

復華金控集團
Fuhwa Financial Group

復華商業銀行股份有限公司
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復華商業銀行股份有限公司
Fuhwa Commercial Bank,LTD.



董事長
Chairman

高松勝



致股東報告書

綜觀民國九十二年度，上半年由於美伊戰爭爆發、國際經濟仍舊表現不佳，加上國內SARS疫情蔓延抑制消費動能之影響，整體經濟景氣受到重大的衝擊。但自下半年起，在低利率及產業成本結構的調整下，並隨著戰爭結束及疫情消除，國內、外景氣呈現緩步復甦的趨勢。其中，國內集中市場加權指數由年初的4,400餘點逐步上漲，至年底以5,800餘點作收，漲幅達32.1%，經濟景氣呈現谷底反彈跡象。展望今(九十三)年，全球經濟展望將延續去年之上升趨勢，世界銀行預估全球經濟成長率將可由2.6%成長至3.7%的高水準表現；至國內經濟情形，在政經情勢逐漸明朗下，台經院預估成長率更可望達到5.27%。

過去三年，國內金融機構在經歷全球性的景氣低迷及授信品質不良的影響下，遭受嚴重的虧損打擊，但在積極打銷呆帳、改善資產結構的努力下，九十二年底全體本國銀行平均逾放比率已降至5%以下，國內金融業表現已逐漸恢復穩定。對本行而言，去年在全體同仁的努力下，各項業務均有長足的進步：截至九十二年底止，本行總存款餘額為新台幣1,908億元，較九十一年底之1,486億元增加422億元，成長率為28.40%；總放款餘額為新台幣1,685億元，較九十一年底之1,193億元增加492億元，成長率為41.2%；外匯承作量61.59億美元，較九十一年31.91億美元增加29.68億美元，成長率為93.01%；營業收入共新台幣87億5,061萬元，營業支出77億757萬元，收支相抵後，稅前淨利9億9,208萬元，扣除所得稅7,850萬元，稅後淨利為9億1,358萬元。

由於金融控股公司法的通過，銀行、證券、保險及其他金融事業體的合併重組，使我國金融市場結構發生鉅大變化，象徵我國金融業即將邁入跨業經營的新競爭時代。為迎接金融自由化、國際化時代的潮流及金融環境結構的變遷，九十一年八月一日本公司依金融控股公司法之規定，以股份轉換方式加入復華金融控股股份有限公司。本公司在未來之經營方式上，將以集團資源並運用跨業共同行銷，全方位拓展不同層面之客戶，並提供整合性之商品，滿足消費者之金融商品需求，以發揮金控經營之最大成效。

展望九十三年，本行主要之業務運作，除續拓展復華綜合證券各分公司之股款收付業務，以提高活期性存款比重，有效降低資金成本，取得各項放款業務之價格競爭優勢，擴大大公司之放款市場佔有率外，亦規劃在金控集團各子公司互設專業櫃台，進行共同行銷，擴大本行之行銷通路網，並藉由專業理財服務專區的設置，提供客戶理財諮詢及證券看盤等服務，增加與客戶接觸面進而擴大業務規模。此外，本行亦有感於效率與創新係提升競爭力之利器，將全力加速各項業務之研發及拓展。

在消費金融業務方面，產品規劃以滿足一般大眾生活、消費之資金需求為主，並透過產品創新、專業服務及嚴謹的風險控管以建構優質的金融服務及完整的金融商品線為年度努力目標。業務範圍則以房屋(建購、修繕、理財)貸款、汽車貸款及消費性小額分期貸款等個人消費金融商品服務為主，並以『整合式貸款』及『客層分隔』之行銷策略，提昇消金業務效率及績效，拓展消費金融版圖。

在企業金融方面，切割本行業務區塊，建立專業之行銷團隊，並分析客戶屬性，依目標客戶營運需求，調整業務經營模式。業務整合方面，由傳統放款業務轉變為「解決方案之提供者」，並提升以手續費為基礎之產品能力(包括現金管理、交易性融資、外匯與風險管理及財顧諮詢服務等)。積極架構e-Banking業務，提供交易平台，強化電子金融業務，提供客戶更便捷之融資管道。

在信託業務方面，將持續擴大保管銀行業務資產規模，積極推動金融資產暨不動產證券化業務，並加強推展不動產信託業務，加速開辦貨幣市場共同信託基金。研究開辦各類個人財產信託業務。

在理財業務方面，財富管理業務乃九十三年度本行之重點業務，故將積極擴充理財業務規模，持續網羅理財規劃人才，輔以理財專業知識之訓練，建立積極、專業、成熟之財富管理團隊，並規劃建置全方位之『財富管理系統』，落實客戶管理、資產配置管理及理財商機管理，展現專業理財規劃之加值功能。

面對金融環境競爭日益劇烈，本行將以現有之基礎持續加強各項業務之推展，並在全體同仁的努力下，提供客戶更優質且完全的服務，祈能達到一個全面的、健全的跳躍式成長，為本行股東創造最大的利益。

最後

敬祝

身體健康

萬事如意

董事長

高松勝



總經理

陳如明



To Our Share Holder

In the year 2003, the world economy was plagued by the US-Iraq war and the domestic consumption market was shocked by the endemic SARS in the first half. Beginning in the second half of the year, amidst the industrial cost restructuring and low interest rates and as the Iraqi war ended and SARS shock abated, both the world economy and domestic economy rallied step-by-step. The Taiwan Stock Exchange weighted index rose gradually in the centralized market from some 4,400 points to close at some 5,800 points as of December 31, rising by 32.1%, demonstrating the signs of a bottoming out in economic performance. The World Bank forecasted the global economy to grow from 2.6% up to a high level of 3.7%. Domestically, as the political and economic climate gradually cleared up, Taiwan Institute for Economic Research (TIER) anticipated Taiwan's economy to grow by 5.27%

Over the past three years, amidst the worldwide slowdown and the interior loan quality, Taiwan's financial institutions underwent the shock of criminal losses. With the efforts to settle bad debts and enhance asset structure, all native banks brought the overdue loan ratio down below 5% on average as of December 31, 2003, suggesting the performance gradually stabilized in banking performance. Here at Fuhwa Commercial Bank, thanks to the great teamwork by our entire staff, we did make remarkable achievements in all aspects. As of December 31, 2003, Fuhwa Commercial Bank held a total balance of deposits amounting to NT\$190.8 billion, increasing by NT\$42.2 billion or 28.40% over the NT\$148.6 billion balance as of December 31, 2002. The balance of total loans came to NT\$168.5 billion, growing by NT\$49.2 billion or 41.2% over NT\$119.3 billion balance as of December 31, 2002. The total performance in foreign exchange amounted to US\$6.159 billion, growing by US\$2.968 billion or 93.01% over US\$3.191 billion in 2002. The operating revenues totaled NT\$8.75061 billion, operating expenditures NT\$7.7757 billion. After offset, the net earnings before tax came to NT\$992.08 million which netted NT\$913.58 million profit after tax after deducting NT\$78.5 million income tax.

