

# 2006 年度年報

## ANNUAL REPORT

JAN. 1, 2006 ~ DEC. 31, 2006

高雄銀行

九十五年  
年度年報

BANK OF KAOHSIUNG 2006 ANNUAL REPORT



**高雄銀行**  
BANK OF KAOHSIUNG

高雄市左營區博愛二路168號

168 Po Ai 2nd Rd, Tsuying District, Kaohsiung, Taiwan

Tel:(886)7-557-0535 Fax:(886)7-558-0529

免費諮詢專線 Free Call:0800751068

網址 Website:<http://www.bok.com.tw>

E-mail:[service@mail.bok.com.tw](mailto:service@mail.bok.com.tw)

刊印日期Published date : May 31, 2007

(中英文版如有出入，中文版為準)

\*The Chinese version rules if any contradiction in meaning exists between the Chinese version and English version

#### 總行

地址：高雄市左營區博愛二路168號

電話：(07) 557-0535

網址：www.bok.com.tw

#### 發言人

姓名：徐翠梅

職稱：董事會秘書處主任秘書

電話：(07) 557-0535轉292

電子郵件信箱：m0020@mail.bok.com.tw

#### 代理發言人

姓名：賴光二

職稱：副總經理

電話：(07) 557-0535轉204

電子郵件信箱：kennylai.bok.com.tw

#### 辦理股票過戶機構

名稱：國票綜合證券股份有限公司

地址：台北市大同區重慶北路三段199號4樓

電話：(02) 2593-6666

網址：www.ibus.com.tw

#### 本年度信用評等公司

名稱：中華信用評等股份有限公司

地址：台北市信義區信義路5段7號49樓(台北101大樓)

電話：(02) 8722-5800

網址：www.taiwanratings.com

#### 本年度財務報告簽證會計師

姓名：謝仁耀、蔡淑滿

事務所名稱：建興聯合會計師事務所

地址：高雄市苓雅區林森二路21號12樓

電話：(07) 331-2133

網址：www.econsulting.com.tw

海外有價證券掛牌買賣之交易場所：無

#### Head Office

Address：168 Po Ai 2nd Rd, Tsoying District, Kaohsiung, Taiwan

Tel：(886) 7-557-0535

Website：www.bok.com.tw

#### Spokesperson

Name：Tsui-Mei Hsu

Title：Chief Secretary, Board of Directors/ Secretary's Dept.

Tel：(886) 7-557-0535 ext.292

E-mail：m0020@mail.bok.com.tw

#### Acting spokesperson

Name：Kuang-Erh Lai

Title：Executive Vice President

Tel：(886) 7-557-0535 ext.204

E-mail：kennylai@mail.bok.com.tw

#### Stock Registration Agent

Name：Waterland Securities Co., Ltd.

Address：4F, 199, Sec. 3, ChongCing N. Rd., Datong District, Taipei, Taiwan

Tel：(886) 2-2593-6666

Website：www.ibus.com.tw

#### Credit Rating Agency

Name：Taiwan Ratings Corporation

Address：49F., TAIPEI 101 TOWER , 7, Sec. 5, Xinyi Rd., Xinyi District, Taipei, Taiwan

Tel：(886) 2-8722-5800

Website：www.taiwanratings.com

#### Independent Auditors

Name：Jen-Yao Hsieh, Shu-Man Tsai

Company：Horwath Chien Hsing, Certified Public Accountants

Address：12F, 21, LinShen 2nd Rd., Lingya District, Kaohsiung, Taiwan

Tel：(07) 331-2133

Website：www.econsulting.com.tw

Exchange Houses where Overseas Securities are Listed：none.

