needs, improve asset quality, respond to the changes in the method used to calculate the capital adequacy ratio in accordance with the New Basel Accord, and make plans to appropriately increase the amount of its capital, the Bank intended, by means of a cash to capital increase, to not only increase its own capital and strengthen its capital structure, but also increase its long-term funds in order to meet its growing business needs.

With regard to its plan to issue debentures, the Bank's Board of Directors on June 10, 2005 passed a resolution to issue NT\$19.9 billion in bank debentures with either a primary or secondary lien, with the number of issues depending on actual needs. The purpose in raising the funds was to obtain medium- and long-term sources of funding, so as to flexibly manage the funds of the bank as a whole. The funds so raised would be used to deal with medium- and long-term loans and investments, in order to respond to changes in NT dollar and foreign currency fund positions, and reduce liquidity risk. In addition, the outcome of the funding utilization plan for the last three years has not been analyzed in depth.

二、Execution of the Plan (It has already been stated that the purpose of each previous funding utilization plan was to increase the Bank's business and the number of its business units, to have an abundant supply of working capital, to merge with or acquire other financial institutions or to invest in other companies, and to expand the Bank's fixed assets. The content of the plans, the sources of funds, as well as the likely benefits that might arise from utilizing the funds are as follows:

(一) Cash to Capital Increase :

1. Content of the Plan :

- (1) The Competent Authority's approval date and document number: December 31, 2003 by the Securities and Futures Commission of the Ministry of Finance, Tai Tsai Cheng (1) 0920161432.

3.可能產生之效益：本次募集之資金全數用於擴展放款業務，以本行放款平均年利率3%計算，估算每年可增加放款利息收入約90,000千元，並可提高本行自有資本適足率，強化財務結構。

(二) 發行金融債券：

1.計畫內容：

(1)主管機關核准日期及文號：詳銀行概況四、金融債券發行情形（參閱第27-40頁）

(2)募集資金總額：金融債券共募集新台幣199億元整。

(3)資金用途：擴展授信業務，籌措中長期穩定資金。

(4)資金來源：均依面額十足發行，金融債券計新台幣199億元整。

2.資金運用概況：本行於91年第3季及93年第3季各發行次順位金融債券30億元及40億元整，均充為第二類資本；93年（第2、3、4季）、94年（第2、3、4季）及95年第1季各發行金融債券新台幣100億元、181.8億元及17.2億元，資金全數用於擴展放款業務。

3.可能產生之效益：本行發行金融債券均為用以中長期資金運用暨提昇本行資本適足率，其資金成本轉為浮動利率計息，至94年底平均利率為2.02%，依據本行94年度中長期放款平均利率5.88%計算，約有3.86%淨利差。



- (2) Total amount of funds to be raised: NT\$3 billion.
- (3) Use of funds: To expand the Bank's lending business, to have an abundance of working capital, to increase the Bank's capital adequacy ratio, and to strengthen the Bank's financial structure.
- (4) Source of funds: A cash to capital increase of 300 million shares, each with a face value of NT\$10, for a total of NT\$3 billion.

2. General funding utilization situation: The process of raising the funds was completed during the first quarter of 2004, the whole amount being used to expand the Bank's lending business.

3. Benefits likely to result: The whole amount of the funds raised was to be used to expand the Bank's lending business. By calculating on the basis of the Bank's average lending rate being 3%, it is estimated that annual interest income from loans can be increased by about NT\$90 million, and that the Bank's capital adequacy ratio can be raised and its financial structure strengthened.

(二) Issues of Bank Debentures :

1. Content of the Plan

- (1) The Competent Authority's approval date and document number: For details of each issue, please refer to page 27-40.
- (2) Total amount of funds to be raised: A total of NT\$19.9 billion in bank debentures.
- (3) Use of funds: To expand the Bank's lending business, and raise stable medium- and long-term funds.
- (4) Source of funds: Both kinds of debentures to be issued at full face value, and therefore NT\$19.9 billion from the bank debentures.

2. General funding utilization situation: The Bank in the third quarter of 2002 and the third quarter of 2004 issued secondary lien bank debentures amounting to NT\$3 billion and NT\$4 billion, respectively, all of which was Type 2 capital. In 2004 (the second, third and fourth quarters), 2005 (the second, third and fourth quarters), and the first quarter of 2006, the Bank issued bank debentures amounting to NT\$10 billion, NT\$18.18 billion and NT\$1.72 billion, respectively, with the whole amount being used to develop the Bank's loan business.

3. Benefits likely to result: The whole amount of the funds raised through the issuance of bank debentures will be used for medium- and long-term funding and to increase the Bank's capital adequacy ratio. The cost of funds will be determined on the basis of floating interest rates, and at the end of 2005 the average interest rate was 2.02%. When compared with the average interest rate of 5.88% for 2005 for medium- and long-term loans, there is about 3.86% interest rate spread.

## 財務概況

## Financial Statements



## 一、最近五年度簡明資產負債表及損益表

## Balance Sheets and Income Statements for 2005, 2004, 2003, 2002 and 2001

## (一) 簡明資產負債表 Condensed Balance Sheets

單位：新台幣仟元 Unit: NTS thousands Dollars

項目 Item	年度 Year	最近五年度財務資料 Financial Data for Last 5 Years				
		2005	2004	2003	2002	2001
現金及約當現金、存放央行及銀行同業 Cash, cash equivalents and due from the central bank and other bank		\$41,917,208	\$41,835,074	\$20,846,923	\$13,568,804	\$12,437,644
買入票券及證券 Securities purchased, net		27,337,923	24,538,287	6,521,741	7,183,482	13,599,664
買匯、貼現及放款 Bills, discounts and loans, net		210,643,342	195,439,804	150,527,977	145,498,943	150,132,316
應收款項 Receivables, net		11,068,050	9,853,958	6,561,664	5,582,048	5,948,771
長期投資 Long-term investments		6,811,571	3,562,392	2,745,712	2,683,482	2,834,924
固定資產 PROPERTIES		3,248,252	3,141,297	2,689,693	2,748,745	2,435,201
其他資產 Other assets		14,303,260	10,121,261	12,837,320	9,100,493	3,104,905
央行及銀行同業存款 Due to the Central Bank and other banks		6,024,452	3,586,720	5,631,863	3,588,377	2,871,246
存款及匯款 Deposits and remittances		246,108,380	234,506,821	175,975,874	162,406,029	168,566,044
央行及同業融資、應付金融債券 Bonds payable		35,180,000	17,000,000	3,000,000	3,000,000	0
附買回票券及債券負債 Securities sold under repurchase agreements		4,480,053	11,020,986	0	0	0
其他負債 Other liabilities		5,041,090	3,886,135	3,376,319	3,270,885	3,471,795
股本 Capital stock		17,093,384	17,093,384	14,093,384	14,093,384	14,093,384
資本公積 Capital surplus		223,615	223,615	223,615	276,920	281,603
保留盈餘 Retained earnings	分配前 Before distribution	1,178,632	1,174,412	429,975	(55,801)	1,423,150
	分配後 After distribution	註二 Note2	1,174,412	429,975	(55,801)	1,423,150
股東權益其他項目 Other Shareholders, equity		0	0	0	(213,794)	(213,797)
資產總額 Total Assets		315,329,606	288,492,073	202,731,030	186,365,997	190,493,425
負債總額 Total Liabilities	分配前 Before distribution	296,833,975	270,000,662	187,984,056	172,265,291	174,909,085
	分配後 After distribution	註二 Note2	270,000,662	187,984,056	172,265,291	174,909,085
股東權益總額 Total Shareholders, equity	分配前 Before distribution	18,495,631	18,491,411	14,746,974	14,100,706	15,584,340
	分配後 After distribution	註二 Note2	18,491,411	14,746,974	14,100,706	15,584,340

註：

1. 上列年度財務資料均經會計師查核簽證。
2. 民國九十四年度之盈餘分派案尚待股東會決議分配。

Note:

1. All of the above financial information has examined and verified by the Bank's independent auditors.
2. Appropriations of the Bank's earnings for the year 2005 await resolution by the stockholders.

## (二) 簡明損益表 Condensed Income Statements

單位：新台幣仟元，惟每股純益（損）為元  
Unit: Thousands of NT Dollars, except for Earning (or losses) per share for the unit is dollars

項目 Item	年度 Year	最近五年度財務資料 Financial Data for Last 5 Years				
		94年	93年	92年	91年	90年
營業收入 Operating Revenues		14,493,295	12,361,670	8,706,240	10,296,373	12,444,786
營業成本及費用 Operating Cost		14,371,162	11,229,585	7,990,523	12,202,052	12,369,514
營業利益（損失） Gross Profit (loss)		122,133	1,132,085	715,717	(1,905,679)	75,272
營業外利益（損失） Nonoperating Profit (loss)		10,338	(72,174)	5,817	(58,639)	(25,328)
稅前利益（損失） Income before income tax		132,471	1,059,911	721,534	(1,964,318)	49,944
稅後純益（損） Net income		4,220	744,437	429,975	(1,483,634)	86,690
基本每股盈餘（虧損） Net income per share		0.002	0.45	0.31	(1.08)	0.06

註：上列各年度財務資料均經會計師查核簽證。

Note: All of the above financial information has been examined and verified by the Bank's independent auditors.

## (三) 簽證會計師姓名及查核意見 Name and Opinion of Auditors

年度 Year	事務所名稱 C.P.A.	會計師姓名 Name of Auditors	查核意見 Aditors' Opinion
90	勤業會計師事務所 TN Soong & Co	陳麗琦、張日炎	無保留 unqualified
91	勤業會計師事務所 TN Soong & Co	陳麗琦、張日炎	保留 qualified
92	勤業眾信會計師事務所 Deloitte & Touche	陳麗琦、張日炎	保留 qualified
93	勤業眾信會計師事務所 Deloitte & Touche	陳麗琦、楊明哲	保留 qualified
94	勤業眾信會計師事務所 Deloitte & Touche	張日炎、楊明哲	保留 qualified

## 二、最近五年度財務分析（關鍵績效指標）

Financial Analyses for 2005, 2004, 2003, 2002 and 2001  
(Key Performance Indicators)

分析項目 Item		年度 Year	最近五年度財務資料 Financial Analyses for the Last Five Years				
		94年度 2005	93年度 2004	92年度 2003	91年度 2002	90年度 2001	
經營能力 Management (%)	存放比率 Ratio of loans to deposits (%)	86.67	84.36	86.83	90.95	90.09	
	逾放比率 Ratio of overdue loans (%)	2.49	1.77	4.47	4.79	5.75	
	利息支出占年平均存款餘額比率 Ratio of interest expense to average deposits	1.68	1.33	1.62	2.61	4.63	
	利息收入占年平均授信餘額比率 Ratio of interest revenue to average loans	6.62	5.29	5.41	6.62	6.96	
	總資產週轉率（次） Total asset turnover (times)	0.05	0.05	0.04	0.05	0.06	
	員工平均營業收入額（仟元） Average operating revenue per employee	7,640	5,785	5,580	7,205	9,260	
	員工平均獲利額（仟元） Average earnings per employee	2	345	276	(1,038)	65	
	獲利能力 Profitability	第一類資本報酬率（%） Rate of return on type-1 capital	0.02	4.07	2.96	(10.86)	0.57
	資產報酬率 Rate of return on total assets (%)	-	0.30	0.22	(0.79)	0.05	
股東權益報酬率 Rate of return on shareholders' equity (%)	0.02	4.48	2.98	(10.00)	0.56		
	純益率 Net income ratio (%)	0.03	6.02	4.95	(14.41)	0.70	
	每股盈餘（元） Earnings per share (NT\$)	0.002	0.45	0.31	(1.08)	0.06	
成長率 Growth Rate	資產成長率 Assets growth rate	9.30	42.30	8.78	(2.17)	(1.47)	
	獲利成長率 Profitability growth rate	(99.60)	46.90	(136.73)	(4,033.04)	(72.46)	
流動準備比率 Ratio of liquidity reserves		20.70	13.38	9.28	8.52	10.71	
資本適足性 Capital Adequacy	第一類資本總額 type-1 capital	18,300,400	18,280,665	14,523,639	13,667,598	15,203,765	
	自有資本淨額 Net amount of own capital	21,693,227	23,087,858	14,653,227	15,247,249	12,574,790	
	風險性資產總額 Total risk assets	221,717,314	206,137,593	140,460,725	132,824,091	133,483,448	
	資本適足率（%） Capital adequacy ratio (%)	9.78	11.20	10.43	11.48	9.42	
	第一類資本占風險加權風險性資產之比率 Ratio of type-1 capital to risk-weighted risk assets (%)	8.25	8.87	10.34	10.29	11.39	
	第二類資本占風險性資產之比率 Ratio of type-2 capital to risk-weighted risk assets	2.57	3.53	2.02	3.13	0.08	
	第三類資本占風險性資產之比率 Ratio of type-3 capital to risk-weighted risk assets	-	-	-	-	-	
	普通股權益占總資產比率 Ratio of rights to ordinary shares to total assets (%)	5.87	6.41	7.27	7.57	8.18	
利害關係人擔保授信總餘額 Total secured loans of related parties		1,221,978	1,784,636	2,118,027	2,799,547	5,211,000	
利害關係人擔保授信總餘額占授信總餘額之比率 Ratio of total secured loans of related parties to total loans (%)		0.54	0.85	1.33	1.86	3.21	
營運規模 Scope of Operating (%)	資產市占率 Market share of assets	0.85	0.97	0.72	0.72	0.74	
	淨值市占率 Market share of net worth	0.89	1.05	0.90	0.87	0.87	
	存款市占率 Market share of deposits	1.02	1.04	0.81	0.79	0.84	
	放款市占率 Market share of loans	1.16	1.23	1.06	1.07	1.07	
最近二年各項財務比率變動原因 Reasons for Changes in Each Financial Ratio in the Last Two Years :							
1.九十四年度員工平均獲利額、獲利能力與獲利成長率與九十三年度相比，差異達百分之二十以上，主要係九十四年度及早因應消金風暴，增提呆帳提存金額，故稅前及稅後盈餘較九十三年度減少所致。 The differences in terms of average profits per employee, profitability and the growth rate of profits between 2005 and 2004 each exceeded 20 percent. The main reason for this was that in early 2005, in response to a consumer banking crisis, the provision for doubtful debts was increased, and hence earnings both before and after tax for 2005 were lower than the corresponding amounts for 2004.							
2.九十四年底逾放比率2.49%與同期本國銀行平均逾放比率2.24%尚屬相當。 The pastdue loans ratio as of the end of 2005 was 2.49%, which was similar to the average for domestic banks of 2.24% at the same point in time.							

### 三、最近年度財務報告之監察人審查報告 Supervisors' Audit Report for 2005

董事會編送本公司九十四年度營業報告書、盈餘分配表及經勤業眾信會計師事務所張日炎、楊明哲會計師查核簽證之財務報表、合併財務報表(包含資產負債表、損益表、股東權益變動表及現金流量表)，經本監察人等查核完竣，認為尚無不符，爰依公司法第二一九條之規定備具報告書。敬請 鑒核。

We have checked the operating report, the report on the distribution of earnings for 2005 and the financial statements, Consolidated financial statements (including the Balance Sheet, Income Statement, Statement of Changes in Shareholders' Equity and the Statement of Cash Flows) prepared by the Board of Directors and examined in advance by Deloitte & Touche. In our opinion, the financial statements referred to above are presented correctly. This report is submitted in accordance with Article 219 of the Company Law.

此 致  
本公司九十五年股東常會  
Annual General Meeting of the Shareholders of EnTie Commercial Bank, 2006

安泰商業銀行股份有限公司  
EnTie Commercial Bank, Co. Ltd.

常駐監察人：良績實業股份有限公司  
Resident Supervisor : Liang Chi Co., Ltd.

代表人：張根籐

Ken-Teng Chang, Representative :



監察人：銀豐實業股份有限公司  
Supervisor : Ein Feng Co., Ltd.

代表人：李明遠

M.L.Lee, Representative :



中 華 民 國 九 十 五 年 三 月 二 十 四 日  
March 24, 2006



## 四、最近年度財務報告

### (一) 會計師查核報告

#### 會計師查核報告

安泰商業銀行股份有限公司 公鑒：

安泰商業銀行股份有限公司民國九十四年及九十三年十二月三十一日之資產負債表，暨民國九十四年及九十三年一月一日至十二月三十一日之損益表、股東權益變動表及現金流量表，業經本會計師查核竣事。上開財務報表之編製係管理階層之責任，本會計師之責任則為根據查核結果對上開財務報表表示意見。列入上開財務報表中，按權益法評價之被投資公司聯邦票券金融股份有限公司之財務報表係由其他會計師查核，因此，本會計師對上開財務報表所表示之意見中，其有關聯邦票券金融股份有限公司之長期股權投資及其投資損益，係依據其他會計師之查核報告認列。民國九十四年及九十三年十二月三十一日對聯邦票券金融股份有限公司之長期股權投資之金額分別為新台幣（以下同）723,784千元及700,258千元，分別占資產總額之0.23%及0.24%，民國九十四年度及九十三年度對聯邦票券金融股份有限公司之投資收益分別為67,828千元及58,582千元，分別占稅前利益之51%及6%。

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規劃並執行查核工作，以合理確信財務報表有無重大不實表達。此項查核工作包括以抽查方式獲取財務報表所列金額及所揭露事項之查核證據、評估管理階層編製財務報表所採用之會計原則及所作之重大會計估計，暨評估財務報表整體之表達。本會計師相信此項查核工作及其他會計師之查核報告可對所表示之意見提供合理之依據。

如財務報表附註十一所述，安泰商業銀行股份有限公司自民國九十一年至九十四年間先後與資產管理公司簽約出售若干不良債權，產生損失計17,255,322千元，並依金融機構併法規定，將該損失自訂約日起分六十個月平均攤銷，未攤銷餘額帳列其他資產—其他。倘該出售損失未予遞延，則民國九十四年及九十三年十二月三十一日其他資產帳面金額應分別減少11,609,806千元及7,312,843千元，保留盈餘應分別減少8,707,355千元及5,484,632千元，民國九十四及九十三年度稅後純益應分別減少3,222,723千元及增加839,817千元。

依本會計師之意見，基於本會計師之查核結果及其他會計師之查核報告，除上段所述不良債權出售損失予以遞延對財務報表之影響外，第一段所述財務報表在所有重大方面係依照公開發行銀行財務報告編製準則及一般公認會計原則編製，足以允當表達安泰商業銀行股份有限公司民國九十四年及九十三年十二月三十一日之財務狀況，暨民國九十四及九十三年度之經營成果與現金流量。

如財務報表附註三所述，安泰商業銀行股份有限公司債票券附條件交易原係以買賣斷法處理，惟依「公開發行銀行財務報告編製準則」之規定，自民國九十三年一月一日起，債票券附條件交易變更為以融資法處理。

安泰商業銀行股份有限公司民國九十四年度財務報表重要會計科目明細表，主要係供補充分析之用，亦經本會計師依照第二段所述之查核程序予以查核。據本會計師之意見，該等科目明細表在所有重大方面與第一段所述財務報表相關資訊一致。

安泰商業銀行股份有限公司已編製民國九十四及九十三年度之合併財務報表，並經本會計師出具保留意見報告在案，備供參考。

勤業眾信會計師事務所

會計師張日炎

張日炎



會計師楊明哲

楊明哲



財政部證券暨期貨管理委員會核准文號  
台財證六字第0920123784號

財政部證券暨期貨管理委員會核准文號  
台財證六字第0920123784號

中華民國九十五年三月九日

## 四、Financial Statement as for 2005

### (一) INDEPENDENT AUDITORS' REPORT

#### INDEPENDENT AUDITORS' REPORT

The Board of Directors and Stockholders  
EnTie Commercial Bank

We have audited the accompanying balance sheets of EnTie Commercial Bank as of December 31, 2005 and 2004, and the related statements of income, changes in stockholders' equity and cash flows for the years then ended, all expressed in New Taiwan dollars. These financial statements are the responsibility of the Bank's management. Our responsibility is to express an opinion on these financial statements based on our audits. However, the financial statements as of and for the years ended December 31, 2005 and 2004 of Union Bills Finance Co. (UBFC), an equity-method investee, were audited by other auditors, whose report have been furnished to us, and our opinion, insofar as it relates to the amounts included for UBFC, is based solely on the report of other auditors. As of December 31, 2005 and 2004, the long-term investment in UBFC was NT\$723,784 thousand and NT\$700,258 thousand, or 0.23% and 0.24%, respectively, of the Bank's total assets. Income from this investment was NT\$67,828 thousand in 2005 and NT\$58,582 thousand in 2004, or 51% and 6%, respectively, of the Bank's pretax income.

We conducted our audits in accordance with the Rules Governing the Audit of Financial Statements by Certified Public Accountants and auditing standards generally accepted in the Republic of China. Those rules and standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits and the report of the other auditor provide a reasonable basis for our opinion.

As stated in Note 11 to the financial statements, from 2002 through 2005, the Bank signed contracts to sell and had sold some of its nonperforming loans to certain asset management companies. These transactions resulted in losses totalling NT\$17,255,322 thousand, which the Bank deferred as other assets and amortized over 60 months, as allowed under the "Law Governing Merger of Financial Institutions." Had the Bank not deferred these losses, as of December 31, 2005 and 2004, the book value of other assets would have decreased by NT\$11,609,806 thousand and NT\$7,312,843 thousand, and retained earnings would have decreased by NT\$8,707,355 thousand and NT\$5,484,632 thousand, respectively. Also, the income after tax for 2005 would have decreased by NT\$3,222,723 thousand, and an additional net income of NT\$839,817 thousand would have been recognized for 2004.

In our opinion, based on our audits and the report of other auditors, except for the effects of deferment mentioned in the preceding paragraph, the financial statements referred to in the first paragraph present fairly, in all material respects, the financial position of EnTie Commercial Bank as of December 31, 2005 and 2004, and the results of its operations and its cash flows for the years then ended, in conformity with the Criteria Governing the Preparation of Financial Reports by Public Banks and accounting principles generally accepted in the Republic of China.

As stated in Note 3 to the financial statements, sales and purchases of bonds and short-term bills under repurchase and resell agreements were previously treated as outright sales or purchases. However, based on the Criteria Governing the Preparation of Financial Reports by Public Banks, effective January 1, 2004, the repurchase/resell transactions will be treated as financing.

We have also audited the consolidated financial statements of EnTie Commercial Bank, Ltd. and its subsidiaries as of December 31, 2005 and 2004 and have issued a qualified opinion thereon in our report dated March 9, 2006.

*Deloitte & Touche*

March 9, 2006

#### Notice to Readers

The accompanying financial statements are intended only to present the financial position, results of operations 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 financial statements are those generally accepted and applied in the Republic of China.

For the convenience of readers, the auditors' report and the accompanying 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 auditors' report and financial statements shall prevail.

## (二) 資產負債表 BALANCE SHEETS

安泰商業銀行股份有限公司 ENTIE COMMERCIAL BANK  
資產負債表 BALANCE SHEETS

民國九十四年及九十三年十二月三十一日 DECEMBER 31, 2005 AND 2004

單位：新台幣仟元，惟每股面額為元

(In Thousands of New Taiwan Dollars, Except Per Share Amounts)

	2005		2004	
	金額 Amount	%	金額 Amount	%
<b>資產 ASSETS</b>				
現金及約當現金（附註四） CASH AND CASH EQUIVALENTS (Note 4)	\$4,341,546	1	\$3,430,204	1
存放央行及銀行同業（附註五） DUE FROM THE CENTRAL BANK AND OTHER BANKS (Note 5)	37,575,662	12	38,404,870	13
買入票券及證券－淨額（附註二、三、六及二十二） SECURITIES PURCHASED, NET (Notes 2, 3, 6 and 22)	27,337,923	9	24,538,287	9
應收款項－淨額（附註二、七、十一及二十一） RECEIVABLES, NET (Notes 2, 7, 11 and 21)	11,068,050	4	9,853,958	4
預付款項（附註二十） PREPAID EXPENSES (Note 20)	431,228	-	241,389	-
買匯、貼現及放款－淨額（附註二、八及二十一） BILLS, DISCOUNTS AND LOANS, NET (Notes 2, 8 and 21)	210,643,342	67	195,439,804	68
長期投資（附註二及九） LONG-TERM INVESTMENTS (Notes 2 and 9)				
採權益法之長期投資 Stocks - equity method	1,364,956	-	1,339,887	1
採成本法之長期投資 Stocks - cost method	820,707	-	896,465	-
其他長期投資 Other	4,625,908	2	1,326,040	-
長期投資合計 Total long-term investments	6,811,571	2	3,562,392	1
固定資產（附註二及十） PROPERTIES (Notes 2 and 10)				
成本 Cost				
土地 Land	1,855,625	1	1,915,389	1
房屋及建築 Buildings	595,530	-	634,000	-
機械及設備 Machinery and equipment	568,932	-	526,424	-
交通及運輸設備 Transportation and communications equipment	123,238	-	128,318	-
雜項設備 Miscellaneous equipment	820,310	-	779,242	-
成本合計 Total cost	3,963,635	1	3,983,373	1
減：累積折舊 Accumulated depreciation	1,160,403	-	1,077,804	-
	2,803,232	1	2,905,569	1
未完工程及訂購機件 Construction in process and prepayments for equipment	445,020	-	235,728	-
固定資產淨額 Net properties	3,248,252	1	3,141,297	1
無形資產（附註二） INTANGIBLE ASSETS (Note 2)	195,231	-	210,746	-
其他資產（附註二、十一、十八及二十三） OTHER ASSETS (Notes 2, 11, 18 and 23)				
遞延所得稅資產－淨額 Deferred income tax assets, net	273,477	-	325,523	-
承受擔保品－淨額 Foreclosed collaterals, net	1,586,766	-	1,669,358	1
存出保證金 Refundable deposits	115,240	-	290,857	-
其他 Other	11,701,318	4	7,383,388	2
其他資產合計 Total other assets	13,676,801	4	9,669,126	3
資產總計 TOTAL	\$315,329,606	100	\$288,492,073	100
<b>負債及股東權益 LIABILITIES AND STOCKHOLDERS' EQUITY</b>				
<b>負債 LIABILITIES</b>				
央行及銀行同業存款（附註十二） Due to the Central Bank and other banks (Note 12)	\$6,024,452	2	\$3,586,720	1
應付款項（附註十三） Payables (Note 13)	4,627,382	2	3,213,161	1
附買回票券及債券負債（附註二、三、六及二十三） Securities sold under repurchase agreements (Notes 2, 3, 6 and 23)	4,480,053	1	11,020,986	4
預收款項 Advances	319,259	-	130,370	-
存款及匯款（附註十四及二十一） Deposits and remittances (Notes 14 and 21)	246,108,380	78	234,506,821	82
應付金融債券（附註十五及二十一） Bonds payable (Notes 15 and 21)	35,180,000	11	17,000,000	6
其他負債（附註二） Other liabilities (Note 2)	94,449	-	542,604	-
負債合計 Total liabilities	296,833,975	94	270,000,662	94
<b>股東權益 STOCKHOLDERS' EQUITY</b>				
股本－每股面額10元；額定2,000,000仟股，發行1,709,338仟股 Capital stock - \$10 par value Authorized - 2,000,000 thousand shares and issued - 1,709,338 thousand shares	17,093,384	6	17,093,384	6
資本公積 Capital surplus				
股本溢價 Issue in excess of par value	219,265	-	219,265	-
庫藏股票交易 From treasury stock transactions	2,496	-	2,496	-
因長期股權投資而發生 From long-term investments	1,854	-	1,854	-
資本公積合計 Total capital surplus	223,615	-	223,615	-
保留盈餘 Retained earnings				
法定公積 Legal reserve	352,324	-	128,993	-
特別公積 Special reserve	822,088	-	300,982	-
未分配盈餘 Unappropriated earnings	4,220	-	744,437	-
保留盈餘合計 Total retained earnings	1,178,632	-	1,174,412	-
股東權益合計 Total stockholders' equity	18,495,631	6	18,491,411	6
承諾事項及或有負債（附註二及二十三） CONTINGENCIES AND COMMITMENTS (Notes 2 and 23)				
負債及股東權益合計 TOTAL	\$315,329,606	100	\$288,492,073	100

後附之附註係本財務報表之一部分。The accompanying notes are an integral part of the financial statements.

(請參閱勤業眾信會計師事務所民國九十五年三月九日查核報告 With Deloitte &amp; Touche audit report dated March 9, 2006)

## (三) 損益表 STATEMENTS OF INCOME

安泰商業銀行股份有限公司 ENTIE COMMERCIAL BANK  
損益表 STATEMENTS OF INCOME

民國九十四年及九十三年一月一日至十二月三十一日 YEARS ENDED DECEMBER 31, 2005 AND 2004

單位：新台幣仟元，惟每股盈餘為元

(In Thousands of New Taiwan Dollars, Except Per Share Amounts)

	九十四年度 2005		九十三年度 2004	
	金額 Amount	%	金額 Amount	%
<b>營業收入 OPERATING REVENUES</b>				
利息收入（附註二及二十一） Interest (Notes 2 and 21)	\$12,742,879	88	\$8,471,088	69
手續費收入（附註二及二十一） Service fees (Notes 2 and 21)	1,369,145	9	3,720,351	30
買賣票券淨益（附註二） Gain on trading of securities (Note 2)	93,965	1	33,360	-
採權益法認列之投資收益（附註二及九） Income from long-term stock investments under the equity-method (Notes 2 and 9)	71,685	-	64,289	-
兌換淨益（附註二） Foreign exchange gain, net (Note 2)	87,768	1	2,772	-
其他（附註二） Other (Note 2)	127,853	1	69,810	1
營業收入合計 Total operating revenues	14,493,295	100	12,361,670	100
<b>營業成本 OPERATING COSTS</b>				
利息費用（附註二及二十一） Interest (Notes 2 and 21)	4,059,357	28	2,589,004	21
手續費用 Service charges	612,710	4	1,612,045	13
各項提存（附註二） Provisions (Note 2)	4,458,038	31	1,790,582	14
其他（附註二及十一） Other (Notes 2 and 11)	2,434,043	17	2,580,472	21
營業成本合計 Total operating costs and losses	11,564,148	80	8,572,103	69
<b>營業毛利 GROSS PROFITS</b>	2,929,147	20	3,789,567	31
<b>營業費用（附註十七及二十） OPERATING EXPENSES (Notes 17 and 20)</b>				
業務費用 Business	2,299,348	16	2,158,927	18
管理費用 General and administrative	495,151	3	481,055	4
其他 Other	12,515	-	17,500	-
營業費用合計 Total operating expenses	2,807,014	19	2,657,482	22
<b>營業利益 OPERATING INCOME</b>	122,133	1	1,132,085	9
營業外收入及利益（附註二） NONOPERATING INCOME AND GAINS (Note 2)	38,445	-	19,680	-
營業外費用及損失（附註二） NONOPERATING EXPENSES AND LOSSES (Note 2)	28,107	-	91,854	-
稅前利益 INCOME BEFORE INCOME TAX	132,471	1	1,059,911	9
所得稅費用（附註二及十八） INCOME TAX EXPENSE (Notes 2 and 18)	128,251	1	315,474	3
純益 NET INCOME	\$4,220	-	\$744,437	6
	稅前	稅後	稅前	稅後
	Pretax	After Tax	Pretax	After Tax
每股盈餘（附註十九） EARNINGS PER SHARE (Note 19)				
基本每股盈餘 Basic	\$0.08	\$-	\$0.65	\$0.45

後附之附註係本財務報表之一部分。

The accompanying notes are an integral part of the financial statements.

(請參閱動業家信會計師事務所民國九十五年三月九日查核報告)

(With Deloitte &amp; Touche audit report dated March 9, 2006)

## (四) 股東權益變動表 STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

安泰商業銀行股份有限公司 ENTIE COMMERCIAL BANK  
股東權益變動表 STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY  
民國九十四年及九十三年一月一日至十二月三十一日 YEARS ENDED DECEMBER 31, 2005 AND 2004

單位：新台幣仟元

(In Thousands of New Taiwan Dollars, Except Per Share Amounts)

	股本 (附註十六)		資本公積 (附註二及十六)				保留盈餘 (附註十六)				股東權益 合計
	股數 (仟股)	金額	股本溢價	庫藏股票 交易	因長期股權 投資而發生	合計	法定公積	特別公積	未分配盈餘	合計	
	Shares (Thousands)	Amount	Issue in Excess of Par Value	From Treasury Stock Transaction	From Long-term Investments	Total	Legal Reserve	Special Reserve	Unappropriated Earnings	Total	Total Stockholders' Equity
九十三年一月一日餘額 BALANCE, JANUARY 1, 2004	1,409,338	\$14,093,384	\$219,265	\$2,496	\$1,854	\$223,615	\$-	\$-	\$429,975	\$429,975	\$14,746,974
現金增資 - 九十三年三月 Capital increase by cash - in March 2004	300,000	3,000,000	-	-	-	-	-	-	-	-	3,000,000
九十二年盈餘分配 Appropriation of prior-year earnings											
法定公積 Legal reserve	-	-	-	-	-	-	128,993	-	(128,993)	-	-
特別公積 Special reserve	-	-	-	-	-	-	-	300,982	(300,982)	-	-
九十三年度純益 Net income in 2004	-	-	-	-	-	-	-	-	744,437	744,437	744,437
九十三年十二月三十一日餘額 BALANCE, DECEMBER 31, 2004	1,709,338	17,093,384	219,265	2,496	1,854	223,615	128,993	300,982	744,437	1,174,412	18,491,411
九十三年度盈餘分配 Appropriation of prior-year earnings											
法定公積 Legal reserve	-	-	-	-	-	-	223,331	-	(223,331)	-	-
特別公積 Special reserve	-	-	-	-	-	-	-	521,106	(521,106)	-	-
九十四年度純益 Net income in 2005	-	-	-	-	-	-	-	-	4,220	4,220	4,220
九十四年十二月三十一日餘額 BALANCE, DECEMBER 31, 2005	1,709,338	\$17,093,384	\$219,265	\$2,496	\$1,854	\$223,615	\$352,324	\$822,088	\$4,220	\$1,178,632	\$18,495,631

後附之附註係本財務報表之一部分。

The accompanying notes are an integral part of the financial statements.