Since the Financial Holding Company Law officially passed the lawmaking process, the financial operations in banking, securities, insurance and other financial branches have been restructured or reconsolidated, leading to a huge change in the structure of financial markets, suggesting that Taiwan is to enter new competition across its own business lines. To deal with the critical transformation in the financial climate and structures amidst the irresistible tide of internationalization and liberalization, Fuhwa Commercial Bank joined Fuhwa Financial Holding Co.,Ltd. in accordance with the Financial Holding Company Law by means of share swap on August 1, 2002. In the business performance in the days and years ahead, Fuhwa Commercial Bank will consolidate the resources and launch co-marketing across own business lines to provide consolidated commodities to live up to consumers' demand to maximize the performance in financial holding.

Looking ahead to the year 2004, we shall continually expanding services in collection and payment of share capital for all branches of Fuhwa Financial Holding Co.,Ltd. to raise the ratio of demand deposits, effectively bring down capital costs to obtain the striking competitive edge in various loans and, in turn, broaden Fuhwa Commercial Bank's market share. Meanwhile, we shall set up specific counters amidst subsidiaries of Fuhwa Financial Holding Co.,Ltd. so as to expand Fuhwa Commercial Bank's marketing networks. Meanwhile, by setting up the special zones of professional moneymaking guide, we will be rendering expert consultation to clients regarding moneymaking and securities update observation. Through such efforts, we shall have closer exposure with clients and, in turn, broaden business horizons. Besides, we shall put forth wholehearted efforts to do R&D as an efficient instrument to enhance competitive edge.

In retail banking aspects, we have mapped out handy commodities to live up to the satisfaction of the general public in their living and consumption needs. Further through innovation in products, expert services and still risk control, we shall make available superior banking services and integral product lines to the general public. More specifically, we will aim at house loan (for house purchase, repair, moneymaking), car loans and small-amount consumer loans in installments. By means of the marketing strategies of "integrated loans" and "customer segmentation", we shall boost retail banking efficiency and performance to broaden our retail banking market share.

In corporate banking services, we shall sophisticatedly segment our service territories, set up expert marketing teams and sort out client attributes. In line with the needs of clients in their business operation, we shall adjust the model of business operation. In the aspect of business integration, we shall transform ourselves from conventional loan services into the role of a "solution provider". By enhancing the grounding foundation of handling fee revenues (including cash management, trading financing, foreign exchange, risk management as well as financial consultation services), we shall build e-Banking services, provide trade platforms, intensify e-banking functions and provide more convenient financing channels available to clients.

In trust services, we shall continually expand the asset scale of the custodian bank, carrying out securitization for financial assets and real estate, promoting real estate trust services, speeding up the mutual trust funds in the money markets. We shall study the feasibility to offer a variety of individualized property trust services.

In the aspect of moneymaking services, we aim at wealth management as our focus in 2004. In turn, we shall put forth positive efforts to expand the moneymaking service scale, continually solicit high-caliber talents in such aspects and carry out professional and advanced educational & training programs. Through such efforts, we shall train those talents into sophisticated expert team members in wealth management. Meanwhile, we shall map out and set up comprehensive and omnibearing & comprehensive "Wealth Management System" to put into effect customer management, asset dispatch management and moneymaking chance management to yield added values in the professional moneymaking planning.

In the face of the mounting cutthroat competition, here at Fuhwa Commercial Bank, we shall, on the grounds of the existent solid foundation, continually strengthen business promotion. Through great teamwork by the entire Fuhwa staff, we shall be further growing by leaps and bounds in an overall manner and, most of all, bring up maximum possible profits to our cherished Fuhwa shareholders.

With our warmest regards, we sincerely wish you the greatest of happiness, health and success, now, and forever.

Chairman



President



公司概況

一、本行簡介

歷史沿革

民國七十九年為響應政府建構台灣為亞太金融中心願景，本行發起股東乃結合中部地區中小企業業主及地方士紳發起籌設作業，在八十年八月獲得財政部同意准予設立，並於認足100億元股本後，於八十一年二月十二日正式公告開業。

本行成立時以成為一家真正瞭解台灣眾多中小企業的理財需求，且具有開創性、前瞻性眼光的銀行，來提供符合大眾需求的金融服務。同仁並以誠信、穩健、服務、創新與關懷之經營理念，及企業化、大眾化、國際化之經營方式，全力配合國家經濟建設與工商業發展，逐漸發展為國內及亞太地區具領導地位之商業銀行。

隨著國內經濟轉型及國民所得水準提高，消費大眾對金融服務需求逐漸多元化，本行為提供消費大眾更完善金融服務，亦將致力提昇個人理財金融專業知識，期能滿足客戶投資理財需求，進而成為大中華區最佳的專業理財銀行。

本行八十一年開業初期在國內僅有七個營業單位，截至九十一年底已擴充成長為一國內擁有三十七個營業單位，國外有香港代表人辦事處之專業金融機構。此外，為擴大營運基磐於92.07.25概括承受斗六信用合作社後，擴增五個營業據點，截至九十二年底，已擁有四十二個營業單位。再者，因應整體金融體系的變化及提昇長期的競爭優勢，達成範疇經濟，本行於九十一年八月正式加入「復華金融控股公司」。同年九月本行總行辦公室北遷，並於十月二十一日正式更名為「復華商業銀行」。

經營理念

本行自開業以來一直秉持的經營理念為「誠信、穩健、服務、創新、關懷」。常言「民無信不立」，銀行是信用授受之機構，因此本行以實實在在的誠信態度來服務客戶，進而獲得客戶的信賴而樂於往來。其次，銀行之經營乃百年大業，本行乃以永續經營為前提，業務發展則力求穩定持續的成長，佐以健全的風險管理。本行除以顧客需求為導向，不斷創新金融商品以滿足顧客，並不斷提升全行的服務品質及關懷顧客，以建立永久良好的友誼與往來關係。

未來展望

面對金融環境競爭日益劇烈，雖然政府持續進行金融改革及合併，但因經濟情勢欠佳導致金融機構經營環境惡劣，加上國際大型金融集團之競爭，現行金融秩序勢必將產生極大的改變。面對此一變局，未來經營方式上，將在現有基礎持續精益求精，以良好的風險控管及明確的策略規劃，推展符合市場與客戶需求的產品，同時計劃將以購併方式，積極擴張營業據點。藉由金控集團資源，全力拓展不同層面客群，建立綿密行銷網路，達成各項營業目標，為本行創造最大的收益。

Company Profile

I. Fuhwa facts in brief:

History & milestone:

Echoing the government vision to build Taiwan into the Asia-Pacific Financial Center, the promoting shareholders of Fuhwa Commercial Bank teamed up with the entrepreneurs of key small and medium businesses and local dignitaries in central Taiwan to start the founding work of the Fuhwa Commercial Bank in 1990. In August 1991, we got officially approved by the Ministry of Finance for incorporation of Fuhwa Commercial Bank Co., Ltd.. After the NT\$10 billion capital was subscribed to in full, Fuhwa Commercial Bank officially inaugurated business operation on February 12, 1992.