# 2006 ANNUAL REPORT

## 目錄

### Catalog

致股東報告書	1
銀行簡介	8
公司治理報告	10
一、組織系統	11
二、董事、監察人、總經理、副總經理、協理、各部門及分支機構主管資料	13
三、公司治理運作情形	30
四、會計師公費資訊	43
五、更換會計師資訊	44
六、董事長、總經理、負責財務或會計事務之經理人，最近1年內曾任職於簽證會計師所屬事務所或其關係企業情形	45
七、95年度及截至96年3月止，董事、監察人、經理人及依銀行法第25條第3項規定應申報股權者之股權變動情形	45
八、持股比例占前十大股東間互為財務會計準則公報第6號關係人關係之資訊	45
九、本行及董事、監察人、總經理、副總經理、協理、各部門及分支機構主管及銀行直接或間接控制之事業對同一轉投資事業之持股數及綜合持股比例	47
募資情形	48
一、股份及股利	49
二、金融債券、特別股、海外存託憑證、員工認股權憑證及併購（包括合併、收購及分割）之辦理情形	54
三、資金運用計畫執行情形	55
營運概況	56
一、業務內容	57
二、最近2年度及截至96年3月止從業員工人數、平均服務年資、平均年齡、學歷分布比率、員工持有之專業證照及進修訓練情形	64
三、企業責任及道德行為	65
四、資訊設備	66
五、勞資關係	67
六、重要契約	68
七、95年度依金融資產證券化條例或不動產證券化條例申請核准辦理之證券化商品類型及相關資訊	68
財務概況	70
一、最近5年度簡明資產負債表及損益表	71
二、最近5年度財務分析	73
三、95年度財務報告之監察人審查報告	77
四、95年度財務報表	78
五、95年度經會計師查核簽證之母子公司合併財務報表	131
六、95年度及截至96年3月止本行及關係企業發生之財務週轉困難情事	135
財務狀況及經營結果之檢討分析與風險管理事項	136
一、財務狀況	137
二、經營結果	138
三、現金流量	139
四、95年度重大資本支出對財務業務之影響	139
五、95年度轉投資政策、其獲利或虧損之主要原因、改善計畫及未來一年投資計畫	140
六、風險管理事項之評估	140
七、危機處理應變機制	146
八、其他重要事項	146
特別記載事項	148
一、關係企業相關資料	149
二、95年度及截至96年3月止，私募有價證券及金融債券辦理情形	151
三、95年度及截至96年3月止，子公司持有或處分本行股票情形	151
四、其他必要補充說明事項	151
資訊透明化揭露	152
總行及國內外分支機構之地址及電話	160

<b>Message to Our Shareholders</b>	1
<b>Introduction</b>	8
<b>Corporate Governance Report</b>	10
1.Organization	11
2.Information on Directors, Supervisors and Officers	13
3.Corporate Governance Practices	30
4.Information Regarding Fee	43
5.Alternation of CPA	44
6.Chairman, President or Managers Responsible for Financial or Accounting Business Assume Positions in the Office of CPA Certified the Bank's Financial Statement or in the Affiliates Thereof in the Latest Year	45
7.Change of Shares which Belong to Directors, Supervisors, Officers and Shareholders Who Shall Report Their Shares under Clause 25, Item 3 in the Banking Law of the Republic of China for FY 2006 and up to March 2007	45
8.Information for Top Ten Shareholders Being the Related Party as Defined in Statement of Financial Accounting Standards No. 6.	45
9.The Shareholding and Syndicated Shareholding of an Identical Invested Business Held by the Bank, Directors, Supervisors, President, Exec. Vice Presidents, Heads of Departments and Branches and the Bank Directly or Indirectly Governed Business	47
<b>Fund Raising</b>	48
1.Stocks & Dividends	49
2.Financial Bonds、Preferred Stocks、Overseas Depository Receipts、Employees Share Options Receipts、Merger & Acquisitions	54
3.Fund Utilization Plans	55
<b>Business Review and Achievements</b>	56
1.Business Description	57
2.Number of Employees, Average Years of Service, Average Age, Education, Certificated Professional License, Education & Training of Employees Employed for the Past Two Years & up to March 2007	64
3.Social Responsibility and Moral Behavior of the Enterprise	65
4.Information Technology and Computer Facility	66
5.Relations between Management & Labor	67
6.Significant Contracts	68
7.Information on Securitization Products Issued in FY 2006 Permitted under "Financial Assets Securitization Provision" or "Real Estate Securitization Provision"	68
<b>Financial Summary</b>	70
1.Condensed Balance Sheets and Statements of Income for the Past Five Years	71
2.Financial Analyses for the Past Five Years	73
3.Supervisors' Report for FY 2006	77
4.Financial Statements for FY 2006	78
5.Audited Consolidated Financial Statements for FY 2006	131
6.Financial Difficulties that Occurred to the Bank of Kaohsiung and the Related Parties for FY 2006 & up to March 2007	135
<b>Review &amp; Analyses of Financial Position, of Operation Results and the Evaluation of Risk Management</b>	136
1.Financial Position	137
2.Results of Operation	138
3.Cash Flows	139
4.The Impact of Major Capital Expenditures on Financial Operations in FY 2006	139
5.The Reason of Gain / Loss of Transfer Investment Policy in FY 2006, Corrective Action, and Investment Plan for the Next Year	140
6.The Evaluation of Risk Management	140
7.Responsive Mechanism for Crisis Management	146
8.Other Significant Events	146
<b>Special Notes</b>	148
1.Related Information on Affiliated Enterprises	149
2.Private Placement of Marketable Security and Financial Bonds in FY 2006 and up to March 2007	151
3.BOK Stocks Held or Disposed by the Subsidiary of Us in FY 2006 and up to March 2007	151
4.Other Supplementary Disclosure	151
<b>Information Disclosure</b>	152
<b>Business Unit Directory</b>	160



