「機構投資人盡職治理守則」遵循聲明

路博邁證券投資信託股份有限公司(本公司)主要業務為證券投資信託業務以及其他經主管機關核准業務，係屬資產管理人。路博邁相信，參與(engagement)是投資者透過與企業管理層進行對話，以正面地影響企業行為，進一步為我們的客戶長久地創造可持續的回報。本公司聲明遵循「機構投資人盡職治理守則」，針對六項原則之遵循情形如下：

Neuberger Berman Securities Investment Trust Co., Ltd. (the Company) is mainly engaged in securities investment trust business and other businesses approved by regulator, it is an asset manager. Neuberger Berman believes that engagement is an opportunity for investors to positively influence corporate behavior through dialogue with corporate management, thereby creating sustainable returns for our clients over the long term. The Company declares that it complies with the "Code of Due Diligence for Institutional Investors". The compliance with the six principles is as follows:

原則一 制定並揭露盡職治理政策

Principle 1: Develop and disclose stewardship policy

本公司營運目標在於透過資產管理業務之進行，以謀取客戶/受益人/股東之最大利益。作為多元資產管理公司，我們按照路博邁《治理和參與原則》(Governance and Engagement Principle)，運用一系列工具和方式，參與各類資本結構的證券發行機構的治理活動。

The company's operating goal is to seek the maximum interests of clients/beneficiaries/shareholders through the conduct of asset management business. As a multi-asset manager, we participate in the governance of securities issuers across all capital structures using a range of tools and approaches in accordance with Neuberger Berman's Governance and Engagement Principles.

身為主動式投資經理人，一直以來我們相信無論從發掘機會或降低風險的角度來看，盡職治理與永續投資是左右長期投資表現的重要驅動因素。我們也深知許多客戶不僅重視投資報酬表現，亦在乎投資組合帶來的影響。路博邁盡職治理與永續投資政策適用範疇涵蓋路博邁投資平台上之各種投資策略，提供完整架構以利投資策略融合盡職治理與永續投資因子。每位投資組合經理人融合盡職治理與永續投資因子的方式取決於多種要素，其中包括策略目標、資產類別、投資時間範圍、特定研究與投資組合建構、以及投資組合經理人的投資哲學與流程。因此，我們可以依據投資工具類型，客製化盡職治理與永續投資因子之整合方式，以達到客戶目標及價值觀。

As an active investment manager, we have always believed that stewardship and sustainable investment

are important drivers of long-term investment performance, whether from the perspective of discovering opportunities or reducing risks. We also know that many clients not only value investment returns, but also care about the impact of their investment portfolios. The scope of application of stewardship and sustainable investment policy covers various investment strategies on Neuberger Berman investment platform, providing a complete framework to facilitate the integration of stewardship and sustainable investment factors in investment strategies. How each portfolio manager integrates stewardship and sustainability factors depends on a variety of factors, including strategy objectives, asset classes, investment time horizon, specific research and portfolio construction, and the portfolio manager's investment philosophy and process. Therefore, we can customize the integration of stewardship and sustainable investment factors based on the type of investment tool to achieve client goals and values.

為達成前述目標，路博邁擬訂盡職治理與永續投資政策，由路博邁盡職治理與永續投資委員會負責每年檢討盡職治理與永續投資政策，並視需要加以修正。路博邁設有專責的盡職治理與永續投資團隊，負責收集投資組合經理人、投資長、與執行長之意見，協助盡職治理與永續投資委員會制訂整個集團之盡職治理與永續投資策略。

To achieve the above objectives, Neuberger Berman has formulated a stewardship and sustainable investment policy. The Neuberger Berman Stewardship and Sustainable Investment Committee is responsible for reviewing the stewardship and sustainable investment policy annually and revising it as necessary. Neuberger Berman has a dedicated stewardship and sustainable investment team responsible for collecting opinions from portfolio managers, chief investment officers, and CEOs, and assisting the stewardship and sustainable investment committee in formulating the stewardship and sustainable investment strategy for the entire group.

上述路博邁治理和參與原則、盡職治理與永續投資政策、與履行盡職治理情形均揭露於本公司官網盡職治理專區：

https://www.nb.com/zh-tw/tw/stewarship_esg_tw

The above-mentioned Nerberger Berman's Governance and Engagement Principles, Stewardship and Sustainable Investment Policy, and stewardship implementation are all disclosed in the Stewardship section of the Company's official website:

https://www.nb.com/zh-tw/tw/stewarship_esg_tw

原則二 制定並揭露利益衝突管理政策

Principle 2: Develop and disclose conflict of interest management policy

為確保本公司基於客戶或受益人之利益執行其業務，本公司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。詳細利益衝突管理政策及重大利益衝突之處理情形請詳本公司盡職治理報告(含利益衝突管理政策與說明)：

https://www.nb.com/zh-tw/tw/stewarship_esg_tw

In order to ensure that the Company performs its business in the interests of its clients or beneficiaries, the Company has established a conflict of interest management policy, which includes the types of conflicts of interest and how to manage them. For detailed conflict of interest management policies and handling of major conflicts of interest, please refer to the Company's due diligence report (including conflict of interest management policies and instructions):

https://www.nb.com/zh-tw/tw/stewarship_esg_tw

原則三 持續關注被投資公司

Principle 3: Continue to focus on the the invested companies

為確保本公司取得充分且有效之資訊，以評估與被投資公司對話及互動之性質、時間與程度，並為本公司之投資決策建立良好基礎，本公司針對被投資公司之關注項目包括相關新聞、財務表現、產業概況、經營策略、環境保護作為、社會責任與勞工權益及公司治理等議題。