Since the very founding, Fuhwa Commercial Bank has been known as a bank best thoughtful and aware of the numerous small and medium businesses in their financial needs, with an innovative and forward-looking vision to best live up to public needs. Here at Fuhwa Commercial Bank, all our staff members faithfully fulfill our corporate philosophy of rendering faithful, solid, innovating and thoughtful services in corporate, international and popularized policy with wholehearted support to the national efforts of economic constructions and industrial development. At a solid pace, Fuhwa Commercial Bank has developed itself into the leading commercial bank in Taiwan and even the entire Asia-Pacific area.

In line with transformation of the domestic economy and rising income of our nationals, the public consumers have significantly diversified their financial needs. To render comprehensive banking services to the public, we have equally focused on the retail banking through individualized banking needs. Such efforts prove to have well paid off as Fuhwa Commercial Bank has become the best expert moneymaking bank in Greater Chinese regions.

In 1992 we started up business with only seven sales branches. As of December 31, 2002, Fuhwa Commercial Bank virtually upgraded itself into an expert financial institution with 37 sales branches in Taiwan plus a representative office in Hong Kong. To further broaden business horizons, we took over Touliao Credit Cooperative on July 25, 2003 which brought to us five additional business bases, making a total of 42 business bases as of December 31, 2003. Furthermore, in line with the change in the overall banking systems and boost long-term competitive edge to reach the economic scale performance, we officially joined Fuhwa Financial Holding Co.,Ltd. in August 2002. One month later, in September 2002, we relocated the Head Office northward and officially renamed the Bank as “Fuhwa Commercial Bank Co., Ltd.” on October 21 that year.

Corporate philosophy:

Since the Bank first came into being, our entire staff members have faithfully fulfilled our corporate philosophy of “rendering faithful, solid, innovating and thoughtful services”. Honesty and faithfulness representative the top guiding motto. Therefore, we serve clients in absolutely faithful attitude and have, in turn, won widespread acclaim, bringing clients to take great pleasure in using our services. Meanwhile, we take our banking services as sustained undertaking to attain solid growth amidst stiff and sound risk control. We completely orient ourselves to customer needs with wholehearted efforts to upgrade the bank-wide services to build lifetime friendship with clients.

Future prospects:

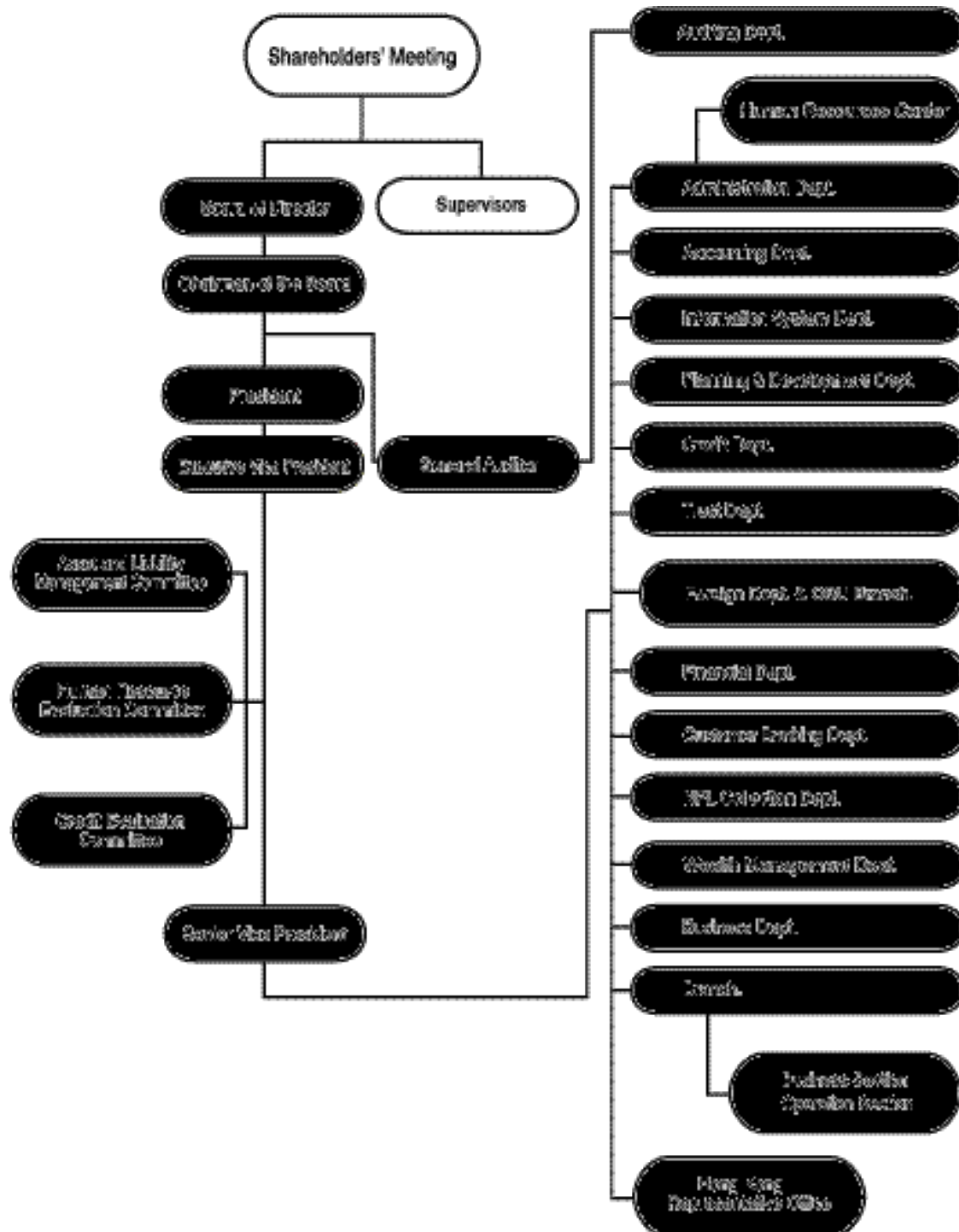
In the face of the mounting cutthroat competition, we are subject to quite awful banking climate amidst the frustrating economy notwithstanding the continual efforts from the government in financial reforms and merger. The entry of international giants into the already fierce competition in the domestic markets turns the situation from bad to worse. With such tough challenges ahead, we shall, in the days and years ahead, further enhance the quality of our services on the solid foundation with sound risk control and express strategic planning to roll out products to better live up to the needs in the markets and customers. Meanwhile, we shall further broaden our sales bases by means of M&A. Taking advantage of the resources of the Fuhwa Financial Holding Group, we shall develop customer bases of different levels and facets to set up intensive marketing networks to attain business targets and bring up maximum possible profitability to the Bank.