董事長  
Chairman

王高津  
K.C. Wang

各位股東女士、先生：

民國95年經過金融整併、雙卡風暴及外資入股本國銀行等衝擊下，本行因風險控制得宜，幸運避開消金風暴；又因積極拓展中小企業授信、財富管理等業務，盈餘達成預算目標，且較94年度成長25.63%。謹將本行95年度營運結果、96年度營業計畫概要、未來發展策略及本行受到外部競爭環境、法規環境及總體經濟環境之影響報告如下：

## 壹、本行95年度營運結果如下：

### 一、國內外金融環境

#### (一)國內金融整併方興未艾

95年5月1日合作金庫銀行與農民銀行合併，95年8月21日中國國際商業銀行與交通銀行合併並更名爲兆豐國際商業銀行，95年11月13日建華商業銀行與台北國際商銀合併並更名爲永豐商業銀行，96年1月1日國泰世華銀行與第七商業銀行合併，國內銀行家數自94年底之45家縮減爲42家。

#### (二)本國銀行OBU及海外分行獲利攀升

本國銀行國內銀行業務同質性高、競爭激烈、獲利空間有限，紛紛轉向瞄準海外市場，增強海外佈局，積極拉高國際金融業務與海外市場獲利比重。

Dear Madam / Sir:

In 2006, most of Taiwan's banking industry went through financial reorganization, credit card crisis and contribution of foreign investment. Managing financial risks fairly, Bank of Kaohsiung was exempted from suffering the consumer financial crisis. As well, the Bank developed credit extension to small - and medium - size enterprises, and wealth management business actively, and the earnings achieved the estimated target and grew by 25.63% compared with 2005. The Bank hereby reports its operation results in 2006, summary of business plan in 2007, future development strategy and the impact to the Bank by external competitive environment, laws & regulations and overall economic environment as follows:

## The Bank's operation result in 2006 is specified as follows:

### I. Domestic and foreign financial environment

#### 1. Domestic financial reorganization is emerging

On May 1, 2006, Taiwan Cooperative Bank merged with the Farmers Bank of China. On August 21, 2006, ICBC merged with Chiao Tung Bank and was renamed as Mega International Commercial Bank. On November 13, 2006, Bank Sinopac merged with International Bank of Taipei and was renamed as Bank Sinopac. On January 1, 2007, Cathay United Bank merged with Lucky Bank. The number of local banks declined to 42 from 45 at the end of 2005.

#### 2. Increasing profits of local bank OBUs and overseas branches

Because of the local banks' businesses are similar in nature, extreme competition and limited profitability, the local banks successively aim at the overseas market and enhance off-shore layout to promote the weight of their international financial businesses and overseas market profitability.