(請參閱勤業眾信會計師事務所民國九十五年三月九日查核報告)

(With Deloitte &amp; Touche audit report dated March 9, 2006)

## (五) 現金流量表 STATEMENTS OF CASH FLOWS

安泰商業銀行股份有限公司 ENTIE COMMERCIAL BANK  
現金流量表 STATEMENTS OF CASH FLOWS

民國九十四年及九十三年一月一日至十二月三十一日 YEARS ENDED DECEMBER 31, 2005 AND 2004

單位：新台幣仟元

(In Thousands of New Taiwan Dollars)

	九十四年度 2005	九十三年 2004
<b>營業活動之現金流量 CASH FLOWS FROM OPERATING ACTIVITIES</b>		
純益 Net income	\$ 4,220	\$ 744,437
折舊及攤銷 Adjustment to reconcile net income to net cash provided by operating activities: Depreciation and amortization	156,976	149,221
攤銷出售不良債權損失款 Amortization of deferred losses on sale of nonperforming loans	2,372,417	1,972,879
買入票券及證券跌價損失 Unrealized value decline loss on securities purchase	39,833	-
其他長期投資折價攤銷 Amortization of other long-term investments discount	( 77)	-
提列各項提存 Provisions	4,458,038	1,790,582
提列(沖回) 承受擔保品跌價損失 Unrealized value decline loss (recovery gain) on foreclosed collaterals	( 56,162)	368,516
收回已沖銷之放款及應收款 Collection of loan and receivable written off in previous years	332,783	209,384
長期股權投資轉列買入票券及證券損失 Loss from transferring long-term investments to securities purchased	-	54,469
按權益法認列之長期股權投資利益 Income from long-term stock investments under the equity method	( 71,685)	( 64,289)
按權益法認列之長期股權投資資產減損損失 Impairment loss of long-term stock investment under the equity method	2,314	-
按權益法認列長期股權投資之現金股利 Cash dividends - long-term stock investment under the equity method	44,302	-
按成本法認列之長期股權投資永久性跌價損失 Impairment loss of long-term stock investment under the cost method	29,790	-
處分固定資產淨損失 Net loss on sale of properties	4,889	28,827
遞延所得稅 Deferred income tax	52,046	312,758
處分承受擔保品淨損失 Loss on sale of foreclosed collaterals	1,641	173,506
以交易為目的之買入票券及證券增加 Net changes in operating assets and liabilities Securities purchased for trading purposes	( 398,080)	-
應收款項增加 Receivables	( 809,650)	( 3,700,155)
預付款項增加 Prepaid expenses	( 237,476)	( 79,988)
應付款項增加 Payables	1,414,221	765,458
預收款項增加(減少) Advances	188,889	( 377,202)
營業活動之淨現金流入 Net cash provided by operating activities	7,529,229	2,348,403
<b>投資活動之現金流量 CASH FLOWS FROM INVESTING ACTIVITIES</b>		
以投資為目的之買入票券及證券淨增加 Net increase in securities purchased for investment purposes	( 2,441,389)	( 17,777,082)
存放央行及銀行同業減少(增加) Decrease (increase) in due from the Central Bank and other banks	829,208	( 20,661,259)
買匯、貼現及放款增加 Increase in bills, discounts and loans	( 27,791,955)	( 49,002,763)
出售不良債權收現款 Proceeds from sale of nonperforming loans	574,589	1,151,833
收回長期投資債款 Proceeds from returned long-term investments	542,641	279,716
購置長期投資債款 Acquisition of long-term investments	( 3,796,464)	( 1,326,040)
購置固定資產債款 Purchase of properties	( 302,182)	( 434,882)
處分固定資產債款 Proceeds from sale of properties	117,545	3,303
處分承受擔保品債款 Proceeds from sale of foreclosed collaterals	255,369	1,438,070
存出保證金減少(增加) Decrease (increase) in refundable deposits	175,617	( 170,737)
其他資產增加 Increase in other assets	( 43,616)	( 47,082)
投資活動之淨現金流出 Net cash used in investing activities	( 31,880,637)	( 86,546,923)
<b>融資活動之現金流量 CASH FLOWS FROM FINANCING ACTIVITIES</b>		
央行及銀行同業存款增加(減少) Increase (decrease) in due to the Central Bank and other banks	\$ 2,437,732	(\$ 2,045,143)
附買回票券及債券負債增加(減少) Increase (decrease) in securities sold under repurchase agreements	( 6,540,933)	11,020,986
存款及匯款增加 Increase in deposits and remittances	11,601,559	58,530,947
發行金融債券 Proceeds from issuance of bonds	18,180,001	14,000,000
其他負債增加(減少) Increase (decrease) in other liabilities	( 373,887)	41,432
現金增資 Issuance of capital stock	-	3,000,000
融資活動之淨現金流入 Net cash provided by financing activities	25,304,471	84,548,222
<b>匯率影響數 EFFECTS OF EXCHANGE RATE CHANGES</b>		
	( 41,721)	( 22,810)
<b>現金及約當現金淨增加 NET INCREASE IN CASH AND CASH EQUIVALENTS</b>		
	911,342	326,892
<b>年初現金及約當現金餘額 CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR</b>		
	3,430,204	3,103,312
<b>年底現金及約當現金餘額 CASH AND CASH EQUIVALENTS, END OF YEAR</b>		
	\$ 4,341,546	\$ 3,430,204
<b>現金流量資訊之補充揭露 SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION</b>		
支付利息 Interest paid	\$ 3,690,847	\$ 2,416,191
支付所得稅 Income tax paid	\$ 114,354	\$ 64,263
<b>部分影響現金流量之投資活動 INVESTING ACTIVITIES PARTLY AFFECTING CASH</b>		
出售不良債權帳面價值 Book value of nonperforming loans (NPLs) sold	\$ 7,978,530	\$ 1,759,260
減：遞延出售不良債權損失 Less: Deferred loss on sale of NPLs	6,669,380	853,123
出售債款 Selling price	1,309,150	906,137
加：年初應收款項 Add: Receivables, beginning of year	958,570	1,204,266
減：年底應收款項 Less: Receivables, end of year	1,693,131	958,570
	\$ 574,589	\$ 1,151,833
<b>不影響現金流量之投資活動 NONCASH INVESTING ACTIVITIES</b>		
長期投資轉列買入票券及證券 Transfer of long-term investments to securities purchased	\$ -	\$ 293,933

後附之附註係本財務報表之一部分。The accompanying notes are an integral part of the financial statements.

(請參閱動業案信會計師事務所民國九十五年三月九日查核報告 With Deloitte &amp; Touche audit report dated March 9, 2006)

## (六) 財務報表附註

(除另註明外，金額以新台幣千元為單位)

### 一、公司沿革

本公司自八十二年四月十五日開始營業，經營銀行法規定得以經營之業務。

截至九十四年十二月三十一日止，本公司設有營業部、信託部、國外部、信用卡中心、國際金融業務分行、消金管理部、信貸行銷部、汽貸行銷部及五十二個國內分行。信託部辦理銀行法及信託業法規定之信託投資業務之規劃、管理及營業，暨投資國外有價證券及基金之信託業務。

本公司股票於八十八年九月在臺灣證券交易所掛牌上市。

本公司於九十四及九十三年底，員工人數分別為1,897人及2,137人。

### 二、重要會計政策之彙總說明

本財務報表係依照公開發行銀行財務報告編製準則及一般公認會計原則編製。依照前述準則及原則編製財務報表時，本公司對於備抵呆帳、保證責任準備、固定資產折舊、退休金、所得稅、資產減損損失及未決訟案損失等之提列，必須使用合理之估計金額，因估計通常係在不確定情況下作成之判斷，因此可能與將來實際結果有所差異。另因銀行業之經營特性，其營業週轉期較難確定，故未將資產及負債科目區分為流動或非流動項目，惟已依其性質分類，按相對流動性之順序排列，並於附註二十六說明資產及負債之到期分析。重要會計政策彙總說明如下：

#### 財務報表彙編原則

本財務報表包括本公司總分行及國際金融業務分行之帳目。總分行及國際金融業務分行間之內部往來及聯行往來等帳目均於彙編財務報表時互相沖減。

#### 買入票券及證券

買入票券及證券按總成本與總市價孰低計價；當市價低於成本時，提列備抵買入票券及證券跌價損失；市價回升時，則於已提列金額內沖回。短期票券出售時之成本係以個別辨認法計算；股票、受益憑證、政府債券及公司債則以移動平均法計算。

債券及票券以附買回或附賣回為條件之交易，係按融資法處理（參閱附註三）。

#### 催收款項

根據財政部「銀行資產評估損失準備提列及逾期放款催收呆帳處理辦法」之規定，放款及其他授信款項應於清償期屆滿六個月內，連同已估列之應收利息轉列催收款項。

#### 備抵呆帳及保證責任準備

本公司係就放款、貼現、買匯、應收帳款、應收利息、其他應收款及催收款項，暨各項保證及應收承兌票款餘額，評估可收回性，以提列備抵呆帳及保證責任準備。

參照財政部「銀行資產評估損失準備提列及逾期放款催收呆帳處理辦法」之規定，本公司按授信戶之財務狀況、過去之往來交易經驗、本息償付是否有延滯情形等，並就特定債權之擔保品由本公司內部自行評估其價值後，評估授信資產之可收回性。

上述財政部規定，收回無望之授信資產，全額提列損失；收回有困難之部分，至少依餘額之百分之五十提列損失。自九十四年七月起修正為應予注意、可望收回、收回困難及收回無望之不良授信資產，分別以債權餘額之百分之二、百分之十、百分之五十及餘額全部之合計，為備抵呆帳及保證責任準備之最低提列標準。惟此項修正對本公司財務報表尚無重大影響。

本公司對確定無法收回之債權，經提報董事會核准後予以沖銷。

#### 長期投資

長期持有被投資公司股權具有重大影響力者按權益法計價，即以投資成本加（或減）按持股比例認列被投資公司之純益（或純損）計算。被投資公司發生純益（或純損）時，認列投資利益（或損失）；發放現金股利時，則作為投資減項。被投資公司現金增資時，若未按原有持股比例認購，致使持股比例發生變動，並因而使投資之股權淨值有所增減者，其增減數應調整資本公積及長期股權投資。前項調整，若因借記資本公積而有不足時，其差額應借記未分配盈餘。取得股權或首次採用權益法時，長期股權投資帳面金額與被投資公司股權淨值間之差異，按十年平均攤銷。

長期股權投資按成本法計價者係以成本計算。被投資公司發放現金股利時，認列投資利益。投資於未上市（櫃）公司之股權，當投資之價值確已減損，且回復之希望甚小時，則調整其帳面價值，認列投資損失。

取得被投資公司發放之股票股利時，僅註記增加之股數，不增加投資帳面金額，亦不認列投資利益。長期股權投資出售成本，係以移動平均法計算。

其他長期投資係投資資產證券化受益證券、國外結構式債券等，按成本計價。溢折價按剩餘期間以直線法攤銷，作為利息收入之調整項目。到期、還本或出售時其成本係按個別辨認法計算。

上市股票由長期股權投資轉為短期投資時，則比較當時之帳列成本與市價，若市價低於成本時，即承認跌價損失，並以市價作為新成本。

## (六) NOTES TO FINANCIAL STATEMENTS

(Amounts in Thousands of New Taiwan Dollars, Except Amounts (Exchange Rates, Per Share Amounts, Etc.) Stated Otherwise)

### 1. ORGANIZATION AND OPERATIONS

The EnTie Commercial Bank (the Bank) started operations on April 15, 1993. It engages in banking activities under the Banking Law.

As of December 31, 2005, the Bank had business, trust, international, consumer finance management, credit loan promotion, and car loan promotion departments; an offshore banking unit (OBU); and 52 domestic branches. The main business of the trust department includes trust investment planning, management, operation including trust transaction on oversea stock and mutual fund investment, as allowed under government trust laws and regulations.

The Bank's stock has been listed on the Taiwan Stock Exchange since September 1999.

As of December 31, 2005 and 2004, the Bank had 1,897 and 2,137 employees, respectively.

### 2. SUMMARY OF SIGNIFICANT ACCOUNTING AND REPORTING POLICIES Basis of Presentation

The accompanying financial statements include the accounts of the Head Office, OBU and all branches. All interoffice transactions and balances have been eliminated.

The accompanying financial statements have been prepared in conformity with the Criteria Governing the Preparation of Financial Reports by Public Banks and accounting principles generally accepted in the Republic of China. In preparing financial statements in conformity with the criteria and principles, the Bank is required to make certain estimates and assumptions that could affect the amounts of the allowance for possible losses, reserves against liability on guarantees, fixed asset depreciation, pension liabilities, income tax liabilities, impairment loss and loss on certain lawsuits. Actual results could differ from these estimates.

Since the operating cycle in the banking industry could not be reasonably identified, accounts included in the Bank's financial statements were not classified as current or noncurrent. Nevertheless, accounts were properly categorized according to the nature of each account and listed according to their liquidity, and the maturity analysis of accounts is shown in Note 26.

For the convenience of readers, the accompanying 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 audit report and financial statements shall prevail.

The Bank's significant accounting policies are summarized as follows:

#### Securities Purchased

Securities purchased are stated at cost less allowance for possible losses. Costs of securities sold are determined using the following methods: (i) commercial paper and acceptances - specific identification; and (ii) other instruments - moving average.

Sales of bonds and other short-term securities under repurchase agreements are treated as financing (Note 3).

#### Overdue Loans

Under Ministry of Finance (MOF) guidelines, loans and other credits (including accrued interest) that are at least six months overdue are classified as overdue loans.

#### Allowances for Possible Losses and Reserve for Losses on Guarantees

The Bank makes provisions for bad debts and losses on guarantees based on the evaluation of loans, overdue loans, bills, discounts, receivables, guarantees and acceptances for their specific or general risks. Debts and guarantees with specific risks are evaluated internally for their collaterals, collectibility and customers' overall credit. Under MOF guidelines, the Bank makes full provisions for credits deemed totally uncollectible and at least 50% provisions for credits with high uncollectibility. However, under revised MOF guidelines, effective July 1, 2005, the Bank makes full, 50%, 10% and 2% provision for credit deemed uncollectible, doubtful, substandard and special mention, respectively, as minimum provisions for possible loss. This change had no significant impact on the Bank's financial statements.

Credits deemed uncollectible may be written off if the write-off is approved under a resolution issued by the Board of Directors.

#### Long-term Investments

Investments in shares of stock of companies in which the Bank exercises significant influence on the operating and financial policies of the investees are accounted for by the equity method. These investments are stated at cost on the acquisition date and subsequently adjusted for the Bank's equity in the investees' net income or net loss. Equity in net income or net loss is recognized as current income or loss, and cash dividends received are accounted for as a reduction of the investment carrying amount. If the Bank acquires shares additionally issued by an investee, resulting in an increase or decrease in the Bank's equity in investee's net assets, the increase or decrease is credited or debited to capital surplus. If capital surplus is not enough for debiting purposes, the difference is charged to unappropriated retained earnings. The difference, calculated on the acquisition date, between investment costs and the Bank's equity in the investees' net assets is amortized over 10 years.

Investments in unlisted stocks are initially carried at cost. Cash dividends received a year after the acquisition are recorded as investment income. If the carrying value of stocks with no quoted market prices declines and this decline is considered permanent, the carrying amount is reduced to reflect this impairment and investment loss is recognized.

For both equity-method and cost-method investments, stock dividends received are recognized only as an increase in the number of shares held. Costs of stocks sold are determined by the weighted-average method.

Other long-term investments are beneficiary certificates representing investments in special-purpose trusts and interest rate linked and foreign structured notes investments, etc., which are initially recorded at acquisition cost. Investment premiums and discounts are amortized by straight-line method in the residual period and are accounted as adjustments of interest revenues. On maturity date, early repayment of principal or disposal of the securities, the cost is measured by the specific identified method.

When the long-term investments in listed stock are reclassified as securities purchased, the cost of the securities is compared with its market value, a loss is recognized if the market value is below the cost and this lower market value will be the new cost.



### **固定資產**

固定資產係以成本減累積折舊計價。重大改良及更新，均作為資本支出；修理及維護支出，則列為當年度費用。

折舊係按直線法，依下列耐用年數提列：房屋及建築，三十五至五十五年；機械及設備，五至八年；交通及運輸設備，三至十年；雜項設備，三至十年。耐用年限屆滿仍繼續使用者，依新估計年限按直線法續提折舊。

固定資產報廢或出售時，其相關成本及累積折舊均自帳上予以減除，因而產生之損益列為當年度營業外收入或費用。

### **無形資產**

商譽按二十年平均攤銷。

### **其他資產－其他**

其他遞延費用及電腦軟體按五年平均攤銷。遞延出售不良債權損失係出售不良債權帳面餘額與出售價款間之差額，依據金融機構合併法第十五條第五項規定，自訂約日起分六十個月平均攤銷。

### **承受擔保品**

承受之擔保品（帳列其他資產）按承受價格入帳，年底時按成本與淨變現價值孰低計價。

### **資產減損**

本公司自九十四年一月一日起，依財務會計準則公報第三十五號「資產減損之會計處理準則」之規定，就採權益法之長期股權投資、固定資產、無形資產及其他資產評估資產減損。

本公司於資產負債表日評估是否有減損跡象顯示資產可能發生減損，倘經評估資產有減損跡象存在時，即估計該資產或其所屬現金產生單位之可回收金額，惟商譽無論其是否有減損跡象存在，每年應定期進行減損測試。當資產或其所屬現金產生單位所估計之可回收金額低於帳面價值時，差額即於當年度認列減損損失，並貸記累計減損或直接調整減少資產之帳面價值。當認列資產之減損後，其折舊或攤銷費用之計算，應以調整後資產帳面價值減除其殘值計算，並於剩餘耐用年限內，以合理而有系統之方法攤提之。經評估已認列減損損失並調整帳面價值之資產（商譽除外），若嗣後其可回收金額之估計發生變動，致預計之可回收金額因而增加，則應迴轉已認列之減損損失，就原認列為減損損失之範圍內，於當年度認列迴轉利益，並借記累計減損調整增加資產（商譽除外）帳面價值至可回收金額，惟迴轉後之帳面價值，不得超過該項資產在未認列減損損失之情況下，減除提列折舊或攤銷後之帳面價值。

### **職工退休金**

本公司對於屬確定給付退休辦法之退休金（舊制）係按精算結果認列，未認列過渡性淨資產按二十五年攤銷。「勞工退休金條例」（新制）於九十四年七月一日起施行，該條例之退休金制度係屬確定提撥退休辦法，本公司於員工提供之服務期間，將應提撥之退休金數額認列為當年度費用。

### **利息收入及手續費收入之認列**

放款之利息收入，係按應計基礎估列；惟放款因逾期未獲清償而轉列催收款項者，自轉列之日起對內停止計息，俟收現時始予認列收入。

手續費收入於收現且獲利過程大部分完成時認列。

### **所得稅**

所得稅係作跨期間之所得稅分攤，即就應課稅暫時性差異之所得稅影響數認列為遞延所得稅負債；可減除暫時性差異、未使用以前年度虧損扣抵及未使用投資抵減之所得稅影響數則認列為遞延所得稅資產，並評估其可實現性，認列備抵評價金額。

因人才培訓及股權投資等所產生之所得稅抵減，採當期認列法處理。

短期票券及證券化受益證券之利息收入已分離課徵所得稅，列為當年度之所得稅費用。

以前年度所得稅之調整，列為調整年度之所得稅。

未分配盈餘（依所得稅法之規定計算）所加徵百分之十所得稅，列為股東會決議年度之所得稅費用。

### **或有損失**

在資產負債表日很有可能資產已經受損或負債已經發生，且其損失金額得以合理估計之或有損失，認列為當年度損失；若損失金額無法合理估計或損失有可能已經發生，則於財務報表附註揭露之。

### **外幣交易事項之會計處理**

以外幣為準之交易事項係按原幣金額列帳。外幣損益項目按交易日之即期匯率折算為新台幣列帳。外幣資產及負債（非遠期外匯買賣合約所產生者）於每月底按中央銀行發布之結帳匯率折算調整，其差額列為當月份損益。

### **遠期外匯交易**

以交易為目的之遠期外匯買賣合約之外幣資產及負債係按訂約日約定之遠期匯率入帳，於合約到期收付結清時，將收付差額列為收付結清期間損益。買賣合約於年底尚未到期者，則依合約剩餘期間之遠期匯率予以換算調整，因而產生之兌換差額，列為當年度損益。買賣合約所產生之應收及應付款項於年底時互為沖減，其差額列為資產或負債。

**Properties**

Properties are stated at cost. Major renewals and betterments are capitalized, while repairs and maintenance are expensed currently.

Depreciation is computed using the straight-line method over service lives estimated as follows: buildings, 35 to 55 years; machinery and equipment, 5 to 8 years; and transportation, communications, and miscellaneous equipment, 3 to 10 years. Property still in use beyond its initially estimated service life is depreciated on the basis of its reestimated service life.

Upon retirement or disposal of properties, the related cost and accumulated depreciation are removed from the accounts, and any gain or loss is credited or charged to current income.

**Intangible Assets**

Goodwill is amortized over 20 years.

**Other Assets - Other**

Other deferred charges and computer software are amortized over five years. Deferred losses on sale of nonperforming loans are the difference between their selling price and book value. Based on Rule 15 of Section 5 of the Law Governing the Merger of Financial Institutions, losses on nonperforming loans are amortized over 60 months.

**Foreclosed Collaterals**

Foreclosed collaterals (part of other assets) are recorded at the lower of cost or net realizable value on balance sheet dates.

**Asset Impairment**

On January 1, 2005, the Bank adopted Statement of Financial Accounting Standards (SFAS) No. 35, Accounting for Asset Impairment, which requires the Bank to evaluate on the balance sheet date if there is any impairment on the value of long-term equity investments, properties, intangible assets and other assets.

The Bank reviews the above assets to look for any indication that an asset may be impaired on the balance sheet date. If there is an indication that an asset may be impaired, the Bank must calculate the recoverable amount of the asset or the cash generating units (CGUs). However, goodwill is tested for impairment on an annual basis without considering whether there is any indication of impairment. An impairment loss should be recognized whenever the recoverable amount of the asset or CGUs is below the carrying amount, and the impairment loss is either charged to accumulated impairment or reduces the carrying amount of an asset directly. After the recognition of an impairment loss, the depreciation (amortization) charged to the assets shall be adjusted in future periods by the revised asset carrying amount (net of accumulated impairment), less its salvage value, on a systematic basis over its remaining service life. If asset impairment loss (excluding goodwill) is reversed, the increase in the carrying amount resulting from reversal is credited to current income and debited to accumulated impairment to increase the carrying amount of the asset to recoverable amount. However, loss reversal should not be more than the carrying amount (net of depreciation or amortization) had the impairment not been recognized.

**Pension Costs**

For the defined benefit plan, the Bank recognizes pension costs on the basis of actuarial calculations. Unrecognized net transition assets are amortized over 25 years. Since July 1, 2005, the Labor Pension Act took effect and the Act requires a defined contribution pension plan. The Bank recognizes the amounts contributed to the employees' individual pension accounts during the employees' service periods as pension costs.

**Recognition of Interest Revenue and Service Fees**

Interest revenue on loans and service fees are recorded on the accrual basis. For overdue loans and other credits, the interest revenue is recognized only upon collection.

Service fee is recognized when a major part of the earnings process is completed and cash payment is collected.

**Income Tax**

The Bank adopted interperiod income tax allocation. Deferred tax liabilities are recognized for the tax effect of taxable temporary differences. Deferred tax assets are recognized for the tax effects of deductible temporary differences, unused tax credits and operating loss carryforwards. A valuation allowance is provided for deferred tax assets that are not certain to be realized.

Tax credits for training and stock investments etc. are recognized in the current year.

Income tax on interest income from short-term negotiable instruments and asset securitization beneficiary certificates, which are levied separately, and any adjustment of income taxes of prior years are added to or deducted from the current year's tax expense.

Income tax (10%) on undistributed earnings is recorded as expense in the year when the stockholders resolve to retain the earnings.

**Contingencies**

A loss is recognized when it is probable that an asset has been impaired or a liability has been incurred and the amount of loss can be reasonably estimated. If loss is possible and cannot be reasonably estimated, a footnote disclosure of the circumstances giving rise to the loss should be made.

**Foreign-currency Transactions**

Foreign-currency transactions (except forward transactions) are included in the financial statements at their equivalent New Taiwan dollar amounts based on the following rates: Assets and liabilities - current exchange rates; and income and expenses - rates prevailing on the date of each transaction. Exchange gains or losses are credited or charged to income.

**Forward Contracts**

For forward contracts, which are used for trading purposes, assets and liabilities are recorded at the contracted forward rate. Gains or losses resulting from the difference between the initial contracted rate and the spot rate on the settlement date are credited or charged to income. For contracts open as of the balance sheet date, the gains or losses resulting from the difference between the forward rates and the forward rates available for the remaining periods of the contracts are credited or charged to income, and receivables and payables on the contracts are netted out.

**外匯換匯交易**

為支應不同幣別資金需求之外匯換匯交易所產生之外幣資產負債屬即期部位者，按訂約日之即期匯率入帳，屬遠期部位者，則以約定之遠期匯率入帳，即期與遠期匯率間之差額則於合約期間平均攤銷，列為利息收入或費用。外匯換匯交易所發生之應收及應付款項於年底時互為沖減，其差額列為資產或負債。

**資產交換交易**

非以交易為目的之資產交換交易係以某一特定債券為標的，於該債券流通期間以其票面利率及債券到期贖回價差與交易相對人就市場浮動利率或固定利率作交換，本公司依市場浮動利率或固定利率所計算之利息認列利息收入。

**信用聯結放款**

以交易為目的之信用聯結放款係以國外投資銀行為借款人之放款，國外投資銀行再將資金購入約定之國內上市櫃公司在海外發行之可轉換公司債，本公司依加碼後之市場浮動利率認列利息收入。當與借款人約定購入之可轉換公司債發生信用違約事件等情形時，借款人將依契約約定以可轉換公司債償還。

**利率交換交易**

以避險為目的之利率交換合約，因無本金之實際移轉，簽約時僅作備忘分錄，於收取或給付就固定利率與市場浮動利率所計算之利息差額時，作為被避險項目利息費用或收入之調整。

**三、會計變動之理由及其影響**

本公司對於票債券以附買回或附賣回為條件之交易，原係依照財政部頒佈之「短期票券業務會計處理應注意事項」之規定，以買賣斷法處理，惟自九十三年一月一日起依「公開發行銀行財務報告編製準則」之規定，改採融資法處理。是項會計變動對本公司九十三年度影響為稅後純益增加229,048千元。

由於本公司票債券附條件交易係屬日常資金調度之業務活動，故交易量龐大，且歷史交易資料追溯不易，致計算上述會計原則變動對以前年度之影響數顯有實務上之困難，故本公司無法計算該項累積影響數。

本公司自九十四年一月一日起，採用財務會計準則公報第三十五號「資產減損之會計處理」，是項變動使本公司九十四年十二月三十一日採權益法之長期投資減少2,314千元，九十四年度產生損失2,314千元，本公司認為是項變動對九十四年度之財務報表影響並不重大。

**四、現金及約當現金**

	九十四年 十二月三十一日	九十三年 十二月三十一日
庫存現金及週轉金	\$1,454,427	\$1,648,143
待交換票據	2,376,554	1,217,269
存放同業	510,565	564,792
	<u>\$4,341,546</u>	<u>\$3,430,204</u>

**五、存放央行及銀行同業**

	九十四年 十二月三十一日	九十三年 十二月三十一日
轉存央行存款	\$24,000,000	\$21,800,000
存款準備金甲戶	3,657,370	3,445,432
存款準備金乙戶	6,015,401	4,979,161
拆放同業	3,632,232	7,909,457
金資清算戶	270,659	270,820
	<u>\$37,575,662</u>	<u>\$38,404,870</u>

上述存款準備金係依法就每月應提存款準備金之各項存款之平均餘額，按法定準備率計算提存於中央銀行指定之存款準備金帳戶，其中存款準備金乙戶依規定非於每月調整存款準備金時不得動用。

**六、買入票券及證券**

	九十四年 十二月三十一日	九十三年 十二月三十一日
政府債券	\$12,221,010	\$15,365,335
公司債及金融債券	13,592,558	7,424,507
股票及受益憑證	1,166,108	1,733,437
可轉讓定期存單	-	15,008
商業本票	398,080	-
	<u>27,377,756</u>	<u>24,538,287</u>
減：備抵跌價損失	39,833	-
	<u>\$27,337,923</u>	<u>\$24,538,287</u>

本公司九十四及九十三年底買入票券及證券中，已供作附買回條件交易之面額分別為4,055,000千元及10,388,025千元。

**Currency Swap Contracts**

For foreign-currency assets and liabilities on currency swap contracts, which are entered into for trading purposes, the spot and forward positions are recorded at the spot rate and the contracted forward rate, respectively. The difference between the spot rates and contracted forward rates is amortized over the contract period on a straight-line basis. On the balance sheet date, receivables on open currency swap contracts are offset against the related payable.

**Asset Swaps**

For nontrading purposes, the Bank swaps with a counter-party the coupon rate, redemption premium and conversion right on its investment in bonds for the floating or fixed interest rate. The Bank recognizes the interest revenues on these bonds based on floating or fixed interest rate calculated on the settlement date.

**Credit-Linked Loans**

Credit-linked loans, which are used for trading purposes, are the loans which the Bank lends to the foreign investment banks to buy European convertible bonds issued by listed domestic companies (reference entities). The Bank recognizes interest revenue based on the market floating rate plus a specified spread. When a credit event described in the contract occurs on the reference entity, the borrower can repay the Bank with bonds instead of cash.

**Interest Rate Swaps**

For interest rate swaps, which are used for hedging purposes, there is no exchange of principal amounts and only a memo entry is made to record the transaction. The net interest on each settlement is recorded as an adjustment to interest revenue or expense.

**3. ACCOUNTING CHANGE**

Under a directive issued by the MOF, sales and purchases of bonds and short-term bills under repurchase or resell agreements were previously treated as outright sales or purchases. However, under the Criteria Governing the Preparation of Financial Reports by Public Banks, effective January 1, 2004, the repurchase/resell transactions are treated as financing. This accounting change resulted in a decrease in net income for 2005 by \$229,048 thousand.

The repurchase/resell transactions of the Bank are for daily trading purposes. Since the trading volume is high and accounting systems for such transactions had been revised for several times, it is hard to trace the historical data. Thus, the Bank cannot calculate the cumulative effect of the change in accounting principle.

The Bank began applying ROC SFAS No. 35, Accounting for Asset Impairment, on January 1, 2005. As a result, the Bank recognized an impairment loss of \$2,314 thousand in 2005, with a corresponding reduction of the long-term equity investments for the same amount. This accounting change had no significant effect on the financial statements.

**4. CASH AND CASH EQUIVALENTS**

	2005	2004
Cash on hand and petty cash	\$1,454,427	\$1,648,143
Checks for clearing	2,376,554	1,217,269
Due from banks	510,565	564,792
	<u>\$4,341,546</u>	<u>\$3,430,204</u>

**5. DUE FROM THE CENTRAL BANK AND OTHER BANKS**

	2005	2004
Due from the Central Bank	\$24,000,000	\$21,800,000
Reserve for deposits - account A	3,657,370	3,445,432
Reserve for deposits - account B	6,015,401	4,979,161
Call loans to banks	3,632,232	7,909,457
Checking and settlement accounts	270,659	270,820
	<u>\$37,575,662</u>	<u>\$38,404,870</u>

As required by law, the reserves for deposits are calculated at prescribed rates, using the average balances of various deposit accounts. Account A is not interest-bearing and may be withdrawn at any time. Account B earns interest but its use is restricted to those permitted by relevant regulations.

**6. SECURITIES PURCHASED, NET**

	2005	2004
Government bonds	\$12,221,010	\$15,365,335
Corporate bonds and bank debentures	13,592,558	7,424,507
Stocks and mutual funds	1,166,108	1,733,437
Negotiable certificates of deposits	-	15,008
Commercial paper	398,080	-
	<u>27,377,756</u>	<u>24,538,287</u>
Less allowance for value decline loss on securities purchased	39,833	-
	<u>\$27,337,923</u>	<u>\$24,538,287</u>

As of December 31, 2005 and 2004, securities sold but under repurchase agreements amounted to \$4,055,000 and \$10,388,025 thousand.