(一)組織系統圖



II.Fuhwa Oranization

(I)Organization chart



(二)各主要部門掌理業務

稽核室：

掌管全行業務、財務、帳務、電腦系統、現金及各種庫存保管品之稽核、各單位內部自行稽核工作之督導等事項。

管理部：

掌理印信管理、文書收發與繕校、重要印章刊發、登記與管理，全行之安全維護，營繕、採購，房地產租用購置等財產管理，庶務、出納及其他秘書、股務、董事會之開會、機要及公關等事項。

掌理全行人力規劃，辦理員工任免、升遷調派、考核及人員招募、訓練、保險、福利等相關人事業務。

會計室：

掌理全行會計、歲計與統計等事項。

資訊室：

電腦連線作業系統之設計、開發、裝置與管理、電腦中心之運作及電子金融商品之企劃、規劃與推展等事項。

業務部：

掌理金融研究、全行業務及電子金融商品之企劃、規劃與推展，存匯管理、經營資訊與營業單位業績考核管理、電話服務業務規劃及管理 etc. 等事項。

審查部：

掌理各種授信業務之計劃、推行、審核、覆審、徵信資料之蒐集、整理分析暨中小企業服務等事項。

信託部：

掌理信託投資業務之管理及營業事項等相關信託業務。

國外部：

掌理有關外匯業務之處理、推展、管理、統計等事項。

財務部：

掌理全行資金調度、短長期投資規劃、執行、匯（利）率等資金價格之研訂、本行中長期資本規劃及衍生性金融商品之規劃與推展等相關事項。

消費金融部：

掌理消費金融（含信用卡）之計劃、推展、鑑價、審核及管理 etc. 等相關事項。

債權管理部：

掌理全行逾期放款催收案件之清理與管理，法律事務諮詢，及其他債權管理相關事宜。

國際金融業務分行：

辦理各項國際金融業務。

財富管理部

掌理財富管理事業策略擬定，全行理財業務之企劃、規劃與推展，訂定理財業務營運目標，負責全行理財業務服務品質與客戶抱怨處理。

營業部：

辦理中央主管機關核准本銀行辦理之各種商業銀行業務，並兼辦中央主管機關核准本銀行辦理之儲蓄銀行存、放款業務。

(II) Key Divisions and Their Respective Businesses and Services:

■ Auditing Dept.:

Take charge of audit over the bank-wide sales, financial, accounting affairs, computerized systems, cash and articles under inventory and custody, and superintendence over the internal audit of various units.

■ Administration Dept.:

Take charge of custody of bank seals, the Bank's documentation, typing, proofreading, issuance of major documents, registration and management, bank-wide security, construction affairs, purchases, realty leasehold, purchase and such property management, general affairs, cashier's affairs, secretarial affairs, equity affairs, holding of the board of directors meeting and public affairs.

Take charge of Bank-wide human resources planning, appointment and discharge, transfer, assignment, promotion, performance rating, soliciting, training, insurance, fringe benefits and such personnel affairs of employees.

■ Accounting Dept.:

Take charge of the bank-wide accounting, annual revenues, statistics.

■ Information System Dept.:

Take charge of design, development, installation, management of computer online systems, operation of the computer (MIS) center and electronic banking products.

■ Planning & Development Dept.:

Take charge of financial and banking studies, planning and promotion of the bank-wide sales and electronic-banking commodities, deposit and foreign exchange management, rating management of business management related information, planning and management of phone services.

■ Credit Dept.:

Take charge of planning, promotion, review, recheck of a variety of loan business, collection of credit investigation data, reorganization and analysis of services to be rendered to small and medium businesses.

■ Trust Dept.:

Take charge of management and business operation in trust and investment and trust services about business operation.

■ International Banking Dept.:

Take charge of handling, promotion, management and statistics of foreign exchange related business operation.

■ Financial Dept.:

Take charge of dispatch of funds, planning and enforcement of long- and short-term investment, study and enforcement of exchange (interest) rates, planning and promotion of Fuhwa Commercial Bank's mid-, long-term capital and derivatives.

■ Customer Banking Dept.:

Take charge of planning, promotion, assessment, review and management of retail banking (including credit cards).

■ NPL Collection Dept.:

Take charge of bank-wide clearance and management of overdue loans, render legal consultation services and other credit related affairs.

■ Offshore Banking Branch:

Take charge of OBU related banking services.

■ Wealth Management Dept.:

Take charge of planning and promotion of wealth management strategies, bank-wide moneymaking affairs, setting target of business operation, take responsibility of the quality of bank-wide moneymaking services and solve customer grievance.

■ Business Dept.:

Take charge of a variety of commercial banking services as accredited by the Central Bank and, concurrently, take charge of savings bank oriented deposit and loan services as approved by the Central Bank.

