玉山投信
E.SUN ASSET MANAGEMENT

玉山證券投資信託股份有限公司
「機構投資人盡職治理守則」遵循聲明

E.SUN ASSET MANAGEMENT

Statement of Compliance with the Stewardship Principles for Institutional Investors

玉山證券投資信託股份有限公司（以下稱「本公司」）經營證券投資信託業務、全權委託投資業務及其他經主管機關核准之業務，係屬資產管理人。本公司透過對被投資公司之關注、對話、互動，及致力提升投資價值之過程，促使被投資公司改善公司治理品質，帶動產業、經濟及社會整體之良性發展，善盡資產擁有人或管理人責任，以增進本身及資金提供者之長期價值。本公司聲明遵循「機構投資人盡職治理守則」六大原則，並依其六項原則說明相關政策與執行情形如下，**沒有無法或難以遵循之項目**。

I, E.SUN ASSET MANAGEMENT (hereinafter referred to as "the Company") undertake the businesses of securities investment trust, discretionary investment and any business allowed by FSC as an asset manager. Through ongoing monitoring, dialogue, and engagement with investee companies—and through efforts to enhance investment value—the Company prompts investee companies to improve the quality of their corporate governance, thereby fostering the sound development of industry, the economy, and society as a whole, and duly discharges its responsibilities as an asset owner or manager so as to enhance long-term value for the Company and its capital providers. The Company hereby declares compliance with the Stewardship Principles for Institutional Investors (hereinafter referred to as the “Principles”), and, in line with the six core principles, sets out the relevant policies and implementation status below. There is no item unable or difficult to comply with.

【原則 1】制定並揭露盡職治理政策

一、本公司營運目標在於透過證券投資信託業務及全權委託投資業務之進行，以謀取客戶、受益人及股東之最大利益，為達成此一目標，本公司擬訂盡職治理政策，內容包括對客戶、受益人及股東之責任及盡職治理行動之履行與揭露等。詳細政策內容請詳本公司盡職治理報告書。

二、本公司將環境、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。

三、另本公司於公司網站揭露履行盡職治理之情形，每年至少更新一次。

【Principle 1】Establish and disclose stewardship policies

1. The Company's operational objective is to maximize the interests of clients, beneficiaries and shareholders through conducting the businesses of securities investment trust and discretionary investment. To achieve this objective, the Company has formulated a stewardship policy including but not limited to its responsibilities to clients, beneficiaries and shareholders and disclosure of how to fulfill the stewardship duties. Please find more details in our Annual Stewardship Report.
2. The Company integrates environmental, social, and governance ("ESG") factors into its investment evaluation process to fulfill its stewardship responsibilities and create long-term investment value.
3. The Company discloses and updates the status of its fulfilment of stewardship responsibilities on its corporate website at least once a year.

【原則 2】制定並揭露利益衝突管理政策

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，內容包涵蓋以下重點，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書。

一、利益衝突之態樣：如機構投資人為特定客戶利益，做出不利其他利害關係人之決策、或因私利對客戶或受益人不利之決策與行動等。

二、各利益態樣之管理方式：包括落實教育宣導、權責分工、資訊控管、防火牆設計、偵測監督控管機制、合理的薪酬制度及彌補措施等。

三、如發生重大利益衝突事件，本公司亦將依政策向客戶或受益人彙總說明事件原委與處理方式，並適時進行揭露。

【Principle 2】Establish and disclose policies on managing conflicts of interest

To ensure conduct businesses in the interest of clients or beneficiaries, the Company maintains a conflicts-of-interest policy. The key addresses are as below. Please find more details about types of conflicts of interest and management measures in our Annual Stewardship Report.

1. Types of conflicts, such as decisions taken to benefit a particular client at the expense of other stakeholders, or decisions/actions influenced by private interests to the detriment of clients or beneficiaries;
2. Management measures for each conflict type, including training and awareness, segregation of duties, information barriers, firewall design and detection/monitoring mechanisms, reasonable remuneration systems and remedial measures; and
3. If a material conflict arises, the Company will, pursuant to policy, report to clients or beneficiaries with a consolidated explanation of causes and handling, and make timely disclosures as appropriate.