## 七、應收款項

	九十四年 十二月三十一日	九十三年 十二月三十一日
應收信用卡款	\$7,558,854	\$7,030,992
應收帳款（附註十一）	2,003,413	1,272,223
應收利息	633,714	541,161
應收承兌票款	317,213	436,945
應收收益	390,639	413,852
應收退稅款	173,180	127,347
其他	176,435	188,698
	11,253,448	10,011,218
減：備抵呆帳	185,398	157,260
	<u>\$11,068,050</u>	<u>\$9,853,958</u>

## 八、買匯、貼現及放款

	九十四年 十二月三十一日	九十三年 十二月三十一日
短期放款	\$36,951,787	\$34,282,108
中期放款	93,244,423	90,535,852
長期放款	77,782,959	68,952,090
貼現及買匯	237,406	309,421
催收款項	5,092,846	3,758,139
	213,309,421	197,837,610
減：備抵呆帳	2,666,079	2,397,806
	<u>\$210,643,342</u>	<u>\$195,439,804</u>

九十四及九十三年底已停止對內計息之放款及其他授信款項餘額分別為4,672,516千元及3,290,021千元。九十四及九十三年度就前述餘額之對內未計提利息收入之金額分別為105,840千元及133,088千元。

本公司於九十四及九十三年度並無未經訴追即行轉銷之授信債權。

備抵呆帳之明細及變動情形如下：

	九十四年度		
	特定債權無法 收回之風險	全體債權組合 之潛在風險	合計
年初餘額	\$966,494	\$1,431,312	\$2,397,806
提列呆帳費用	4,502,875	(211,163)	4,291,712
沖銷放款	(4,283,930)	-	(4,283,930)
收回已沖銷之放款	234,007	-	234,007
重分類	-	70,000	70,000
匯差	(43,516)	-	(43,516)
年底餘額	<u>\$1,375,930</u>	<u>\$1,290,149</u>	<u>\$2,666,079</u>
	九十三年度		
	特定債權無法 收回之風險	全體債權組合 之潛在風險	合計
年初餘額	\$1,792,818	\$470,613	\$2,263,431
提列呆帳費用	751,440	960,699	1,712,139
沖銷放款	(1,764,339)	-	(1,764,339)
收回已沖銷之放款	209,384	-	209,384
匯差	(22,809)	-	(22,809)
年底餘額	<u>\$966,494</u>	<u>\$1,431,312</u>	<u>\$2,397,806</u>

**7. RECEIVABLES, NET**

	<u>2005</u>	<u>2004</u>
Credit card	\$7,558,854	\$7,030,992
Accounts receivables (Note 11)	2,003,413	1,272,223
Accrued interest	633,714	541,161
Acceptances	317,213	436,945
Accrued income	390,639	413,852
Refundable income tax	173,180	127,347
Other	176,435	188,698
	<u>11,253,448</u>	<u>10,011,218</u>
Less allowance for doubtful accounts	185,398	157,260
	<u>\$11,068,050</u>	<u>\$9,853,958</u>

**8. BILLS, DISCOUNTS AND LOANS**

	<u>2005</u>	<u>2004</u>
Loans		
Short-term	\$36,951,787	\$34,282,108
Medium-term	93,244,423	90,535,852
Long-term	77,782,959	68,952,090
Discounts and bills	237,406	309,421
Overdue loans	5,092,846	3,758,139
	<u>213,309,421</u>	<u>197,837,610</u>
Less allowance for doubtful accounts	2,666,079	2,397,806
	<u>\$210,643,342</u>	<u>\$195,439,804</u>

As of December 31, 2005 and 2004, the loans and credits for which accrual of interest revenues was discontinued amounted to \$4,672,516 thousand and \$3,290,021 thousand, respectively. The unrecognized interest revenues on these loans and credits amounted to \$105,840 thousand in 2005 and \$133,088 thousand in 2004.

In 2005 and 2004, the Bank wrote off certain credits upon completion of the required legal procedures for collection on these credits.

The details of and changes in allowance for credit losses on bills, discounts and loans are summarized below:

	<u>2005</u>		
	<u>Specific Risk</u>	<u>General Risk</u>	<u>Total</u>
Balance, January 1, 2005	\$966,494	\$1,431,312	\$2,397,806
Provisions	4,502,875	(211,163)	4,291,712
Write-offs	(4,283,930)	-	(4,283,930)
Partial recovery of written-off credits	234,007	-	234,007
Reclassification	-	70,000	70,000
Effect of exchange rate	(43,516)	-	(43,516)
Balance, December 31, 2005	<u>\$1,375,930</u>	<u>\$1,290,149</u>	<u>\$2,666,079</u>
	<u>2004</u>		
	<u>Specific Risk</u>	<u>General Risk</u>	<u>Total</u>
Balance, January 1, 2004	\$1,792,818	\$470,613	\$2,263,431
Provisions	751,440	960,699	1,712,139
Write-offs	(1,764,339)	-	(1,764,339)
Partial recovery of written-off credits	209,384	-	209,384
Effect of exchange rate	(22,809)	-	(22,809)
Balance, December 31, 2004	<u>\$966,494</u>	<u>\$1,431,312</u>	<u>\$2,397,806</u>

## 九、長期投資

	九十四年 十二月三十一日	九十三年 十二月三十一日
長期股權投資	\$2,185,663	\$2,236,352
其他長期投資		
資產證券化受益證券	1,793,459	1,231,009
國外資產基礎證券	895,761	95,031
國外結構式債券	1,936,688	-
	4,625,908	1,326,040
	\$6,811,571	\$3,562,392

資產證券化受益證券及國外資產基礎證券係投資於各金融機構將企業貸款、房地產抵押放款及不動產以特殊目的信託方式信託予受託機構，並由受託機構發行之特殊目的信託受益證券，九十四及九十三年年利率分別為0~6.75%及1.55~5%，將陸續於一百二十四年十一月一日前到期。

國外結構式債券係投資利率區間之連動式債券、國外擔保債權憑證及保本型債券等，九十四年年利率為5~8.6%，將陸續於一百三十年六月十五日前到期。

長期股權投資明細如下：

	九十四年 十二月三十一日		九十三年 十二月三十一日	
	帳列金額	持股%	帳列金額	持股%
採權益法之長期投資				
聯邦票券金融公司	\$723,784	21.38	\$700,258	21.38
安泰證券金融公司	628,029	11.59	630,193	11.59
金安泰保險代理人公司	13,143	95.24	9,436	95.24
	1,364,956		1,339,887	
採成本法之長期投資				
未上市（櫃）公司普通股				
台灣固網公司	560,000	0.87	560,000	0.87
其他	260,707		336,465	
	820,707		896,465	
	\$2,185,663		\$2,236,352	

採成本法計價之長期股權投資－力宇創業投資公司及群威創業投資公司因持續虧損，本公司經評估價值回復可能性極低，於九十四年度認列永久性跌價損失，合計29,790仟元。

採權益法計價之長期股權投資－安泰證券金融公司，因未攤銷投資溢額2,314仟元經評估已無未來經濟效益，故於九十四年度認列為減損損失。

依權益法認列之投資利益彙總如下：

	九十四年度	九十三年度
聯邦票券金融公司	\$67,828	\$58,582
安泰證券金融公司	150	-
金安泰保險代理人公司	3,707	5,707
	\$71,685	\$64,289

上述按權益法計價之長期股權投資及相關投資損益除九十三年度金安泰保險代理人公司係按未經會計師查核之財務報表計算外，其餘係按經會計師查核之財務報表計算；惟管理當局認為上述被投資公司財務報表未經會計師查核尚不致產生重大之影響。

金安泰保險代理人公司九十三年度因總資產及營業收入均未達本公司各該項金額之百分之十，故未合併編製財務報表，惟自九十四年度起因財務會計準則公報第七號之修訂，已將其編入合併財務報表。

## 十、固定資產

累積折舊及攤銷明細如下：

	九十四年 十二月三十一日	九十三年 十二月三十一日
房屋及建築	\$74,257	\$68,096
機械及設備	344,249	315,181
交通及運輸設備	84,169	87,542
雜項設備	657,728	606,985
	\$1,160,403	\$1,077,804

**9. LONG-TERM INVESTMENTS**

	<u>2005</u>	<u>2004</u>
Stocks	\$2,185,663	\$2,236,352
Other		
Asset securitization beneficiary certificates	1,793,459	1,231,009
Foreign asset backed securities	895,761	95,031
Foreign structured notes	1,936,688	-
	<u>4,625,908</u>	<u>1,326,040</u>
	<u>\$6,811,571</u>	<u>\$3,562,392</u>

Asset securitization beneficiary certificates and foreign asset backed securities, issued by trustee institutions, represent investments in special-purpose trusts. The underlying assets of these investments are the business loans mortgage loans and real estate of financial institutions. These certificates will mature in succession before November 2035, with yield rates of 0%-6.75% in 2005 and 1.55% to 5.00% in 2004, respectively.

Foreign structured notes represent investments in range accrual notes, foreign collateralized debt obligation (CDO) securities and principle protect notes etc. These securities will mature in succession before June 15, 2041 with yield rate of 5.0% to 8.6% in 2005.

Stock investments consisted of the following:

	<u>2005</u>		<u>2004</u>	
	<u>Carrying Value</u>	<u>% of Owner-ship</u>	<u>Carrying Value</u>	<u>% of Owner-ship</u>
Equity method				
Union Bills Finance Co.	\$723,784	21.38	\$700,258	21.38
EnTie Securities Finance Co.	628,029	11.59	630,193	11.59
King EnTie Life Insurance Agent Co., Ltd.	13,143	95.24	9,436	95.24
	<u>1,364,956</u>		<u>1,339,887</u>	
Cost method - no quoted market prices				
Taiwan Fixed Network Co.	560,000	0.87	560,000	0.87
Other	260,707		336,465	
	<u>820,707</u>		<u>896,465</u>	
	<u>\$2,185,663</u>		<u>\$2,236,352</u>	

In 2005, due to the decline in value of certain investments which were considered not recoverable, the gross carrying value of investments under the cost method has been reduced by \$29,790 thousand.

The unamortized \$2,314 premium of long-term equity investment in Entie Security Finance Co. is considered no future benefits and is recognized as impairment loss.

Following is the summary of income on long-term investments accounted for by the equity method:

	<u>2005</u>	<u>2004</u>
Union Bills Finance Co.	\$67,828	\$58,582
EnTie Securities Finance Co.	150	-
King EnTie Life Insurance Agent Co., Ltd.	3,707	5,707
	<u>\$71,685</u>	<u>\$64,289</u>

The financial statements used as basis for calculating the carrying value of equity-method investments and the related income had all been audited, except the 2004 financial statements of King EnTie Life Insurance Agent Co., Ltd. Management believes that, had the 2004 financial statements of King EnTie Life Insurance Agent Co., Ltd. been audited, the effect of any adjustments on the Bank's financial statements would not have been significant.

In addition, the Bank did not prepare consolidated financial statements in 2004 because neither the total assets nor the total operating revenue of its only subsidiary - King EnTie Life Insurance Agent Co., Ltd. reached 10% of those of the Bank. However, since January 1, 2005, under the revised ROC Statement of Financial Accounting Standards No. 7 Consolidated Financial Statements, the Bank had included the account of King EnTie Life Insurance Agent Co., Ltd. in the Bank's 2005 consolidated financial statements.

**10. ACCUMULATED DEPRECIATION**

	<u>2005</u>	<u>2004</u>
Buildings	\$74,257	\$68,096
Machines and equipment	344,249	315,181
Transportation and communications equipment	84,169	87,542
Miscellaneous equipment	657,728	606,985
	<u>\$1,160,403</u>	<u>\$1,077,804</u>



## 十一、其他資產

	九十四年 十二月三十一日	九十三年 十二月三十一日
承受擔保品	\$1,994,120	\$2,132,874
減：備抵跌價損失	(407,354)	(463,516)
	1,586,766	1,669,358
遞延所得稅資產－淨額	273,477	325,523
存出保證金	115,240	290,857
遞延出售不良債權損失（附註二）	11,609,806	7,312,843
其他遞延費用－淨額	91,512	70,545
	<u>\$13,676,801</u>	<u>\$9,669,126</u>

本公司自九十一年九月起至九十四年底陸續與台灣金聯資產管理股份有限公司、長鑫資產管理股份有限公司及Colony Capital Asia Pacific Pte Ltd. 簽約出售不良債權合計24,169,802仟元，出售價款合計6,914,480仟元，致產生出售不良債權損失合計為17,255,322仟元。本公司依金融機構合併法第十五條第五項規定將上述處分損失自訂約日起分六十個月平均攤銷，未攤銷餘額帳列其他資產－其他，九十四及九十三年度攤銷金額分別為2,372,417仟元及1,972,879仟元，帳列營業成本－其他。截至九十四及九十三年底止，上述合約尚未收取之買賣價金分別計1,693,131仟元及958,570仟元，帳列應收款項－應收帳款（附註七）。

## 十二、央行及銀行同業存款

	九十四年 十二月三十一日	九十三年 十二月三十一日
銀行同業拆放	\$1,407,940	\$1,064,179
銀行同業存款	4,555,553	2,296,695
透支銀行同業	18,693	194,610
央行存款	42,266	31,236
	<u>\$6,024,452</u>	<u>\$3,586,720</u>

## 十三、應付款項

	九十四年 十二月三十一日	九十三年 十二月三十一日
應付待交換票據	\$2,376,554	\$1,217,269
應付利息	1,193,590	809,332
承兌匯票	330,142	439,944
應付費用	218,531	325,050
應付代收款	149,320	136,008
其他	359,245	285,558
	<u>\$4,627,382</u>	<u>\$3,213,161</u>

## 十四、存款及匯款

	九十四年 十二月三十一日	九十三年 十二月三十一日
儲蓄存款	\$132,688,603	\$124,274,983
定期存款	84,388,630	77,477,225
活期存款	16,934,164	19,130,801
可轉讓定存單	8,829,600	10,486,400
支票存款	2,718,015	2,709,607
公庫存款	474,448	360,546
匯款	74,920	67,259
	<u>\$246,108,380</u>	<u>\$234,506,821</u>

**11. OTHER ASSETS**

	<b>2005</b>	<b>2004</b>
Foreclosed collaterals	\$1,994,120	\$2,132,874
Less: Allowance for value decline loss	(407,354)	(463,516)
	<u>1,586,766</u>	<u>1,669,358</u>
Deferred tax assets, net	273,477	325,523
Refundable deposits	115,240	290,857
Deferred loss on sale of nonperforming loans (Note 2)	11,609,806	7,312,843
Other deferred charges, net	91,512	70,545
	<u>\$13,676,801</u>	<u>\$9,669,126</u>

From September 2002 to December 2005, the Bank signed contracts to sell and had sold the Bank's nonperforming loans (NPLs) with Taiwan Assets Management Company, the Long Xing Assets Management Co., Colony Capital Asia Pacific Pte Ltd. As of December 31, 2005, the accumulated amount sold was \$24,169,802 thousand, the total price was \$6,914,480 thousand, and the losses incurred was \$17,255,322 thousand in total.

Based on Rule 15 of Section 5 of the Law Governing the Merger of Financial Institutions, the Bank deferred the losses on NPLs and amortized them over 60 months, with the unamortized balance to be categorized as other assets. The amortization on these deferred losses amounted to \$2,372,417 thousand in 2005 and \$1,972,879 thousand in 2004. As of December 31, 2005 and 2004, the Bank still had receivable of \$1,693,131 thousand and \$958,570 thousand, respectively, from the sale of NPLs, listed as accounts receivable (Note 7).

**12. DUE TO THE CENTRAL BANK AND OTHER BANKS**

	<b>2005</b>	<b>2004</b>
Call loans from banks	\$1,407,940	\$1,064,179
Due to banks	4,555,553	2,296,695
Overdrafts	18,693	194,610
Due to the Central Bank	42,266	31,236
	<u>\$6,024,452</u>	<u>\$3,586,720</u>

**13. PAYABLES**

	<b>2005</b>	<b>2004</b>
Checks for clearing	\$2,376,554	\$1,217,269
Accrued interest	1,193,590	809,332
Acceptances	330,142	439,944
Accrued expenses	218,531	325,050
Collections for others	149,320	136,008
Other	359,245	285,558
	<u>\$4,627,382</u>	<u>\$3,213,161</u>

**14. DEPOSITS AND REMITTANCES**

	<b>2005</b>	<b>2004</b>
Deposits		
Savings	\$132,688,603	\$124,274,983
Time	84,388,630	77,477,225
Demand	16,934,164	19,130,801
Negotiable certificates of deposit	8,829,600	10,486,400
Checking	2,718,015	2,709,607
National government deposits	474,448	360,546
Remittances	74,920	67,259
	<u>\$246,108,380</u>	<u>\$234,506,821</u>

## 十五、應付金融債券

	發行期間	順位	票面利率	九十四年	九十三年
				十二月三十一日	十二月三十一日
九十一年度金融債券	九十一年八月至九十六年八月	次順位	3.85%	\$3,000,000	\$3,000,000
九十三年度金融債券	九十三年六月至九十八年六月	優先	2.60%	2,300,000	2,300,000
九十三年度金融債券	九十三年六月至九十六年六月	優先	2.30%	2,000,000	2,000,000
九十三年度金融債券	九十三年六月至九十七年六月	優先	2.80%	1,450,000	1,450,000
九十三年度金融債券	九十三年七月至九十七年七月	優先	2.90%	700,000	700,000
九十三年度金融債券	九十三年七月至九十八年七月	優先	3.00%	300,000	300,000
九十三年度金融債券	九十三年九月至九十六年九月	優先	2.45%	700,000	700,000
九十三年度金融債券	九十三年九月至九十八年九月	優先	2.90%	200,000	200,000
九十三年度金融債券	九十三年十月至九十八年十月	優先	3.05%	500,000	500,000
九十三年度金融債券	九十三年十一月至九十八年十一月	優先	3.05%	500,000	500,000
九十三年度金融債券	九十三年十二月至九十八年十二月	優先	2.80%	1,000,000	1,000,000
九十三年度金融債券	九十三年十二月至九十六年十二月	優先	2.07%	350,000	350,000
九十三年度金融債券	九十三年九月至九十九年三月	次順位	其中	3,550,000	3,550,000
			430,000 仟元係 CP+1.25% 餘為3.8%		
九十三年度金融債券	九十三年十月至九十九年四月	次順位	3.80%	450,000	450,000
九十四年度金融債券	九十四年六月至一〇四年六月	優先	2.40%	5,000,000	-
九十四年度金融債券	九十四年六月至一〇一年六月	優先	2.25%	3,000,000	-
九十四年度金融債券	九十四年七月至九十九年七月	優先	2.05%	2,000,000	-
九十四年度金融債券	九十四年十月至一〇四年十月	優先	2.40%	3,500,000	-
九十四年度金融債券	九十四年十月至九十九年十月	優先	2.12%	500,000	-
九十四年度金融債券	九十四年十二月至九十九年十二月	優先	2.30%	4,180,000	-
				<u>\$35,180,000</u>	<u>\$17,000,000</u>

上述金融債券除九十一年發行爲每半年計息並付息外，其餘均爲每年計息並付息一次，到期一次還本。CP利率係按香港德勵財富資訊公司（MoneyLine Telerate）之90天期短期票券平均利率。

## 十六、股東權益

## (一)資本公積

依有關法令規定，資本公積除填補公司虧損外，不得使用，但超過票面金額發行股票所得之溢額（包括以超過面額發行普通股、因合併而發行股票之股本溢價及庫藏股票交易等）及受領贈與之所得產生之資本公積，得撥充資本，按股東原有股份之比例發給新股。以資本公積撥充股本時，每年以一定比例爲限。

## (二)盈餘分配及股利政策

依本公司章程規定，每一營業年度之稅後盈餘於彌補以往年度虧損後，應分派如下：

1. 提撥百分之三十爲法定公積。
2. 酌提特別公積。
3. 再按年息百分之七分配股息。
4. 其餘分配如下：
  - (1) 股東紅利85%。
  - (2) 董監事酬勞5%。
  - (3) 員工紅利10%。

本公司爲維持良好資本適足率暨配合長期財務規劃之資金需求，有關股利之分配，原則上，每股可分配股利在新台幣柒角（含）以下者優先採股票股利發放，超過新台幣柒角部分得採現金股利發放。另有關現金盈餘之分配，須依銀行法第五十條之規定辦理。

有關盈餘之分配應於翌年召開股東常會時予以承認，並於該年度入帳。

依公司法規定，法定公積應繼續提撥至其餘達股本總額時止。法定公積得用以彌補虧損；且當該項公積已達實收股本百分之五十時，在公司無盈餘時，得以其超過部分分派股息及紅利，或在公司無虧損時，得保留法定盈餘公積達實收股本百分之五十之半數，其餘部分得以撥充股本。另依銀行法之規定，當法定公積未達股本總額前，現金盈餘分配，最高不得超過實收股本之百分之十五。

本公司若分配屬於八十六年度（含）以前未分配盈餘時，股東將不獲配股東可扣抵稅額。若分配屬八十七年度（含）以後未分配盈餘時，則股東可按股利分配日之稅額扣抵比率計算可獲配之股東可扣抵稅額。

**15. BONDS PAYABLE**

	<u>Period</u>	<u>Status</u>	<u>Coupon Rate</u>	<u>2005</u>	<u>2004</u>
2002 bonds payable	August 2002 to August 2007	Subordinated	3.85%	\$3,000,000	\$3,000,000
2004 bonds payable	June 2004 to June 2009	Dominant	2.60%	2,300,000	2,300,000
2004 bonds payable	June 2004 to June 2007	Dominant	2.30%	2,000,000	2,000,000
2004 bonds payable	June 2004 to June 2008	Dominant	2.80%	1,450,000	1,450,000
2004 bonds payable	July 2004 to July 2008	Dominant	2.90%	700,000	700,000
2004 bonds payable	July 2004 to July 2009	Dominant	3.00%	300,000	300,000
2004 bonds payable	September 2004 to September 2007	Dominant	2.45%	700,000	700,000
2004 bonds payable	September 2004 to September 2009	Dominant	2.90%	200,000	200,000
2004 bonds payable	October 2004 to October 2009	Dominant	3.05%	500,000	500,000
2004 bonds payable	November 2004 to November 2009	Dominant	3.05%	500,000	500,000
2004 bonds payable	December 2004 to December 2009	Dominant	2.80%	1,000,000	1,000,000
2004 bonds payable	December 2004 to December 2007	Dominant	2.07%	350,000	350,000
2004 bonds payable	September 2004 to March 2010	Subordinated	Of which	3,550,000	3,550,000
			430,000		
			thousand is		
			CP+1.25%;		
			remainder is		
			3.8%		
2004 bonds payable	October 2004 to April 2010	Subordinated	3.80%	450,000	450,000
2005 bonds payable	June 2005 to June 2015	Dominant	2.40%	5,000,000	-
2005 bonds payable	June 2005 to June 2012	Dominant	2.25%	3,000,000	-
2005 bonds payable	July 2005 to July 2010	Dominant	2.05%	2,000,000	-
2005 bonds payable	October 2005 to October 2015	Dominant	2.40%	3,500,000	-
2005 bonds payable	October 2005 to October 2010	Dominant	2.12%	500,000	-
2005 bonds payable	December 2005 to December 2010	Dominant	2.30%	4,180,000	-
				<u>\$35,180,000</u>	<u>\$17,000,000</u>

Except for 2002 bonds payable with interest paid semiannually, the interest bond payable were paid annually. Principal amount were all repayable on maturity date. The CP mentioned above is the average interest rate, published by the Hong Kong Money Line Telerate, for 90-day short-term bills.

**16. STOCKHOLDERS' EQUITY****a. Capital surplus**

Under related regulations, capital surplus may only be used to offset a deficit. However, capital surplus (arising from issuance in excess of par value, mergers, treasury stock transactions and donations) may be transferred to common stock, and the new shares resulting from this transfer will be transferred to the stockholders at percentages based on their respective holdings. Any capital surplus transferred to common stock should be within a certain percentage prescribed by law.

**b. Earnings appropriation and dividend policy**

The Bank's Articles of Incorporation provides that annual net income less any losses of prior years should be appropriated in the following order:

- 1) 30% as legal reserve;
- 2) Special reserve, if needed;
- 3) Dividends, at 7% annual rate;
- 4) The remainder, as bonuses to stockholders - 85%; remuneration to directors and supervisors - 5%; and bonuses to employees - 10%.

Stock dividends will be distributed instead of cash dividends when the distributable earnings are less than NT\$0.7 dollar per share so that the Bank can keep the needed cash to maintain a sound capital adequacy ratio as well as finance the expansion of its operations. Distributable earnings in excess of NT\$0.7 dollar per share may be distributed as cash dividend. The maximum amount of cash dividend that may be distributed should be in accordance with the Banking Law.

These appropriations should be resolved by the stockholders in the following year and given effect to in the financial statements of that year.

Under the Company Law, legal reserve should be appropriated until the reserve equals the Bank's paid-in capital. This reserve should only be used to offset a deficit. When the reserve reaches 50% of the Bank's paid-in capital, the amount over 50% of the Bank's paid-in capital may be declared as dividends or bonus if the Bank has no earnings. If the Bank has no deficit, the amount over 25% of the Bank's paid-in capital may be declared as stock dividends. In addition, the Banking Law limits the appropriation of cash dividends to 15% of the Bank's paid-in capital. But when the legal reserve equals the Bank's paid-in capital, this 15% limit may be waived.

Under the Integrated Income Tax System, which took effect on January 1, 1998, noncorporate resident stockholders are allowed a tax credit for the income tax paid by the Bank on earnings generated since 1998.

本公司九十四年六月十日及九十三年六月十五日股東常會通過九十三及九十二年度盈餘分配案，分配情形如下：

	九十三年度	九十二年度
提列法定公積	\$223,331	\$128,993
提列特別公積	521,106	300,982
	<u>\$744,437</u>	<u>\$429,975</u>

上述股東會通過之九十三及九十二年度盈餘分配與九十四年三月二十一日及九十三年三月二十二日董事會通過之內容並無差異。截至九十五年三月九日止，本公司九十四年度盈餘分配議案，尚未經董事會通過，有關董事會擬議或決議盈餘分派情形，請至「公開資訊觀測站」台灣證交所查詢。

本公司提列特別盈餘公積係依據財政部91.4.30台財融（三）字第0910017055號令之規定。

為增加自有資本，提高公司競爭力，本公司股東臨時會於九十二年十一月二十一日決議通過提高額定資本額至20,000,000千元，並辦理現金增資3,750,000千元，現金增資案並授權董事會得視市場狀況調整額度。本公司董事會於九十二年十二月一日通過並調整本次現金增資發行額度為3,000,000千元，發行普通股300,000仟股，每股發行價格10元。本公司董事會業於九十三年一月五日決議以九十三年三月二十六日為增資基準日，並已完成變更登記。

另本公司董事會於九十四年九月十九日決議辦理現金增資2,906,616千元，業經行政院金融監督管理委員會函覆於九十四年十二月二十六日申報生效。本公司董事會於九十五年一月十六日決議以九十五年三月二十四日為現金增資基準日。

#### 十七、用人、折舊及攤銷費用

	九十四年度	九十三年度
用人費用		
薪資費用	\$1,230,036	\$1,170,898
勞健保費用	99,898	81,522
退休金費用	67,779	44,080
其他用人費用	70,859	60,215
	<u>\$1,468,572</u>	<u>\$1,356,715</u>
折舊費用	\$91,934	\$84,627
攤銷費用	\$65,042	\$64,594

上列費用均屬營業費用性質。

#### 十八、所得稅費用

(一)所得稅費用構成項目如下：

	九十四年度	九十三年度
當年度應負擔所得稅	\$2,894	\$2,716
遞延所得稅		
未實現兌換利益（損失）	8,164	(18,034)
虧損扣抵	43,882	339,869
未分配盈餘加徵10%	90,910	-
投資抵減	(17,599)	-
以前年度所得稅調整	-	(9,077)
所得稅費用	<u>\$128,251</u>	<u>\$315,474</u>

(二)本公司帳列稅前利益按法定稅率計算之所得稅與當年度應負擔所得稅調節如下：

	九十四年度	九十三年度
稅前利益按法定稅率（25%）計算之稅額	\$33,118	\$264,978
所得稅調整項目之稅額影響數：		
免稅所得	(59,531)	(54,220)
永久性差異	37,471	113,793
暫時性差異	(8,164)	18,034
虧損扣抵	-	(339,869)
當年度應負擔所得稅	<u>\$2,894</u>	<u>\$2,716</u>

On June 10, 2005 and June 15, 2004, the stockholders resolved to appropriate reserves from its 2004 and 2003 earnings as shown below:

	<u>2004</u>	<u>2003</u>
Legal reserve	\$223,331	\$128,993
Special reserve	521,106	300,982
	<u>\$744,437</u>	<u>\$429,975</u>

The foregoing appropriations were the same as those resolved in the board of directors' meeting on March 21, 2005 and March, 22, 2004, respectively.

As of March 9, 2006, the date of the accompanying auditors' report, the board of directors had not resolved the appropriation of the 2005 earnings.

Information on the appropriation of earnings can be accessed through the web site of the Taiwan Stock Exchange (<http://emops.tse.com.tw>).

The Bank appropriated special reserve from its earnings according to the Ministry of Finance letter dated April 30, 2002 (Ref. No. Tai-Tsai-Zong-0910017055).

To strengthen the Bank's capital adequacy and improve competitiveness, the stockholders resolved to raise its authorized capital to \$20,000,000 thousand and file for capital increase of \$3,750,000 thousand and authorized the board of directors to adjust the capital increase depending on market circumstances. Thus, on December 1, 2003, the board of directors resolved to adjust the capital increase to \$3,000,000 thousand, divided into 300,000 thousand shares at NT\$10 dollar par value.

On January 5, 2004, the board of directors resolved to set March 26, 2004 as the effective date of capital increase and the Bank's Articles of Incorporation had also been updated accordingly.

On September 19, 2005, the board of directors resolved to increase the Bank's issued capital stock by \$2,906,616 thousand. This resolution had been approved by the Financial Supervisory Commission, Executive Yuan on December 26, 2005. On January 16, 2006, the board of directors resolved to set March 24, 2006 as the effective date of capital increase.

#### 17. PERSONNEL, DEPRECIATION AND AMORTIZATION EXPENSES

	<u>2005</u>	<u>2004</u>
Labor expense		
Salaries	\$1,230,036	\$1,170,898
Insurance	99,898	81,522
Pension	67,779	44,080
Other	70,859	60,215
	<u>\$1,468,572</u>	<u>\$1,356,715</u>
Depreciation expense	<u>\$91,934</u>	<u>\$84,627</u>
Amortization expense	<u>\$65,042</u>	<u>\$64,594</u>

The expenses above were all operating expenses.