(三) 總經理、副總經理、協理及單位主管資料

(III) President, Executive Vice President, Senior Vice President and department heads:

總經理、副總經理、協理、各部門及分支機構主管資料

92年12月31日
December 31, 2005

姓名 English	姓名 Name	就任日期 Date of appointment	總資產 Share held total assets		關係、亦包括十位內親屬 Relationship to others, other relatives		學歷及專業資格 Education & professional background	目前及最近兩年內曾擔任之職務 Position currently served in other firms	最近兩年內二級或以上附屬公司之派息 Dividends to shareholders within 2 years	最近兩年內之派息 Dividends to shareholders within 2 years
			總資產 Total of assets	股權比率 Shareholding %	總資產 Total of assets	股權比率 Shareholding %				
總經理 President	李長升 Ng Cheong	05.05.01	497,179	0.0411%	-	0.0000%	0	0.0000%	英國倫敦大學經濟學系 London School of Economics	英國倫敦大學經濟學系 London School of Economics
副總經理 Executive Vice President	陳國子 Chan Yung-tzu	05.05.01	360,031	0.0307%	-	0.0000%	0	0.0000%	英國倫敦大學經濟學系 London School of Economics	英國倫敦大學經濟學系 London School of Economics
副總經理 Executive Vice President	李國雄 Lee Kwok-hung	01.01.01	-	0.0000%	-	0.0000%	0	0.0000%	英國倫敦大學經濟學系 London School of Economics	英國倫敦大學經濟學系 London School of Economics
副總經理 Executive Vice President	陳永文 Chan Wing-man	03.01.06	31,370	0.0026%	-	0.0000%	0	0.0000%	英國倫敦大學經濟學系 London School of Economics	英國倫敦大學經濟學系 London School of Economics
副總經理 Executive Vice President	李國雄 Lee Kwok-hung	03.01.14	134,371	0.0111%	-	0.0000%	0	0.0000%	英國倫敦大學經濟學系 London School of Economics	英國倫敦大學經濟學系 London School of Economics
副總經理 Executive Vice President	陳國子 Chan Yung-tzu	03.01.03	360,031	0.0307%	-	0.0000%	0	0.0000%	英國倫敦大學經濟學系 London School of Economics	英國倫敦大學經濟學系 London School of Economics
副總經理 Executive Vice President	李國雄 Lee Kwok-hung	03.01.11	218,229	0.0186%	4,131	0.0000%	0	0.0000%	英國倫敦大學經濟學系 London School of Economics	英國倫敦大學經濟學系 London School of Economics
副總經理 Executive Vice President	陳永文 Chan Wing-man	03.12.01	-	0.0000%	-	0.0000%	0	0.0000%	英國倫敦大學經濟學系 London School of Economics	英國倫敦大學經濟學系 London School of Economics
副總經理 Executive Vice President	李國雄 Lee Kwok-hung	03.01.14	-	0.0000%	-	0.0000%	0	0.0000%	英國倫敦大學經濟學系 London School of Economics	英國倫敦大學經濟學系 London School of Economics
副總經理 Executive Vice President	陳國子 Chan Yung-tzu	05.10.03	146,000	0.0124%	-	0.0000%	0	0.0000%	英國倫敦大學經濟學系 London School of Economics	英國倫敦大學經濟學系 London School of Economics
副總經理 Executive Vice President	李國雄 Lee Kwok-hung	05.01.23	256,371	0.0197%	36,160	0.0031%	0	0.0000%	英國倫敦大學經濟學系 London School of Economics	英國倫敦大學經濟學系 London School of Economics
副總經理 Executive Vice President	陳永文 Chan Wing-man	01.12.08	346,829	0.0313%	2,999	0.0000%	0	0.0000%	英國倫敦大學經濟學系 London School of Economics	英國倫敦大學經濟學系 London School of Economics
副總經理 Executive Vice President	李國雄 Lee Kwok-hung	02.04.23	195,175	0.0159%	-	0.0000%	0	0.0000%	英國倫敦大學經濟學系 London School of Economics	英國倫敦大學經濟學系 London School of Economics
副總經理 Executive Vice President	陳國子 Chan Yung-tzu	01.30.01	360,031	0.0307%	-	0.0000%	0	0.0000%	英國倫敦大學經濟學系 London School of Economics	英國倫敦大學經濟學系 London School of Economics
副總經理 Executive Vice President	陳永文 Chan Wing-man	02.10.17	-	0.0000%	-	0.0000%	0	0.0000%	英國倫敦大學經濟學系 London School of Economics	英國倫敦大學經濟學系 London School of Economics
副總經理 Executive Vice President	李國雄 Lee Kwok-hung	02.08.08	-	0.0000%	-	0.0000%	0	0.0000%	英國倫敦大學經濟學系 London School of Economics	英國倫敦大學經濟學系 London School of Economics
副總經理 Executive Vice President	陳國子 Chan Yung-tzu	04.12.06	71,540	0.0059%	37,060	0.0031%	0	0.0000%	英國倫敦大學經濟學系 London School of Economics	英國倫敦大學經濟學系 London School of Economics

[illegible]