總經理  
President

莊信雄



### (三) 外資入股本國金融機構

美商奇異集團入股萬泰商業銀行，美商新橋資本集團及日商野村集團參與台新金融控股股份有限公司之私募現金增資，新加坡淡馬錫控股公司入股玉山金融控股股份有限公司，日本新生銀行入股日盛銀行及英商渣打銀行公開申購新竹國際商業銀行等外資入股本國金融機構訊息不斷。

## 二、本行組織變化

基於銀行長遠發展考量，95年10月26日董事會通過業務管理處－風險管理科提升為獨立之單位「風險管理處」，並於96年1月8日正式獨立運作，負責全行風險控管機制之規劃、建構及監控等事項。96年3月22日董事會通過業務管理處－財富管理科提升為獨立之單位「財富管理部」，專責辦理財富管理業務之規劃、推展、執行及理財業務人員之管理、考核事項暨督導銀行保險業務之行銷企劃與管理事項。96年3月22日董事會同時通過將企業金融處及消費金融處合併為「授信管理處」，專責辦理授信及信用卡業務之規劃、推展、審核、徵信、管理，經濟研究、擔保品之鑑估，及相關業務輔導諮詢等事項。

### 3. Contribution of foreign investment into local financial institutions

There were successive messages about foreign investments contributed into local financial institutions. For example, GE contributed investments into Cosmos Bank, Taiwan. TPG Newbridge Capital Ltd. and Nomura Holdings Group participated in the private fund raising of Taishin Financial Holding Co., Ltd., Temasek Holdings contributed investments to E.SUN Financial Holding Co., Ltd., Shinsei Bank, Limited contributed investments to Jih Sun International Bank., Standard Chartered Bank subscribed for Hsinchu International Bank.

## II. Transformation of the Bank's organization

In consideration of the Bank's long-term development, the Board of Directors resolved to promote Risk Management Section of Business Management Dept. to be "Risk Management Dept." independently on October 26, 2006, which operated independently on January 8, 2007, responsible for programming, establishment and supervision of the Bank's risk control mechanism. The Board of Directors resolved on March 22, 2007 that the Business Management Dept.-Wealth Management Division should be promoted to be an independent unit, "Wealth Management Department", dedicated to programming, promotion and execution of wealth management business, management and appraisal of wealth management personnel, and guidance of the marketing planning and management of banking insurance. The Board of Directors resolved on the same day that the Corporate Banking Dept. and Consumer Banking Dept. should be consolidated to be the "Credit Management Dept." dedicated to programming, promotion, examination, credit investigation and management of credit extension and credit card business, economic research, assessment of collateral and guidance to the relevant business, etc.



### 三、95年度營業計畫及經營策略實施成果

#### (一)維持資產品質於水準之上

穩健之授信政策及審慎之授信審核流程，使本行資產品質維持於水準之上。95年12月底，本行逾期放款餘額1,804,837千元，逾放比率1.81%，放款備抵呆帳餘額910,474千元，放款備抵呆帳覆蓋率50.45%。

#### (二)適度調整放款結構

為調整放款結構，本行積極辦理企業貸款之融資，持續參與聯貸業務及加強辦理中小企業融資業務，降低高雄市政府貸款比重。95年12月底，以放款餘額計，企業金融貸款之比重為48.27%，消費金融貸款之比重為41.65%，高雄市政府貸款之比重降至10.08%。

#### (三)擴大中小企業融資業務

本行配合行政院金融監督管理委員會「本國銀行加強辦理中小企業放款方案(第一年)」積極拓展中小企業融資業務，經評選為績效甲等之銀行，並廣續依該方案第二年修正案積極推展中。95年12月底中小企業放款餘額20,378,112千元，較94年12月底增加50.65%。

### III.Results of Business Plans and Operating Strategies for FY 2006

#### 1.Maintaining fair quality of assets

Stable credit extension policies and diligent credit extension reviewing procedures enable the quality of the Bank's assets to be maintained fairly. At the end of December 2006, the Bank's non-performing loans (NPL) balance was NT\$1,804,837 thousand, and NPL ratio was 1.81%. The balance of provision for credit loss was NT\$910,474 thousand, and coverage ratio of provision for credit loss for loan was 50.45%.

#### 2.Moderately adjusting loan structure

In order to adjust loan structure, the Bank proceeds with financing to enterprises actively, takes part in syndicated loans and strengthen financing to small - and medium - size enterprises to lower the weight of loan to Kaohsiung City Government. At the end of December 2006, the weight of financial loans to enterprises was 48.27%, consumer financial loan 41.65% and loans to Kaohsiung City Government lowered to 10.08%.