#### 18. INCOME TAX

##### a. Income tax expense

	<u>2005</u>	<u>2004</u>
Current income tax payable	\$2,894	\$2,716
Net change in deferred income tax assets		
Unrealized exchange gain (loss)	8,164	(18,034)
Loss carryforward	43,882	339,869
Tax on unappropriated earnings (10%)	90,910	-
Tax credits	(17,599)	-
Adjustment of prior year's tax	-	(9,077)
Income tax expense	<u>\$128,251</u>	<u>\$315,474</u>

##### b. A reconciliation of income tax expense before income tax at statutory rate (25%) and current income tax payable is shown below:

	<u>2005</u>	<u>2004</u>
Income tax expense on income before income tax at statutory rate (25%)	\$33,118	\$264,978
Adjustments:		
Tax-exempt income	(59,531)	(54,220)
Permanent differences	37,471	113,793
Temporary differences	(8,164)	18,034
Loss carryforwards	-	(339,869)
Current income tax payable	<u>\$2,894</u>	<u>\$2,716</u>

(三)淨遞延所得稅資產組成項目如下：

	九十四年 十二月三十一日	九十三年 十二月三十一日
遞延所得稅資產		
虧損扣抵	\$320,377	\$364,259
遞延所得稅負債		
未實現兌換利益	(46,900)	(38,736)
遞延所得稅資產－淨額	<u>\$273,477</u>	<u>\$325,523</u>

截至九十四年底止，本公司得用以抵減以後年度課稅所得之虧損如下：

到期年度	金額
九十五年度	\$91,009
九十六年度	1,188,442
九十九年度	2,058

(四)兩稅合一相關資訊：

	九十四年 十二月三十一日	九十三年 十二月三十一日
可扣抵稅額帳戶餘額	<u>\$181,200</u>	<u>\$412,457</u>

九十四年度預計及九十三年度之實際稅額扣抵比率均為33.33%。

由於本公司得分配股東之可扣抵稅額，應以股利盈餘分配日之股東可扣抵稅額帳戶之餘額為計算基礎。因是九十四年度預計盈餘分配之稅額扣抵比率可能會因本公司依所得稅法規定預計可能產生之各項可扣抵稅額與實際不同而須調整。

(五)九十四及九十三年底止之未分配盈餘中並無屬於八十六及以前年度未分配盈餘。

(六)本公司截至九十二年度止之所得稅申報案件業經稅捐稽徵機關核定。

## 十九、每股盈餘

計算每股盈餘之分子及分母揭露如下：

	金額 (分子)		股數 (分母) (仟股)	每股盈餘 (元)	
	稅前	稅後		稅前	稅後
基本每股盈餘					
九十四年度	<u>\$132,471</u>	<u>\$4,220</u>	<u>1,709,338</u>	<u>\$0.08</u>	<u>\$ -</u>
九十三年度	<u>\$1,059,911</u>	<u>\$744,437</u>	<u>1,639,666</u>	<u>\$0.65</u>	<u>\$0.45</u>

計算每股盈餘時，無償配股之影響應列入追溯調整。惟本公司最近年度並未有無償配股方案，故上開基本每股盈餘未有需追溯調整之情事。

## 二十、職工退休辦法

本公司對正式聘用之職工訂有退休辦法。依該辦法規定，職工退休金之支付，係依服務年資及退休前六個月平均薪資計算。

本公司每月分別按薪資總額百分之三·五（九十年二月前為四·七）及百分之二提撥職工退休基金，交由職工退休基金管理委員會及勞工退休準備金監督委員會管理，並分別以該等委員會名義存入本公司營業部及中央信託局。

「勞工退休金條例」（新制）自九十四年七月一日起施行，係屬確定提撥退休辦法。六月三十日以前受聘雇之員工且於七月一日在職者，得選擇繼續適用「勞動基準法（舊制）有關之退休金規定（屬定給付制之退休辦法），或適用該條例之退休金制度並保留適用該條例前之工作年資。九十四年七月一日以後新進之員工只適用「勞工退休金條例」之退休金制度。該條例規定，雇主每月負擔之勞工退休金提撥率，不得低於勞工每月工資百分之六。本公司九十四年度依新制所提列之退休金費用為24,387千元，業依規定提撥至個人退休金專戶。

本公司屬確定給付制之退休金相關資訊揭露如下：

(一)淨退休金成本明細為：

	九十四年度	九十三年度
服務成本	\$41,824	\$47,663
利息成本	12,695	10,728
退休基金資產實際報酬	6,695	(19,515)
攤銷數	(17,822)	5,204
淨退休金成本	<u>\$43,392</u>	<u>\$44,080</u>

## c. Deferred income tax assets, net (part of other assets):

	<u>2005</u>	<u>2004</u>
Deferred income tax assets		
Loss carryforward	\$320,377	\$364,259
Deferred income tax liabilities		
Unrealized exchange gain	(46,900)	(38,736)
Deferred income tax assets, net	<u>\$273,477</u>	<u>\$325,523</u>

As of December 31, 2004, the Bank's loss carryforwards, which can be used to offset taxable income in future years, were as follows:

<u>Year of Expiry</u>	<u>Amount</u>
2006	\$91,009
2007	1,188,442
2010	2,058

## d. Imputed tax credit

	<u>2005</u>	<u>2004</u>
Balance of stockholders' imputed tax credit	<u>\$181,200</u>	<u>\$412,457</u>

The estimated and actual creditable tax ratios used for distributing earnings generated in 2005 and 2004 were both 33.33%. However, the estimated creditable tax ratio for distributing earnings generated in 2005 may change depending on the balance of the imputation credit account on the dividend distribution date.

e. The unappropriated earnings as of December 31, 2005 and 2004 were both generated after 1997.

f. Income tax returns through 2002 had been examined by the tax authorities.

**19. EARNINGS PER SHARE**

The numerators and denominators used in calculating earnings per share were as follows:

	<u>Amount (Numerator)</u>		<u>Shares</u>	<u>Earnings Per Share (Dollars)</u>	
	<u>Pretax</u>	<u>After Tax</u>	<u>(Denominator)</u>	<u>Pretax</u>	<u>After Tax</u>
			<u>(Thousands)</u>		
<u>Basic earnings per share</u>					
2005	<u>\$132,471</u>	<u>\$4,220</u>	<u>1,709,338</u>	<u>\$0.08</u>	<u>\$ -</u>
2004	<u>\$1,059,911</u>	<u>\$744,437</u>	<u>1,639,666</u>	<u>\$0.65</u>	<u>\$0.45</u>

The number of shares outstanding should be retroactively adjusted to reflect the effects of the stock dividends distributed subsequently. But since no stock dividends were distributed from the 2005 and 2004 earnings, the earnings per share for the years ended December 31, 2005 and 2004 need not be retroactively adjusted.

**20. PENSION PLAN**

The Bank has a defined benefit pension plan for all regular employees, which provides benefits based on length of service and average basic salary of the six months before retirement. Under this plan, the Bank has two pension funds maintained as follows: (a) through monthly contributions equal to a certain percentage of salaries (4.7% up to February 2001 and 3.5% thereafter), with the fund administered by the employees pension fund administration committee and deposited in its name in the Bank's Operating Department; and (b) through monthly contributions equal to 2% of salaries, with the fund administered by the workers' fund administration committee and deposited in its name in the Central Trust of China.

Since July 1, 2005, the Labor Pension Act took effect and the Act requires a defined contribution pension plan. The employees could choose the pension mechanism either under the Labor Standards Law or under Labor Pension Act while keeping their seniorities earned prior to the enforcement of this Act. The contribution rate by the employer to the labor pension fund per month shall be not less than 6% of the employee's monthly wage. Pension contributions amounting to \$24,387 thousand for 2005 had been deposited by the Bank to the individual worker's pension accounts according to the regulation.

Other information in 2005 and 2004 on the defined benefit plan is summarized as follows:

	<u>2005</u>	<u>2004</u>
a. Net periodic pension cost		
Service cost	\$41,824	\$47,663
Interest cost	12,695	10,728
Actual return on plan assets	6,695	(19,515)
Amortization	(17,822)	5,204
	<u>\$43,392</u>	<u>\$44,080</u>



(二)退休基金提撥狀況與帳載預付退休金之調節如下：

	九十四年 十二月三十一日	九十三年 十二月三十一日
給付義務		
既得給付義務	(\$13,869)	(\$16,383)
非既得給付義務	(280,396)	(263,347)
累積給付義務	(294,265)	(279,730)
未來薪資增加之影響數	(90,812)	(88,263)
預計給付義務	(385,077)	(367,993)
退休基金資產公平價值	456,138	441,048
提撥狀況	71,061	73,055
未認列過渡性淨給付義務	364	388
退休金損益未攤銷餘額	(33,833)	(35,532)
預付退休金（帳列預付款項）	\$37,592	\$37,911
既得給付	\$15,213	\$17,977

(三)退休金給付義務及計算淨退休金成本之假設為：

	九十四年度	九十三年 度
折現率	3.50%	3.50%
薪資水準增加率	2.00%	2.00%
退休基金資產之預期投資報酬率	2.50%	2.50%

(四)退休金提撥及支付情況

	九十四年度	九十三年 度
本年度提撥	\$43,073	\$49,578
本年度支付	\$21,288	\$15,803

## 二十一、關係人交易事項

本公司與關係人間之重大交易事項彙總如下：

關係人名稱	與本公司之關係
聯邦票券金融股份有限公司（聯邦票券公司）	按權益法評價之被投資公司
安泰證券金融股份有限公司	按權益法評價之被投資公司
金安泰保險代理人股份有限公司 （金安泰保險代理人公司）	按權益法評價之被投資公司
宏泰人壽保險股份有限公司（宏泰人壽公司）	九十三年五月十日前其董事長係本公司董事長之一親等
群益證券股份有限公司	九十三年五月十日前其董事長係本公司董事長之一親等
宏盛建設股份有限公司（宏盛建設公司）	九十三年五月十日前其總經理係本公司董事長之一親等
宏泰建設股份有限公司	九十三年五月十日前董事長為同一人
其他關係人	本公司之董事、監察人、經理人及董事、監察人、總經理之配偶暨董事長及總經理二親等以內親屬

	九十四年度			
	年底餘額	佔各該科目 (%)	利率 (%)	利息收入（費用）
存 款	\$743,841	-	0-13	(\$9,349)
放 款	\$280,675	-	1.68-4.125	\$10,659
應付金融債券 －聯邦票券公司	\$840,000	2	2.8-3.85	(\$4,804)
	九十三年 度			
	年底餘額	佔各該科目 (%)	利率 (%)	利息收入（費用）
存 款	\$607,966	-	0-13	(\$29,524)
放 款	\$330,854	-	0-4.135	\$9,569
應付金融債券 －宏泰人壽公司	\$ -	-	3.85	(\$4,789)

b. Reconciliation of the fund status of the plan and recorded amounts		
	<b>2005</b>	<b>2004</b>
Benefit obligation		
Vested benefit obligation	(\$13,869)	(\$16,383)
Non-vested benefit obligation	(280,396)	(263,347)
Accumulated benefit obligation	(294,265)	(279,730)
Additional benefits based on future salaries	(90,812)	(88,263)
Projected benefit obligation	(385,077)	(367,993)
Fair value of plan assets	456,138	441,048
Funded status	71,061	73,055
Unrecognized transition obligation	364	388
Unrecognized net actuarial gain	(33,833)	(35,532)
Prepaid pension	\$37,592	\$37,911
Vested benefits	\$15,213	\$17,977
c. Actuarial assumptions		
	<b>2005</b>	<b>2004</b>
Discount rate	3.50%	3.50%
Future salary increase rate	2.00%	2.00%
Expected rate of return on plan assets	2.50%	2.50%
d. Summary of changes in the pension funds		
	<b>2005</b>	<b>2004</b>
Contributions	\$43,073	\$49,578
Payment of benefits	\$21,288	\$15,803

## 21. RELATED-PARTY TRANSACTIONS

The Bank's related parties were as follows:

- a. Union Bills Finance Co. (UBFC; equity-method investee);
- b. EnTie Securities Finance Co. (equity-method investee);
- c. King Entie Life Insurance Agent Co. (KLAC; equity-method investee);
- d. Hontie Life Insurance Co. (HLIC; its chairman was a close relative of the Bank's former chairman (i.e., until May 10, 2004));
- e. Capital Securities Co. (its chairman is a close relative of the Bank's former chairman (i.e., until May 10, 2004));
- f. Hon-Shen Construction Co. (HSCC; its general manager is a close relative of the Bank's former chairman (i.e., until May 10, 2004));
- g. HonTie Construction Co. (HTCC; its chairman is the same as the Bank's former chairman (i.e., until May 10, 2004));
- h. The Bank's chairman and the general manager and their relatives; and certain directors, supervisors and managers of the Bank and their spouses.

Significant transactions with the above related parties are summarized as follows:

	<b>31-Dec-05</b>		<b>2005 Interest Revenue (Expense)</b>	
	<b>Amount</b>	<b>% of Total</b>	<b>Rate (%)</b>	<b>Amount</b>
Deposits	\$743,841	-	0-13	(\$9,349)
Loans	\$280,675	-	1.680-4.125	\$10,659
Bonds payable UBFC	\$840,000	2	2.8-3.85	(\$4,804)
	<b>31-Dec-04</b>		<b>2004 Interest Revenue (Expense)</b>	
	<b>Amount</b>	<b>% of Total</b>	<b>Rate (%)</b>	<b>Amount</b>
Deposits	\$607,966	-	0-13	(\$29,524)
Loans	\$330,854	-	0-4.135	\$9,569
Bonds payable HLIC	\$ -	-	3.85	(\$4,789)

金安泰保險代理人公司為促進業務發展，與本公司訂立通路使用手續費之契約書，本公司依合約按實收佣金或首年度實收佣金之百分之二十五計收通路使用手續費。九十四及九十三年度之手續費收入分別為59,505千元及27,920千元。截至九十四年十二月三十一日止，本公司應收通路使用手續費（帳列應收帳款）為10,055千元。

除經理人於定額存款內比照行員儲蓄存款利率外，其餘關係人交易均與非關係人相當。

本公司根據銀行法第三十二條及第三十三條之規定，對有利害關係者，除消費者貸款額度內及對政府貸款外，不得為無擔保授信；為擔保授信者，應有十足擔保，且其條件不得優於其他同類授信對象。

## 二十二、質押之資產

九十四及九十三年底買入票券及證券中已作為存出保證金者分別為面額1,018,400千元及516,000千元。

另九十四及九十三年底，本公司為配合中央銀行同業資金調撥清算作業系統採行即時總額清算機制，分別提供買入票券及證券面額750,000千元及1,100,000千元之央債作為日間透支之擔保，該擔保額度可隨時變更且日終未動用之額度仍可充當流動準備。

## 二十三、承諾事項及或有負債

截至九十四年底止，本公司除附註二十七金融商品之揭露所述者外，計有下列承諾事項及或有負債：

- (一)以附買回為條件賣出之債券計4,480,053千元，經約定應陸續於九十五年九月五日前以4,495,024千元買回。
- (二)本公司因租用部分行舍而與他人分別簽訂若干租賃契約，租期至九十九年七月前陸續到期。本公司依約支付之保證金計66,767千元（帳列存出保證金）。

依約，未來五年度應支付之租金彙總如下：

年度	金額
九十五年	\$261,143
九十六年	228,374
九十七年	109,362
九十八年	77,390
九十九年	18,601

- (三)信託帳資產負債表及財產目錄：

### 信託帳資產負債表

民國九十四年及九十三年十二月三十一日

信託資產	九十四年十二	九十三年十二	信託負債	九十四年十二	九十三年十二
	月三十一日	月三十一日		月三十一日	月三十一日
短期投資	\$11,347,412	\$8,002,459	信託資本		
			金錢信託	\$11,347,412	\$8,002,459
土地	10,989,117	2,558,511	不動產信託	10,989,117	2,558,511
信託資產總額	<u>\$22,336,529</u>	<u>\$10,560,970</u>	信託負債總額	<u>\$22,336,529</u>	<u>\$10,560,970</u>

### 信託帳財產目錄

九十四年及九十三年十二月三十一日

投資項目	九十四年十二月三十一日	九十三年十二月三十一日
	基金投資	\$11,347,412
土地	10,989,117	2,558,511
	<u>\$22,336,529</u>	<u>\$10,560,970</u>

## 二十四、重大期後事項

本公司於九十五年一月十八日發行九十四年第一期第十一次金融債券，發行金額為1,720,000千元，發行期間自九十五年一月十八日至一〇〇年一月十八日為期五年，票面利率為固定年利率2.25%，到期一次還本。

本公司為供管理單位遷址合署辦公使用，於九十五年一月五日自全順建設開發股份有限公司標購取得位於台北市內湖區之不動產，金額為816,688千元。

To improve its business, KLAC signed a marketing channel contract with the Bank, under which KLAC was allowed to use the Bank's office facilities in selling insurance. The service fee charged by the Bank was 25% of the commission received by KLAC. The service fees were \$59,505 thousand in 2005 and \$27,920 thousand in 2004. As of December 31, 2005, the service fees, listed as receivables, were \$10,055 thousand.

The interest rates shown above were similar to, or approximated, those offered to third parties. However, the interest rates for deposits given to managers of the Bank were the same as the interest rates for a certain amount of savings deposits of employees.

Under the Banking Law, except for consumer loans and government loans, credits extended by the Bank to any related party should be 100% secured, and the terms of credits extended to related parties should be similar to those for third parties.

## 22. PLEDGED ASSETS

As of December 31, 2005 and 2004, certain investments in securities with aggregate face values of \$1,018,400 thousand and \$516,000 thousand, respectively, were placed with (a) the Central Bank of China to secure the Bank's potential obligations pertaining to its trust activities, (b) courts of justice because of various collection cases on overdue loans, and (c) other parties as refundable deposits.

As of December 31, 2005 and 2004, government bonds with aggregate face values of \$750,000 thousand and \$1,100,000 thousand, respectively, which were included in the securities purchased account, had been provided as collateral for day-term overdraft to comply with the Central Bank's clearing system for Real-time Gross Settlement (RTGS). The unused overdraft amount at the end of a day can also be treated as the Bank's liquidity reserve.

## 23. CONTINGENCIES AND COMMITMENTS

Except for those mentioned in Note 27, the contingencies and commitments as of December 31, 2005 were as follows:

- Bond sold for \$4,480,053 thousand will be repurchased for \$4,495,024 thousand by September 5, 2006.
- The Bank leases certain properties under operating lease agreements expiring on various dates before July 2010. Refundable deposits (part of other assets) amounted to \$66,767 thousand. Future annual minimum rentals are as follows:

Year	Amount
2006	\$261,143
2007	228,374
2008	109,362
2009	77,390
2010	18,601

- Trust-related items are shown in the following balance sheet and property list of trust items:

<b>Balance Sheet of Trust</b>					
<b>December 31, 2005 and 2004</b>					
<u>Trust Assets</u>	<u>2005</u>	<u>2004</u>	<u>Trust Liabilities</u>	<u>2005</u>	<u>2004</u>
Short-term investments	\$11,347,412	\$8,002,459	Trust capital		
			Monetary trust	\$11,347,412	\$8,002,459
Land	10,989,117	2,558,511	Real estate trust	10,989,117	2,558,511
Total trust assets	<u>\$22,336,529</u>	<u>\$10,560,970</u>	Total trust liabilities	<u>\$22,336,529</u>	<u>\$10,560,970</u>

<b>List of Trust Property</b>		
<b>December 31, 2005 and 2004</b>		
<u>Investment Items</u>	<u>2005</u>	<u>2004</u>
Mutual funds	\$11,347,412	\$8,002,459
Land	10,989,117	2,558,511
	<u>\$22,336,529</u>	<u>\$10,560,970</u>

## 24. SIGNIFICANT SUBSEQUENT EVENTS

The Bank had issued 2005-I-11 5 years bond payable amounting to \$1,720,000 thousand. On January 18, 2006 with coupon rate of 2.25% and will be repaid on January 18, 2011.

For its operating purposes, the Bank had acquired a real-estate located in NeiHu District amounting to \$816,688 thousand by bidding from Quan-Shun Construction Development Co., Ltd.

## 二十五、孳息資產與付息負債之平均值及當年度平均利率

平均值係按孳息資產與付息負債之日平均值計算。

	九十四年度		九十三年度	
	平均值	平均利率	平均值	平均利率
<b>資 產</b>				
現金及約當現金—存放同業	\$439,388	0.80%	\$609,291	0.15%
存放央行及銀行同業	43,136,127	1.39%	22,328,791	1.09%
買入票券及證券	22,099,243	3.78%	15,281,981	3.50%
應收信用卡款	5,832,216	19.71%	4,054,921	19.71%
買匯、貼現及放款	201,580,790	5.42%	165,542,552	4.40%
其他長期投資	2,245,345	2.89%	1,043,607	2.01%
<b>負 債</b>				
央行及銀行同業存款	5,003,139	1.84%	6,430,415	1.31%
活期存款	14,552,966	0.35%	14,030,387	0.26%
活期儲蓄存款	38,678,714	0.80%	36,127,729	0.72%
定期存款	71,792,484	1.61%	44,132,790	1.24%
定期儲蓄存款	90,181,225	1.61%	68,509,039	1.54%
可轉讓定期存單	7,699,467	1.31%	7,763,019	1.10%
郵匯局轉存款	17,816,540	1.79%	15,935,082	1.57%
公庫存款	403,266	0.84%	508,310	0.99%
應付金融債券	23,070,591	2.89%	8,259,498	3.22%
附買回票券及債券負債	8,312,991	1.17%	7,030,096	0.86%

## 二十六、資產及負債之到期分析

本公司資產及負債之到期期間，按資產負債表日至到期日之剩餘期間認定。資產及負債有約定到期日者，按約定到期日作到期分析，無約定到期日者，則以該資產預期變現及該負債預期償還之日期為其假設之到期日，作到期分析。

	九十四年十二月三十一日			
	一年以內	超過一年至七年	超過七年	合計
<b>資 產</b>				
現金及約當現金	\$4,341,546	\$ -	\$ -	\$4,341,546
存放央行及銀行同業	37,575,662	-	-	37,575,662
買入票券及證券	27,377,756	-	-	27,377,756
應收款項	11,253,448	-	-	11,253,448
買匯、貼現及放款	56,165,980	82,045,838	75,097,603	213,309,421
其他長期投資	75,000	2,378,624	2,172,284	4,625,908
	<u>\$136,789,392</u>	<u>\$84,424,462</u>	<u>\$77,269,887</u>	<u>\$298,483,741</u>
<b>負 債</b>				
央行及銀行同業存款	\$6,024,452	\$ -	\$ -	\$6,024,452
應付款項	4,627,382	-	-	4,627,382
存款及匯款	225,570,380	20,538,000	-	246,108,380
應付金融債券	-	26,680,000	8,500,000	35,180,000
附買回票券及債券負債	4,480,053	-	-	4,480,053
	<u>\$240,702,267</u>	<u>\$47,218,000</u>	<u>\$8,500,000</u>	<u>\$296,420,267</u>
<b>九十三年十二月三十一日</b>				
	一年以內	超過一年至七年	超過七年	合計
<b>資 產</b>				
現金及約當現金	\$3,430,204	\$ -	\$ -	\$3,430,204
存放央行及銀行同業	38,404,870	-	-	38,404,870
買入票券及證券	24,538,287	-	-	24,538,287
應收款項	10,012,218	-	-	10,012,218
買匯、貼現及放款	45,690,592	86,111,615	66,035,403	197,837,610
其他長期投資	-	383,622	942,418	1,326,040
	<u>\$122,076,171</u>	<u>\$86,495,237</u>	<u>\$66,977,821</u>	<u>\$275,549,229</u>
<b>負 債</b>				
央行及銀行同業存款	\$3,586,720	\$ -	\$ -	\$3,586,720
應付款項	3,213,161	-	-	3,213,161
存款及匯款	228,640,821	5,866,000	-	234,506,821
應付金融債券	-	17,000,000	-	17,000,000
附買回票券及債券負債	11,020,986	-	-	11,020,986
	<u>\$246,461,688</u>	<u>\$22,866,000</u>	<u>\$ -</u>	<u>\$269,327,688</u>

## 25. AVERAGE AMOUNT AND AVERAGE INTEREST RATE OF INTEREST-EARNING ASSETS AND INTEREST-BEARING LIABILITIES

Average balance is calculated by the daily average balance of interest-earning assets and interest-bearing liabilities.

	2005		2004	
	Average Balance	Average Rate (%)	Average Balance	Average Rate (%)
<u>Interest-earning assets</u>				
Cash and cash equivalents - due from banks	\$439,388	0.8	\$609,291	0.15
Due from the Central Bank and other banks	43,136,127	1.39	22,328,791	1.09
Securities purchased	22,099,243	3.78	15,281,981	3.5
Credit card receivable account	5,832,216	19.71	4,054,921	19.71
Bills, discounts and loans	201,580,790	5.42	165,542,552	4.4
Other long-term investments	2,245,345	2.89	1,043,607	2.01
<u>Interest-bearing liabilities</u>				
Due to the Central Bank and other banks	5,003,139	1.84	6,430,415	1.31
Demand deposit	14,552,966	0.35	14,030,387	0.26
Savings deposit - demand	38,678,714	0.8	36,127,729	0.72
Time deposit	71,792,484	1.61	44,132,790	1.24
Savings deposit - time	90,181,225	1.61	68,509,039	1.54
Negotiable certificates of deposit	7,699,467	1.31	7,763,019	1.1
Deposits from post office	17,816,540	1.79	15,935,082	1.57
National government deposits	403,266	0.84	508,310	0.99
Bonds payable	23,070,591	2.89	8,259,498	3.22
Securities sold under repurchase agreements	8,312,991	1.17	7,030,096	0.86

## 26. MATURITY ANALYSIS OF ASSETS AND LIABILITIES

The maturity of assets and liabilities of the Bank is based on the remaining period from balance sheet dates. The remaining period to maturity is based on maturity dates specified under agreements, and, if there are no specified maturity dates, on expected dates of collection or payment.

### December 31, 2005

	Due in One Year	Due Between Year and Seven Years	Due After Seven Years	Total
<u>Assets</u>				
Cash and cash equivalents	\$4,341,546	\$ -	\$ -	\$4,341,546
Due from the Central Bank and other banks	37,575,662	-	-	37,575,662
Securities purchased	27,377,756	-	-	27,377,756
Receivables	11,253,448	-	-	11,253,448
Bills, discounts and loans	56,165,980	82,045,838	75,097,603	213,309,421
Other long-term investments	75,000	2,378,624	2,172,284	4,625,908
	<u>\$136,789,392</u>	<u>\$84,424,462</u>	<u>\$77,269,887</u>	<u>\$298,483,741</u>
<u>Liabilities</u>				
Due to the Central Bank and other banks	\$6,024,452	\$ -	\$ -	\$6,024,452
Payables	4,627,382	-	-	4,627,382
Deposits and remittances	225,570,380	20,538,000	-	246,108,380
Bonds payable	-	26,680,000	8,500,000	35,180,000
Securities sold under repurchase agreements	4,480,053	-	-	4,480,053
	<u>\$240,702,267</u>	<u>\$47,218,000</u>	<u>\$8,500,000</u>	<u>\$296,420,267</u>

### December 31, 2004

	Due in One Year	Due Between Year and Seven Years	Due After Seven Years	Total
<u>Assets</u>				
Cash and cash equivalents	\$3,430,204	\$ -	\$ -	\$3,430,204
Due from the Central Bank and other banks	38,404,870	-	-	38,404,870
Securities purchased	24,538,287	-	-	24,538,287
Receivables	10,012,218	-	-	10,012,218
Bills, discounts and loans	45,690,592	86,111,615	66,035,403	197,837,610
Other long-term investments	-	383,622	942,418	1,326,040
	<u>\$122,076,171</u>	<u>\$86,495,237</u>	<u>\$66,977,821</u>	<u>\$275,549,229</u>
<u>Liabilities</u>				
Due to the Central Bank and other banks	\$3,586,720	\$ -	\$ -	\$3,586,720
Payables	3,213,161	-	-	3,213,161
Deposits and remittances	228,640,821	5,866,000	-	234,506,821
Bonds payable	-	17,000,000	-	17,000,000
Securities sold under repurchase agreements	11,020,986	-	-	11,020,986
	<u>\$246,461,688</u>	<u>\$22,866,000</u>	<u>\$ -</u>	<u>\$269,327,688</u>

## 二十七、金融商品之揭露

## (一) 衍生性金融商品

本公司從事遠期外匯及外匯換匯衍生性金融商品交易之目的，主要係為配合客戶交易之需求並用以軋平本公司之部位及支應不同幣別資金之需求。又本公司因非交易目的而訂定之資產交換合約及利率交換合約，主要係為規避固定利率收益之債券及應付金融債券因利率變動產生之風險。本公司之避險策略係以達成能夠規避大部分市場價格風險為目的，原則上以與被避險項目公平價值變動呈高度負相關之衍生性金融商品作為避險工具，並作定期評估。

信用風險係指若交易對象違約，則本公司將產生之損失。惟本公司與客戶交易前，須經徵信及授信程序，徵提適足之擔保品，授與信用額度後，方可於該額度內交易，並視客戶信用情形收取適當之保證金；與銀行間之交易，則依該行之世界排名及信用評等授與外匯交易額度，並於該額度內承作，且將該信用風險列入提列備抵呆帳或損失準備之考量。

茲將本公司之衍生性金融商品交易之合約金額（名目本金），信用風險及公平價值列示如下：

	九十四年十二月三十一日			九十三年十二月三十一日		
	合約金額 (名目本金)	信用風險	公平價值	合約金額 (名目本金)	信用風險	公平價值
<u>交易目的</u>						
遠期外匯合約	\$1,289,457	\$15,740	\$15,738	\$968,202	\$319	(\$34,181)
外匯換匯合約	3,019,976	23,797	3,260	1,380,834	10,309	6,903
信用聯結放款	164,250	18,871	18,871	319,170	2,371	2,371
<u>非交易目的</u>						
資產交換合約	561,833	17,865	(40,194)	1,103,790	49,651	39,598
利率交換合約	40,050,000	314,455	133,683	13,870,000	174,546	174,027

本公司係以路透社或美聯社報價系統所顯示之外匯換匯匯率，就個別遠期外匯合約到期日之遠期匯率分別計算個別合約之公平價值。

本公司從事之部分衍生性金融商品交易，其合約之名目本金通常係用以計算交易雙方應收付金額之基礎，因是名目本金並非實際交付之金額，亦非本公司之現金需求。由於本公司所發行或持有之衍生性金融商品，無法於市場以合理價格出售之可能性極小，故預計合約到期時不致有重大之現金需求。

本公司九十四及九十三年度從事衍生性金融商品交易之損益明細如下：

	九十四年度	九十三年度
<u>配合客戶交易目的</u>		
遠期外匯合約－兌換利益（損失）	\$36,438	(\$27,490)
外匯換匯合約		
利息收入	27,438	20,319
利息費用	(9,065)	(2,876)
信用聯結放款－利息收入	7,686	9,523
<u>避險目的</u>		
資產交換合約－利息收入	41,034	26,484
利率交換合約－利息收入	247,052	69,645
交易淨收益	\$350,583	\$95,605

## (二) 金融商品之公平價值

	九十四年十二月三十一日		九十三年十二月三十一日	
	帳面價值	公平價值	帳面價值	公平價值
<u>金融資產</u>				
公平價值與帳面價值相等之金融資產	\$270,382,231	\$270,382,231	\$250,854,738	\$250,854,738
買入票券及證券	27,337,923	27,337,923	24,538,287	24,602,577
<u>金融負債</u>				
公平價值與帳面價值相等之金融負債	296,355,646	296,355,646	269,765,954	269,765,954

本公司估計金融商品公平價值所使用之方法及假設如下：

1. 部分金融商品以其在資產負債表上之帳面價值估計其公平價值，因為此類商品到期日甚近或現時收付價格與帳面價值相近，其帳面價值應屬估計公平價值之合理基礎。此方法應用於現金及約當現金、存放央行及銀行同業、應收款項、存出保證金、央行及銀行同業存款、應付款項、匯款、附買回票券及債券負債與部分其他負債。
2. 買入票券及證券暨長期投資如有市場價格可循時，則以此市場價格為公平價值。若無市場價格可供參考時，則以帳面價值為公平價值。
3. 買匯、貼現及放款、存款及應付金融債券因皆為附息之金融資產與負債，故其帳面價值即為目前之公平價值。

因部分金融商品及非金融商品無須列示其公平價值，是以上表所列之公平價值總數並不代表本公司之總價值。

## 27. FINANCIAL INSTRUMENT TRANSACTIONS

### a. Derivative transactions

The Bank uses forward exchange and currency swap contracts as hedge instruments for its clients' foreign-currency exposures primarily related to import obligations, export receipts and remittances. These types of contracts are also used by the Bank to hedge its exposures to changes in foreign exchange rates and interest rates. Furthermore, the Bank uses asset swap contracts to hedge its bond investment with fixed interest rate exposures, and uses interest rate swap contracts to hedge the interest rate risk on its bonds payable.

Credit risk represents potential loss to the Bank from counter-parties' defaults. To manage this risk, before conducting transactions with customers, the Bank reviews the individual customer's credit history and credit rating and then approves the financial instrument arrangement, including the corresponding credit limit, accordingly. The transaction is made within that limit, and an appropriate guarantee is required. If the customer is another bank, it would be evaluated on the basis of its world ranking and credit rating, and the associated credit risk is considered in the evaluation of provision for credit losses.

The contract (notional) amounts, credit risks, and fair values of derivative transactions were as follows:

	December 31					
	2005			2004		
	Contract (Notional) Amount	Credit Risk	Fair Value	Contract (Notional) Amount	Credit Risk	Fair Value
<u>Trading purposes</u>						
Forward exchange contracts	\$1,289,457	\$15,740	\$15,738	\$968,202	\$319	(\$34,181)
Currency swap contracts	3,019,976	23,797	3,260	1,380,834	10,309	6,903
Credit-linked loans	164,250	18,871	18,871	319,170	2,371	2,371
<u>Nontrading purposes</u>						
Asset swap contracts	561,833	17,865	(40,194)	1,103,790	49,651	39,598
Interest rate swap contracts	40,050,000	314,455	133,683	13,870,000	174,546	174,027

The Bank calculates the fair value of each forward contract at the forward rate for the remaining term quoted from Reuters or the Telerate Information System.

The contract (notional) amount is used to calculate the settlement amount of the counter-parties, so it is neither the actual amount delivered nor the cash requirement of the Bank. The derivative financial instruments held or issued by the Bank are likely to be sold for reasonable market prices; thus, the Bank does not expect significant cash flow requirements to settle these contracts.

