

投票指引

Voting Guide

1) 目的

Purpose

1.1 本行基於謀求本行股東之最大利益，依據「機構投資人盡職治理守則」及本行之「機構投資人盡職治理政策」(以下簡稱「該政策」)規定，訂定本投票指引(以下簡稱「本指引」)以資遵循。

For the best interest of the shareholders of DBS Bank (Taiwan) Ltd (the “Bank”), the Bank establishes this Voting Guide (the “Guide”) in accordance with “Institutional Investor Stewardship Principles” and the “Institutional Investor Stewardship Policy” of the Bank (the “Policy”).

2) 投票指引

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2.1 本行基於被投資公司之股東行使股權之投票權應遵循之原則應依據該政策第4章「投票政策」之相關規範辦理。

The Bank shall follow the guidance and requirements as stipulated under Chapter 4 “Voting Policy” of the Policy when exercising its voting rights as the shareholder of the investee companies.

2.2 本行對於被投資公司股東會各項討論案行使投票權前，秘書部應召集內部會議或以電子郵件方式與相關部門主管(包括但不限於財務主管、營運長、金融市場處主管等)溝通討論必要討論之股東會討論案，並就投票結果報請總經理核准。

Before the Bank casts its vote on the approval items in the AGM / EGM agenda of the investee companies, Secretariat shall communicate with management (including but not limited to CFO, COO, Head of T&M, etc.) by internal meetings or via emails to discuss the approval items listed in the shareholders’ meeting’s agenda as needed, and report to General Manager of the Bank for final approval.

2.3 本行收到被投資公司之股東會開會通知書，應於股東會開會期限內由本行總經理室秘書部諮詢本行總經理是否出席股東會並指派出席人員，並留存資料備查。

When the Bank receives a shareholders' meeting notice from the invested company, the GM Office-Secretariat shall, before the shareholders' meeting, consult General Manager of the Bank on whether to attend the shareholders' meeting of the investee company and on the designation of a representative to attend the meeting on the Bank's behalf, and keep relevant documentation for record.

2.4 本行對於投資期間超過 1 年但持股比例 5%以下者，得不指派人員出席股東會。

The Bank may not designate a representative to attend the shareholders' meeting of investee companies where the Bank's shareholding is over 1 year but less than 5% of the issued shares of the investee company.

2.5 本行參與股東會行使表決權之情形應留存資料備查 (如附件一)。

Information regarding the final voting on the agenda items of the investee companies of the cases where the Bank attends the shareholders' meetings and exercises the voting right shall be retained for record (as set out in Appendix 1).

2.6 本行行使被投資公司之投票表決權，得依公司法第 177 條之 1 規定，得以書面或被投資公司所提公司電子投票方式行使。

The Bank may exercise its voting rights in writing or via electronic methods as provided by the investee companies in accordance with Article 177-1 of the Company Act.

3) 揭露方式與頻率

Disclosure of Voting Summary and Frequency

3.1 本行得每年於本行網站或年報揭露年度彙總投票情形。

The Bank may disclose a voting summary via its public website or annual report on an annual basis.

4) 附則

Miscellaneous

4.1 本指引應至少每兩年檢視一次。

This Guide shall be reviewed at least every two years.

4.2 本指引依據秘書部之分層負責表由總經理或其授權之人核定後實施。其嗣後之修訂亦同。

This Guide and its subsequent amendments shall become effective upon the approval by General Manager or his/ her delegate is obtained.

附件一
Appendix 1

星展(台灣)商業銀行股份有限公司
出席股東會表決權簽核表

被投資公司名稱	投資金額	持股比率	股東會開會日期
議案	擬行使之表決權		
	同意	不同意	棄權

簽核程序：

- Step 1: 接獲股東會開會通知
- Step 2: 填寫本簽核表
- Step 3: 與相關主管討論決議內容並呈總經理簽核
- Step 4: 申請開會通知用印
- Step 5: 秘書部用印及存檔備查