

「機構投資人盡職治理守則」遵循聲明

Statement of Compliance with "Stewardship Principles for Institutional Investors"

第一商業銀行股份有限公司辦理銀行法及經中央主管機關核定之業務，基於資金提供者（包含本行股東、依信託業法將財產信託予本行之委託人與受益人）之總體利益，聲明遵循「機構投資人盡職治理守則」，針對六項原則之遵循情形如下：

First Commercial Bank, Ltd. (hereinafter referred to as **"the Bank"**) conducts its business in accordance with the Banking Act and within the scope authorized by the central competent authority. In pursuit of the overall interests of fund providers (including shareholders of the Bank, as well as settlors and beneficiaries who entrust assets to the Bank under the Trust Enterprise Act), the Bank hereby declares its adherence to the **Stewardship Principles for Institutional Investors**. The Bank's compliance with the six principles below:

原則一 制定並揭露盡職治理政策

本行營運目標在於透過銀行業務之進行，以謀取資金提供者最大利益，為達成此一目標，本行之盡職治理政策，內容包括對資金提供者之責任及盡職治理行動之履行與揭露等，並為兼顧被投資事業永續發展，將環境、社會、公司治理(ESG)議題納入投資評估流程，以善盡盡職治理責任，創造長期投資價值，詳「第一商業銀行盡職治理準則」。

Principle 1: Establish and Disclose Stewardship Policies

The Bank's operational objective is to maximize the interests of fund providers through the execution of banking services. To achieve this objective, the Bank has established a stewardship policy that outlines its responsibilities toward fund providers and its commitment to implementing and disclosing stewardship actions. In alignment with the sustainable development of investee enterprises, the Bank incorporates Environmental, Social, and Governance (ESG) considerations into its investment evaluation process. This approach ensures the fulfillment of stewardship responsibilities and the creation of long-term investment value. For further details, please refer to the "First Commercial Bank Stewardship Code."

原則二 制定並揭露利益衝突管理政策

為確保本行基於資金提供者之利益執行業務，本行已於「第一商業銀行盡職治理準則」中訂定利益衝突管理政策，內容包括利益衝突之態樣及其管理方式。

Principle 2: Establish and Disclose Policies on Managing Conflicts of Interest

To ensure that the Bank conducts its business in alignment with the interests of fund providers, the Bank has established a Conflict-of-Interest Management Policy within the “First Commercial Bank Stewardship Code.” This policy outlines the types of potential conflicts of interest and corresponding management methods.

原則三 持續關注被投資公司

為確保本行取得充分且有效之資訊，以評估與被投資事業對話及互動之性質、時間及程度，並為本行之投資決策建立良好基礎。本行對被投資事業之關注項目包括相關新聞、財務表現、產業概況、經營策略、勞工權益、環境、社會及公司治理(ESG)等議題，且以 ESG 議題資訊分析與評估被投資事業之相關風險與機會，瞭解被投資事業之永續發展策略，作為後續投資決策。

Principle 3: Regularly Monitor Investee Companies

To ensure the Bank obtains sufficient and effective information to evaluate the nature, timing, and extent of dialogue and interaction with investee companies, and to establish a solid foundation for investment decisions, the Bank continuously monitors various aspects of investee enterprises. These include relevant news, financial performance, industry outlook, business strategies, labor rights, and Environmental, Social, and Governance (ESG) issues. ESG-related information is analyzed and assessed to identify potential risks and opportunities, and to understand the investee companies' sustainability strategies, which serve as a basis for subsequent investment decisions.

原則四 適當與被投資公司對話及互動

本行透過與被投資事業適當之對話及互動，以進一步瞭解與溝通其經營階層對產業所面臨之風險與策略，並致力與被投資事業在長期價值創造上取得一定共識。本行每年透過電話洽談、面會、參與法說會或派員參與董監事會、股東常會或重大之股東臨時會等方式與被投資事業經營階層溝通，並作為本行未來議合規劃及關注事項擬定之依據，及後續投資決策之考量因素。

當被投資事業在特定議題上有重大違反公司治理原則或損及本行資金提供者長期價值

之虞時，本行將不定時向被投資事業經營階層詢問處理情形，且不排除聯合其他投資人共同表達訴求，以維護資金提供者之權益，並提升被投資事業的永續發展；亦得針對特定 ESG 議題參與相關倡議組織，共同擴大及發揮機構投資人之影響力。

Principle 4: Maintain an Appropriate Dialogue and Interaction with Investee Companies

To enhance understanding and facilitate communication regarding the risks and strategic responses faced by investee companies, the Bank engages in appropriate dialogue and interaction with their management teams. These efforts aim to foster mutual alignment on long-term value creation.

Each year, the Bank communicates with investee company management through various channels, including telephone discussions, in-person meetings, participation in investor conferences, and attendance at board meetings, annual general meetings, and extraordinary shareholder meetings. These interactions serve as a foundation for the Bank's engagement planning, focus areas, and future investment decisions.

In cases where an investee company is found to have significantly violated corporate governance principles or poses a potential threat to the long-term value of fund providers, the Bank will proactively seek clarification from the company's management regarding remedial actions. Where appropriate, the Bank may collaborate with other institutional investors to jointly express concerns and advocate for corrective measures. Additionally, the Bank may participate in ESG-related initiatives to amplify the collective influence of institutional investors and promote sustainable development within investee companies.

原則五 建立並揭露明確投票政策與揭露投票情形

本行為謀取資金提供者之最大利益，已於「第一商業銀行盡職治理準則」中訂定明確投票政策，並遵循前開規範積極參與股東會議案投票，且並非絕對支持經營階層所提出之議案。

各年度投票情形之(彙總)揭露請詳本行官方網站(<https://www.firstbank.com.tw>)。

Principle 5: Establish and Disclose Clear Voting Policies and Voting Results

To maximum interests of fund providers, the Bank has established a clear voting policy within the "First Commercial Bank Stewardship Code." In accordance with this policy,

the Bank actively participates in voting on shareholder meeting proposals. The Bank does not absolutely support proposals submitted by company management.

A summary of the Bank's annual voting activities is disclosed on the official website: <https://www.firstbank.com.tw>

原則六 定期揭露履行盡職治理之情形

本行定期於官方網站(<https://www.firstbank.com.tw>)發布盡職治理報告或併於年報揭露履行盡職治理之情形，包括本遵循聲明及無法遵循部分原則之解釋、出席被投資事業股東會與投票情形及其他重大事項。

Principle 6: Periodically Disclose the Status of Fulfillment of Stewardship Responsibilities

The Bank regularly publishes stewardship reports on its official website (<https://www.firstbank.com.tw>) or discloses the status of stewardship practices in its annual report. These disclosures include the Bank's statement of compliance with the Stewardship Principles for Institutional Investors, explanations for any principles not fully adopted, records of participation and voting at investee companies' shareholder meetings, and other material matters related to stewardship activities.

簽署人：第一商業銀行股份有限公司

Signatory : First Commercial Bank, Ltd.

109年11月20日 November 20, 2020