The gains and losses on the derivative transactions were as follows:

	2005	2004
<u>Trading purposes</u>		
Forward contracts - exchange gain (loss)	\$36,438	(\$27,490)
Currency swap contracts		
Interest revenue	27,438	20,319
Interest expense	(9,065)	(2,876)
Credit-linked loan - interest revenue	7,686	9,523
<u>Hedging purposes</u>		
Asset swap contracts - interest revenue	\$41,034	\$26,484
Interest rate swap contracts - interest revenue	247,052	69,645
	<u>\$350,583</u>	<u>\$95,605</u>

### b. Fair value of nonderivative financial instruments

	December 31			
	2005		2004	
	Carrying Value	Fair Value	Carrying Value	Fair Value
<u>Assets</u>				
Assets with fair value the same as the carrying value	\$270,382,231	\$270,382,231	\$250,854,738	\$250,854,738
Securities purchased, net	27,337,923	27,337,923	24,538,287	24,602,577
<u>Liabilities</u>				
Liabilities with fair value the same as the carrying value	296,355,646	296,355,646	269,765,954	269,765,954

The methods and assumptions used to estimate the fair value of nonderivative financial instruments are as follows:

- 1) The carrying values of cash and cash equivalents, due from the Central Bank and other banks, receivables, refundable deposits, due to the Central Bank and other banks, payables, remittances and securities sold under repurchase agreements and part of other liabilities approximate fair values because of the short maturities of these instruments.
- 2) If market prices for securities purchased and long-term investments are available, these prices will be the basis of the fair value of these financial instruments. If market prices are unavailable, their carrying value represents current fair value.
- 3) Bills, discounts and loans, deposits and bonds payable are financial assets and liabilities bearing interests. Thus, their carrying value represents fair value.

The fair values of part of the financial assets and nonfinancial asset need not be presented; thus, the total of the fair values listed above does not represent the Bank's total fair value.



## (三)具有資產負債表外信用風險之金融商品

本公司由於承作貸款及發行信用卡，故有大量的授信承諾，其大部分所承作貸款之授信期限為一至七年。九十四及九十三年度授信貸款利率區間分別為1.8%~10.5%及1.65%~9.75%，最高信用卡循環利率均為19.71%。

本公司亦提供融資保證和開發商業信用狀擔保客戶對第三者履行義務，通常為期一年，其到期日並未集中於一特定時間。

本公司具資產負債表外信用風險之金融商品之合約金額如下：

	九十四年	九十三年
	十二月三十一日	十二月三十一日
信用卡授信承諾	\$42,856,380	\$34,494,350
保證和開發商業信用狀	12,559,111	13,152,860

由於上述金融商品不會於到期前全部實際支付，因此該合約金額並不代表未來現金流出數，亦即未來現金需求金額低於合約金額。假設授信額度已用罄且擔保品或其他擔保完全失去其價值時，信用風險金額與合約金額相等，亦即此為其可能發生之最大損失。

本公司於提供貸款承諾、保證和開發商業信用狀時，都需作嚴格的信用評估。本公司之策略為在撥付核准之貸款予某些特定客戶前，均要求提供適當之擔保品。九十四及九十三年底具有擔保品的貸款占貸款總金額比率分別約為61%及51%，保證和開發商業信用狀持有之擔保品比率則分別約為18%及8%。為貸款、保證和開發商業信用狀所要求提供之擔保品通常為不動產、現金、存貨、具流通性的有價證券或其他財產等。當客戶違約時，本公司會強制執行其擔保品或其他擔保之權利。

信用卡授信承諾不需擔保品，但須定期評估持卡人信用狀況，若有必要則修正其信用額度。

## (四)信用風險顯著集中之資訊

當金融商品交易相對人顯著集中於一人，或金融商品交易相對人雖有若干，但大多從事類似之商業活動，且具有類似之經濟特質，使其履行合約之能力受到經濟或其他狀況之影響亦相類似時，則發生信用風險顯著集中之情況。本公司未顯著集中與單一客戶或單一交易相對人進行交易，但有類似之產業型態。產業之授信風險集中情形之資訊，請參閱附註二十八。

## 二十八、對於信用風險、市場風險、流動性風險、作業風險及法律風險等各類風險之管理政策與實務，以及主要風險之曝險情形

## (一)信用風險

## 1.放款資產品質

單位：新台幣仟元，%

	九十四年十二月三十一日	九十三年十二月三十一日
逾期放款	5,318,533	3,503,088
催收款	5,092,846	3,758,139
逾放比率	2.49	1.77
應予觀察放款	註2	1,068,048
應予觀察放款占總放款比率	註3	0.54
帳列放款及催收款損失準備	2,666,079	2,397,806

註(1)：逾期放款：

九十四年十二月三十一日之逾期放款係依財政部83.2.16壹財融第832292834號函及財政部86.12.1壹財融第86656564號函規定之列報逾期放款金額。

九十四年十二月三十一日之逾期放款係依93.1.6壹財融(一)字第0928011826號令規定之列報逾期放款金額。

註(2)：逾放比率=逾期放款(含催收款)÷(放款總額+催收款)。

註(3)：應予觀察放款僅適用於九十四年六月三十日以前係中長期分期償還放款逾三個月但未滿六個月、其他放款本金未逾期三個月而利息未按期繳納逾三個月但未滿六個月、已違列報逾放而准免列報者(包括協議分期償還放款、已獲信保基金理賠及有足額存單或存款備償放款、九二一震災經合意展延者、擔保品已拍定待分配款及其他經專案准免列報者)。

## 2.授信風險集中情形

單位：新台幣仟元，%

項 目	九十四年十二月三十一日		九十三年十二月三十一日	
	行業別	比率	行業別	比率
對利害關係人授信金額	1,244,958		1,842,055	
利害關係人授信比率	0.55		0.88	
股票質押授信比率	2.31		2.22	
特定行業授信行業集中度 (該等行業授信金額占總 授信金額比率之前三者)	營造業	10.15	服務業	6.69
	批發及零售業	6.94	營造業	6.38
	服務業	6.11	製造業	5.85

註(1)：授信總額包括買匯、放款及貼現(含進出口押匯)、應收承兌票款及應收保證款項。

註(2)：利害關係人授信比率=對利害關係人授信金額÷授信總額。

註(3)：股票質押授信比率=承作以股票為擔保品之授信金額÷授信總額。

3.放款、催收款及備抵投資損失提列政策：請參閱財務報表附註二。

4.資產、負債及資產負債表外項目之風險顯著集中資訊：請參閱附註二十七。

c. Financial instruments with off-balance-sheet credit risks

In its business operations, the Bank used financial instruments with off-balance-sheet risks: credit cards, credit facilities, and commitments to provide financial guarantee and obligations under letters of credit issued. Generally, the terms of these instruments range from one to seven years. The interest rates for loans ranged from 1.8% to 10.0% in 2005 and 1.65% to 9.75% in 2004, and the highest interest rates for credit cards were both 19.71% in 2005 and 2004. The Bank also provides guarantees on loans and letters of credit to cover customers' contracts with the third party. The term was usually one year and there is no concentration of maturity dates in a particular period that would result in liquidity problems for the Bank.

The amounts of financial contracts with off-balance-sheet credit risks as of December 31, 2005 and 2004 were as follows:

	2005	2004
Credit commitments on credit cards	\$42,856,380	\$34,494,350
Guarantees and letters of credit issued	12,559,111	13,152,860

Since many of the commitments are expected to expire without being drawn upon, the total commitment amounts do not necessarily represent future cash requirements. The total potential loss is equal to the above contractual amounts if commitments are completely drawn upon and the counter-parties default, without considering the value of any collateral.

The Bank evaluates each individual credit application, taking into account the applicant's credit history, credit rating and financial condition. Collateral, mostly in the form of real estate, cash, inventories and marketable securities, may be required depending on the result of the creditworthiness evaluation. As of December 31, 2005 and 2004, about 61% and 51%, respectively, of total amount of loans granted, and 18% and 8%, respectively, of the aggregate amount of guarantee and letters of credit issued, were secured. For credit card facilities, no collateral is required but the credit status of the cardholder is closely monitored. Depending on the results of the review of a customer's credit status, appropriate measures are adopted, including amending the credit limit and, if necessary, canceling the facility.

d. Information on concentrations of credit risks

Concentration of credit risk exists when the counter-parties to financial instruments are individuals or groups engaged in similar activities or activities in the same region, which would cause their ability to meet contractual obligations to be similarly affected by changes in economic or other conditions. The Bank's concentration of credit risk is not in an individual but in industry groups, and the related information is presented in Note 28.

## 28. MAJOR RISK EXPOSURE SITUATIONS, MANAGEMENT POLICY AND PRACTICE OF CREDIT RISK, MARKET RISK, LIQUIDITY RISK, OPERATING RISK AND LEGAL RISK

a. Credit risks

1) Asset quality

Item	December 31 2005	December 31 2004
Nonperforming loans (Note 1)	5,318,533	3,503,088
Overdue loans	5,092,846	3,758,139
Nonperforming loan ratio (Note 2)	2.49%	1.77%
Loans under surveillance (Note 3)	Note 2	1,068,048
Ratios of loans under surveillance to total loans	Note 3	0.54%
Allowance for credit losses	2,666,079	2,397,806

Note 1: Nonperforming loans:

(a) Nonperforming loans on December 31, 2004, represent the amounts of nonperforming loans reported as required by the Ministry of Finance letters dated February 16, 1994 (ref. no. Tai-Tsai-Zong-832292834) and December 1, 1997 (ref. no. Tai-Tsai-Zong-86656564).

(b) Nonperforming loans on December 31, 2005 represent the amounts of nonperforming loans reported as required by the Ministry of Finance letter dated January 6, 2004 (ref. no. Tai-Tsai-Zong-0928011826).

Note 2: Nonperforming loans ratio = Nonperforming loans (including overdue loans)/(Outstanding loan balance + Overdue loans).

Note 3: Loans under surveillance, which is only applicable to loans before June 30, 2005, consist of the following:

- (a) Mid- and long-term loans with installment repayments overdue for more than 3 months but less than 6 months.  
 (b) Loans other than mid- and long-term loans, with principals overdue for less than 3 months and their interests overdue for more than 3 months but less than 6 months.  
 (c) Delinquent loans allowed to be excluded from nonperforming loans (including those for which repayment schedules were extended and extension was agreed on by parties concerned; loan losses indemnified by the Credit Guarantee Fund and secured fully by time deposit certificates or deposits; loans to 921 Earthquake victims whose payment schedules were approved for extension; loans with collaterals auctioned and proceeds to be distributed to creditors; and loans that are approved not to be reported as past due).

2) Concentration of credit extensions

	December 31 2005		December 31 2004	
	Industry	Percentage (%)	Industry	Percentage (%)
Credit extensions to interested parties	1,224,958		1,842,055	
Ratios of credit extensions to interested parties	0.55%		0.88%	
Ratios of credit extensions secured by pledged stocks	2.31%		2.22%	
Industry concentration (the top three industries by percentage)	Construction industry	10.15	Service industry	6.69
	Wholesale and retail industry	6.94	Construction industry	6.38
	Service industry	6.11	Manufacturing industry	5.85

Note 1: The credit extensions listed above consist of bills, discounts and loans (including import and export bill negotiations), acceptances and guarantees.

Note 2: Ratio of credit extensions to interested parties = Credit extensions to interested parties/ Total credit extensions.

Note 3: Ratio of credit extensions secured by pledged stocks = Credit extensions secured by pledged stocks/Total credit extensions.

## (二)市場風險

1. 孳息資產與付息負債之平均值及當期平均利率：請參閱附註二十五。
2. 利率敏感性資訊

單位：%

	九十四年十二月三十一日	九十三年十二月三十一日
利率敏感性資產與負債比率	66.16	53.43
利率敏感性缺口與淨值比率	(441.98)	(582.57)

註(1)：利率敏感性資產及負債係指其收益或成本受利率變動影響之生利資產及付息負債。

註(2)：利率敏感性資產與負債比率=利率敏感性資產÷利率敏感性負債（指一年內新臺幣利率敏感性資產與利率敏感性負債）。

註(3)：利率敏感性缺口=利率敏感性資產-利率敏感性負債。

## 3. 主要外幣淨部位：

單位：原幣及新台幣仟元

主要外幣淨部位 (市場風險)	九十四年十二月三十一日		九十三年十二月三十一日	
	原幣	折合台幣	原幣	折合台幣
美元	877	28,810	1,274	40,477
歐元	142	5,522	526	22,725
英鎊	72	4,072	新加坡幣	123
港幣	949	4,024	日圓	6,484
加幣	107	3,012	澳幣	68
				1,694

註(1)：主要外幣係折算為同一幣別後，部位金額較高之前五者。

註(2)：主要外幣淨部位係各幣別淨部位之絕對值。

## (三)流動性風險

## 1. 獲利能力

單位：%

項目	年度	九十四年度	九十三年度
	資產報酬率		0.04
淨值報酬率		0.72	6.38
純益率		0.03	6.02

註(1)：資產報酬率=稅前損益÷平均資產。

註(2)：淨值報酬率=稅前損益÷平均淨值。

註(3)：純益率=稅後損益÷營業收入。

註(4)：稅前(後)損益係指當年一月累計至該季損益金額。

## 2. 資產及負債之到期分析

九十四年十二月三十一日

單位：新台幣仟元

	合計	距到期日剩餘期間金額				
		0至30天	31天至90天	91天至180天	181天至一年	一年以上
資 產	\$297,294,000	\$51,823,000	\$11,845,000	\$20,188,000	\$21,805,000	\$191,633,000
負 債	310,549,000	37,081,000	55,086,000	48,352,000	90,281,000	79,749,000
缺 口	(13,255,000)	14,742,000	(43,241,000)	(28,164,000)	(68,476,000)	111,884,000
累積缺口	(13,255,000)	14,742,000	(28,499,000)	(56,663,000)	(125,139,000)	(13,255,000)

九十三年十二月三十一日

單位：新台幣仟元

	合計	距到期日剩餘期間金額				
		0至30天	31天至90天	91天至180天	181天至一年	一年以上
資 產	\$274,527,000	\$55,052,000	\$6,968,000	\$12,460,000	\$18,693,000	\$181,354,000
負 債	264,668,000	83,357,000	54,963,000	32,954,000	57,435,000	35,959,000
缺 口	9,859,000	(28,305,000)	(47,995,000)	(20,494,000)	(38,742,000)	145,395,000
累積缺口	9,859,000	(28,305,000)	(76,300,000)	(96,794,000)	(135,536,000)	9,859,000

註：本表僅含總行及國內分支機構新臺幣部分(不含外幣)之金額。

3) Policy of provision on credit losses: Please refer to Note 2 to the financial statements.

4) Concentrations of risk: Please refer to Note 27 to the financial statements.

b. Market risk

1) Average amount and average interest rate of interest-earning assets and interest-bearing liabilities:

Please refer to Note 25 to the financial statements.

2) Interest-rate sensitivity information

Item	December 31 2005	December 31 2004
Ratio of interest rate-sensitive assets to liabilities	66.16%	53.43%
Ratio of interest rate-sensitive gap to net worth	(441.98%)	(582.57%)

Note 1: Interest rate-sensitive assets and liabilities mean the revenues or costs of interest-earning assets and interest-bearing liabilities are affected by changes of interest rates.

Note 2: Ratio of interest rate-sensitive assets to liabilities = Interest rate-sensitive assets/Interest rate-sensitive liabilities (with maturities of less than one year and priced in New Taiwan Dollars).

Note 3: Interest rate-sensitive gap = Interest rate-sensitive assets - Interest rate-sensitive liabilities.

3) Net positions of the major foreign-currency:

	December 31 2005		December 31 2004	
	Foreign-currency Amounts (in Thousands)	New Taiwan Dollar Amounts (in Thousands)	Foreign-currency Amounts (in Thousands)	New Taiwan Dollar Amounts (in Thousands)
Net positions of major foreign currencies with market risk				
	USD 877	\$28,810	USD 1,274	\$40,477
	EUR 142	5,522	EUR 526	22,725
	GBP 72	4,072	SGD 123	2,390
	HKD 949	4,024	JPY 6,484	2,004
	CAD 107	3,012	AUD 68	1,694

Note 1: The major foreign-currency is the top five amounts in New Taiwan dollars as translated from foreign currency.

Note 2: The net positions of major foreign currencies are their absolute values.

c. Liquidity risk

1) Profitability

Item	2005	2004
Return on total assets	0.04%	0.43%
Return on equity	0.72%	6.38%
Profit margin	0.03%	6.02%

Note 1: Return on total assets = Income before income tax/Average total assets.

Note 2: Return on equity = Income before income tax/Average stockholders' equity.

Note 3: Profit margin = Income after income tax/Total operating revenues.

Note 4: Income before (after) income tax represents income for 2005 and 2004.

2) Maturity analysis of assets and liabilities

December 31 2005

	Total	Amount for the Remaining Period Prior to the Maturity Date				
		0-30 Days	31-90 Days	91-180 Days	181 Days to One Year	Over One Year
Assets	\$297,294,000	\$51,823,000	\$11,845,000	\$20,188,000	\$21,805,000	\$191,633,000
Liabilities	310,549,000	37,081,000	55,086,000	48,352,000	90,281,000	79,749,000
Gap	(13,255,000)	14,742,000	(43,241,000)	(28,164,000)	(68,476,000)	111,884,000
Accumulated gap	(13,255,000)	14,742,000	(28,499,000)	(56,663,000)	(125,139,000)	(13,255,000)

December 31 2004

	Total	Amount for the Remaining Period Prior to the Maturity Date				
		0-30 Days	31-90 Days	91-180 Days	181 Days to One Year	Over One Year
Assets	\$274,527,000	\$55,052,000	\$6,968,000	\$12,460,000	\$18,693,000	\$181,354,000
Liabilities	264,668,000	83,357,000	54,963,000	32,954,000	57,435,000	35,959,000
Gap	9,859,000	(28,305,000)	(47,995,000)	(20,494,000)	(38,742,000)	145,395,000
Accumulated gap	9,859,000	(28,305,000)	(76,300,000)	(96,794,000)	(135,536,000)	9,859,000

Note: The above amounts include only New Taiwan Dollar amounts held by the domestic branches of the Bank (i.e., excluding foreign currency).

## (四)作業風險及法律風險

單位：新台幣仟元

	九十四年十二月三十一日 案由及金額	九十三年十二月三十一日 案由及金額
最近一年度負責人或職員因業務上違反法令經檢察官起訴者	無	無
最近一年度違反銀行法經處以罰鍰者	無	無
最近一年度缺失經財政部嚴予糾正者	無	無
最近一年度因人員舞弊、重大偶發案件或未切實依「金融機構安全維護注意要點」之規定致發生安全事故，其年度個別或合計實際損失逾五千萬元者	無	無
其他	無	無

註：最近一年度係指自揭露當季往前推算一年。

## 二十九、資本適足性

單位：%

項目	九十四年 十二月三十一日	九十三年 十二月三十一日
自有資本比率	9.78	11.2
合併自有資本比率	9.79	11.21
負債占淨值比率	1,604.89	1,459.63

註：自有資本比率=自有資本÷風險性資產，該項比率係依銀行法第四十四條及金管會93.11.9金管銀（一）第○九三一○○○六四九號函「銀行資本適足性管理辦法」所計算之比率，於每年六月底及十二月底各計算一次。

另依銀行法及有關辦法規定，為健全銀行財務基礎，銀行本身及其合併後之自有資本與風險性資產之比率，不得低於8%；凡實際比率低於規定標準者，中央主管機關得限制其盈餘分配。

## 三十、利害關係人為借款人、保證人、擔保品提供人之交易資訊

單位：新台幣仟元

類別	九十四年十二月三十一日			九十三年十二月三十一日		
	戶數	期末總金額	評估有無可能遭受損失	戶數	期末總金額	評估有無可能遭受損失
消費者貸款（註1）	80	\$22,980	\$ -	171	\$57,419	\$ -
行員購屋貸款	132	400,263	-	150	394,425	-
其他利害關係人為借款人之授信交易（註2）	109	821,715	-	108	1,390,211	-
利害關係人為保證人之授信交易	177	1,974,266	878	208	2,682,161	-
利害關係人為擔保品提供人之授信交易	147	508,492	-	190	1,128,809	-

說明：本表所稱利害關係人，係指銀行法第三十三條之一規定之有利害關係者。

註(1)：係指銀行法第三十二條規範之消費者貸款。

註(2)：係指除消費者貸款及行員購屋貸款以外之其他利害關係人為借款人之授信交易。

## 三十一、附註揭露事項

- (一)重大交易事項相關資訊及轉投資事業相關資訊：除附註十六、二十四及二十七外，本公司並無其他應揭露事項。
- (二)具有重大影響力或控制力之被投資公司相關資訊：附表一。
- 大陸投資資訊：無

## 三十二、部門別財務資訊

本公司經營銀行法第三條所規定之業務為主，屬單一產業；另本公司亦尚無國外地區之營運部門。

## d. Operating risk and legal risk

Causes (Note)	Summary and Amount	
	2005	2004
Within the past one year, a responsible person or professional employee, in the course of business, violated the law, resulting in an indictment by a prosecutor.	None	None
Within the past one year, a fine was levied on the Bank for violations of the related regulations.	None	None
Within the past one year, misconduct occurred that resulted in the Ministry of Finance imposing strict corrective measures.	None	None
Within the past one year, the loss from one incident or the total losses from employee corruption, periodic events of a material nature, or failure to abide by the Guidelines for the Maintenance of Soundness of Financial Institutions exceeded NT\$50 million dollars.	None	None
Other	None	None

Note: The term within the past one year means one year before the balance sheet date.

## 29. CAPITAL ADEQUACY

Item	31-Dec-05	31-Dec-04
Capital adequacy ratios (Note)	9.78%	11.20%
Consolidated capital adequacy ratios	9.79%	11.21%
Ratios of debt to net worth	1604.89%	1459.63%

Note: Capital adequacy ratio = Eligible capital/Risk-based assets. Based on the Banking Law and related regulations, the capital adequacy ratio should be computed at the end of June and December.

The Banking Law and related regulations require that the Bank maintain its non-consolidated and consolidated capital adequacy ratios (CAR) at a minimum of 8%. In addition, if the Bank's CAR falls below 8%, the authorities may impose certain restrictions on the amount of cash dividends that the Bank can declare or, in certain conditions, totally prohibit the Bank from declaring cash dividends.

## 30. INFORMATION ON INTEREST PARTIES AS BORROWERS, GUARANTORS AND COLLATERAL PROVIDERS

Category	31-Dec-05			31-Dec-04		
	Account Volume	Amount	Possibility of Loss	Account Volume	Amount	Possibility of Loss
Consumer loans (Note 1)	80	\$22,980	\$ -	171	\$57,419	-
Employees' housing mortgage loans	132	400,263	-	150	394,425	-
Other credit extension (Note 2)	109	821,715	-	108	1,390,211	-
Guarantees	177	1,974,266	878	208	2,682,161	-
Collateral providers	147	508,492	-	190	1,128,809	-

The interest parties mentioned above are subject to Article 33-1 of the Banking Law.

Note 1: Consumer loans are regulated under Article 32 of the Banking Law.

Note 2: Other credit extensions exclude consumer loans and employees' housing mortgage loans.

## 31. ADDITIONAL DISCLOSURES

## a. Related information of significant transactions and investees:

- 1) Financing provided: The Bank - not applicable; investee company - none
- 2) Endorsement/guarantee provided: The Bank - not applicable; investee company - none
- 3) Marketable securities held: The Bank - not applicable; investee company - none
- 4) Marketable securities acquired and disposed of at costs or prices of at least NT\$300 million or 10% of the paid-in capital: None
- 5) Acquisition of individual real estates at costs of at least NT\$300 million or 10% of the paid-in capital: None
- 6) Disposal of individual real estates at costs of at least NT\$300 million or 10% of the paid-in capital: None
- 7) Allowance of service fees to related parties amounting to at least NT\$5 million: None
- 8) Receivables from related parties amounting to at least NT\$300 million or 10% of the paid-in capital: None
- 9) Sale of nonperforming loans amounting to at least NT\$5 billion: None
- 10) Other significant transactions which may affect the decisions of users of financial reports: Note 16, 24 and 26 to the financial statements.
- 11) Name, locations and other information of investees on which the Bank exercises significant influence: Table 1 (attached)

## b. Information on investment in Mainland China: None.

## 32. SEGMENT INFORMATION

The Bank's operations are all in one segment, namely, banking.  
The Bank operates entirely in the Republic of China.

## 五、最近年度經會計師查核簽證之母子公司合併財務報表

### (一) 關係企業合併財務報表聲明書

本公司及子公司民國九十四年度依「關係企業合併營業報告書關係企業合併財務報表及關係報告書編製準則」應納入編製關係企業合併財務報表之公司與依相關法令規定及財務會計準則公報第七號應納入編製母子公司合併財務報表之公司均相同，且關係企業合併財務報表所應揭露相關資訊於前揭母子公司合併財務報表中均已揭露，爰不再另行編製關係企業合併財務報表。

特此聲明

公司名稱：安泰商業銀行股份有限公司



負責人：邱正雄



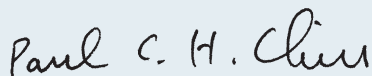
中 華 民 國 九 十 五 年 三 月 九 日

## 五、Most Recent Audited Consolidated Financial Statements of the Bank's Parent and Subsidiary Companies

### (一) Affiliated Enterprises' Consolidated Financial Statements Pronouncement

The Bank and its subsidiaries for the year ended December 31, 2005, in accordance with the Rules Governing the Preparation of the Affiliated Enterprises' Consolidated Operating Report, the Affiliated Enterprises' Consolidated Financial Statements and Relationship Report, should include affiliated enterprises in the compilation of the Bank's consolidated financial statements and, pursuant to relevant laws and regulations and Financial Accounting Standards No. 7, the parent and subsidiary companies that should be included in the compilation of the consolidated financial statements are all the same. In addition, the relevant information that should have been disclosed in the previous affiliated enterprises' consolidated financial statements has already been disclosed in those consolidated financial statements, and there is thus no need to compile additional consolidated financial statements for affiliated enterprises.

Name of company: EnTie Commercial Bank Co. Ltd.

Responsible Person: Paul C.H. Chiu 

March 9, 2006



## (二) 會計師查核報告

安泰商業銀行股份有限公司 公鑒：

安泰商業銀行股份有限公司及子公司民國九十四年及九十三年十二月三十一日之合併資產負債表，暨民國九十四年及九十三年一月一日至十二月三十一日之合併損益表、合併股東權益變動表及合併現金流量表，業經本會計師查核竣事。上開合併財務報表之編製係管理階層之責任，本會計師之責任則為根據查核結果對上開合併財務報表表示意見。列入上開合併財務報表中，按權益法評價之被投資公司聯邦票券金融股份有限公司之財務報表係由其他會計師查核，因此，本會計師對上開合併財務報表所表示之意見中，其有關聯邦票券金融股份有限公司之長期股權投資及其投資損益，係依據其他會計師之查核報告認列。民國九十四年及九十三年十二月三十一日對聯邦票券金融股份有限公司之長期股權投資之金額分別為新台幣（以下同）723,784千元及700,258千元，分別占合併資產總額之0.23%及0.24%，民國九十四年度及九十三年度對聯邦票券金融股份有限公司之投資收益分別為67,828千元及58,582千元，分別占合併稅前利益之50%及6%。

本會計師係依照會計師查核簽證金融業財務報表規則、會計師查核簽證財務報表規則及一般公認審計準則規劃並執行查核工作，以合理確信合併財務報表有無重大不實表達。此項查核工作包括以抽查方式獲取合併財務報表所列金額及所揭露事項之查核證據、評估管理階層編製合併財務報表所採用之會計原則及所作之重大會計估計，暨評估合併財務報表整體之表達。本會計師相信此項查核工作及其他會計師之查核報告可對所表示之意見提供合理之依據。

如合併財務報表附註十一所述，安泰商業銀行股份有限公司自民國九十一年至九十四年間先後與資產管理公司簽約出售若干不良債權，產生損失計17,255,322千元，並依金融機構合併法規定，將該損失自訂約日起分六十個月平均攤銷，未攤銷餘額帳列其他資產－其他。倘該出售損失未予遞延，則民國九十四年及九十三年十二月三十一日其他資產帳面金額應分別減少11,609,806千元及7,312,843千元，保留盈餘應分別減少8,707,355千元及5,484,632千元，民國九十四及九十三年度合併稅後純益應分別減少3,222,723千元及增加839,817千元。

依本會計師之意見，基於本會計師之查核結果及其他會計師之查核報告，除上段所述不良債權出售損失予以遞延對合併財務報表之影響外，第一段所述合併財務報表在所有重大方面係依照公開發行銀行財務報告編製準則及一般公認會計原則編製，足以允當表達安泰商業銀行股份有限公司及子公司民國九十四年及九十三年十二月三十一日之合併財務狀況，暨民國九十四年及九十三年一月一日至十二月三十一日之合併經營成果與現金流量。

如合併財務報表附註二所述，安泰商業銀行股份有限公司及子公司自民國九十四年一月一日起，依新修訂後財務會計準則公報第七號「合併財務報表」規定，將有控制能力之被投資公司列入合併財務報表編製個體，惟不需追溯重編民國九十三年度合併財務報表。依修訂前之前述公報規定，安泰商業銀行股份有限公司及其子公司原未另行編製民國九十三年度合併財務報表，因是民國九十三年度合併財務報表係與安泰商業銀行股份有限公司之財務報表相同。

如合併財務報表附註三所述，安泰商業銀行股份有限公司債票券附條件交易，原係以買賣斷法處理，惟分別依「公開發行銀行財務報告編製準則」之規定，自民國九十三年一月一日起，債票券附條件交易變更為以融資法處理。

勤業眾信會計師事務所

會計師張日炎

張日炎



會計師楊明哲

楊明哲



財政部證券暨期貨管理委員會核准文號  
台財證六字第0920123784號

財政部證券暨期貨管理委員會核准文號  
台財證六字第0920123784號

## (二) Independent Auditors' Report

The Board of Directors and Stockholders  
EnTie Commercial Bank

We have audited the accompanying balance sheets of EnTie Commercial Bank as of December 31, 2005 and 2004, and the related statements of income, changes in stockholders' equity and cash flows for the years then ended, all expressed in New Taiwan dollars. These financial statements are the responsibility of the Bank's management. Our responsibility is to express an opinion on these financial statements based on our audits. However, the financial statements as of and for the years ended December 31, 2005 and 2004 of Union Bills Finance Co. (UBFC), an equity-method investee, were audited by other auditors, whose reports have been furnished to us, and our opinion, insofar as it relates to the amounts included for UBFC, is based solely on the reports of other auditors. As of December 31, 2005 and 2004, the long-term investment in UBFC was NT\$723,784 thousand and NT\$700,258 thousand, respectively, or 0.23% and 0.24%, respectively, of the Bank's total assets. Income from this investment was NT\$67,828 thousand in 2005 and NT\$58,582 thousand in 2004, or 50% and 6%, respectively, of the Bank's pretax income.

We conducted our audits in accordance with the Rules Governing the Auditing and Certification of Financial Statements by Certified Public Accountants and auditing standards generally accepted in the Republic of China. Those rules and standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits and the report of the other auditor provide a reasonable basis for our opinion.

As stated in Note 11 to the consolidated financial statements, between 2002 and 2005, the Bank signed contracts to sell some of its non-performing loans to certain asset management companies in sequence. As a result of these transactions, the Bank recognized an additional loss of NT\$17,255,322 thousand. Also, since this loss may be amortized over 60 months, as allowed under the Law Governing Mergers of Financial Institutions, this deferred loss was classified as other assets. Had the Bank not deferred this loss as of December 31, 2005 and 2004, the book value of other assets would have decreased by NT\$11,609,806 thousand and NT\$7,312,843 thousand, respectively; and retained earnings would have decreased by NT\$8,707,355 thousand and NT\$5,484,632 thousand, respectively. In addition, the income after tax for 2005 and 2004 would have decreased by NT\$3,222,723 thousand and increased by NT\$839,817 thousand, respectively.

In our opinion, based on our audits and the reports of other auditors, except for the effects of deferment mentioned in the foregoing paragraph, the financial statements referred to in the first paragraph present fairly, in all material aspects, the financial position of EnTie Commercial Bank as of December 31, 2005 and 2004, and the results of its operations and cash flows for the years then ended, in conformity with the Criteria Governing the Preparation of Financial Reports by Public Banks and accounting principles generally accepted in the Republic of China.

As stated in Note 2 to the consolidated financial statements, EnTie Commercial Bank and its subsidiaries have since January 1, 2005, in accordance with the newly-revised Financial Accounting Standards No. 7, Consolidated Financial Statements, that became effective on January 1, 2005, included investee companies, over which the Bank has the ability to control, in the compilation of its consolidated financial statements. However, it is not necessary to compile consolidated financial statements for the year 2004 over again. Based on the disclosure requirements prior to the revisions to the Financial Accounting Standard, there is no need to additionally compile consolidated financial statements for EnTie Commercial Bank, Co. Ltd. and its subsidiaries for the year 2004. For this reason, the consolidated financial statements for the year 2004 are the same as the financial statements for EnTie Commercial Bank, Co. Ltd.

As stated in Note 3 to the consolidated financial statements, sales and purchases of bonds and short-term bills under repurchase and resell agreements were previously treated as outright sales or purchases. However, based on the Criteria Governing the Preparation of Financial Reports by Public Banks, effective January 1, 2004, the repurchase/resell transactions will be treated as financing.