職 務 Position	姓 名 Name	發給日期 Date of appointment	總資產淨值 Gross total net assets		附屬：香港中環皇后大道中 Others held by others, where address		中國內地上市證券投資 Others held in relevant region		教育背景 Education at postsecondary level	可資憑證 Profession accreditation issued by the State	本報附錄二證券出售限制之類別 Categories in respect of the within Degree 2			海外及海外證券投資 Overseas securities invested by the company	海外及海外證券投資 Overseas securities invested by the company	海外及海外證券投資 Overseas securities invested by the company
			總資產淨值 Gross total net assets	附屬：香港中環皇后大道中 Others held by others, where address	附屬：香港中環皇后大道中 Others held by others, where address	附屬：香港中環皇后大道中 Others held by others, where address	附屬：香港中環皇后大道中 Others held by others, where address	附屬：香港中環皇后大道中 Others held by others, where address			類別 Category	類別 Category	類別 Category			
總裁 Manager	盧國光 A. Lee Yau	91.10.19	17,943	0.0000%	0.0000%	0	0.0000%	0	0.0000%	0	0.0000%	0.0000%	0.0000%	0	0.0000%	11,08.57
總裁 Manager	盧國光 A. Lee Yau	91.10.19	3,479,000	0.0000%	0.0000%	0	0.0000%	0	0.0000%	0	0.0000%	0.0000%	0.0000%	0	0.0000%	11,08.57
總裁 Manager	盧國光 A. Lee Yau	91.10.11	78,856	0.0000%	0.0000%	0	0.0000%	0	0.0000%	0	0.0000%	0.0000%	0.0000%	0	0.0000%	11,08.57
總裁 Manager	盧國光 A. Lee Yau	91.10.21	61,873	0.0000%	0.0000%	0	0.0000%	0	0.0000%	0	0.0000%	0.0000%	0.0000%	0	0.0000%	11,08.57
總裁 Manager	盧國光 A. Lee Yau	91.10.29	107,180	0.0000%	0.0000%	0	0.0000%	0	0.0000%	0	0.0000%	0.0000%	0.0000%	0	0.0000%	11,08.57
總裁 Manager	盧國光 A. Lee Yau	91.10.29	56,128	0.0000%	0.0000%	0	0.0000%	0	0.0000%	0	0.0000%	0.0000%	0.0000%	0	0.0000%	11,08.57
總裁 Manager	盧國光 A. Lee Yau	91.10.29	146,881	0.0000%	0.0000%	0	0.0000%	0	0.0000%	0	0.0000%	0.0000%	0.0000%	0	0.0000%	11,08.57
總裁 Manager	盧國光 A. Lee Yau	91.10.29	130,586	0.0000%	0.0000%	0	0.0000%	0	0.0000%	0	0.0000%	0.0000%	0.0000%	0	0.0000%	11,08.57
總裁 Manager	盧國光 A. Lee Yau	91.10.29	99,179	0.0000%	0.0000%	0	0.0000%	0	0.0000%	0	0.0000%	0.0000%	0.0000%	0	0.0000%	11,08.57
總裁 Manager	盧國光 A. Lee Yau	91.10.29	39,140	0.0000%	0.0000%	0	0.0000%	0	0.0000%	0	0.0000%	0.0000%	0.0000%	0	0.0000%	11,08.57
總裁 Manager	盧國光 A. Lee Yau	91.10.29	65,166	0.0000%	0.0000%	0	0.0000%	0	0.0000%	0	0.0000%	0.0000%	0.0000%	0	0.0000%	11,08.57
總裁 Manager	盧國光 A. Lee Yau	91.10.29	195,886	0.0000%	0.0000%	0	0.0000%	0	0.0000%	0	0.0000%	0.0000%	0.0000%	0	0.0000%	11,08.57
總裁 Manager	盧國光 A. Lee Yau	91.10.17	1,259	0.0000%	0.0000%	0	0.0000%	0	0.0000%	0	0.0000%	0.0000%	0.0000%	0	0.0000%	11,08.57
總裁 Manager	盧國光 A. Lee Yau	91.10.29	15,033	0.0000%	0.0000%	0	0.0000%	0	0.0000%	0	0.0000%	0.0000%	0.0000%	0	0.0000%	11,08.57
總裁 Manager	盧國光 A. Lee Yau	91.10.29	-	0.0000%	0.0000%	0	0.0000%	0	0.0000%	0	0.0000%	0.0000%	0.0000%	0	0.0000%	11,08.57
總裁 Manager	盧國光 A. Lee Yau	91.10.29	713	0.0000%	0.0000%	0	0.0000%	0	0.0000%	0	0.0000%	0.0000%	0.0000%	0	0.0000%	11,08.57
總裁 Manager	盧國光 A. Lee Yau	91.10.29	301,507	0.0000%	0.0000%	0	0.0000%	0	0.0000%	0	0.0000%	0.0000%	0.0000%	0	0.0000%	11,08.57
總裁 Manager	盧國光 A. Lee Yau	91.10.29	-	0.0000%	0.0000%	0	0.0000%	0	0.0000%	0	0.0000%	0.0000%	0.0000%	0	0.0000%	11,08.57
總裁 Manager	盧國光 A. Lee Yau	91.10.29	-	0.0000%	0.0000%	0	0.0000%	0	0.0000%	0	0.0000%	0.0000%	0.0000%	0	0.0000%	11,08.57

(IV) Particulars of directors and supervisors:

December 31, 2003
H 16 51 21 4 00

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註一：易姓明唐人，唐史名錄無傳，列下表一：	
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NOTE: Please enter the time to serve as the Company's director of supervisor for the first time. Please remark about the first discontinuation, if any.

Notes: The owner expenses related to the current position. In case of having served with the entity CPA's office or affiliates during the aforementioned period, please remark the position and the dates in charge.

infringe on the rights of any other person. In the event that a director, manager or employee, this recommendation shall be duly disclosed based on the respective capacities. In case of an employee warrant or bonus to employees received, please disclose the amounts respectively.

(五) 董事、監察人屬法人股東代表者，股權比例達 10% 以上或股權比例占前十名之股東名稱

法人股東之主要股東

92年 12月 31日
December 31, 2003

法人股東名稱(註一) Name of corporate shareholder (*1)	法人股東之主要股東(註二) Key shareholder of the corporate shareholder(*2)
復華金融控股股份有限公司 Fuhwa Financial Holding Co.,Ltd.	復華金融控股股份有限公司 Fuhwa Financial Holding Co.,Ltd.

註一：屬法人股東代表者，應註明法人股東名稱及該法人之股東股權比例超過百分之十或股權比例占前十名之股東名稱。

註二：法人股東之主要股東如屬法人股東代表者，應註明該第二層法人股東名稱並應填列下表二。

法人股東之主要股東屬法人股東代表者

92年 12月 31日
December 31, 2003

法人股東名稱(註) Name of corporate shareholder (*)	法人股東之主要股東 Key shareholder of the corporate shareholder
復華金融控股股份有限公司 Fuhwa Financial Holding Co.,Ltd.	復華金融控股股份有限公司 Fuhwa Financial Holding Co.,Ltd.

註：第二層屬法人股東代表者，應註明法人股東名稱及該法人之股東股權比例超過百分之十或股權比例占前十名之股東名稱。

董事及監察人資料

姓名(註1) Name (*1)	條件 Terms	是否具有五年以上商務、法律、財務或公司業務所須之工作經驗 At least 5 years of experience in commerce, law, finance and experience as required	符合獨立性情形(註2) Living up to the demands for independence (*2)							備註 (註3) Remarks (*3)
			1	2	3	4	5	6	7	
高抗勝 Kao Kang-sheng		是 Yes		✓	✓		✓	✓	✓	
黃壽佐 Huang Shou-tso		是 Yes		✓	✓		✓	✓	✓	
陳松興 Chen Sung-hsing		是 Yes		✓	✓		✓	✓	✓	
郭煥坤 Kuo Huan-kun		是 Yes	✓	✓	✓		✓	✓	✓	
鍾火德 Chung Huo-teh		是 Yes	✓	✓	✓	✓	✓	✓	✓	
陳起首 Chen Chi-shou		是 Yes	✓	✓	✓	✓	✓	✓	✓	
吳文科 Wu Wen-ke		是 Yes		✓	✓	✓	✓	✓	✓	
周爵泗 Chou Chueh-szu		是 Yes	✓	✓	✓	✓	✓	✓	✓	
莊有德 Chuan Yu-teh		是 Yes		✓	✓		✓	✓	✓	

(V) Directors and supervisors as representatives of corporate shareholders, with shareholding ratio up to 10% the names of the top ten shareholders in terms of shareholding ratio:

Key shareholder of the corporate shareholder

92年 12月 31日
December 31, 2003

法人股東名稱(註一) Name of corporate shareholder (*1)	法人股東之主要股東(註二) Key shareholder of the corporate shareholder(*2)
復華金融控股股份有限公司 Fuhwa Financial Holding Co.,Ltd.	復華金融控股股份有限公司 Fuhwa Financial Holding Co.,Ltd.