In order to ensure that the Company obtains sufficient and effective information to evaluate the nature, timing and extent of dialogue and interaction with the investee companies and to establish a good foundation for the Company's investment decisions, the Company focus on the investee companies includes relevant news, financial performance, industry overview, business strategy, environmental protection measures, social responsibility and labor rights and corporate governance issues.

過去幾年來，路博邁不斷地與各界分享參與治理的哲學、文化、與架構。在路博邁，分析師與投資組合經理人對企業進行基本面分析，永遠是參與治理的第一步，我們採用的參與治理工具與技巧也隨著時間不斷精進，相關研究案例與統計數字請詳本公司盡職治理報告(含利益衝突管理政策與說明)：

https://www.nb.com/zh-tw/tw/stewarship_esg_tw

Over the past few years, Nerberger Berman has continued to share its philosophy, culture, and structure of stewardship and engagement with various sectors. At Neuberger Berman, fundamental analysis of companies by analysts and portfolio managers is always the first step in engagement. The tools and techniques we use for engagement have also been continuously refined over time. For relevant research cases and statistics, please refer to our company's stewardship report (including conflict of interest management policy and instructions):

原則四 適當與被投資公司對話及互動

Principle 4: Engage in appropriate dialogue and interaction with investee companies

本公司透過與被投資公司適當之對話及互動，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，並致力與被投資公司在長期價值創造上取得一定共識。本公司每年透過電話會議、面會、參與法說會或派員參與股東常會或重大之股東臨時會等方式與被投資公司經營階層溝通。當被投資公司在特定議題上有重大違反公司治理原則或損及本公司客戶/受益人/股東長期價值之虞時，本公司將不定時向被投資公司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，參與企業治理並積極落實股東權利。如果本公司持續對被投資公司的公司治理不滿意，那麼我們將根據情況考慮出售股票或採取更積極的做法。相關說明請詳本公司盡職治理報告(含利益衝突管理政策與說明)：

https://www.nb.com/zh-tw/tw/stewarship_esg_tw

The Company further understands and communicates with the management of the investee companies about the risks and strategies faced by the industry through appropriate dialogue and interaction, and strives to building consensus with the investee companies on long-term value creation. The Company communicates with the management of the investee companies every year through telephone conferences, face-to-face meetings, participation in legal briefings, or dispatching personnel to attend regular shareholders' meetings or major extraordinary shareholders' meetings. When an investee company has committed a significant breach ofGovernance and Engagement Principle on a specific issue or is suspected of damaging the long-term value of the company's customers/beneficiaries/shareholders, the company will inquire with the investee company's management regarding the status of remedial actions from time to time, and does not rule out joining other investors to express the concerns, participate in the active engagement and implement shareholder rights. If the Company continues to be dissatisfied with the performanceof an investee company, then we will consider selling the shares or taking escalated action, depending on the circumstances. For relevant explanations, please refer to the company's due diligence report (including conflict of interest management policy and instructions):

https://www.nb.com/zh-tw/tw/stewarship_esg_tw

原則五 建立明確投票政策與揭露投票情形

Principle 5: Establish clear voting policies and disclose voting information

本公司為謀取客戶/受益人/股東之最大利益，訂定明確投票政策，積極進行股東會議案

投票，且並非絕對支持經營階層所提出之議案。

In order to maximize the interests of customers/beneficiaries/shareholders, the Company has established a clear voting policy and actively votes on shareholder meeting proposalsand does not provide unconditional support for proposals put forward by management..

各年度投票情形之(彙總)揭露請詳本公司官網盡職治理專區之盡職治理報告(含利益衝突管理政策與說明)與股東會投票情形彙總表：

https://www.nb.com/zh-tw/tw/stewarship_esg_tw

For the (summary) disclosure of voting results for each year, please refer to the Stewardship Report (including conflict of interest management policy and instructions) and the summary table of shareholders' meeting voting results in the Stewardship Zone of the Company's official website:

https://www.nb.com/zh-tw/tw/stewarship_esg_tw

原則六 定期向客戶或受益人揭露履行盡職治理之情形

Principle 6 Regularly disclose stewardship practice to clients or beneficiaries

本公司定期或不定期於本公司網站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、出席被投資公司股東會與投票情形及其他重大事項，相關資料請詳本公司盡職治理專區：

https://www.nb.com/zh-tw/tw/stewarship_esg_tw

The Company regularly or irregularly discloses the implementation of stewardship on the Company's website, including this compliance statement and explanations of failure to comply with certain principles, attendance at shareholder meetings of investee companies and voting, and other major matters. For relevant information, please refer to the Stewardship Zone of the Company's official website :

簽署人　路博邁證券投資信託股份有限公司

114 年 2 月 日 20