Deloitte and Touche

9-Mar-06

## (三) 合併資產負債表 CONSOLIDATED BALANCE SHEETS

安泰商業銀行股份有限公司及子公司 ENTIE COMMERCIAL BANK AND THE SUBSIDIARY  
 合併資產負債表 CONSOLIDATED BALANCE SHEETS  
 民國九十四年及九十三年十二月三十一日 DECEMBER 31, 2005 AND 2004

單位：新台幣千元，惟每股面額為元  
 (In Thousands of New Taiwan Dollars, Except Per Share Amounts)

資產 ASSETS	2005		2004	
	金額 Amount	%	金額 Amount	%
現金及約當現金 (附註四) CASH AND CASH EQUIVALENTS (Note 4)	\$4,341,546	1	\$3,430,204	
存放央行及銀行同業 (附註五) DUE FROM THE CENTRAL BANK AND OTHER BANKS (Note 5)	37,575,662	12	38,404,870	13
買入票券及證券—淨額 (附註二、三、六、二十二及二十三) SECURITIES PURCHASED, NET (Notes 2, 3, 6, 22 and 23)	27,337,923	9	24,538,287	9
應收款項—淨額 (附註二及七) RECEIVABLES, NET (Notes 2 and 7)	11,058,193	4	9,853,958	4
預付款項 PREPAID EXPENSES	432,476	-	241,389	-
買匯、貼現及放款—淨額 (附註二、八及二十一) BILLS, DISCOUNTS AND LOANS, NET (Notes 2, 8 and 21)	210,643,342	67	195,439,804	68
長期投資 (附註二及九) LONG-TERM INVESTMENTS (Notes 2 and 9)				
採權益法之長期投資 Stocks - equity method	1,351,813	-	1,339,887	1
採成本法之長期投資 Stocks - cost method	820,707	-	896,465	-
其他長期投資 Other	4,625,908	2	1,326,040	-
長期投資合計 Total long-term investments	6,798,428	2	3,562,392	1
固定資產 (附註二及十) PROPERTIES (Notes 2 and 10)				
成本 Cost				
土地 Land	1,855,625	1	1,915,389	1
房屋及建築 Buildings	595,530	-	634,000	-
機械及設備 Machinery and equipment	569,642	-	526,424	-
交通及運輸設備 Transportation and communications equipment	123,238	-	128,318	-
雜項設備 Miscellaneous equipment	820,310	-	779,242	-
成本合計 Total cost	3,964,345	1	3,983,373	1
減：累計折舊 Accumulated depreciation	1,160,869	-	1,077,804	-
未完工程及訂購機件 Prepayments for equipment	2,803,476	1	2,905,569	1
固定資產淨額 Net properties	445,020	-	235,728	-
固定資產淨額 Net properties	3,248,496	1	3,141,297	1
無形資產 (附註二) INTANGIBLE ASSETS (Note 2)	195,231	-	210,746	-
其他資產 (附註二、十一、十八、二十二及二十三) OTHER ASSETS (Notes 2, 11, 18, 22 and 23)				
遞延所得稅資產—淨額 Deferred income tax assets, net	273,477	-	325,523	-
承受擔保品—淨額 Foreclosed collaterals, net	1,586,766	-	1,669,358	1
存出保證金 Refundable deposits	115,241	-	290,857	-
其他 Other	11,701,318	4	7,383,388	2
其他資產合計 Total other assets	13,676,802	4	9,669,126	3
資產總計 TOTAL	\$315,308,099	100	\$288,492,073	100
負債及股東權益 LIABILITIES AND STOCKHOLDERS' EQUITY				
負債 LIABILITIES				
央行及銀行同業存款 (附註十二) Due to the Central Bank and other banks (Note 12)	\$6,024,452	2	\$3,586,720	1
應付款項 (附註十三) Payables (Note 13)	4,629,360	2	3,213,161	1
附買回票券及債券負債 (附註二、三、六及二十三) Securities sold under repurchase agreements (Notes 2, 3, 6 and 23)	4,480,053	1	11,020,986	4
預收款項 Advances	319,259	-	130,370	-
存款及匯款 (附註十四及二十一) Deposits and remittances (Notes 14 and 21)	246,084,362	78	234,506,821	82
應付金融債券 (附註十五及二十一) Bonds payable (Notes 15 and 21)	35,180,000	11	17,000,000	6
其他負債 (附註二) Other liabilities (Note 2)	94,449	-	542,604	-
負債合計 Total liabilities	296,811,935	94	270,000,662	94
股東權益 STOCKHOLDERS' EQUITY				
股本—每股面額10元：額定2,000,000千股，發行1,709,338千股 Capital stock - \$10 par value 2004: Authorized - 2,000,000 thousand shares and issued - 1,709,338 thousand shares; 2003: Authorized and issued 1,409,338 thousand shares	17,093,384	6	17,093,384	6
資本公積 Capital surplus				
股本溢價 Issue in excess of par value	219,265	-	219,265	-
庫藏股票交易 From treasury stock transactions	2,496	-	2,496	-
因長期股權投資而發生 From long-term investments	1,854	-	1,854	-
資本公積合計 Total capital surplus	223,615	-	223,615	-
保留盈餘 Retained earnings				
法定公積 Legal reserve	352,324	-	128,993	-
特別公積 Special reserve	822,088	-	300,982	-
未分配盈餘 Unappropriated earnings	4,220	-	744,437	-
保留盈餘合計 Total retained earnings	1,178,632	-	1,174,412	-
母公司股東權益合計 Total stockholders' equity of parent company	18,495,631	6	18,491,411	6
少數股權 Minority Interest	533	-	-	-
股東權益合計 Total stockholders' equity	18,496,164	6	18,491,411	6
承諾及或有事項 (附註二及二十三) CONTINGENCIES AND COMMITMENTS (Notes 2 and 23)				
負債及股東權益總計 TOTAL	\$315,308,099	100	\$288,492,073	100

後附之附註係本合併財務報表之一部分。The accompanying notes are an integral part of the consolidated financial statements.  
 (請參閱勤業眾信會計師事務所民國九十五年三月九日查核報告 With Deloitte & Touche audit report dated March 9, 2006)

## (四) 合併損益表 CONSOLIDATED STATEMENTS OF INCOME

安泰商業銀行股份有限公司及子公司 ENTIE COMMERCIAL BANK AND THE SUBSIDIARY  
合併損益表 CONSOLIDATED STATEMENTS OF INCOME

民國九十四年及九十三年一月一日至十二月三十一日 YEARS ENDED DECEMBER 31, 2005 AND 2004

單位：新台幣仟元，惟每股盈餘為元  
(In Thousands of New Taiwan Dollars, Except Per Share Amounts)

	九十四年度 2005		九十三年度 2004	
	金額 Amount	%	金額 Amount	%
營業收入 OPERATING REVENUES AND GAINS				
利息收入（附註二及二十一） Interest (Notes 2 and 21)	\$12,743,084	88	\$8,471,088	69
手續費收入（附註二） Service fees (Notes 2)	1,309,640	9	3,720,351	30
買賣票券及證券淨益（附註二） Gain on trading of securities (Notes 2)	93,965	1	33,360	-
採權益法認列之投資收益（附註二及九） Income from long-term stock investments under the equity-method (Notes 2 and 9)	67,978	-	64,289	-
兌換淨益（附註二） Foreign exchange gain, net (Note 2)	87,768	1	2,772	-
其他 Other	202,722	1	69,810	1
營業收入合計 Total operating revenues and gains	14,505,157	100	12,361,670	100
營業成本 OPERATING COSTS AND LOSSES				
利息費用（附註二及二十一） Interest (Note 2 and 21)	4,059,357	28	2,589,004	21
手續費用 Service charges	612,710	4	1,612,045	13
兌換淨損 Foreign exchange loss, net	-	-	-	-
各項提存（附註二） Provisions (Note 2)	4,458,038	31	1,790,582	14
其他（附註二及十一） Other (Note 2 and 21)	2,374,538	16	2,580,472	21
營業成本合計 Total operating costs and losses	11,504,643	79	8,572,103	69
營業毛利 GROSS PROFITS	3,000,514	21	3,789,567	31
營業費用（附註十七及二十） OPERATING EXPENSES (Notes 17 and 20)				
業務費用 Business	2,361,006	16	2,158,927	18
管理費用 General and administrative	502,566	4	481,055	4
其他 Other	12,707	-	17,500	-
營業費用合計 Total operating expenses	2,876,279	20	2,657,482	22
營業利益 OPERATING INCOME	\$124,235	1	\$1,132,085	9
營業外收入及利益（附註二） NONOPERATING INCOME (Notes 2)	38,445	-	19,680	-
營業外費用及損失（附註二） NONOPERATING EXPENSES (Notes 2)	28,107	-	91,854	-
稅前利益 INCOME BEFORE INCOME TAX	134,573	1	1,059,911	9
所得稅費用（附註二及十八） INCOME TAX (Notes 2 and 18)	130,167	1	315,474	3
合併總純益 CONSOLIDATED NET INCOME	\$4,406	-	\$744,437	6
歸屬予 ATTRIBUTE To :				
母公司股東 Stockholders of Parent company	\$4,220	-	\$744,437	6
少數股權 Minority Interest	186	-	-	-
	\$4,406	-	\$744,437	6
	稅前	稅後	稅前	稅後
	Pretax	After Tax	Pretax	After Tax
每股盈餘（附註十九） EARNINGS PER SHARE (Note 19)				
基本每股盈餘 Basic	\$0.08	\$ -	\$0.65	\$0.45

後附之附註係本合併財務報表之一部分。

The accompanying notes are an integral part of the Consolidated financial statements.

(請參閱勤業眾信會計師事務所民國九十五年三月九日查核報告)

(With Deloitte &amp; Touche audit report dated March 9, 2006)

## (五) 合併股東權益變動表

## CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

安泰商業銀行股份有限公司及子公司 ENTIE COMMERCIAL BANK AND THE SUBSIDIARY  
 合併股東權益變動表 CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY  
 民國九十四年及九十三年一月一日至十二月三十一日 YEARS ENDED DECEMBER 31, 2004 AND 2003

單位：新台幣仟元

(In Thousands of New Taiwan Dollars, Except Per Share Amounts)

	母公司股東權益 Total Stockholders Equity of Parent Company												
	股本 (附註十六) Capital Stock Authorized and Issued (Note 16) (NT\$10 Par Value)		資本公積 (附註二及十六) Capital Surplus (Notes 2 and 16)				保留盈餘 (附註十六) Retained Earnings (Deficits) (Note 16)				母公司股東 權益合計 Stockholders' Equity of Parent Company	少數股權 Miority Interest	股東權益 合計 Stockholders' Total Equity
	股數 (仟股) Shares (Thousands)	金額 Amount	股本溢價 Issue in Excess of Par Value	庫藏股票 From Treasury Stock Transaction	因長期股權 投資而發生 From Long-term Investments	合計 Total	法定公積 Legal Reserve	特別公積 Special Reserve	未分配盈餘 Unappropriated Earnings	合計 Total			
九十三年一月一日餘額 BALANCE, JANUARY 1, 2004	1,409,338	\$14,093,384	\$219,265	\$2,496	\$1,854	\$223,615	\$-	\$-	\$429,975	\$429,975	\$14,746,974	\$-	\$14,746,974
現金增資 - 九十二年三月 Capital increase by cash - in March 2004	300,000	3,000,000	-	-	-	-	-	-	-	-	3,000,000	-	3,000,000
九十二年度盈餘分配 Appropriation of prior-year earnings													
法定公積 Against legal reserve	-	-	-	-	-	-	128,993	-	(128,993)	-	-	-	-
特別公積 Against capital surplus (issue in excess of par value)	-	-	-	-	-	-	-	300,982	(300,982)	-	-	-	-
九十三年度合併總純益 Consolidated Net income in 2004	-	-	-	-	-	-	-	-	744,437	744,437	744,437	-	744,437
九十三年十二月三十一日餘額 Consolidated BALANCE, DECEMBER 31, 2004	1,709,338	17,093,384	219,265	2,496	1,854	223,615	128,993	300,982	744,437	1,174,412	18,491,411	-	18,491,411
少數股權期初影響數 The effect of Minority Interest	-	-	-	-	-	-	-	-	-	-	-	347	347
九十三年度盈餘分配 Net income in 2004													
法定公積 Legal reserve	-	-	-	-	-	-	223,331	-	(223,331)	-	-	-	-
特別公積 Special reserve	-	-	-	-	-	-	-	521,106	(521,106)	-	-	-	-
九十四年度合併總純益 Consolidated Net income in 2005	-	-	-	-	-	-	-	-	4,220	4,220	4,220	186	4,406
九十四年十二月三十一日餘額 Consolidated BALANCE, DECEMBER 31, 2005	1,709,338	17,093,384	219,265	2,496	1,854	223,615	352,324	822,088	4,220	1,178,632	18,495,631	533	18,496,164

後附之附註係本合併財務報表之一部分。

The accompanying notes are an integral part of the Consolidated financial statements.

(請參閱勤業眾信會計師事務所民國九十五年三月九日查核報告)

(With Deloitte &amp; Touche audit report dated March 9, 2006)

## (六) 合併現金流量表 CONSOLIDATED STATEMENTS OF CASH FLOWS

安泰商業銀行股份有限公司及子公司 ENTIE COMMERCIAL BANK AND THE SUBSIDIARY  
合併現金流量表 CONSOLIDATED STATEMENTS OF CASH FLOWS

民國九十四年及九十三年一月一日至十二月三十一日 YEARS ENDED DECEMBER 31, 2005 AND 2004

單位：新台幣仟元

(In Thousands of New Taiwan Dollars)

	九十四年度 2005	九十三年度 2004
<b>營業活動之現金流量 CASH FLOWS FROM OPERATING ACTIVITIES</b>		
合併總純益 Consolidated Net Income	\$4,406	\$744,437
折舊及攤銷 Adjustment to reconcile net income to net cash provided by operating activities	157,072	149,221
攤銷出售不良債權損失款 Amortization of deferred losses on sale of nonperforming loans	2,372,417	1,972,879
買入票券及證券跌價損失 Loss on bills and securities purchased	39,833	-
其他長期投資折價攤銷 Amortization of discounted on other long-term investments	(77)	-
提列各項提存 Provisions	4,458,038	1,790,582
提列(沖回)承受擔保品跌價損失	(56,162)	368,516
收回已沖銷之放款及應收款	332,783	209,384
長期股權投資轉列買入票券及證券損失 Loss from transferring long-term investments to securities purchased	-	54,469
按權益法認列之長期股權投資利益 Income from long-term stock investments under the equity method	(67,978)	(64,289)
按權益法認列長期股權投資之現金股利	44,302	-
按權益法認列之長期股權投資資產減損損失	2,314	-
按成本法認列之長期股權投資永久性跌價損失	29,790	-
處分固定資產淨損失 Net loss on sale of properties	4,889	28,827
遞延所得稅 Deferred income tax	52,046	312,758
處分承受擔保品淨損失 Loss on sale of foreclosed collaterals	1,641	173,506
以交易為目的之買入票券及證券增加 Net changes in operating assets and liabilities Increase in securities purchased for trading purposes	(398,080)	-
應收款項增加 Decrease in receivables	(809,650)	(3,700,155)
預付款項增加 Increase in prepaid expenses	(237,476)	(79,988)
應付款項增加 Increase in payables	1,414,221	765,458
預收款項增加(減少) Increase (decrease) in advances	188,889	(377,202)
營業活動之淨現金流入 Net cash provided by operating activities	7,533,218	2,348,403
<b>投資活動之現金流量 CASH FLOWS FROM INVESTING ACTIVITIES</b>		
以投資為目的之買入票券及證券增加 Increase in securities purchased - held for investment purposes	(2,441,389)	(17,777,082)
存放央行及銀行同業減少(增加) Decrease (increase) in due from the Central Bank and other banks	829,208	(20,661,259)
存匯、貼現及放款增加 Increase in bills, discounts and loans	(27,791,955)	(49,002,763)
出售不良債權收現數 Proceeds from sale of nonperforming loans	574,589	1,151,833
收回長期投資價款 Proceeds returned from the long-term investments	542,641	279,716
購置長期投資價款 Acquisition of long-term investments	(3,796,464)	(1,326,040)
購置固定資產價款 Purchase of properties	(302,182)	(434,882)
處分固定資產價款 Proceeds from sale of properties	117,545	3,303
處分承受擔保品價款 Proceeds from sale of foreclosed collaterals	\$255,369	\$1,438,070
存出保證金減少(增加) Decrease (increase) in refundable deposits	175,617	(170,737)
其他資產增加 Increase in other assets	(43,616)	(47,082)
投資活動之淨現金流出 Net cash used in investing activities	(31,880,637)	(86,546,923)
<b>融資活動之現金流量 CASH FLOWS FROM FINANCING ACTIVITIES</b>		
央行及銀行同業存款增加(減少) Increase (decrease) in due to the Central Bank and other banks	2,437,732	(2,045,143)
附買回票券及債券負債增加(減少) Increase (decrease) in securities sold under repurchase agreements	(6,540,933)	11,020,986
存款及匯款增加 Increase in deposits and remittances	11,577,541	58,530,947
發行金融債券 Proceeds from issuance of bonds	18,180,000	14,000,000
其他負債增加(減少) Increase (decrease) in other liabilities	(373,887)	41,432
現金增資 Issuance of capital stock	-	3,000,000
融資活動之淨現金流入 Net cash provided by financing activities	25,280,453	84,548,222
<b>匯率影響數 EFFECTS OF EXCHANGE RATE CHANGES</b>	(41,721)	(22,810)
子公司首次合併編製影響數 EFFECTS OF CONSOLIDATING THE SUBSIDIARIES	20,029	-
現金及約當現金淨增加 NET INCREASE IN CASH AND CASH EQUIVALENTS	911,342	326,892
年初現金及約當現金餘額 CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	3,430,204	3,103,312
年底現金及約當現金餘額 CASH AND CASH EQUIVALENTS, END OF YEAR	\$4,341,546	\$3,430,204
<b>現金流量資訊之補充揭露 SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION</b>		
支付利息 Interest paid	\$3,690,847	\$2,416,191
支付所得稅 Income tax paid	\$117,302	\$64,263
<b>部分影響現金流量之投資活動 INVESTING ACTIVITIES PARTLY AFFECTING CASH</b>		
出售不良債權帳面價值 Book value of nonperforming loans (NPLs) sold	\$7,978,530	\$1,759,260
減：遞延出售不良債權損失 Less: Deferred loss on sale of NPLs	6,669,380	853,123
出售價款 Selling price	1,309,150	906,137
加：年初應收款項 Add: Receivables, beginning of year	958,570	1,204,266
減：年底應收款項 Less: Receivables, end of year	1,693,131	958,570
	\$574,589	\$1,151,833
<b>不影響現金流量之投資活動 NONCASH INVESTING ACTIVITIES</b>		
長期投資轉列買入票券及證券 Transfer of long-term investments to securities purchased	\$ -	\$293,933

後附之附註係本合併財務報表之一部分。The accompanying notes are an integral part of the Consolidated financial statements.  
(請參閱動業眾信會計師事務所民國九十五年三月九日查核報告 With Deloitte & Touche audit report dated March 9, 2006)

## 六、銀行及其關係企業最近年度及截至年報刊印日止，如有發生財務週轉困難情事，應列明其對本行財務狀況之影響：無

If the Financial Conditions of the Bank and Related Enterprises have Deteriorated in Recent Years and at March 26, 2006, their Effect on the Bank's Financial Situation Should be Explained : None

# 財務狀況及經營結果之 檢討分析與風險管理事項



## Financial Conditions and Operating Results: Analysis and Discussion of Risk Management

### 一、財務狀況

單位：新台幣千元

項 目	年 度	九十四年度	九十三年度	差異	
				金額	%
流動資產		\$80,754,409	\$76,468,708	\$4,285,701	6
放款、買匯及貼現一淨額		210,643,342	195,439,804	15,203,538	8
長期投資（註1）		6,811,571	3,562,392	3,249,179	91
固定資產		3,248,252	3,141,297	106,955	3
其他資產（註2）		13,872,032	9,879,872	3,992,160	40
資產總額		315,329,606	288,492,073	26,837,533	9
流動負債		15,451,146	17,951,237	(2,500,091)	(14)
存款及匯款		246,108,380	234,506,821	11,601,559	5
應付金融債券（註3）		35,180,000	17,000,000	18,180,000	107
其他負債（註4）		94,449	542,604	(448,155)	(82)
負債總額		296,833,975	270,000,662	26,833,313	10
股 本		17,093,384	17,093,384	-	-
資本公積		223,615	223,615	-	-
保留盈餘		1,178,632	1,174,412	4,220	-
股東權益總額		18,495,631	18,491,411	4,220	-
說 明：					
註1：長期投資增加，主要係本年度增加其他長期投資所致。					
註2：其他資產增加，主要係本年度出售不良債權將損失予以遞延所致。					
註3：應付金融債券增加，主要係為強化資本適足性，增加發行金融債所致。					
註4：其他負債減少，主要係本年度收回保證責任準備所致。					

### 二、經營結果

單位：新台幣千元

項 目	年 度	九十四年度	九十三年度	增（減）金額	變動比例（%）
營業收入		\$14,493,295	\$12,361,670	\$2,131,625	17
營業成本		<u>11,564,148</u>	<u>8,572,103</u>	<u>2,992,045</u>	35
營業毛利		2,929,147	3,789,567	(860,420)	(23)
營業費用		<u>2,807,014</u>	<u>2,657,482</u>	<u>149,532</u>	6
營業利益		122,133	1,132,085	(1,009,952)	(89)
營業外收入		38,445	19,680	18,765	95
營業外費用		<u>28,107</u>	<u>91,854</u>	<u>(63,747)</u>	(69)
稅前利益		132,471	1,059,911	(927,440)	87
所得稅費用		<u>128,251</u>	<u>315,474</u>	<u>(187,223)</u>	(59)
稅後純益		<u>\$4,220</u>	<u>\$744,437</u>	<u>(\$740,217)</u>	(99)

增減比例變動分析說明：

- 營業成本增加、營業利益、稅前利益及稅後利益減少，主要係本年度各項提存大幅增加所致。
- 營業外費用減少，主要係上年度將未獲清償之租賃保證金轉列損失所致。
- 營業外收入增加，主要係本年度處分財產利益及收回呆帳增加所致。

## 一、Financial Conditions

Unit: NT\$ thousands Dollars

Item	Year	2005	2004	Difference	
				Amount	%
Current assets		\$80,754,409	\$76,468,708	\$4,285,701	6
Loan, discounts and bills purchased-net		210,643,342	195,439,804	15,203,538	8
Long-term investments (note 1)		6,811,571	3,562,392	3,249,179	91
Fixed assets		3,248,252	3,141,297	106,955	3
Other assets (note2)		13,872,032	9,879,872	3,992,160	40
Total assets		315,329,606	288,492,073	26,837,533	9
Current Liabilities (note 5)		15,451,146	17,951,237	(2,500,091)	(14)
Deposits and Remittances		246,108,380	234,506,821	11,601,559	5
Bonds payable (note 3)		35,180,000	17,000,000	18,180,000	107
Other liabilities (note 4)		94,449	542,604	(448,155)	(82)
Total liabilities		296,833,975	270,000,662	26,833,313	10
Capital stock		17,093,384	17,093,384	-	-
Capital surplus		223,615	223,615	-	-
Retained earnings		1,178,632	1,174,412	4,220	-
Total shareholders, equity		18,495,631	18,491,411	4,220	-
Explanation:					
Note 1: The increase in long-term investments was mainly due to the increase in the current year of other long-term investments, i.e. asset-backed securities.					
Note 2: Other increases in assets: This is mostly due to the losses from sales of non-performing loans in the current year being deferred to future years.					
Note 3: The increase in bank debentures payable was mainly due to the increased issuance of bank debentures in order to strengthen the Bank's capital adequacy.					
Note 4: Other reductions in liabilities: This is mainly because of the recovery of the Reserve for Losses on Guarantees.					

## 二、Operating Results

Unit: NT\$ thousands Dollars

Item	Year	2005	2004	Annual Increase	Percentage
Operating Costs	11,564,148	8,572,103	2,992,045	35	
Gross Profit	2,929,147	3,789,567	(860,420)	(23)	
Operating Expenses	2,807,014	2,657,482	149,532	6	
Income Before Income Tax	122,133	1,132,085	(1,009,952)	(89)	
Non-Operating Income	38,445	19,680	18,765	95	
Non-Operating Expenses	28,107	91,854	(63,747)	(69)	
Income Before Income Tax	132,471	1,059,911	(927,440)	87	
Income Tax Expenses	128,251	315,474	(187,223)	(59)	
Net Income After Tax	\$4,220	\$744,437	(\$740,217)	(99)	
Explanation of changes in ratios:					
1. Increase in operating cost, and reduction in operating profit, income before income tax and net income: The main reason for this is that in the current year, each of the various provisions significantly increased.					
2. Decrease in non-operating expenditure: The main reason for this was that unpaid leasing guarantees in the previous year were treated as a loss.					
3. Increase in non-operating income: The main reasons for this were the gains on the disposal of property and the increase in bad debts recovered.					

## 三、Cash Flows

### (一) Liquidity analysis for the last two years:

Item	Year	2005 (%)	2004 (%)	Increase (Decrease) (%)
Cash flow adequacy ratio	284.69	265.23	7	
Cash reinvestment ratio	8.35	3.08	171	
Explanation of Analysis of Changes:				
The cash flow ratio and the cash reinvestment ratio both increased. The main reason for this was that net cash inflows from operating activities in the current year increased.				

### (二) Analysis of Cash Liquidity over the Next Year :

Unit: NT\$ thousands Dollars

Cash Outstanding at Beginning of Period	Expected Net Cash Flows from Business Activities	Expected Cash Outflows for the Year	Expected Cash Surplus (Deficit) + -	Measures to Remedy the Expected Cash Shortfall	
				Investment Plan	Wealth Plan
4,341,546	9,000,000	8,850,000	4,491,546	-	-



### 三、現金流量

#### (一) 最近二年度流動性分析：

年 度	九十四年度 (%)	九十三年度 (%)	增(減)比例 (%)
現金流量比率	48.73	13.08	273
現金流量允當比率	284.69	265.23	7
現金再投資比率	8.35	3.08	171

增減比例變動分析說明：  
現金流量比率及現金再投資比率增加，主要係本年度來自營業活動之淨現金流入增加所致。

#### (二) 未來一年現金流動性分析：

單位：新台幣仟元

期初現金餘額	預計全年來自營業活動淨現金流量	預計全年現金流出量	預計現金剩餘 (不足數額) + -	預計現金不足額 之補救措施	
				投資計劃	理財計劃
4,341,546	9,000,000	8,850,000	4,491,546	-	-

### 四、最近年度重大資本支出對財務業務之影響

#### (一) 重大資本支出之運用情形及資金來源及未來五年擬投資之資本支出性質：

單位：新台幣仟元

計劃項目	實際或 預期之 資金來源	實際或 預期完 工日期	所需資 金總額	實際或預定資金運用情形					
				94年度	95年度	96年度	97年度	98年度	99年度
土 地	自有資金	分批取得	\$1,304,843	88,155	\$816,688	\$100,000	\$100,000	\$100,000	\$100,000
房屋及建築	自有資金	分批取得	728,312	-	528,312	50,000	50,000	50,000	50,000
機械及設備	自有資金	分批取得	230,762	59,718	91,044	20,000	20,000	20,000	20,000
交通及運輸設備	自有資金	分批取得	39,804	7,779	12,025	5,000	5,000	5,000	5,000
雜項設備	自有資金	分批取得	423,151	45,507	177,644	50,000	50,000	50,000	50,000

#### (二) 預計可能產生效益

1. 作業資訊化：提高服務效率、增進服務品質。
2. 提高市場佔有率：加強競爭能力，提升獲利水準。

### 五、最近年度轉投資政策、其獲利或虧損之主要原因、改善計畫及未來一年投資計畫

本行轉投資以穩健合理為原則，以金融服務相關行業為主，其他行業則挑選具長遠性及獲利前景之優良企業為投資重點。目前總投資金額佔實收資本額12.96%，其中投資安泰證券金融（股）公司、聯邦票券金融（股）公司、台灣固網（股）公司佔總投資金額比重約86.93%。

以年度配發股利為獲利來源，於兼顧穩健性及合理收益性下，效益尚屬良好，未來一年仍將秉持現有政策原則，審慎評估投資標的。

### 六、風險管理事項

#### (一) 銀行之風險管組織架構及政策

本行在董事會監督下，由授信審議委員會及資產負債管理委員會統籌協調各部門及高階主管參與風險管理，並遵循主管機關及國際清算銀行對於風險管理及資本適足性管理之規範，評估本行之營運風險，核定各項業務可承擔之風險限額，督促各業務管理單位採行必要之措施。本行授信審議委員會原則上每週開會乙次，資產負債管理委員會原則上每月開會乙次，並得由召集人視需要隨時召開。各業務管理單位需定期或隨時就所負責之風控範疇提出說明，俾利決策階層了解及監督本行風控之執行情形，而授信審議委員會及資產負債管理委員會亦將根據各業務權責單位所提之說明及當前經濟金融情勢，檢討各項風控指標是否有調整必要並持續追蹤，以確保風險管理機制之有效運作。

#### 四、Major Capital Expenditures in the Last Five Years and their Impact on the Bank's Business

##### (一) The Utilization of Major Capital Expenditures and Funding Sources and Capital Expenditure over the Next Five Years:

Unit:NT\$ thousands Dollars

Planned Items	Actual or Expected Funding Sources	Actual or Expected Date of Completion	Total Funds Required	Actual or Expected Utilization of Funds					
				2005	2006	2007	2008	2009	2010
Land	Own funds	Obtained in batches	\$1,304,843	88,155	\$816,688	\$100,000	\$100,000	\$100,000	\$100,000
Buildings	Own funds	Obtained in batches	728,312	—	528,312	50,000	50,000	50,000	50,000
Machinery and equipment	Own funds	Obtained in batches	230,762	59,718	91,044	20,000	20,000	20,000	20,000
Transportation and communications equipment	Own funds	Obtained in batches	39,804	7,779	12,025	5,000	5,000	5,000	5,000
Miscellaneous equipment	Own funds	Obtained in batches	423,151	45,507	177,644	50,000	50,000	50,000	50,000

##### (二) Outcomes likely to be expected:

1. More information-based operations: Increasing service efficiency, and enhancing the quality of service.
2. An increase in the Bank's market share: Strengthening the Bank's competitiveness, and raising its profitability level.

#### 五、Reinvestment Policies in Recent Years, the Major Reasons for Gains and Losses, Plans for Improvement, and Investment Plans for 2006

The Bank engages in reinvestments based on the principles of soundness and reasonableness, with the primary emphasis being on related financial services industries. Other industries are selected where there are superior-quality enterprises with prospects for profitability on a long-term basis. Currently, the total amount invested in this way accounts for 12.96% of total paid-in capital, of which the investments in EnTie Securities Finance Co. Ltd, Union Bills Finance Corp., and Taiwan Fixed Networks Co. Ltd. account for an 86.93% share of the funds invested.

With the annual appropriation of dividends as the source of profits, in giving consideration to both stable and appropriate yields, and selecting those investments that perform better, over the next year the Bank will continue to hold fast to the current policy principles, and will carefully evaluate investment tenders

#### 六、Risk Management

##### (一) Risk Management Organizational Structure and Policies

Guided by the Board of Directors, the Bank through its Credit Evaluation Committee and Assets and Liabilities Management Committee reaches agreement with each department and each high-ranking officer participating in risk management. In addition, the Bank complies with each regulation laid down by the competent authority and the Bank for International Settlements in relation to risk management and capital adequacy, as it evaluates the Bank's operating risk and determines limits on the total amount of risk that each type of business of the Bank can bear, and watches over each business unit as it implements the necessary measures to manage risk. In principle, the Bank's Credit Evaluation Committee meets once every week, and the Assets and Liabilities Management Committee meets once every month, as well as when the respective conveners deem it necessary to meet. Each operating unit must either on a regular basis or at any particular time explain how it deals with the risk for which it is responsible in order to enable those who formulate policy within the Bank to understand and supervise the way in which the Bank controls risk. Furthermore, the Bank's Credit Evaluation Committee and Assets and Liabilities Management Committee, based on the explanations of those responsible for each type of business as well as current economic and financial conditions, looks to see whether any of the various risk control indicators need adjusting while continuing to monitor them. This is in order to ensure that the risk management mechanism is effectively implemented.

##### (二) Methods for Measuring and Controlling Each Type of Risk and the Information for Quantifying the Risk Exposed

1. General qualitative disclosure (For each type of risk, including credit risk, market risk, operational risk and other risk, it is necessary to explain the objectives and policies in relation to controlling such risks) :

(1) Credit risk: The risk management objectives and policies are based on lowering concentration, by attaching importance to the diversification of business principle. Apart from setting upper limits on the share of total loans allocated to any one particular industry, in accordance with changing industry conditions and in order to avoid loans being excessively concentrated in any one industry, there are also limits set on lending to any one particular business group, to avoid the risk of a domino effect should there be an excess of cross-investments within one business group. The Bank from time to time makes adjustments to its interest rates on various kinds of lending business and other related issues according to changing industry conditions, although without going contrary to the principles of its risk management system and organizational structure.