【原則 3】持續關注被投資公司

本公司認為持續關注被投資公司是執行盡職治理的基礎，本公司於投資後持續蒐集並分析被投資公司之資訊，以評估其長期價值與永續風險，及決定進一步與被投資公司對話、互動之方式與時間，作為未來投資決策之參考，關注內容包括：

一、產業概況、機會與風險、股東結構、經營策略、營運概況、財務狀況、財務績效、現金流量、股價、環境影響、社會議題及公司治理情形等。

二、資訊來源除內部評估外，並運用外部機構研究報告或數據平台強化評估基礎，為後續盡職治理行動或投資決策提供依據。

【Principle 3】Regularly monitor investee companies

The Company considers continuous monitoring of investee companies to be fundamental to stewardship. After investing, the Company continually gathers and analyzes information on investees to assess long-term value and sustainability risks and to determine the timing and form of further dialogue and engagement, which also informs future investment decisions. Areas of focus include:

1. Industry overview, opportunities and risks, ownership structure, business strategy, operations, financial condition and performance, cash flows, share price, environmental impacts, social issues, and corporate governance practices; and
2. In addition to internal assessments, the Company utilizes external research reports and data platforms to strengthen its evaluation basis and to support subsequent stewardship actions and investment decisions.

【原則 4】適當與被投資公司對話及互動

本公司認為與被投資公司之溝通與互動為落實盡職治理的重要環節，目的在於針對所關注之重大議題，向被投資公司經營階層取得更深入之瞭解，並適時表達建議，以強化其公司治理與永續發展。本公司將依投資目的、持股性質、所涉議題之重大性及執行成本與效益，決定與被投資公司對話與互動之方式與時間，互動形式包括但不限於：

- 與經營階層進行書面或口頭溝通；
- 針對特定議題公開發表聲明；
- 於股東會發表意見；
- 提出股東會議案；
- 積極參與股東會投票等。

倘若議題性質具有共通性或影響重大，本公司將視情況與其他機構投資人共同合作，以擴大議合效益並提升影響力。此外，亦得就特定 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。本公司亦重視互動或議合後對被投資公司產生之實質影響，並據以滾動檢討未來議合策略與投資決策。

【Principle 4】Maintain an appropriate dialogue and interaction with investee companies

The Company views communication and engagement with investee companies as essential to effective stewardship. The purpose is to obtain deeper understanding from management on material issues of concern and to provide timely suggestions that strengthen governance and sustainability. Considering investment objectives, the nature of holdings, the materiality of the issues, and cost-benefit factors, the Company will determine the timing and form of dialogue and engagement, including but not limited to:

- Written or oral communications with management;
- Public statements on specific issues;
- Remarks at shareholders' meetings;

- Submission of shareholder proposals; and
- Active participation in voting at shareholders' meetings.

Where issues are common across companies or of significant impact, the Company may collaborate with other institutional investors to amplify engagement effectiveness and influence. The Company may also participate in relevant initiatives on specific ESG topics to broaden and exercise the collective influence of institutional investors.

The Company values the outcomes of engagements and will review and refine its engagement strategy and investment decisions based on the tangible impact on investee companies.

【原則 5】建立並揭露明確投票政策與揭露投票情形

本公司已建立明確之投票政策，作為行使股東會表決權之依據，並將依據所取得之資訊，審慎評估被投資公司各項議案內容，尤其針對客戶、受益人及被投資公司具有重大影響之議案，妥善行使所持有或受託管理之投票權。投票決策將考量其對長期利益之影響，避免機械式贊成、反對或棄權，本公司之投票政策內容已予以揭露，內容包括：

- 考量成本效益後設定之投票權行使門檻，例如針對持股達一定比率或金額者始行使投票權；
- 行使投票權之前，應盡可能審慎評估各股東會議案，必要時得於股東會前與經營階層進行瞭解與溝通；
- 定義機構投資人原則上支持、反對或僅能表達棄權之議案類型；
- 聲明機構投資人並非絕對支持經營階層所提出之議案；
- 取得與採納服務提供者投票建議報告之情形。