*1:In case of representatives of corporate shareholders, please expressly remark the names of corporate shareholders, with shareholding ratio exceeding 10% the names of the top ten shareholders in terms of shareholding ratio.

*2:In the event that the key shareholders of the corporate shareholders are representatives of corporate shareholders, please remark the names of the second stratum corporate shareholders and fill out Table II below.

Key shareholders of the corporate shareholders as representatives of corporate shareholders:

92年 12月 31日
December 31, 2003

法人股東名稱(註) Name of corporate shareholder (*)	法人股東之主要股東 Key shareholder of the corporate shareholder
復華金融控股股份有限公司 Fuhwa Financial Holding Co.,Ltd.	復華金融控股股份有限公司 Fuhwa Financial Holding Co.,Ltd.

*: In the event of representatives of corporate shareholders in the second stratum corporate shareholders, please expressly remark the names of corporate shareholders, with shareholding ratio exceeding 10% the names of the top ten shareholders in terms of shareholding ratio.

Particulars of directors and supervisors

姓名(註1) Name (*1)	條件 Terms	是否具有五年以上商務、法律、財務或公司業務所須之工作經驗 At least 5 years of experience in commerce, law, finance and experience as required	符合獨立性情形(註2) Living up to the demands for independence (*2)							備註 (註3) Remarks (*3)
			1	2	3	4	5	6	7	
高抗勝 Kao Kang-sheng	是 Yes			✓	✓		✓	✓	✓	
黃壽佐 Huang Shou-tso	是 Yes			✓	✓		✓	✓	✓	
陳松興 Chen Sung-hsing	是 Yes			✓	✓		✓	✓	✓	
郭煥坤 Kuo Huan-kun	是 Yes		✓	✓	✓		✓	✓	✓	
鍾火德 Chung Huo-teh	是 Yes		✓	✓	✓	✓	✓	✓	✓	
陳起首 Chen Chi-shou	是 Yes		✓	✓	✓	✓	✓	✓	✓	
吳文科 Wu Wen-ke	是 Yes			✓	✓	✓	✓	✓	✓	
周麗泗 Chou Chueh-szu	是 Yes		✓	✓	✓	✓	✓	✓	✓	
莊有德 Chuan Yu-teh	是 Yes			✓	✓		✓	✓	✓	

註1：欄位多寡視實際數調整。

註2：各董事、監察人符合下述各條件者，請於各條件代號下方空格中打“√”。

- (1)非為公司之受僱人或其關係企業之董事、監察人或受僱人，但其兼任母公司或子公司之獨立董事、獨立監察人者，不在此限。
- (2)非直接或間接持有公司已發行股份總額百分之一以上或持股前十名之自然人股東。
- (3)非前二項人員之配偶或其二親等以內直系親屬。
- (4)非直接持有公司已發行股份總額百分之五以上法人股東之董事、監察人、受僱人或持股前五名法人股東之董事、監察人、受僱人。
- (5)非與公司有財務、業務往來之特定公司或機構之董事、監察人、經理人或持股百分之五以上股東。
- (6)非為最近一年內提供公司或關係企業財務、商務、法律等服務、諮詢之專業人士、獨資、合夥、公司或機構團體之企業主、合夥人、董事（理事）、監察人（監事）、經理人及其配偶。
- (7)非為公司法第二十七條所訂之法人或其代表人。

註3：擔任公司獨立董事或獨立監察人者，如有兼任其他公司獨立董事或獨立監察人情事，應備註說明兼任家數。

三、本行資本及股份(含特別股)、金融債券及參與發行海外存託憑證之發行情形

(一)股權分散情形

1.普通股／每股面額十元：

92年12月31日

December 31, 2003

持股分級 Shareholding grading	股東人數 No. of shareholders	持有股數(千股) No. of shares held(thousand shares)	持股比例 Shareholding (%)
1~ 999	-	-	-
1,000~ 5,000	-	-	-
5,001~ 10,000	-	-	-
10,001~ 15,000	-	-	-
15,001~ 20,000	-	-	-
20,001~ 30,000	-	-	-
30,001~ 40,000	-	-	-
40,001~ 50,000	-	-	-
50,001~ 100,000	-	-	-
100,001~ 200,000	-	-	-
200,001~ 400,000	-	-	-
400,001~ 600,000	-	-	-
600,001~ 800,000	-	-	-
800,001~ 1,000,000	-	-	-
1,000,001 以上 1,000,001 up	1	1,050,000	100.00
合計 Total	1	1,050,000	100.00

*1: Add additional spaces if required.

*2: Please tick with a “√” sign in the boxes as appropriate if the directors and supervisors meet the following conditions:

- (1) Neither an employee of the company, nor director, supervisor, employee of its affiliates, except an independent director, supervisor concurrently serving with a subsidiary.
- (2) Does not hold 1% or more of the outstanding shares of the company directly or indirectly, or the top ten individual shareholders.
- (3) Not a spouse or next of kin of the persons stated in the first two fields in this table..
- (4) Not a director, supervisor, employee of institutional shareholders that hold more than 5% of the outstanding shares of the company, and not a director, supervisor or employee of the top five institutional shareholders.
- (5) Not a director, supervisor, manager of shareholder with 5% or more of the holding in a company that has financial and business transaction with the company.
- (6) Not a professional, proprietor, partner, company or owner, partner, (director), (supervisor), manager or the spouse of the above of institution that provides financial, commercial, or legal service or consultation to the company during last year.
- (7) Not a judicial person or its statutory representative as defined under Article 27 of the Company Law.

*3: In the event that those serving as independent directors or supervisors are serving as independent directors or supervisors of another company(ies), please remark and indicate the number of such other company(ies).