#### 3.Expanding the Business for Financing to Small-and Medium-Size Enterprises:

In order to cope with the "Project for local banks' enhancing loans to small-and-medium-size enterprises (1st year) of Financial Supervisory Commission", the Bank developed the business for financing to small-and-medium-size enterprises aggressively, and was selected to be the bank with outstanding performance. Meanwhile, the Bank continues developing the business according to the amendments to the Project for second year. At the end of December 2006, the loans balance to small-and medium-size enterprises was NT\$20,378,112 thousand, increasing by 50.65% compared with the end of December 2005.

#### (四) 拓展財富管理業務

為增加低風險之手續費收入，本行積極推廣理財業務及信託業務，95年12月底開辦財富管理業務之分行25家，配置理財專員30人，95年理財手續費收入為164,147千元，較94年增加14.08%；受託管理之信託資產餘額為12,504,006千元。

#### (五) 提高非利息收入比重

為降低對傳統存放款業務利潤之仰賴，本行積極拓展利息以外淨收益。95年12月底利息以外淨收益之比重為15.93%，較94年之8.74%為高。

#### 四、預算執行情形

營運項目 Operating Item	實際數 Outcome	預算數 Target	達成率 Achievement %
執行情形 Execution			
存款平均餘額 Average Deposits Balance (NT\$)	115,681	120,000	96.40
放款平均餘額 Average Loans Balances (NT\$)	102,162	110,000	92.87
外匯承作量(美金) Foreign Exchange Sales (US\$)	3,531	3,000	117.70
保證業務承作量 Accumulated Guarantees (NT\$)	6,859	10,000	68.59
累計盈餘 Earnings (NT\$)	560	530	105.66

註：表列存款平均餘額，不含台灣郵政轉存款及同業存款平均餘額。

Average deposits balance referred to in the said table excluded average deposits balances of Taiwan Post Co.,Ltd.and the other banks.

#### 4.Developing Wealth Management Business

In order to increase the income of low-risk handling fees, the Bank promotes wealth management and trust business actively. At the end of December 2006, the Bank opened wealth management business in 25 branches equipped with 30 wealth management specialists. The handling fees income for wealth management in 2006 was NT\$164,147 thousand, increasing by 14.08% compared with 2005. The trust asset balance was NT\$12,504,006 thousand.

#### 5.Increasing Non-Interest Income Weight

In order to mitigate the weight to traditional loan profits, the Bank developed net non-interest revenue aggressively. At the end of December 2006, the weight of net non-interest revenue was 15.93%, which was higher than 8.74 % in 2005

#### IV.Execution of Business Target:

單位：新台幣 / 美金百萬元；Unit：NT\$ /US\$ Million



## 五、財務收支及獲利能力分析

### (一)財務收支

95年度淨收益2,305,953千元，放款呆帳費用114,324千元，營業費用1,670,227千元，稅前淨利521,402千元，所得稅費用71,419千元，會計原則變動之累積影響數40,585千元，稅後淨利490,568千元。

### (二)獲利能力

95年度稅後資產報酬率0.33%，稅後股東權益報酬率4.67%，稅後純益率21.27%，每股稅後盈餘0.97元。

## 六、研究發展狀況

95年開辦媒體交換自動轉帳、代售黃金業務、微型企業創業貸款、中小企業週轉金簡便貸款、好事成雙優惠房貸專案、應收帳款債權融資、流通服務業優惠貸款、中小企業災害復舊專案貸款、特定金錢信託投資國內外有價證券—指數股票型基金(ETFs)業務、不動產(房屋合建)信託、不動產(財產管理)信託、晶片金融卡及網路ATM等業務。

## 貳、本行96年度營業計畫概要如次：

### 一、經營方針

為順應國內金融市場發展趨勢，本行將致力於強化經營體質、提升競爭能力，主要經營方針包括維持資產品質於水準之上、調升非政府機構放款比重、增加低風險之手續費收入比重、適度進行分行整合與遷移及增加資本總額等。