## (二) 衡量與控管各風險之方法及暴險量化資訊

1. 一般定性揭露（須對每一個別風險領域，包括信用風險、市場風險、作業風險及其他風險等，描述其風險管理目標和政策）：

- (1) 信用風險：其風險管理目標和政策為降低集中性風險，重視行業分散原則。本行除依各產業景氣變動情形，訂定各產業別之授信比率上限，以控管產業授信風險避免過度集中於單一產業外，並就各集團企業之授信限額予以管制，以防範集團企業因過度交叉投資，引發骨牌式之財務風險。且本行適時依各產業景氣變動情形，調整各項授信業務之定價及相關條件；但以不違反風險管理系統之組織架構為原則。
- (2) 市場風險：其風險管理目標和政策為有效降低交易風險，確實遵守各項法令政策。本行各級有權交易人員於辦理衍生性金融商品時，依循本行之「外匯資金營運授權準則」、「新台幣資金營運授權準則」及「辦理衍生性金融商品業務作業準則」之授權規定，以確保市場價格變動之負面影響維持在可控制範圍之內。其評估報告至少每月二次呈送董事會授權之高階主管—總經理核閱，並於每半年（六月底及十二月底）呈報操作成果至董事會核備。
- (3) 作業風險：其管理目標和政策為預防作業風險的產生；對內為加強內部控制制度與提升資訊作業系統，對外為外部交易確認及合理市價評價。其為提升員工對風險管理的認知度，於前台作業開始進行風險管理；後端則依內部管理辦法加強內部控制及資訊作業系統之應用，減少各項交易之作業風險的產生，並定期辦理員工教育課程，適時更新各項業務處理手冊。

2. 信用風險應揭露下列項目

- (1) 表內項目應揭露信用風險適用每一風險權數等級之風險性資產額。

94年12月31日  
單位：新台幣仟元

項目	適用之風險權數	風險性資產額
買入定期存單—不可轉讓之央行定期存單	0%	0
—	10%	0
拆放銀行同業	20%	1,613,577
透支、放款及催收款—住宅用不動產擔保放款	50%	45,702,973
透支、放款及催收款—其他擔保或無擔保放款	100%	144,251,940
合計		191,568,490

- (2) 表外項目應揭露一般表外交易、衍生性金融商品、票債券附買回約定負債及附賣回約定票債券投資之風險性資產總額。

94年12月31日  
單位：新台幣仟元

項目	風險性資產額
一般表外交易	11,088,199
衍生性金融商品	232,007
票債券附買回約定負債（RP）	131,629
附賣回約定票債券投資（RS）	0
合計	11,451,835

註：本表係依合併後表外項目—信用風險風險性資產資料填寫。

- (3) 截至年報刊印日前一季止，擔任創始機構，其信託或讓與之資產所發行之證券券別、發行總額、流通餘額及自行購回餘額：無

3. 市場風險資本計提及風險性資產額（本行使用標準法計算市場風險）

94年12月31日  
單位：新台幣仟元

風險別	應計提資本	風險性資產額（註2）
利率風險	1,248,131	15,601,638
權益證券風險	152,124	1,901,550
外匯風險	94,835	1,185,437
商品風險	0	0
選擇權採簡易法處理	0	0
合計	1,495,090	18,688,625

註1：本表係依合併之市場風險資本計提及風險性資產額資料填寫。

註2：係應計提資本乘以12.5倍。

- (2)Market risk: The Bank's objectives and policies in relation to this type of risk are to effectively reduce transaction risk, and to ensure compliance with all regulations and policies. When Bank trading staff deal in financial derivative products, the authority that they are able to exercise must be in accordance with the Bank's "Rules Governing Authority in Foreign Exchange Funding Operations," the "Rules Governing Authority in NT Dollar Funding Operations," and the "Operating Guidelines Regarding the Handling of Financial Derivative Products," in order to ensure that any negative effects of changes in market prices remain within a range that can be controlled. At least two times each month these staff submit an evaluation report to the top management within the Board of Directors, namely, the President, for approval, and every six months (at the end of June and the end of December) the operating results are forwarded to the Board of Directors for verification.
- (3)Operational risk: Here the objectives and policies are concerned with avoiding the occurrence of business risk. Internally, the purpose is to strengthen the system of internal controls and upgrade the Bank's information system. Externally, the purpose is to validate external transactions and maintain reasonable market prices. In order to increase the staff's understanding of risk management, those staff on the front desk have started to implement risk management, while those in the back office use the Bank's internal control regulations to strengthen the application of internal controls and information systems. In these ways the operational risk associated with each transaction can be reduced. Furthermore, the Bank also holds training courses for staff on a regular basis, and also updates its procedural manuals in a timely manner.

## 2. Credit Risk Items To Be Disclosed

- (1)On Balance Sheet Items to be disclosed should include the different risk weightings attached to the credit risk assets listed on the Balance Sheet

Date: December 31, 2005

Unit: NT\$ thousands

Item	Applicable risk weighting	Amount of Risk Assets
Purchases of CDs — non-negotiable Central Bank CDs	0%	0
—	10%	0
Interbank call loans	20%	1,613,577
Overdrafts, loans and delinquent accounts — residential real estate-secured loans	50%	45,702,973
Overdrafts, loans and delinquent accounts — other secured or unsecured loans	100%	144,251,940
Total		191,568,490

- (2)Off Balance Sheet Items to be disclosed should include the total amount of risk assets in relation to general off-balance sheet transactions, financial derivatives, bill and bond repurchase agreements, and bill and bond resale agreements

Date: December 31, 2005

Unit: NT\$ thousands

Item	Amount of Risk Assets
General Off-Balance Sheet Transactions	11,088,199
Financial Derivatives	232,007
Bill and Bond Repurchase Agreements	131,629
Bill and Bond Resale Agreements	0
Total	11,451,835

The on balance sheet items in this table are after the merger took place — using data on credit risk assets.

- (3)For the period ending with the quarter ending prior to the date of printing, for those taking on the role of originators, the types of securities issued by their trusts or transferred assets, the total amount issued, the amount outstanding in circulation and the amount brought back : None

## 3. Market Risk Capital Recorded and Risk Assets (The Bank uses the standardized approach to calculate market risk)

Date: December 31, 2005

Unit: NT\$ thousands

Type of Risk	Capital Requirement	Risk Assets (Note 2)
Interest rate risk	1,248,131	15,601,638
Equity risk	152,124	1,901,550
Foreign exchange risk	94,835	1,185,437
Product risk	0	0
Option Dealed by Simple Method	0	0
Total	1,495,090	18,688,625

Note 1: The items in this table are based on market risk capital provisions and risk assets after the merger took place.

Note 2: A multiple of 12.5 is used to calculate the capital provision.

## 4.資產與負債之到期分析及對於資產流動性與資金缺口流動性之管理方法：

## (1) 台幣：

94年12月31日  
單位：新台幣仟元

	合計	距到期日剩餘期間金額				
		1至30天	31天至90天	91天至180天	181天至一年	超過一年
主要到期 資金流入	\$297,294,000	\$51,823,000	\$11,845,000	\$20,188,000	\$21,805,000	\$191,633,000
主要到期 資金流出	310,549,000	37,081,000	55,086,000	48,352,000	90,281,000	79,749,000
期距缺口	(13,255,000)	14,742,000	(43,241,000)	(28,164,000)	(68,476,000)	111,884,000

## (2) 外幣：

94年12月31日  
單位：美金千元

	合計	距到期日剩餘期間金額				
		1-30天	31-90天	91-180天	181天-1年	一年以上
資 產	588,047	261,683	88,877	83,800	10,873	142,814
負 債	586,420	390,345	139,866	17,395	38,813	0
缺 口	1,627	(128,662)	(50,989)	66,405	(27,940)	142,814
累積缺口	1,627	(128,662)	(179,651)	(113,247)	(141,186)	1,627

註：本表僅含總行及國內外分支機構外幣部分（均折合美金）之金額。

## (三) 國內外重要政策及法律變動對銀行財務業務之影響及因應措施：無

## (四) 科技改變及產業變化對銀行財務業務之影響及因應措施

- 消費性電子版圖持續擴張；數位家庭在軟硬體廠商積極推動下已進入實際應用階段，車用電子、數位手持式產品與衛星導航系統快速成長，國內相關代工廠商未來有機會搶食大餅；網路環境及多媒體為數位家庭核心，未來仍為關注的焦點，此等多元化之新應用均提供國內資訊及家電通路商新的發展舞台及轉型的契機。
- 手機陸續整合MP3、照相功能、GPS成為多功能整合之強勢載具，購物、影音娛樂、遊戲均可透過此一平台為之，個人數位助理PDA退守資料處理及衛星導航市場，未來手機市場朝向高低階兩極化發展，高階商務及低價手機成為市場主流，非屬前述之品牌及代工業者，宜因應市場改變進行轉型。
- 國內電信業經營面臨重大變局，3G系統陸續開台，短期內對獲利難有貢獻，其主要語音收入營收及獲利受到網路電話興起與號碼可攜式實施的衝擊，未來獲利實不容樂觀；3G與Wi-Fi等無線寬頻解決方案彼此競爭局勢仍不明朗，電信業成為資本密集，獲利回收慢之行業，昔日高獲利的光環不再。
- 財務會計準則34、36號公報實施，雖有利財務報表透明化，但財務報表波動增幅增大，金融業研判授信對象財務風險困難度提高，鑑於避險及發行特別股的成本有升高的疑慮，企業從事衍生性商品交易及以特別股籌資熱度恐下降。
- 未來一年不動產景氣受到過去二年供給量大增影響下，壓力頗為沉重，自94年第三季起房市已顯現疲態，預計未來尚需相當時日消化房市之超額供給；為求在盤整期間有較佳之銷售，未來建商推案改採推案量多，工案金額小的方式進行，唯精華地段影響不大，慎選區段及適當的產品規劃仍為個案成敗之關鍵。

## (五) 銀行形象改變對銀行之影響及因應措施

銀行形象如果改變將影響客戶之忠誠度，當銀行形象趨於負面時，會造成存款流失，使銀行資金來源籌措不易，資金成本相對提高，繼而放款承作利率條件無法與市場競爭，導致業務經營困難。對此，銀行於平日即須加強吸收小額、穩定性高之存款，深耕客戶獲取其信任，並加強公司內部管理及遵循各項法令，並隨時留意資產品質及資本適足率等以維持良好之財務狀況。

#### 4. Maturity Analysis of Assets and Liabilities and the Approach Adopted for Managing Asset Liquidity and Financing Gap Liquidity:

##### (1) NT Dollar

Date: December 31, 2005

Unit: NT\$ thousands

	Total	Amounts Outstanding for each Period of Maturity				
		1-30 days	31-90 days	91-180 days	181 days - 1 year	Over one year
Inflows of funds at primary maturity	\$297,294,000	\$51,823,000	\$11,845,000	\$20,188,000	\$21,805,000	\$191,633,000
Outflows of funds at primary maturity	310,549,000	37,081,000	55,086,000	48,352,000	90,281,000	79,749,000
Gap	(13,255,000)	14,742,000	(43,241,000)	(28,164,000)	(68,476,000)	111,884,000

##### (2) Maturity Analysis of Assets and Liabilities—Foreign currencies

Date: December 31, 2005

Unit: Thousands of US dollars

	Total	Amounts Outstanding for each Period of Maturity				
		1-30 days	31-90 days	91-180 days	181 days - 1 year	Over one year
Assets	588,047	261,683	88,877	83,800	10,873	142,814
Liabilities	586,420	390,345	139,866	17,395	38,813	0
Gap	1,627	(128,662)	(50,989)	66,405	(27,940)	142,814
Accumulated Gap	1,627	(128,662)	(179,651)	(113,247)	(141,186)	1,627

Note: This table only includes the amounts of foreign currency for the head office and the local and overseas branches (all expressed in US dollars).

(三) The effect of changes in important local and foreign policies and laws on the Bank's business and its response measures : None

(四) The effect of changes in technology and industry on the Bank's business and its response measures

- The consumer electronics domain will continue to expand. With the active promotion by software and hardware manufacturers, the digital home has entered the stage of actually being implemented. In addition, rapid growth is taking place in electronics products, digital handhelds and satellite navigation systems for use in cars, and local OEM manufacturers engaged in these fields will in the future have the opportunity to enjoy a large share of the pie. The Internet environment and multimedia form the core of the digital home. In the future they will still be the focus of attention. These highly-varied applications will provide local information and home electronics manufacturers with new business development opportunities.
- Cellular handsets continue to be powerful instruments with many functions integrated into them, such as MP3 playing capability, a camera, and GPS technology, and thus purchases can be made, and music and films and other forms of entertainment accessed on this one platform. The Personal Digital Assistant (PDA) is confined to the markets for organizing data and satellite navigation. In the future, the market for handsets will develop at both the high and low ends of the market, with high-level commerce and low-priced handsets becoming the main driving force behind the market. Those manufacturers not involved with the brands mentioned above or those engaged in OEM should transform their operations in line with the changes taking place in the market.
- The operations of the local telecommunications industry are undergoing major transformation, with 3G systems becoming increasingly popular. However, these new systems will contribute little to profitability in the short run, and income from voice and profits will be affected by the emergence of Internet phones and the implementation of number portability, and thus the future in terms of profits does not look bright. While the way in which the 3G and Wi-Fi wireless broadband issues will be resolved and the direction that competition will take are still not clear, the telecommunications industry is becoming highly capital-intensive, and an industry in which the payback period is very long. The high profits of the past are no longer a reality today.
- With regard to implementation of the financial and accounting public reporting criteria Nos. 34 and 36, although this is helpful towards ensuring the transparency of the financial statements, the fluctuations reflected in the financial statements are increasing. As the financial industry takes into consideration the increased difficulties in relation to financial risk faced by those to whom it lends, in view of the need to hedge risk and the increased cost of issuing special shares, it is likely that the extent to which enterprises engage in transactions involving financial derivatives and use special shares to raise funds will decline.
- The real estate market will over the next year continue to be seriously affected by the huge increase in supply over the last two years. Since the third quarter of 2005, Taiwan's property market has started to decline, and it is expected that a considerable amount of time will be needed for the market to absorb the excess supply. For there to be relatively good sales during this period, construction companies will need to promote a large number of projects, with smaller amounts of money being involved. However, the window of opportunity will not be open long, and the key to success or failure will depend on the time periods and products selected.

(六) 進行併購之預期效益、可能風險及因應措施

藉由併購可快速取得營業據點及市場，在短時間內能有效率地擴大銀行的規模，並關閉重覆設立之分行，藉由合併綜合管理作業以降低營運成本，提高營業收益，增進銀行之競爭力。但也可能因為併購時之策略規劃不夠完善(例如選錯購併目標或購併價格過高)而造成併購後之資產品質下降，或因雙方的企業文化不同，或管理深度不夠，特別是無法挽留原先優秀的管理人才，導致未達預期的綜效。

(七) 擴充營業據點之預期效益、可能風險及因應措施

可增加行銷通路，以經濟區域整合、擴大市場利基為由，可達到財務規模經濟；惟過度擴充亦會造成資源浪費及資產報酬率下降，或因事前評估不確實造成預期目標無法達成。

(八) 業務集中所面臨之風險及因應措施

業務集中時，將使營業利益來源僅集中於存放款之利息收支或單一產業或單一客戶群，致銀行所承擔的風險相對提高，且易受產業景氣變動之影響。

(九) 經營權之改變對銀行之影響、風險及因應措施

本行設立時即以永續經營為宗旨，並全權委由專業經理人經營管理，不因經營權之改變而有所不同；未來本行如有經營權改變之情事，將以提供相關內部管理之資料，加強資訊公開透明化，以鞏固投資人信心。

(十) 訴訟或非訟事件：無

(十一) 其他重要風險及因應措施：無

**七、危機處理應變機制**

本行依據主管機關所訂之重大偶發事件相關處理規定、「金融事業機構災害防救作業要點」、「金融機構安全維護作業要點」及「中華民國銀行公會會員安全維護執行規範」等規定，制訂本行之「災害緊急應變對策手冊」及危機處理應變措施。依據該應變對策，本行設有緊急應變小組、緊急連絡通報機制、業務復原措施及客戶服務權宜措施，倘發生重大危機，則依據該手冊相關規定進行危機處理。

**八、其他重要事項：無**

(五) Effect of a change in the Bank's image and its response measures

If the Bank's image changes, this will affect customer loyalty. When a bank's image is excessively negative, there will be an outflow of deposits, which will make it difficult for the bank to raise funds, with the result that the cost of funds will increase. This will in turn cause the bank to be unable to compete with other banks based on loan interest rates, and the bank's operations will consequently suffer. In relation to this, a bank needs in ordinary times to strengthen its ability to absorb small-size and highly-stable deposits, to win over the trust of customers, and to strengthen internal controls and comply with all laws and regulations. The bank must at all times pay careful attention to asset quality and its capital adequacy ratio in order to maintain financial soundness.

(六) Expected benefits and likely risks from engaging in a merger or acquisition and the response measures

By means of a merger or acquisition, a bank can quickly acquire new business outlets or markets, and within a short period of time can effectively enlarge its scale of operations, while at the same time closing down branches that are superfluous to its needs. In addition, operating costs can be reduced through mergers, and both the bank's operating income and competitiveness can be increased. However, due to insufficient strategic planning (for example, by choosing the wrong M&A target or paying too high a price for the other company), it is also likely that there will be a deterioration in asset quality following the merger or acquisition. In addition, because of the different corporate cultures involved or insufficient control over the new entity, which will make it difficult for the bank to avoid losing its high-caliber managerial staff, in the end the bank will not be able to accomplish what it set out to achieve.

(七) Expected benefits and likely risks from enlarging the Bank's business unit network and the response measures

By enlarging its sales network, integrating economic areas and expanding market niches, a bank may achieve economies of scale in its financial business. However, excessive expansion may result in wasted resources and a lower return on assets. In addition, due to inaccurate evaluations beforehand, it may also result in business targets being unable to be achieved.

(八) Risks faced by concentrating business operations and the response measures

When business is concentrated, operating profits are concentrated in interest income and expenditure from deposits and loans or in one industry or one client group. The risk that the Bank has to bear is thus increased, and it is easy for the Bank's operations to be affected by changing industrial conditions.

(九) The effect on the Bank and the risks associated with a change in rights over operations and the response measures

When the Bank was established, it was set up with the objective of operating over a very long period of time, and the authority to operate the Bank was vested in professional managers. Therefore, it would not operate any differently if there was a change in management. Should any such changes take place in the future, the Bank will provide all relevant information to those responsible for internal controls, and will strengthen information transparency, in order to increase the confidence of investors.

(十) Court Cases : Omitted

(十一) Other Important Risks : Omitted

## 七、Crisis Handling Response Mechanism

In line with various regulations drawn up by the competent authority in relation to the occurrence of major unforeseen events, including the "Operating Guidelines for Disaster Prevention and Recovery in the Financial Sector," the "Operating Guidelines for Maintaining the Security of Financial Institutions," and the "Criteria for Maintaining the Security of the Members of the R.O.C. Bankers' Association," the Bank has prepared a "Disaster Emergency Response Handbook," as well as various crisis-handling response measures. In accordance with these response countermeasures, the Bank has set up an emergency response task force, an emergency contacting and reporting mechanism, business recovery measures and expedient measures for serving customers. In the event that a major crisis occurs, the Bank will manage the crisis in accordance with the relevant regulations in its handbook.

## 八、Other Important Items : Omitted





# 公司治理運作情形

## Corporate Governance Operations

項目	運作情形	與銀行業公司治理實務守則差異情形及原因
<b>一、銀行股權結構及股東權益</b>		
(一)銀行處理股東建議或糾紛等問題之方式	(一)為確保股東權益，本行已設有專責單位處理股東對本行行務上之各項建議、疑義與糾紛事項。	無差異。
(二)銀行掌握實際控制銀行之主要股東及主要股東之最終控制者名單之情形	(二)此部份之資訊揭露於本行網站： <a href="http://www.entiebank.com.tw/about22-9.htm">http://www.entiebank.com.tw/about22-9.htm</a>	
(三)銀行建立與關係企業風險控管機制及防火牆之方式	(三)本行與關係企業金安泰保代之財務狀況均屬獨立，管理權責皆有明確劃分，彼此往來或交易皆依據法令規定辦理。	
<b>二、董事會之組成及職責</b>		
(一)銀行設置獨立董事之情形	(一)本行目前未設置獨立董事。	依據95年1月11日公布之證券交易法修正條文規定，獨立董事制度最快將於96年1月1日實行，本行已研擬相關設置辦法並洽覓適當人選中。
(二)定期評估簽證會計師獨立性之情形	(二)本行每年均定期評估簽證會計師之獨立性。	無差異。
<b>三、監察人之組成及職責</b>		
(一)銀行設置獨立監察人之情形	(一)依據銀行業公司治理實務守則之規定，銀行業得視其經營規模及業務需要，設置適當獨立監察人席次。	依據95年1月11日公布之證券交易法修正條文規定，公司設置審計委員會者，相關法律對於監察人之規定，於審計委員會準用之，而審計委員會制度最快將於96年1月1日實行，本行已研擬相關設置辦法並洽覓適當人選中。
(二)監察人與銀行之員工及股東溝通之情形	(二)本行開放監察人電話專線及電子郵件作為溝通之管道，並鼓勵行員、股東與利害關係人向管理階層、董事、監察人直接進行雙向溝通，適度反應公司經營及財務狀況或涉及員工利益重大決策之意見。	無差異。
<b>四、建立與利害關係人溝通管道之情形</b>	本行目前由審查部及企劃部負責擔任利害關係人之溝通窗口，遇有授信案件相關問題時，由審查部負責，其餘皆由企劃部統籌。	無差異

Item	Operating Situation	Differences with the Banking Sector's Corporate Governance Implementation Guidelines and Reasons for Such Differences
<b>一、The Structure of the Bank's Stockholders' Rights and Stockholders' Equity</b>		
(一) The method used by the Bank to deal with stockholders' recommendations or disputes and other problems.	(一) In order to ensure that the stockholders' equity is safeguarded, the Bank has already set up a special unit with responsibility for handling the recommendations, questions and disputes of stockholders in relation to the Bank's affairs.	No differences.
(二) The situation regarding the Bank's maintaining a firm grasp of the major stockholders who actually control the Bank and the names of the stockholders who exercise the ultimate control	(二) This information is disclosed on the Bank's website: <a href="http://www.entiebank.com.tw/about22-9.htm">http://www.entiebank.com.tw/about22-9.htm</a>	
(三) The approach adopted by the Bank in terms of establishing a risk control mechanism and firewall with related enterprises	(三) The Bank's financial position is independent of that of its related enterprise King EnTie Life Insurance Agent Co. Ltd. The rights and responsibilities of management are all clearly demarcated, and dealings between them including transactions are handled in accordance with laws and regulations.	
<b>二、The composition and responsibilities of the board of directors</b>		
(一) The situation regarding the Bank's establishment of independent directors.	(一) At present the Bank has not established any independent directors.	According to the amendments to the Securities and Exchange Law promulgated on January 11, 2006, a system of independent directors will at the earliest be implemented on January 1, 2007. The Bank has already drafted relevant regulations for their establishment and is already in the process of extensively searching for suitable candidates.
(二) The situation regarding regularly evaluating the CPA firm's independence	(二) The Bank each year evaluates the CPA firm's independence on a regular basis.	No difference.
<b>三、The composition and responsibilities of supervisors</b>		
(一) The situation regarding the Bank's establishment of independent supervisors	(一) According to the Banking Sector's Corporate Governance Implementation Guidelines, the banking sector should, based on the respective banks' scales of operations and business needs, make arrangements for an appropriate number of independent supervisors.	According to the amendments to the Securities and Exchange Law promulgated on January 11, 2006, if a corporation is to establish an audit committee, the relevant regulations concerning supervisors are to be prepared by the audit committee. Moreover, the earliest date by which the audit committee system will be implemented will be January 1, 2007. The Bank has already drafted relevant regulations for their establishment and is already in the process of extensively searching for suitable candidates.
(二) The situation regarding supervisors communicating with the Bank's employees and stockholders	(二) The Bank allows its supervisors to be channels of communication who can be reached by phone and e-mail, and encourages employees, stockholders and stakeholders to communicate directly with management, the directors and supervisors, and appropriately react to company operations and financial conditions or else convey their views regarding major policies that affect the interests of employees.	No difference
<b>四、The situation regarding establishing channels of communication with the Bank's stakeholders</b>	At present the Bank's Examination Dept. and Corporate Planning Dept. are responsible for providing a window of communication with the Bank's stakeholders. When the matters of concern are related to loans, then the Examination Dept. is responsible. In all other cases, the Corporate Planning Dept. is in charge.	No difference
<b>五、Information Openness</b>		
(一) The situation regarding the Bank's setting up a website to disclose financial business and the Bank's information on corporate governance	(一) The Bank on a regular basis discloses relevant information on the following websites to serve as reference for investors and the general public: 1. Financial information: <a href="http://www.entiebank.com.tw/about22.htm">http://www.entiebank.com.tw/about22.htm</a> 2. Corporate governance information: <a href="http://www.entiebank.com.tw/about22-9.htm">http://www.entiebank.com.tw/about22-9.htm</a>	No difference
(二) Other information disclosure approaches adopted by the Bank (such as setting up an English website, appointing specific people with responsibility for the collection and disclosure of the Bank's information, implementing a spokesperson system, the corporation forum minutes, which are all posted on the Bank's website)	(二) Besides providing information to the English version of an official website for access by the general public, the Bank has also appointed specialists in its Corporate Planning Dept. to gather all kinds of information regarding the Bank from newspapers, magazines and other kinds of flat media as well as the Internet, and on a regular basis to disclose important information on the website of the Securities and Future Bureau. In terms of the implementation of the Bank's spokesperson system, EnTie Commercial Bank Executive Vice President Tsung-Chi Tang concurrently serves as spokesperson for the Bank. In regard to the holding of corporation forums, the Bank in recent years has not held a corporation forum, and for this reason has not yet arranged for it corporation forum minutes to be posted on the Bank's website.	

<b>五、資訊公開</b>		
(一)銀行架設網站，揭露財務業務及本行公司治理資訊之情形	(一)本行定期公佈相關資訊於下列網址揭露供投資大眾參考： 1.財務業務： <a href="http://www.entiebank.com.tw/about22.htm">http://www.entiebank.com.tw/about22.htm</a> 2.公司治理資訊： <a href="http://www.entiebank.com.tw/about22-9.htm">http://www.entiebank.com.tw/about22-9.htm</a>	無差異
(二)銀行採行其他資訊揭露之方式（如架設英文網站、指定專人負責銀行資訊之蒐集及揭露、落實發言人制度、法人說明會過程放置銀行網站等）	(二)本行除於官方網站提供英文版資訊供大眾參閱外，另亦安排本行企劃部專人蒐集報章、雜誌等各種平面媒體及網際網路上有關本行的各項資訊並定期於證期會網站揭露重大訊息。在落實發言人制度方面，本行由副總經理唐存智兼任發言人。在法人說明會方面，因本行近年無舉辦法人說明會，故未放置法人說明會過程於本行網站。	
<b>六、銀行設置審計委員會等功委員會之運作情形</b>	本行設有獨立之會計審計單位，即會計室，負責會計制度之執行及預算編製控管等。且本行有關取得或處分資產等重大財務業務行為均須由董事會審議通過，另本行稽核室則針對內控及潛存之各種風險進行檢查、評估，已有效發揮內部稽核之主要功能。	依據95年1月11日公布之證券交易法修正條文規定，審計委員會制度最快將於96年1月1日實行，本行已研擬相關設置辦法並洽覓適當人選中。
<b>七、請敘明本行公司治理運作情形及其與「銀行業公司治理運作守則」之差異情形及原因：如上述。</b>		
<b>八、請述明本行對社會責任（如人權、員工權益、環保、社區參與、供應商關係、監督及利害關係權利等）所採行之制度與措施及履行社會責任情形：</b> 取之於社會，用之於社會，基於銀行為社會之公器，所以本行自開業以來即力求扮演一個盡職之「企業公民」角色，適時針對不同對象提供贊助或舉辦活動，例如贊助新街國小九十四年度之運動會、及九十四年暑期街頭藝術音樂饗宴等活動；並於本行成立十二年之週年慶以「公益」為主題，強力拓展「公益存款」業務，提供愛心人士將存款利息所得捐贈給認同之公益團體，目前受贈單位包括聯合勸募、伊甸、喜憨兒、門諾、家扶、世界展望、創世等單位。除此之外，本行信用卡部亦發行台灣世界展望會「與世界的兒童做朋友」認同卡，只要核卡就為卡友捐出500元救助貧童，並將每筆消費提撥千分之三作愛心基金，在在顯示本行對社會公益之積極與重視。在員工權益方面，除為每位行員投保員工團體保險外，亦成立職工退休基金管理委員會、勞工退休準備金監督委員會、職工福利委員會等組織為員工之權益把關。		
<b>九、其他有助於瞭解本行公司治理運作情形之重要資訊：</b>		
(一)董監事進修情形（請參閱52頁）		
(二)董事出席及監察人列席董事會狀況 ( <a href="http://mops.tse.com.tw/server-java/t93sc03_1?colorchg=1&amp;step=0&amp;TYPEK=sii&amp;">http://mops.tse.com.tw/server-java/t93sc03_1?colorchg=1&amp;step=0&amp;TYPEK=sii&amp;</a> ，公司代號：2849)		
(三)風險管理政策及風險衡量標準之執行情形： 本行目前在董事會監督下，由授信審議委員會及資產負債管理委員會統籌協調各部門及高階主管參與風險管理，並遵循主管機關及國際清算銀行對於風險管理及資本適足性管理之規範，評估本行之營運風險，核定各項業務可承擔之風險限額，督促各業務管理單位採行必要之措施。本行授信審議委員會原則上每週開會乙次，資產負債管理委員會原則上每月開會乙次，並得由召集人視需要隨時召開。各業務管理單位需定期或隨時就所負責之風控範疇提出說明，俾利決策階層了解及監督本行風控之執行情形，而授信審議委員會及資產負債管理委員會亦將根據各業務權責單位所提之說明及當前經濟金融情勢，檢討各項風控指標是否有調整必要並持續追蹤，以確保風險管理機制之有效運作。 本行未來將朝向符合國際標準新巴塞爾資本協定規範之方向積極著手進行，除將建制專責之風險管理單位外，亦將建立即時預警之內部監理制度，以期達成風險最小化、利潤最大化之最終目標。		
(四)保護消費者或客戶政策之執行情形：本行於各項商品之文宣上皆以警示語告知客戶相關商品之風險，亦於存摺封面加貼警示標語，提醒客戶維護自身權益；並於執行委外案件時，與廠商簽訂有關客戶資料保密協定藉以保護客戶之權益。		
(五)董事對利害關係議案迴避之執行情形：各董事成員皆秉持高度之自律精神，對董事會所列議案如涉有董事本身利害關係之虞時，即自行迴避。		
(六)銀行位董事及監察人購買責任保險之情形：本行已著手進行評估規劃。		

<p><b>六、The status of the operations of the audit committee and other committees with similar functions established by the Bank</b></p>	<p>The Bank has established independent accounting and auditing units. The Accounting Dept. is responsible for the implementation of the accounting system and for exercising control over the compilation of budgets. In addition, when the Bank acquires or disposes of major assets it is necessary for such matters to be examined and approved by the Board of Directors. The Auditing Dept. focuses its attention on internal controls and on examining and evaluating various kinds of latent risk. It has already played an effective role in implementing the internal auditing function of the Bank.</p>	<p>According to the amendments to the Securities and Exchange Law promulgated on January 11, 2006, the audit committee system will at the earliest be implemented on January 1, 2007. The Bank has already drafted relevant regulations for their establishment and is already in the process of extensively searching for suitable candidates.</p>
<p><b>七、Please explain how the Bank's corporate governance system operates and the differences between this and the banking sector's guidelines for corporate governance operations and the reasons for these differences: As explained above.</b></p>		
<p><b>八、Please explain the systems and measures adopted by the Bank in terms of its responsibility towards society (e.g., human rights, employee rights, environmental protection, community participation, relationships with providers, supervisors and stakeholders) as well as the extent to which these systems and measures have been carried out:</b></p> <p>Receiving from society and using for society. As an instrument in the hands of society, the Bank has ever since it commenced operations made every effort to fulfill its role as a corporate citizen. When appropriate, it has provided assistance to different kinds of causes and has hosted various activities, including sponsoring the 2005 Sports Day at Hsinchieh elementary school, as well as a street art and music festival held in the summer of 2005. In addition, on the Bank's 12th anniversary celebration, the main topic discussed was the public interest, and it was on this occasion that the Bank actively promoted its public interest deposits business, through which it enabled the general public to donate their interest income to recognized public interest groups. At present the recipients of these donations have included United Way, the Eden Foundation, C-are-us, the Mennonites, the Chinese Children's Foundation, World Vision, and the Genesis Social Welfare Foundation, among others. In addition, the Bank's Credit Card Dept. issued a World Vision Taiwan "Be friends with children of the world" affinity card, in which it agreed to donate NT\$500 to World Vision for every credit card approved to help the poor, and to contribute 0.3% of each cardholder's consumption expenditures to a love fund, showing the importance that the Bank attaches to the public interest. In terms of the rights and interests of its employees, besides providing each employee with employee group insurance, the Bank has also established several organizations including a Staff Retirement Fund Committee, a Workers' Retirement Reserve Fund and a Staff Welfare Committee in order to protect the rights and interests of workers.</p>		
<p><b>九、Other important information helpful to understanding the corporate governance operations of the Bank:</b></p> <p>(一) Status of ongoing professional education of directors and supervisors (please refer to page 52)</p> <p>(二) Status of directors attending and supervisors not attending meetings of the board of directors: (<a href="http://mops.tse.com.tw/server-java/t93sc03_1?colorchg=1&amp;step=0&amp;TYPEK=sii&amp;">http://mops.tse.com.tw/server-java/t93sc03_1?colorchg=1&amp;step=0&amp;TYPEK=sii&amp;</a>, Company number: 2849)</p> <p>(三) Status of implementation of risk management policies and risk measurement standards:</p> <p>Under the guidance and supervision currently provided by its Board of Directors, the Bank has through its Credit Evaluation Committee and Assets and Liabilities Committee coordinated the participation of each department and top-level manager in the Bank's risk management, and has abided by the competent authority's and the Bank for International Settlements' risk management and capital adequacy management standards in evaluating the Bank's operating risk, ratifying the limits in terms of how much risk can be borne by each type of business activity, and ensuring that each business management unit adopts the necessary measures. The Bank's Credit Evaluation Committee in principle meets once each week, and the Assets and Liabilities Committee in principle meets once each month, and can meet at any time as the convener sees fit. Each business management unit should on a regular basis or when deemed necessary provide an explanation for risk controls that fall within the scope of their responsibilities, so that those responsible for making policies may understand and supervise the implementation of the Bank's risk controls. Moreover, the Credit Evaluation Committee and Assets and Liabilities Committee should, based on each business unit's explanations and prevailing economic and financial conditions, examine and discuss whether each risk control indicator needs to be adjusted and continue to follow up on any such changes, in order to ensure that the mechanism for managing risk is operating effectively.</p> <p>The Bank will in the future conform to international standards as based on the direction provided by the New Basel Capital Accord. Besides setting up a special unit with responsibility for managing risk, the Bank will also establish an early-warning internal supervision system, in order to achieve its objectives of risk minimization and profit maximization.</p> <p>(四) The situation regarding the implementation of policies to protect consumers or customers: The Bank on all of the documentation related to its products seeks to warn the customer of the risks related to such products, and also adds a warning on the cover of its deposit passbooks, reminding customers to protect their rights and interests. In addition, when dealing with outside manufacturers, the Bank signs an agreement with the manufacturer regarding the confidentiality of the customer's information in order to protect the customer's rights and interests.</p> <p>(五) The situation regarding directors avoiding meeting agenda items where personal interests are involved: Each of the Bank's directors maintains a high-level of self-discipline. If any agenda items at board meetings might involve a director's personal interests, then that director needs to avoid getting involved.</p> <p>(六) The situation regarding the Bank's purchasing liability insurance for its directors and supervisors: The Bank is already evaluating this.</p>		



# 銀行應揭露之會計師資訊

## Information Regarding the Bank's CPA Firm that Should be Disclosed

### 一、銀行有下列情事之一者，應揭露會計師公費之資訊

單位：新台幣仟元

事務所名稱	會計師姓名		審計公費	非審計公費					會計師之查核期間 是否涵蓋完整 會計年度			備註
				制度設計	工商登記	人力資源	其他	小計	是	否	查核期間	
勤業眾信會計師事務所	張日炎	楊明哲	4,600	-		-	1,400 (註)		√		九十四年度	

審計公費僅包括公開發行銀行財務報告編製準則第二十五條第一項第一款所述給付予簽證會計師有關財務報告查核、核閱、複核、財務預測核閱及稅務簽證之公費，非審計公費係指上述業務以外之公費。

註：其他非審計公費內容包括：內控專案審查及股東會年報覆核等費用。

### 二、銀行如在最近二年度及其期後期間有更換會計師情形者，應揭露下列事項

本公司之簽證會計師事務所原委任勤業眾信會計師事務所陳麗琦及張日炎會計師擔任，因事務所工作調度，故自九十四年度起，委由張日炎及楊明哲會計師為之。

### 三、銀行之董事長、總經理、負責財務或會計事務之經理人，最近一年內曾任職於簽證會計師所屬事務所或其關係企業者，應揭露其姓名、職稱及任職於簽證會計師所屬事務所或其關係企業之期間：無

- 一、If any of the following conditions apply to the Bank, information regarding the fees paid to the CPA firm should be disclosed

Unit: NT\$ thousands

Name of CPA firm	Names of CPAs		Audit Fee	Non-Audit Fees					Whether or not period examined by CPA firm covers the complete accounting year			Remarks
				System established	Industrial and Commercial Registration	Human Resources	Others	Sub-total	Y	N	Period Examined	
Deloitte and Touche	Ji-Yen Chang	Ming-Che Yang	4,600	-		-	1,400 (Note)		√		FY 2005	

The audit fee (or the professional fee for auditing services) only includes the professional fees paid by the Bank to the certified public accountants, pursuant to Article 25 Section 1 Paragraph 1 of the Regulations Governing the Preparation of Financial Reports by Publicly Held Banks, for auditing, review, and secondary reviews of financial reports, financial forecast reviews, and tax certification. Professional fees for non-auditing services means professional fees paid for other than the above services.