本公司亦妥善記錄及分析每年度依據政策執行投票之情形，並採彙總方式揭露投票結果，包括對各類議案投下贊成、反對及棄權之比率，以及對重大議案投票立場之理由說明，以強化資訊透明度與治理責任

【Principle 5】Establish and disclose clear voting policies and voting results

The Company has established a clear voting policy as the basis for exercising shareholder rights. Relying on available information, the Company will prudently evaluate each agenda item at shareholders' meetings and properly exercise voting rights for shares held or managed in trust, especially with respect to proposals that materially affect clients, beneficiaries, or investee companies. Voting decisions will consider impacts on long-term interests and avoid mechanical approvals, rejections, or abstentions. The disclosed voting policy includes:

- Thresholds for exercising voting rights after cost-benefit considerations (e.g., exercising votes only when holdings exceed a specified ratio or amount);
- Prudent assessment of each proposal before voting, with engagement with management before the meeting when necessary;
- Definitions of proposal categories the Company would generally support, oppose, or abstain from;
- A statement that the Company does not automatically support management proposals; and

- How the Company obtains and adopts recommendations from service providers.

The Company also records and analyzes annual voting conducted under the policy and discloses aggregated results—such as the percentages of for/against/abstain by proposal category—and explains the rationale for positions on material proposals to enhance transparency and accountability.

【原則 6】定期揭露履行盡職治理之情形

本公司持續記錄並檢視履行盡職治理之情形，作為後續評估政策成效與調整盡職治理行動之依據，並定期檢討盡職治理政策、利益衝突政策及投票政策之適切性與有效性。

對於受益人或客戶另有約定或要求者，本公司得以書面、電子或其他便於取得與閱讀之方式，定期提供盡職治理執行情形之報告。若客戶或受益人為多數，或合約未明定揭露頻率與內容者，則本公司原則上每年透過公司網站公開揭露盡職治理履行情形，關注內容包括：

- 「機構投資人盡職治理守則」遵循聲明及無法遵循部分原則之解釋；
- 公司為落實盡職治理，所投入之內部資源、執行盡職治理之組織架構等資訊；
- 議合次數的統計；
- 個案說明與被投資公司對話及互動情形，議合成果與後續追蹤情形；
- 與其他機構投資人合作的案例；
- 出席或委託出席被投資公司股東會之情形；
- 投票情形；
- 客戶、受益人、被投資公司或其他機構投資人等利害關係人聯繫簽署人之管道；
- 其他重大事項 (如過去一年發生之重大利益衝突事件等)。

【Principle 6】Periodically disclose the status of fulfilment of stewardship responsibilities

The Company continuously records and reviews the implementation of its stewardship responsibilities, which serves as the basis for subsequent assessments of policy effectiveness and adjustments to stewardship actions. The Company also periodically reviews the appropriateness and effectiveness of its stewardship policy, conflicts-of-interest policy, and voting policy.

Where otherwise agreed or requested by beneficiaries or clients, the Company may provide periodic reports on stewardship implementation in written, electronic, or other accessible formats. Where beneficiaries or clients are numerous, or disclosure frequency/content is not specified in contracts, the Company will, in principle, disclose stewardship implementation annually via its website. Key addresses include:

- The Statement of Compliance with the Stewardship Principles and explanations for any non-compliance;
- Internal resources allocated to stewardship and the organizational structure for stewardship;
- Statistics on engagement frequency;
- Case studies on dialogues and interactions with investee companies, engagement outcomes, and follow-up;
- Collaboration cases with other institutional investors;
- Attendance or proxy attendance at investee companies' shareholders' meetings;

玉山投信
E.SUN ASSET MANAGEMENT

- Voting records;
- Contact channels for stakeholders (clients, beneficiaries, investee companies, and other institutional investors) to reach the signatory; and
- Other material matters (e.g., material conflicts-of-interest events in the past year).

簽署人　玉山證券投資信託股份有限公司

Signatory: E.SUN ASSET MANAGEMENT

中華民國　115　年　7　月 20 日

July 20, 2026