### 二、預期營業目標與其依據及重要之經營政策

#### (一)預期營業目標

單位：新台幣 / 美金百萬元；Unit：NT\$/US\$ Million

營運項目 Item	預算數 Target
存款平均餘額 Average Deposits Balance (NT\$)	122,000
放款平均餘額 Average Loans Balances (NT\$)	107,900
外匯承作量(美金) Foreign Exchange Sales (US\$)	3,300
保證業務承作量 Accumulate Guarantees (NT\$)	8,000

註：表列存款平均餘額，不含台灣郵政轉存款及同業存款平均餘額。

Average deposits balance referred to in the said table excluded average deposits balances of Taiwan Post Co.,Ltd.and the other banks.

## V.Financial Revenue, Expenditure and Profitability:

### 1.Financial Revenue and Expenditure:

In 2006, net revenue NT\$2,305,953 thousand; credit loss expenses NT\$114,324 thousand; operating expenses NT\$1,670,227 thousand; income before tax NT\$521,402 thousand; income tax expenses NT\$71,419 thousand; cumulative effect of changes in accounting principles NT\$40,585 thousand; income after tax NT\$490,568 thousand.

### 2.Profitability:

In 2006, the return on total assets after tax was 0.33%; return on equity after tax was 4.67%; profit margin after tax was 21.27%; EPS after tax was NT\$0.97 per share.

## VI.Status of R & D:

In 2006, the Bank processed the businesses for Automated Clearing House(ACH), Agent for Sales of Gold, Micro-Business Start-Up Loan, Working Capital Loans for Small-and Medium-Size Enterprises, Preferential House Loan Project, Factoring, Preferential Loan to Logistic Service, Project for Loan for Restoration of Disasters for Small-and Medium-Size Enterprises, Specific Money Trusts Earmarked for Investing in Foreign and Local Securities-ETFs, Real Estate Turst for Co-Construction of Houses and Property Management, Chip Combo Card and WebATM etc.

## Summary of the Bank's business plan in 2007:

### I.Business Policies

In order to cope with the development trend of the local financial market, the Bank will be dedicated to strengthening the quality of management and upgrading competitive strength. The major business policies include maintenance of asset quality, increase in weight of loans to non-governmental organizations, increase in weight of low-risk handing fees income, adequate integration of branches and increase of capital.

### II.Expected business objective and basis thereof, and important operating policies

#### 1.Expected business objectives

(二)重要之經營政策

1. 穩健的授信政策，持續維持資產品質於水準之上。
2. 積極調整放款結構，提高企業金融放款及消費金融放款比重。
3. 積極參與國際聯貸與投資業務，加強拓展海外台商業務，提高OBU分行業務獲利。
4. 積極調整收益結構，提升理財、信託等非利息收入比重。
5. 逐步進行分行通路整合及遷移調整，以紓緩及突破營業據點集中、業務、客源重疊之瓶頸。

參、本行未來發展策略如后：

金融整併為市場趨勢，本行未來恐難置身於此潮流之外，本行之最大優勢為經營策略較靈活及具彈性、資產品質良好、深耕地方、具有豐沛的在地人脈等；最大的瓶頸為營運規模較小，所能創造的獲利較為有限。為達到優質銀行之目標，本行發展策略將以積極發掘本行核心價值、創造差異化（特色）利基為目標，期能與大型金融同業有所區隔，冀以鞏固營運基磐。

肆、本行受到外部競爭環境、法規環境及總體經濟環境之影響如下：

一、外部競爭環境之影響

國內金融市場在主管機關鼓勵金融整併、金融控股公司大者恆大壓力下，競爭日益激烈，本行非屬金融控股公司旗下銀行子公司，為因應之，依銀行法第28條規定辦理信託業務、兼營證券商業務；依銀行法第74條規定轉投資保險代理人（股）公司；依「銀行與保險、證券業合作推廣業務規範」與各大保險公司策略聯盟推展保險業務；依「銀行辦理財富管理業務應注意事項」辦理財富管理業務；冀藉實質跨業經營，拓展「虛擬金控」共同行銷效益。

2. Important Operating Policies:

- (1) Stable credit extension policies available to maintain the quality of assets fairly.
- (2) Active adjustment on loan structure to upgrade the weight of financial loan to enterprises and consumer loans.
- (3) Active participation in international syndicated loan and investment, development of Taiwanese businessmen's business overseas, and upgrading of profitability of OBU branches.
- (4) Active adjustment on income structure, and increase in weight of such non-interest income as wealth management and trust.
- (5) Integration and adjustment on channels of branches to mitigate and break through such bottlenecks as concentration of business units, business and overlapped customer sources.

