合作金庫人壽保險股份有限公司
「機構投資人盡職治理守則」遵循聲明

合作金庫人壽保險股份有限公司(以下簡稱本公司)主要業務為人身保險業務，係屬「機構投資人盡職治理守則」所規定「機構投資人」中之「資產擁有人」。本公司聲明遵循「機構投資人盡職治理守則」，針對七項原則之遵循情形說明如下：

原則一　制定並揭露盡職治理政策

本公司營運目標在於「以客為尊」、「以人為本」和「永續經營」為客戶與股東共創雙贏。為達成此目標，並落實企業永續發展，確保客戶與股東的長期價值，本公司依據主管機關法令規定，訂定投資管理政策與內部控制制度等相關規範，並考量環境、社會、公司治理(ESG)進行投資，以善盡機構投資人之盡職治理責任。

原則二　制定並揭露利益衝突管理政策

為確保本公司基於客戶利益與股東權益執行相關業務，本公司訂有相關人員自律規範及避免利益衝突之政策，包括執行職務應遵守原則及規定，並遵守相關法令規定。

原則三　持續關注被投資公司

為確保本公司取得充分且有效之資訊，以建立良好之投資決策基礎，針對被投資公司之相關新聞、財務表現、產業概況、經營策略、環境保護作為、社會責任與公司治理等議題，持續予以關注。

原則四　適當與被投資公司對話及互動

本公司透過與被投資公司適當之對話及互動，以進一步瞭解其經營階層對產業所面臨之風險與執行之策略，並致力與被投資公司在長期價值創造上取得一定共識。本公司透過電話會議或參與法說會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時，或損及股東價值時，或對環境、社會或公司治理具負面影響，本公司將盡可能向被投資公司經營階層詢問處理情形，且不排除必要時與其他機構投資人合作，共同表達訴求。

原則五　建立並揭露明確投票政策與揭露投票情形

本公司為謀取客戶及股東之最大利益，遵循保險法及相關法令函釋，訂定明確投票政策，於被投資公司股東會召開前，均審慎評估各項議案對本公司之影響，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。

此外，本公司依據保險法第一百四十六條之一第三項各款規定，不得行使對被投資公司董事、監察人選舉之表決權，且不得擔任被投資公司董事、監察人等。

原則六　定期揭露履行盡職治理之情形

本公司定期於公司網站彙報履行盡職治理之情形，包括本遵循聲明、出席被投資公司股東會與投票情形、盡職治理報告及其他重大事項。

原則七　服務提供者應提供可協助機構投資人履行盡職治理責任之服務

本公司非屬於盡職治理服務提供者，且並未委託任何外部機構代為履行盡職治理事宜(包含代理研究和代理投票服務等)，相關業務均由內部研究團隊負責。

簽署人　　合作金庫人壽保險股份有限公司

民國 107 年 08 月 30 日簽署

民國 109 年 09 月 03 日更新

民國 113 年 09 月 19 日更新

民國 114 年 09 月 19 日更新

BNP Paribas Cardif TCB Life Insurance Co., Ltd.
Statement of Compliance with Stewardship Principles for Institutional Investors

BNP Paribas Cardif TCB Life Insurance Co., Ltd. (hereinafter referred to as "the Company") is primarily engaged in the life insurance business and qualifies as an "Asset Owner" under the definition of "institutional investors" in the “Stewardship Principles for Institutional Investors”. The Company hereby declares its commitment to complying with the “Stewardship Principles for Institutional Investors” and provides the following statement regarding its adherence to the seven principles:

Principle 1 Establish and Disclose Stewardship Policies

The Company’s operational objectives are centered on “customer first,” “people-oriented,” and “sustainable management” to create a win-win situation for both customers and shareholders. To achieve these objectives and implement sustainable corporate development while safeguarding the long-term value of customers and shareholders, the Company has established investment management policies and internal control systems in accordance with the regulations of the competent authorities. In addition, the Company considers Environmental, Social, and Corporate Governance (ESG) factors in its investments to fulfill its responsibilities as an institutional investor.

Principle 2 Establish and Disclose Policies on Managing Conflicts of Interest

To ensure that the Company conducts its business in the best interests of both customers and shareholders, the Company has established self-discipline guidelines for related personnel and policies to prevent conflicts of interest, these include principles and rules that personnel must adhere to in the performance of their duties, as well as compliance with relevant laws and regulations.

Principle 3 Regularly Monitor Investee Companies

To ensure that the Company obtains sufficient and reliable information to establish a sound basis for investment decisions, it continuously monitors issues related to investee companies, including relevant news, financial performance, industry conditions, business strategies, environmental protection practices, social responsibility, and corporate governance.

Principle 4 Maintain an Appropriate Dialogue and Interaction with Investee Companies

The Company engages in appropriate dialogue and interaction with investee companies to better understand how their management addresses industry-related risks and implements strategies, and strives to reach a certain level of consensus with investee companies on long-term value creation. The Company communicates with the management of investee companies through conference calls or by attending investor briefings. When an investee company significantly violates corporate governance principles, harms shareholder value, or has a negative impact on Environmental, Social, or Corporate Governance (ESG) matters, the Company will, whenever possible, inquire with the management about the handling of such issues and, if necessary, collaborate with other institutional investors to collectively express its concerns.

Principle 5 Establish and Disclose Clear Voting Policies and Voting Results

In order to pursue the best interests of its customers and shareholders, the Company complies with the Insurance Act and relevant regulations and interpretations, and has established a clear voting policy. Prior to the shareholders' meetings of investee companies, the Company carefully evaluates the impact of each agenda item on the Company and actively exercises its voting rights, without automatically supporting proposals put forward by management.

In addition, pursuant to Paragraph 3, Article 146-1 of the Insurance Act, the Company may not cast a vote in the election of directors or supervisors at the company being invested, nor serve as a director or supervisor of the investee company.

Principle 6 Periodically Disclose the Status of Fulfilment of Stewardship Responsibilities

The Company periodically discloses on its website the implementation status of its stewardship responsibilities, including this compliance statement, attendance and voting results at investee companies' shareholders' meetings, stewardship reports, and other material matters.

Principle 7: Service Providers Shall Provide Services that Can Assist Institutional Investors in Fulfilling their Stewardship Responsibilities

The Company is not a provider of stewardship services, nor has it outsourced any stewardship activities (including proxy research and proxy voting services) to external institutions. All related matters are handled by the Company's internal research team.

Organization Name: BNP Paribas Cardif TCB Life Insurance Co., Ltd.
Signed on August 30, 2018
Updated on September 3, 2020
Updated on September 19, 2024
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