Note: Other non-audit expenses include: Specific examinations of internal controls and expenses in relation to repeat reviews of the Bank annual report in the Stockholders' Meeting.

- 二、If the Bank has within the last two years or later changed its CPA firm, the following items should be disclosed.

The Bank's certified public accountants, Li-Chi Chen and Ji-Yen Chang, who are employed by Deloitte and Touche, have from 2005 onwards, due to their responsibilities being reassigned with the CPA firm, formed a new team made up of Ji-Yen Chang and Ming-Che Yang who are currently serving as the auditors to the Bank.

- 三、If the Bank's Chairman, President and those Managers responsible for financial and accounting matters have within the last year held office in the Bank's CPA firm or any of its related enterprises, their names, job titles and the periods during which they have held such office should be disclosed. : None



# 特別記載事項

## Specially Recorded Items



### 一、關係企業相關資料

最近年度依關係企業合併營業報告書、關係企業合併財務報表及關係報告書編製準則所編製之關係企業合併營業報告書、關係企業合併財務報表及關係報告書。

1.截至94年12月31日止，本行對金安泰保險代理人股份有限公司持股比例為95.24%，該公司基本資料如下：

- (1) 設立日期：89/12/11
- (2) 實收資本額：新台幣2,100仟元
- (3) 主要營業項目：人身保險代理業務
- (4) 地址：台北市民生東路3段130巷9號12樓

2.董事、監察人及總經理資料（94年12月31日）

單位：股、%

職稱	姓名或代表人	持有股份	
		股數	持股比例
董事長	陳伯鏞	0	0
董事	陳賴鋒	0	0
董事	李智	0	0
監察人	嚴建三	0	0
總經理	陳宏彬	0	0

3.營運狀況（94年12月31日）

單位：新台幣仟元

資本額	資產總額	負債總額	淨值	營業收入	稅後淨利	每股盈餘
2,100	25,709	12,033	13,676	73,257	3,892	18.53

4.關係企業合併財務報表：請參閱105-108頁

5.關係報告書：請參閱101頁

## 一、Information on Related Enterprises

Reports on the Consolidated Business of Related Enterprises for the most recent year, their Financial Statements and the Reports on their Business Operations in accordance with the Guidelines for Compilation.

1. As at December 31, 2005, the Bank continued to hold a 95.24% share in King EnTie Life Insurance Agent Co. Ltd. The basic information regarding this company is as follows:

- (1) Date of Establishment: December 11, 2000
- (2) Paid-in Capital: NT \$2.1 million.
- (3) Principal business items: Life insurance agency business
- (4) Address: 12F, 9, Lane 130, Minsheng E. Rd., Sec 3, Taipei, Taiwan, R.O.C.

2. Information for the Directors, Supervisors and the President (December 31, 2005)

Units: Shares, %

Title	Name or Representative	Shares Held	
		Number of Shares	Proportion of Shares Held
Chairman	Po-Yung Chen	0	0
Director	Lai-Feng Chen	0	0
Director	Chih Lee	0	0
Supervisor	Chien-San Yen	0	0
President	Hung-Bin Chen	0	0

3. Operating Conditions (December 31, 2005)

Unit: NT\$ thousands

Capital	Total Assets	Total Liabilities	Net Worth	Income from Operations	Net Income After Tax	Earnings Per Share (NT\$)
2,100	25,709	12,033	13,676	73,257	3,892	18.53

4. Consolidated financial statements of related enterprises : (please refer to page 105-108 )

5. Related reports: (please refer to page 102 )





## 二、內部控制制度執行狀況應揭露下列事項

### (一) 內部控制聲明書


#### 安泰商業銀行內部控制制度聲明書


謹代表安泰商業銀行聲明本銀行於94年1月1日至94年12月31日確實遵循「銀行內部控制及稽核制度實施辦法」，建立內部控制制度，實施風險管理，並由超然獨立之稽核部門執行查核，定期陳報董事會及監察人，兼營證券業務部分，並依據金融監督管理委員會證券期貨局訂頒「證券暨期貨市場各服務事業建立內部控制制度處理準則」規定之內部控制制度有效性之判斷項目，判斷內部控制制度之設計及執行是否有效。經審慎評估，本年度各單位內部控制及法規遵循情形，除附表所列事項外，均能確實有效執行；本聲明書將成為本銀行年報及公開說明書之主要內容，並對外公開。上述公開之內容如有虛偽、隱匿等不法情事，將涉及證券交易法第二十條、第三十二條、第一百七十一條及第一百七十四條等之法律責任。

謹致


金融監督管理委員會

聲明人

董事長：邱正雄 

總經理：陳伯鏞 

總稽核：叢秉三 

總機構遵守法令主管： 

中華民國九十五年二月十六日

#### 安泰商業銀行內部控制制度應加強事項及改善計畫

(基準日：94年12月31日)

應加強事項	改善措施	預定完成改善時間
消金管理部： 對遵守法令自評除宣導外應採取課後評量。	將對同仁進行相關筆試測驗。	95.3.8

## 二、Items to be disclosed in relation to the system of internal controls

### (一) Internal Controls Pronouncement

#### EnTie Commercial Bank Internal Controls Pronouncement

On behalf of EnTie Commercial Bank, we declare that, for the period from January 1, 2005 to December 31, 2005, the Bank fully abided by the “Regulations Governing the Implementation of Banks’ Internal Controls and Auditing Systems,” established a system of internal controls, implemented risk management, and conducted audits through a fully independent audit department, the results of where were reported at meetings of directors and supervisors on a regular basis. In the securities business in which the Bank was concurrently engaged, the “Guidelines for the Establishment of Internal Control Systems by Securities and Futures Related Organizations,” which had been promulgated by the Financial Supervisory Commission’s Securities and Futures Bureau, were used to determine the effectiveness of the design and implementation of the Bank’s system of internal controls. Following a careful evaluation, the internal controls and regulatory compliance in respect of each of the Bank’s departments during the current year, apart from the items that have been appended to this report, were found to have all been effectively implemented. This pronouncement will become a major part of the Bank’s annual report and prospectus, and will be made public. Any false representation or concealment in this Statement shall be subjected to legal consequences as stipulated in Articles 20, 32, 171 and 174 of the Securities and Exchange Law.

Financial Supervisory Commission

Spokesperson:

Chairman: *Paul C. H. Chiu*

President: *Ro Jung Chen*

Head Auditor: *Chien-San Yen*

Head Office Legal Compliance Officer: *Oliver Lee*

February 16, 2006

### EnTie Commercial Bank's System of Internal Controls: Improvements Needing to Be Made and the Bank's Improvement Plan

(Base date: December 31, 2005)

Items Needing Improvement	Improvement Measures	Date Improvements are Expected to be Completed
Consumer Finance Management Department: Besides making announcements regarding self evaluations of regulatory compliance, the Bank staff should engage in after-class evaluations.	The Bank's staff will be given related written tests.	March 8, 2006

安泰商業銀行股份有限公司  
內部控制聲明書

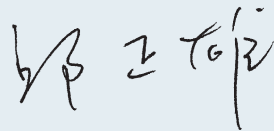
日期：95年2月21日

本公司民國九十四年一月一日至九十四年十二月三十一日之內部控制制度，依據自行檢查的結果，謹聲明如下：

- 一、本公司確知建立、實施和維護內部控制制度係本公司董事會及經理人之責任，本公司業已建立此一制度。其目的係在對營運之效果及效率（含獲利、績效及保障資產安全等）、財務報導之可靠性及相關法令之遵循等目標的達成，提供合理的確保。
- 二、內部控制制度有其先天限制，不論設計如何完善，有效之內部控制制度亦僅能對上述三項目標之達成提供合理的確保；而且，由於環境、情況之改變，內部控制制度之有效性可能隨之改變。惟本公司之內部控制制度設有自我監督之機制，缺失一經辨認，本公司即採取更正之行動。
- 三、本公司係依據「證券暨期貨市場各服務事業建立內部控制制度處理準則」（以下簡稱「處理準則」）規定之內部控制制度有效性之判斷項目，判斷內部控制制度之設計及執行是否有效。該「處理準則」所採用之內部控制判斷項目，係為依管理控制之過程，將內部控制制度劃分為五個組成要素：1.控制環境，2.風險評估，3.控制作業，4.資訊及溝通及5.監督。每個組成要素又包括若干項目。前述項目請參見「處理準則」之規定。
- 四、本公司業已採用上述內部控制制度判斷項目，檢查內部控制制度之設計及執行的有效性。
- 五、本公司基於前項檢查結果，認為本公司上開期間的內部控制制度（含對子公司監理），包括知悉營運之效果及效率目標達成之程度、財務報導之可靠性及相關法令之遵循有關的內部控制制度等之設計及執行係屬有效，其能合理確保上述目標之達成。
- 六、本聲明書將成為本公司年報及公開說明書之主要內容，並對外公開。上述公開之內容如有虛偽、隱匿等不法情事，將涉及證券交易法第二十條、第三十二條、第一百七十一條及第一百七十四條等之法律責任。
- 七、本聲明書業經本公司民國94年2月20日董事會通過，出席董事7人均同意本聲明書之內容，併此聲明。

安泰商業銀行股份有限公司

董事長：



總經理：



EnTie Commercial Bank, Co. Ltd.  
Statement of Internal Control

Date: Feb. 21, 2006

The internal control system from January 1, 2005, to December 31, 2005, according to the results of our self-assessment, is stated as follows:

- 1.The Company acknowledges that the establishment, implementation and maintenance of an internal control system is the responsibility of the board of directors and management, and the Company has established such a system. The internal control system is designed to provide reasonable assurance that goals, such as the effectiveness and the efficiency of operations (including profitability, performance and the safeguarding of assets), the preparation of reliable financial statements and their compliance with applicable law and regulations, are achieved.
- 2.An internal control system, no matter how well it is designed, has its inherent limitations, in that it can only ensure that the foregoing three goals are achieved. Nevertheless, due to the changes in the environment and conditions, the effectiveness of the internal control system will vary accordingly. Notwithstanding, the internal control system of the Company has a self-monitoring function and the Company will take corrective action once any deficiencies are identified.
- 3.The Company has examined the design and effective implementation of its internal control system according to the criteria specified in the "Guidelines for the Establishment of Internal Control Systems by Service Enterprises in Securities and Futures Markets" (hereinafter referred to as the "Guidelines" ). The "Guidelines," in accordance with the process of management control, classify the internal controls into five constituent elements: 1. Control over the environment; 2. Risk assessment; 3. Control over operations; 4. Information and communications; and 5. Monitoring. Each element also includes a certain number of items. For more details on these items, please refer to the "Guidelines."
- 4.The Company has employed the aforesaid internal control items to examine the design and effectiveness of the implementation of its internal control system.
- 5.Based on the above-mentioned results of the evaluation, the Company is of the opinion that its internal control system, including the design and implementation of internal controls relating to the effectiveness and efficiency of its operations, the reliability of its financial reporting, and compliance with applicable law and regulations, has been effective and can provide reasonable assurance that the aforesaid goals have been achieved.
- 6.This Statement will form the main content of the Company's annual report and prospectus and will be disclosed publicly. If in what is disclosed there are any false representations or concealments, these will be subjected to legal consequences as stipulated in Articles 20, 32, 171 and 174 of the Securities and Exchange Law.
- 7.This Statement has been approved at a meeting of the board of directors held on February 20, 2006 and all 7 directors present unanimously agree on all of the contents provided herein.

EnTie Commercial Bank, Co. Ltd.

Chairman : *Paul C. H. Chiu*

President : *Ro Jui-cheng*

(二)委託會計師專案審查內部控制制度者，應揭露會計師審查報告：無

**三、最近年度及截至年報刊印日止，董事或監察人對董事會通過重要決議有不同意見且有紀錄或書面聲明者，其主要內容：無**

**四、最近年度及截至年報刊印日止，私募有價證券辦理情形，應揭露股東會或董事會通過日期與數額、價格訂定之依據及合理性、特定人選擇之方式、辦理私募之必要理由及自股款或價款收足後迄資金運用計畫完成，私募有價證券之資金運用情形及計畫執行進度：無**

**五、最近年度及截至年報刊印日止，子公司持有或處分本行股票情形：無**

**六、最近年度及截至年報刊印日止，股東會及董事會之重要決議：無**

股東會決議事項執行情形之檢討：

會議時間	股東會重要決議摘要	執行情形
94.6.10	一、承認九十三年度決算表冊	本行已依銀行法規定，於股東會承認後十五日內，報請主管機關及中央銀行備查。
	二、承認九十三年盈餘分配案	本行已依銀行法規定，於股東會承認後十五日內，報請主管機關及中央銀行備查。
	三、改選本行第五屆九名董事、二名監察人案	一、當選名單：詳10頁董事及監察人資料。 二、本行依「銀行負責人應具備資格條件準則」規定，於94年6月24日函報行政院金融監督管理委員會核備，並經94年8月23日金管銀(二)字第0948011165號函准予備查在案。 三、另於94年7月19日提出公司變更登記，業奉經濟部94年7月20日經授商字第09401138820號函核准變更登記在案。

**七、最近二年度違法受處分及主要缺失與改善情形，應揭露下列事項**

(一) 負責人或職員因業務上犯罪經檢察官起訴者：無

(二) 違反法令經行政院金融監督管理委員會處以罰鍰者：無

(三) 缺失經行政院金融監督管理委員會嚴予糾正者：無

(四) 經行政院金融監督管理委員會依銀行法第六十一條之一規定處分事項：無

(五) 因人員舞弊、重大偶發案件(詐欺、偷竊、挪用及盜取資產、虛偽交易、偽造憑證及有價證券、收取回扣、天然災害損失、因外力造成之損失、駭客攻擊與竊取資料及洩露業務機密及客戶資料等重大事件)或未切實依照金融機構安全維護注意要點之規定致發生安全事故等，其各年度個別或合計實際損失逾五千萬元者，應揭露其性質及損失金額：無

(六) 其他經行政院金融監督管理委員會指定應予揭露之事項：無

**八、其他必要補充說明事項：無**

**九、九十四年度及截至年報刊印日止，如發生證券交易法第三十六條第二項第二款所定對股東權益或證券價格有重大影響之事項：無**

- (二) Items to be disclosed in the CPA's audit report in relation to the system of internal controls that has been entrusted to the CPA : None
- 三、In 2005 and up to March 23, 2006, any dissenting opinions of directors or supervisors in relation to important resolutions passed by the Board and the main content of any minutes or written statements in this regard : None
- 四、In 2005 and up to March 23, 2006, the handling of private placements of securities, the date on which the Stockholders' Meeting or the Board of Directors approved of such placements and the amounts involved, the basis of and appropriateness of the pricing, the selection of a special person, the reason why it was necessary to make a private placement, and the use to which the sufficient funds raised are to be put should be disclosed, as well as the circumstances surrounding the utilization of the funds raised through private placements of securities and the extent to which the plan has been implemented : None
- 五、In 2005 and up to March 23, 2006, the holding or disposition of the Bank's shares by a subsidiary : None
- 六、Important Resolutions of the Stockholders' Meeting and the Board of Directors during the Year 2005 and up to March 23, 2006 : None

Status of Implementation of Resolutions Passed at Stockholders' Meetings:

Date of Meeting	Summary of Important Resolutions Passed at Stockholders' Meetings	Status of Implementation
June.10 2005	1. Approving the final accounts for the year 2004.	Pursuant to the Banking Act, within fifteen (15) days after such reports are approved by such Bank's annual shareholders' meeting, be reported to the competent authority and the Central Bank of China for future reference.
	2. Approving the distribution of the surplus for the year 2004.	Pursuant to the Banking Act, within fifteen (15) days after such reports are approved by such Bank's annual shareholders' meeting, be reported to the competent authority and the Central Bank of China for future reference.
	3. Re-election of the Bank's 5th group of 9 directors and 2 supervisors	1. Names of elected candidates: Please refer to page 10 for information regarding directors and supervisors. 2. Pursuant to the "Regulations Governing Qualification Requirements for Responsible Persons of Banks", the Bank on June 24, 2005 filed a report with the Executive Yuan's Financial Supervisory Commission to await its approval, and received written approval on August 23, 2005 in the form of a letter: Chin Kuan Yin (2) No. 0948011165. 3. In addition, on July 19, 2005 the Bank applied for a corporate change of registration, and received written approval from the Ministry of Economic Affairs July 20, 2005 in the form of a letter: Ching Shou Shang No. 09401138820.

- 七、Legal Violations Punished by Law and Improvements to Major Deficiencies in the Last Two Years, and Items that Should be Disclosed
- (一) Details of legal action taken by examination personnel due to crimes committed by the Bank's responsible person or its employees : None
- (二) Fines imposed by the Executive Yuan's Financial Supervisory Committee as punishment for violating laws and regulations : None
- (三) Major corrections to shortcomings given by the Executive Yuan's Financial Supervisory Committee : None
- (四) Punishments given by the Executive Yuan's Financial Supervisory Committee in relation to Article 61-1 of the Banking Law : None
- (五) Embezzlement by employees, or major incidents (including large-scale fraud, robbery, misappropriation and theft of assets, fraudulent transactions, forged certificates and securities, taking bribes, losses through natural disasters, losses from external sources, attacks and stealing of data by hackers, and leakage of confidential business and customer data) in the last two years, or safety incidents occurring as a result of not being in compliance with the Guidelines for Maintaining the Safety of Financial Institutions in the last two years, for which the individual or combined actual loss in each year exceeded NT\$50 million, should be disclosed with reference to the specific characteristics and the amount of the loss : None
- (六) Other items to be disclosed as authorized by the Executive Yuan's Financial Supervisory Committee : None
- 八、Other important supplementary explanations : None
- 九、In 2005 and up to March 23, 2006, items that have significantly affected the rights of shareholders or the prices of securities pursuant to Article 36 item 2 paragraph 2 of the Securities Exchange Law : None

# 總行及國內外 分支機構之地址及電話



## Business Units, Address & Telephone No.

單位名稱 / Business Unit	地址 / Address	電話 / Tel. No.
總行 Head Office	台北市民生東路3段156號3樓 3F, 156, Minsheng E. Rd., Sec. 3, Taipei, Taiwan, R.O.C.	(02)27189999
國外部 International Dept.	台北市和平東路1段145號2樓 2F, 145, Hoping E. Rd., Sec. 1, Taipei, Taiwan, R.O.C.	(02)23963336
信託部 Trust Dept.	台北市民生東路3段130巷9號12樓 12F, 9, Lane 130, Minsheng E. Rd., Sec. 3, Taipei, Taiwan, R.O.C.	(02)87127099
營業部 Business Dept.	台北市民生東路3段158號 158, Minsheng E. Rd., Sec. 3, Taipei, Taiwan, R.O.C.	(02)25463999
信義分行 Hsinyi Branch	台北市信義路4段281號 281, Hsinyi Rd., Sec. 4, Taipei, Taiwan, R.O.C.	(02)27049999
長安東路分行 Changan E. Rd. Branch	台北市長安東路1段27號 27, Changan E. Rd., Sec. 1, Taipei, Taiwan, R.O.C.	(02)25629999
敦南分行 Tunnan Branch	台北市敦化南路2段97號3樓 3F, 97, Tunhua S. Rd., Sec. 2, Taipei, Taiwan, R.O.C.	(02)27039999
延平分行 Yenping Branch	台北市南京西路205號 205, Nanking W. Rd., Taipei, Taiwan, R.O.C.	(02)25596969
松江分行 Sungchiang Branch	台北市松江路66號 66, Sungchiang Rd., Taipei, Taiwan, R.O.C.	(02)25361999
中崙分行 Changlun Branch	台北市八德路3段36號 36, Pader Rd., Sec. 3, Taipei, Taiwan, R.O.C.	(02)25700999
建國分行 Chienkuo Branch	台北市建國北路2段135號 135, Chienkuo N. Rd., Sec. 2, Taipei, Taiwan, R.O.C.	(02)25185999
和平分行 Hoping Branch	台北市和平東路1段145號 145, Hoping E. Rd., Sec. 1, Taipei, Taiwan, R.O.C.	(02)23973720
瑞光分行 Rueiguang Branch	台北市瑞光路186號 186, Rueiguang Rd., Taipei, Taiwan, R.O.C.	(02)26272999
通化簡易型分行 Tunghua Mini Branch	台北市通化街29號 29, Tunghua St, Taipei, Taiwan, R.O.C.	(02)27066010
南門分行 Nanmen Branch	台北市南昌路2段85號 85, Nanchang, Rd Sec. 2, Taipei, Taiwan, R.O.C.	(02)23518050
汀州簡易型分行 Tingchou Mini Branch	台北市汀州路2段48號 48, Tingchou Rd., Sec. 2, Taipei, Taiwan, R.O.C.	(02)23659121
農安分行 Nungan Branch	台北市農安街25號 25, Nungan St, Taipei, Taiwan, R.O.C.	(02)25965099

景美分行 Chingmei Branch	台北市羅斯福路5段172號 172, Roosevelt Rd, Sec. 5, Taipei, Taiwan, R.O.C.	(02)29330234
民權分行 Minchuan Branch	台北市民權東路2段24號 24, Minchuan E. Rd., Sec. 2, Taipei, Taiwan, R.O.C.	(02)25377001
松山分行 Sungshan Branch	台北市松山路545號 545, Sungshan Rd., Taipei, Taiwan, R.O.C.	(02)27265142
內湖簡易型分行 Neihu Mini Branch	台北市康樂街12號 12, Kanle St, Taipei, Taiwan, R.O.C.	(02)26339201
忠孝分行 Chunghsiao Branch	台北市忠孝東路4段231之1號 231-1, Chunghsiao E. Rd., Sec. 4, Taipei, Taiwan, R.O.C.	(02)27111699
天母分行 Tienmou Branch	台北市忠誠路1段48號 48, Chungcheng Rd., Sec. 1, Taipei, Taiwan, R.O.C.	(02)28381177
世貿分行 Shрмаu Branch	台北市松仁路93號 93, Sungjen Rd., Taipei, Taiwan, R.O.C.	(02)23451199
興隆分行 Shinglung Branch	台北市興隆路3段11號 11, Shinglung Rd., Sec. 3, Taipei, Taiwan, R.O.C.	(02)86632599
永吉簡易型分行 Yungchi Mini Branch	台北市永吉路292號 292, Yungchi Rd., Taipei, Taiwan, R.O.C.	(02)27425099
石牌簡易型分行 Shihpai Mini Branch	台北市自強街124號 124, Tzuchiang St., Taipei, Taiwan, R.O.C.	(02)28289239
民生東簡易型分行 Minsheng East Mini Branch	台北市民生東路5段47號 47, Minsheng E Rd., Sec. 5, Taipei, Taiwan, R.O.C.	(02)37652699
新莊分行 Hsinchuang Branch	台北縣新莊市富國路32號 32, Fukuo Rd., Hsinchuang City, Taipei County, Taiwan, R.O.C.	(02)29088999
板橋分行 Panchiao Branch	台北縣板橋市三民路2段40號 40, Sanmin Rd., Sec. 2, Panchiao City, Taipei County, Taiwan, R.O.C.	(02)29539999
中和分行 Chungho Branch	台北縣中和市中和路118號 118, Chungho Rd., Chungho City, Taipei County, Taiwan, R.O.C.	(02)22478999
三重簡易型分行 Sanchung Mini Branch	台北縣三重市正義北路138號 138, Chengyi N. Rd., Sanchung City, Taipei County, Taiwan, R.O.C.	(02)29827799
新店分行 Hsintien Branch	台北縣新店市寶中路119號 119, Paochung Rd., Isin-Tien City, Taipei County, Taiwan, R.O.C.	(02)29171999
蘆洲分行 Luchou Branch	台北縣蘆洲市三民路72號 72, Sanmin Rd., Luchou City, Taipei County, Taiwan, R.O.C.	(02)82833999
二重分行 Erchung Branch	台北縣三重市重新路5段609巷10之8號 10-8, Lane 609, Chungshin Rd., Sec. 5, Sanchung City, Taipei County, Taiwan, R.O.C.	(02)22789166
永和分行 Yungho Branch	台北縣永和中正路467號 467, Chungcheng Rd., Yungho City, Taipei County, Taiwan, R.O.C.	(02)29258799
土城簡易型分行 Tucheng Mini Branch	台北縣土城市學府路1段167號 167, Hsuehfu Rd., Sec. 1, Tucheng City, Taipei County, Taiwan, R.O.C.	(02)82623899
桃園分行 Taoyuan Branch	桃園縣桃園市中山東路21號 21, Chungshan E. Rd., Taoyuan City, Taoyuan County, Taiwan, R.O.C.	(03)3389999



中壢分行 Chungli Branch	桃園縣中壢市中山路88號 88, Chungshan Rd., Chungli City, Taoyuan County, Taiwan, R.O.C.	(03)4276999
西壢分行 Hsili Branch	桃園縣中壢市環北路396號 396, Huanpei Rd., Chungli City, Taoyuan County, Taiwan, R.O.C.	(03)4263899
北桃園簡易型分行 North Taoyuan Mini Branch	桃園縣桃園市永安路223號 223, Yungan Rd., Taoyuan City, Taoyuan County, Taiwan, R.O.C.	(03)3349899
龍潭簡易型分行 Lungtan Mini Branch	桃園縣龍潭鄉中正路217號 217, Chung Cheng Rd., Lungtan Town, Taoyuan County, Taiwan, R.O.C.	(03)4995869
八德簡易型分行 Pader Mini Branch	桃園縣八德市介壽路1段948號 948, Chiehshou Rd., Sec. 1, Pader City, Taoyuan County, Taiwan, R.O.C.	(03)3756986
新竹分行 Hsinchu Branch	新竹市中山路163號 163, Chungshan Rd., Hsinchu City, Taiwan, R.O.C.	(03)5249999
竹北簡易型分行 Chupei Mini Branch	新竹縣竹北市中正東路195號 195, Chungcheng E. Rd., Chupei City, Hsinchu County, Taiwan, R.O.C.	(03)6561789
台中分行 Taichung Branch	台中市公益路299號 299, Gungyi Rd., Taichung City, Taiwan, R.O.C.	(04)23195599
豐原分行 Fongyuan Branch	台中縣豐原市信義街67巷15號 15, Lane 67, Hsinyi St., Fongyuan City, Taichung County, Taiwan, R.O.C.	(04)25255999
沙鹿分行 Shalu Branch	台中縣沙鹿鎮大同街15之5號 15-5, Tatung St., Shalu Town, Taichung County, Taiwan, R.O.C.	(04)26358989
員林分行 Yuanlin Branch	彰化縣員林鎮育英路24號 24, Yuying Rd., Yuanlin Town, Changhua County, Taiwan, R.O.C.	(04)8316769
嘉義分行 Chiayi Branch	嘉義市仁愛路381號 381, Jenai Rd., Chiayi City, Taiwan, R.O.C.	(05)2161789
台南分行 Tainan Branch	台南市中山路52號 52, Chungshan Rd., Tainan City, Taiwan, R.O.C.	(06)2211899
永康分行 Yungkung Branch	台南縣永康市中正南路30號 30, Chungcheng S. Rd., Yungkung City, Tainan County, Taiwan, R.O.C.	(06)2815999
高雄分行 Kaohsiung Branch	高雄市民權一路87號 87, Minquan 1st Rd., Kaohsiung, Taiwan, R.O.C.	(07)3359999
前金分行 Chienchin Branch	高雄市前金區七賢二路157號 157, Cisian 2nd Rd., Cianjin District, kaohsiung City, Taiwan, R.O.C.	(07)2887999
鳳山分行 Fengshan Branch	高雄縣鳳山市凱旋路339號 339, Kaihsuan Rd., Fengshan City, Kaohsiung County, Taiwan, R.O.C.	(07)7653999
北高雄分行 North Kaohsiung Branch	高雄市富國路185號 185, Fukuo Rd., Kaohsiung, Taiwan, R.O.C.	(07)5561999

註：民生東簡易型分行暫定於95.5.8遷移至台北市內湖路一段155號並更名爲西湖簡易型分行繼續營業，電話：(02) 26560899。

Note: We would like to change the name of one of our mini branches from Minsheng East to Hsihu and move it to No. 155, Neihu Rd, Sec 1, Taipei, Taiwan ( New Tel:02-26560899) on 8th May 2006.

董事長 邱正雄

邱正雄





安泰商業銀行

EnTie Commercial Bank