The Bank's future development strategies are specified as follows:

Financial merge and reorganization is the trend in the market. The Bank is not likely to be exempted from going through such trend in the future. The Bank's most advantageous strength is focused on flexible operating strategies, fair asset quality, and enrichful local public relationship, while the Bank's weakness is small operating scale and limited profitability. In order to achieve the objective for qualified bank, the Bank's development strategies will be oriented toward discovery of the Bank's core value and creation of differentiated (distinguished) niches, in an attempt to be distinct from the large-size financial institutions and to well found the Bank's operation basis.

The impacts to the Bank by external competitive environment, laws and regulations and overall economic environment:

I. Impact by external competitive environment

The competition in the local financial market becomes extreme day by day because the competent authorities encourage financial reorganization and financial holding companies bring tremendous pressure. The Bank is not subordinated to any financial holding companies. To cope with the situation, the Bank proceeds with trust business and securities brokerage business. According to Article 74 of the Banking Act of the Republic of China, the Bank reinvested in insurance agency co., Ltd. The Bank also promotes the insurance business together with the various major insurance companies in the form of strategic consortium in accordance with the "Directions for the Operation of Bank Insurance Business by Banks, Insurance Companies, Insurance Agents, and Insurance Brokers". The Bank handles wealth management business in accordance with the "Directions Governing Banks Engaging in Wealth Management Business", in the hopes of developing the joint marketing effects of "simulated financial holding" by means of diversified business.



### 二、法規環境之影響

為推動公司治理法制化，維護金融機構經管財務之安全、減低營運風險，遏止犯罪集團利用便捷之金融服務管道遂行其不法意圖，政府及主管機關陸續修正或發布「證券交易法」、「公開發行公司應設置獨立董事適用範圍」及相關法規、「金融機構安全維護管理辦法」、「銀行對疑似不法或顯屬異常交易之存款帳戶管理辦法」等法規，本行一向恪遵法規，依法行事，相關法規之修正或發布對本行公司治理之健全及營運風險之控管更形助益。

### 三、總體經濟環境之影響

行政院院會於95年9月27日通過2015年經濟發展願景第一階段三年衝刺計畫之「金融市場套案」計畫，期藉由強化競爭機制，建立多元化、國際化、安定可靠之金融市場，以發達我國金融服務業。「金融市場套案」計畫目標在於使我國金融部門得以成長、獲利及具有競爭力，消費者與投資者得以享有安心、安全、滿意的金融環境，並使產業部門得以享有良好的金融中介功能，以促進我國經濟發展。

為達成該套案的願景及目標，行政院金管會及財政部共同規劃推出銀行市場結構重整、推動保障型及年金保險商品、加速金融業國際化、建立具有國際競爭力的金融產業賦稅環境等八大目標。本行將積極配合健全體質、提升經營績效、強化財富管理業務及OBU業務，以肆應金融市場經濟環境之變化。

### 伍、本行最近一次之信用評等結果及其評等日期

95年12月25日中華信用評等(股)公司發布本行95年度長期信用評等等級為「twA」，短期信用評等為「twA-2」，評等展望「穩定」。

感謝各位股東女士、先生對本行之支持與愛護，我們由衷期盼您們繼續的指教及支持，以利本行業務持續的發展成長。最後，敬祝各位股東，身體健康！萬事如意！平安快樂！

### II. Impact by laws and regulations

In order to promote the institutionalization of the Bank's governance, maintain the safety of financial institution's management, decrease operating risk, and stop criminal syndicates from performing their illegality via the convenient and speedy financial service channels, the government and competent authorities successively amended or promulgated "Securities and Exchange Act", "Scope of Application for the Required Installation of Independent Directors by Public Companies" and the relevant laws and regulations, "Regulations Governing Maintenance of Security at Financial Institutions", and "Regulations Governing Suspected Illegality of Obviously Irregular Transactions of Deposit Accounts for Banks". The Bank always complies with laws and regulations and acts pursuant to laws. The amendments to or promulgation of the relevant laws and regulations are more helpful to the Bank's governance and control of operating risk.

