

## 「機構投資人盡職治理守則」遵循聲明

### Statement of Compliance with Stewardship Principles for Institutional Investors

國際康健人壽保險股份有限公司(下稱「本公司」)，主要業務為人身保險，向客戶收取保費、提供保障，係屬「機構投資人盡職治理守則」中規範之資產所有人，由單一法人股東所持有，以可運用資金進行經允許之投資項目。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：

Cigna Taiwan Life Assurance Company Ltd. (“the Company”), which is an asset owner specified in “Stewardship Principles for Institutional Investors”, is a life insurance company to collect premium and provide protection. The Company is owned by a sole shareholder. It uses investible funds to make approved investments. The Company hereby confirms to comply with six principles of “Stewardship Principles for Institutional Investors” as below.

#### 原則一 制定並揭露盡職治理政策

本公司投資資金提供者為保戶與股東，故投資主要目的為維護客戶的保障權益及股東之投資利益，本公司善盡機構投資人之責任，積極管理資產負債匹配、確保適足清償能力，以維護相關利害關係人之整體利益。本公司之盡職治理政策主要內容如下：

#### Principle 1 Establish and disclose stewardship policies

The Company’s investible fund providers are customers and shareholders. Therefore, the main purpose of the investment is to protect the rights of our customers and maximize return for shareholders. The Company fulfills the responsibilities as an institutional investor, actively manages the matching of assets and liabilities, and ensures adequate solvency in order to safeguard the overall interests for the stakeholders. Here are the main stewardship policies:

- (一)本公司訂有投資規範以控管公司資金運用，進行投資時，除收益考量外，依據投資目的、成本效益與資訊取得等，投資決策亦可參酌投資標的企業是否關注環境、社會、公司治理(ESG)，執行防制洗錢及打擊資恐(AML/CFT)及企業誠信等議題。透過不同程度的盡職治理行動，提升投資資產價值，以增進

客戶及股東的長期利益。

- (1) The Company has established investment policies to manage the use of investible funds. When investing, in addition to considerations of returns, investment decisions can also be made based on the investment objectives, cost-effectiveness, and information acquisition. The Company may also incorporate factors of Environment, Social and Governance (ESG), Anti-Money Laundering and Counter-Financing of Terrorism (AML/CFT) and corporate integrity in the investment process. These factors through stewardship enhance the value of investment assets, thereby enhancing the long-term interests of our customers and shareholders.
- (二) 本公司除訂有市場風險、信用風險及流動性風險等管理辦法外，亦設有風險限額監控投資風險，包括公司隱含價值、盈餘、清償能力與資金流動性皆受到監控，以確保投資風險在可接受的範圍內，客戶與股東的長、短期利益皆受到保障。
- (2) In addition to the management measures for market risk, credit risk and liquidity risk, the Company also has risk limits to monitor investment risks, including the Company's embedded value, surplus, solvency, and capital liquidity. It is to ensure that investment risks are within an acceptable range and to protect the long-term and short-term interests of customers and shareholders.
- (三) 本公司亦得委託外部專業服務機構(全權委託投資機構)代為進行投資，受委託機構定期分享產業概況、機會與風險、投資策略、環境影響、社會議題及公司治理情形等，以確保盡職治理行動在本公司監督下亦能於委外機構的投資決策過程中被實踐。
- (3) The Company may also mandate external institutions (investment advisor) to invest. The mandated institution regularly shares industry overview, opportunities and risks, investment strategies, environmental impacts, social issues and corporate governance, etc., to ensure stewardship can also be implemented in the investment decision-making process of the mandated institutions under the Company's supervision.

## 原則二 制定並揭露利益衝突管理政策

本公司基於客戶及股東之利益執行業務，訂有「職業道德規範與行為守則」、「與利害關係人從事放款以外交易處理政策」之規範，以管控本公司人員於投資過程中之利益衝突情況，避免因個人私利或特定人之利益，而對客戶或股東不利之決

策與行動。

### **Principle 2 Establish and disclose policies on managing conflicts of interest**

The Company execute the business to protect the interests of its customers and shareholders. The Company establishes “Code of Ethics and Principles of Conduct”, “Policy Governing Transactions Other Than Loans between Cigna Taiwan and Interested Parties” to manage conflicts of interest of the Company’s personnel in the investment process and to avoid personal interests or the interests to specific individuals when making the decisions or taking actions as well as to avoid the disadvantage for customers and shareholders.

### **原則三 持續關注被投資公司**

本公司(含全權委託投資機構)依投資目的與標的，選擇關注被投資公司的方式，也包含對話。針對被投資公司之關注項目得包括相關新聞、產業概況、經營策略、財務表現、防制洗錢及打擊資恐、環境保護、社會責任及公司治理(ESG)責任等議題。

### **Principle 3 Regularly monitor investee companies**

The Company (including the investment advisor) chooses how to pay attention to the investee companies by the investment purpose and target, which also includes dialogue. The Company may regularly monitor the relevant news, industry environment, business strategy, financial performance, AML/CFT and ESG responsibility of the investee companies.

### **原則四 適當與被投資公司溝通**

本公司(含全權委託投資機構)於必要時，透過與被投資公司適當之溝通，以進一步瞭解其經營階層對產業所面臨之風險與策略。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及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，且或將聯合其他投資人共同表達訴求。

### **Principle 4 Maintain an appropriate communication with investee companies**

The Company (including the investment advisor) may have appropriate communication with the investee companies when necessarily. It is to further understand their risks faced by industry and strategies adopted. When the investee company has a major violation of the corporate governance principles on a specific issue or threatens to damage the long-term value of our customers and stakeholders, the Company will, when considering necessary, ask the investee company’s management about the handling situation from time to time. It is also possible to act collectively with other investors to express the

demands.

**原則五 建立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，於適用情形下，將依相關法令於行使投票權前，審慎評估各議案。

**Principle 5 Establish and disclose clear voting policies**

In order to maximum the interests of customers and shareholders, the Company shall evaluate every proposal carefully in accordance with the insurance laws and regulations before casting any vote wherever applicable.

**原則六 揭露履行盡職治理之情形**

本公司於網站揭露履行盡職治理之情形於本遵循聲明。

**Principle 6 Disclose to the status of fulfillment of stewardship responsibilities**

The Company discloses the statement of how the stewardship activities has been applied on the website.

簽署人 國際康健人壽保險股份有限公司  
Signatory Cigna Taiwan Life Assurance Company Ltd.  
民國 109 年 12 月 15 日  
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