### III. Impact by overall economic environment

On September 27, 2006, the Executive Yuan passed the project for "financial market" for three years at 1st stage of 2015 economic development prospect, in hope of establishing a diversified, international, stable and reliable financial market through strengthening competitive mechanism, so as to advance the financial services in this country. The project for "financial market" aims to help the financial departments in this country grow, make profit and become competitive, and then consumers and investors may enjoy a relax, safe and satisfied financial environment, and the industrial departments may enjoy fair financial intermediate function to promote the economic development in this country.

In order to achieve the prospect and objective of the said project, Financial Supervisory Commission and Ministry of Finance jointly programmed the eight objectives, including reorganization of banking market, promotion of protected and pension insurance commodities, acceleration of internationalization of financial services, establishment of taxation environment of financial industry with international competitive strength, etc. The Bank will cope with the transformation in economic environment of the financial market by well-founding the structure, upgrading operating performance, strengthening wealth management business and OBU.

### The Bank's most recent credit rating result and date of rating

On December 25, 2006, Taiwan Ratings Corp. announced that the Bank's long-term credit rating in 2006 was "twA", and short-term credit rating "twA-2". The outlook was rated as "stable".

Thank all of your support to us. We look forward to your continuous instructions and support to help the Bank's business develop on an on-going basis. At last, our sincere wishes to all shareholders. Wishing you health, prosperity, and happiness!

# 銀行簡介

# Introduction



一、設立日期：71.1.13

二、沿革

本行，原名「高雄市銀行股份有限公司」，簡稱「高雄市銀行」，於1994年1月1日更名為「高雄銀行股份有限公司」，簡稱「高雄銀行」。本行成立之始，實收資本額新台幣4億5,000萬元，由高雄市政府出資百分之99.994設立。歷經25年來增資及民營化結果，截至96年3月底為止，資本額總計50億3,423萬8,040元。25年來，為積極改善經營體質、強化財務透明及提昇競爭力，本行股票於1998年5月18日正式掛牌上市；1999年9月27日移轉民營；2001年5月31日奉財政部核准升格為全國性銀行。

本行最近年度及截至96年3月底止無辦理銀行併購、轉投資關係企業及重整之情形；非隸屬特定金融控股公司；董事、監察人及依銀行法第25條第3項規定應申報股權者，無股權大量移轉或更換情形，經營權未有改變；經營方式及業務內容亦無重大變革，且無其他足以影響股東權益之重要事項。

Date of Incorporation : Jan. 13, 1982

Brief History

Formerly Known as "City Bank of Kaohsiung Co., Ltd." and called "City Bank of Kaohsiung" for short, We changed our name to "Bank of Kaohsiung Co., Ltd." on January 1, 1994 and hereunder is abbreviated to "Bank of Kaohsiung" ( BOK ) . In the beginning of the Bank's establishment, the initial paid-in capital was NT\$ 450 million, 99.994% of which was put up by the Kaohsiung City Government. After several capital increases in the past 25 years and the privatization, the total paid-in capital has amounted to NT\$ 5,034,238,040 to March 2007. In the past 25 years, in order to positively improve the operating constitution, strengthen the financial transparency and raise our competence, BOK stocks were listed on the TSE on May 18, 1998. The Bank was privatized on September 27, 1999 and was upgraded as a national bank under the approval of the Minister of Finance on May 31, 2001.

The Bank had not proceeded with mergers, reinvestment relative enterprises or reorganization in the latest year and up to March 2007. The bank was not subject to any specific financial holding companies. The equities of the bank's directors and supervisors and other parties who should declare their equity pursuant to Paragraph 3 of Article 25 of the Banking Act were not transferred or changed voluminously, so the ownership remained unchanged. There was no substantial change of its management model and business lines, nor were material issues that could affect shareholders' interest and rights.