III. Fuhwa Commercial Bank's capital, shares (including preferred shares), financial bonds and participation in issuance in GDRs:

(I) Shareholding spread out:

1.Common shares / @NT\$10 par value

92年12月31日

December 31, 2003

持股分級 Shareholding grading	股東人數 No. of shareholders	持有股數(千股) No. of shares held(thousand shares)	持股比例 Shareholding (%)
1~ 999	-	-	-
1,000~ 5,000	-	-	-
5,001~ 10,000	-	-	-
10,001~ 15,000	-	-	-
15,001~ 20,000	-	-	-
20,001~ 30,000	-	-	-
30,001~ 40,000	-	-	-
40,001~ 50,000	-	-	-
50,001~ 100,000	-	-	-
100,001~ 200,000	-	-	-
200,001~ 400,000	-	-	-
400,001~ 600,000	-	-	-
600,001~ 800,000	-	-	-
800,001~ 1,000,000	-	-	-
1,000,001 以上 1,000,001 up	1	1,050,000	100.00
合計 Total	1	1,050,000	100.00

2.特別股：本公司無發行特別股。

3.庫藏股：民國九十一年八月一日本公司依金融控股公司法之規定，以股份轉換方式加入復華金融控股(股)公司，原持有庫藏股37,664,586股於民國九十一年八月一日股份轉換基準日後全數轉換為復華金融控股(股)公司股票，計27,155,433股。截至民國九十一年十二月三十一日止，累積買回庫藏股票股數為64,348,000股，累積買回金額為349,675,101元，累積已轉讓予員工之庫藏股票股數為26,683,414股。另，於民國九十二年度將剩餘之庫藏股全數轉讓予員工，因而產生利益14,672,909元。

(二)金融債券發行情形

債券名稱 Bond name	復華商業銀行股份有限公司 九十一年度第一期次順位金融債券 Fuhwa Commercial Bank Co., Ltd. The First Term Preference Financial Bonds 2002	
	91.11.04	91.11.04
發行日期 Date of issue	November 4, 2002	November 4, 2002
發行面額 Face value issued	新台幣三十一億元 NT\$3.1 billion	新台幣十四億元 NT\$1.4 billion
票面利率 Face interest rate	6.15%減 Libor(註) 6.15% less Libor(*)	3.50%
發行期間 Term of issuance	五年三個月 5 years 3 months	五年三個月 5 years 3 months
付息方式 Terms of interest payment	每半年付息一次 Interest payable every half a year	每半年付息一次 Interest payable every half a year
還本方式 Terms of repayment	到期一次還本 Principal to be repaid in a lump sum upon maturity	到期一次還本 Principal to be repaid in a lump sum upon maturity
發行價格 Price of issue	於發行日依面額發行 To be issued at face value on the date of issue	於發行日依面額發行 To be issued at face value on the date of issue

註：係依六個月美金倫敦銀行同業拆放利率(Libor)之報價均價為依據，於每半年之起息日重新計算利率。

(三)海外存託憑證發行情形：無

(四)盈餘分配及股利政策：

本公司為持續擴充營運規模與增加獲利能力，並兼顧資本適足率，採取剩餘股利政策。分派股息及紅利之種類，由董事會按當時金融環境、市場趨勢及本公司發展計劃，擬訂分派現金或股票之比例，但值本公司成長時期，分派股票之比例以不低於百分之八十為原則，惟必要時得經董事會同意後變更。其現金部分應於董事會通過盈餘分派之議案後分派之；股票股利部分應另俟取得主管機關核准文件後分派之。

分派條件與時機：本公司年度決算如有盈餘，於完納一切稅捐後應先彌補以往年度虧損，再就其盈餘提撥百分之三十為法定盈餘公積，並得提撥一部分作為特別盈餘公積或保留盈餘，如尚有餘額再做分派，股東股息及紅利分配百分之九十八，員工紅利分配百分之二。法定盈餘公積未達資本總額前，最高現金盈餘分配，不得超過資本總額之百分之十五。法定盈餘公積已達其資本總額時，得不受前項規定之限制。

2. Preferred shares: Fuhwa Commercial Bank has not issued any preferred shares.

3. Treasury stocks: On August 1, 2002, Fuhwa, pursuant to the requirements set forth in the Financial Holding Company Law, the Company joined Fuhwa Financial Holding Co., Ltd. by means of share swap. The 37,664,586 shares of treasury stocks previously held were totally swapped into stocks of Fuhwa Financial Holding Co., Ltd. with August 1, 2002 as the stock swap base date, numbering 27,155,433 shares. As of December 31, 2002, the number of shares of treasury stocks purchased back totaled 64,348,000 shares, amounting to NT\$349,675,101 in the purchase. In accumulation, the treasury stocks having been transferred to employees numbering 26,683,414 shares. Further in 2003, the remaining treasury stocks were transferred to employees in full, yielding total profit amounting to NT\$14,672,909.

(II) Issuance of financial bonds:

復華商業銀行股份有限公司 九十一年度第一期次順位金融債券 Fuhwa Commercial Bank Co., Ltd. The First Term Preference Financial Bonds 2002		
債券名稱 Bond name		
發行日期 Date of issue	91.11.04 November 4, 2002	91.11.04 November 4, 2002
發行面額 Face value issued	新台幣三十一億元 NT\$3.1 billion	新台幣十四億元 NT\$1.4 billion
票面利率 Face interest rate	6.15%減 Libor(註) 6.15% less Libor(*)	3.50%
發行期間 Term of issuance	五年三個月 5 years 3 months	五年三個月 5 years 3 months
付息方式 Terms of interest payment	每半年付息一次 Interest payable every half a year	每半年付息一次 Interest payable every half a year
還本方式 Terms of repayment	到期一次還本 Principal to be repaid in a lump sum upon maturity	到期一次還本 Principal to be repaid in a lump sum upon maturity
發行價格 Price of issue	於發行日依面額發行 To be issued at face value on the date of issue	於發行日依面額發行 To be issued at face value on the date of issue

* : Calculated on the grounds of the inter-bank dealing interest rate prevalent in London (known as Libor), with interest rates calculated afresh on the interest initiation date of every half a year.

(III) Issuance of GDRs: none

(IV) Policies on earning allocation and dividend:

The Company adopts a policy to allocate dividend only with surplus profit in an effort to continually broaden business horizons and profitability as we assure sound capital accuracy. The board of directors is authorized to propose the ratio of cash and stock dividend allocation based on the categories of dividend and bonus, the financial climate, market update and the Company's development plans. At the moment as the Company is in a growing phase, the stock dividend shall not be below 80% minimum which, nevertheless, may be changed as approved by the board of directors. The cash dividend may be allocated with the earnings as approved by the board of directors and the stock dividend may be allocated only after the Company obtains written approval from the competent authorities of the government.

Terms and timing of allocation: From the earnings made as shown through the year-end account closing, the sum to pay tax and make good previous loss, if any, shall be first withheld, then 30% as legal reserve and then special reserve or as retained earnings. Of the balance, if any, 98% shall be bonus to shareholders and 2% as bonus to employees. Until the accumulation of legal reserve is up to the total amount of capital, the maximum of cash dividend shall not exceed 15% of the total capital. The Company is, nevertheless, free of such restriction if the total legal reserve accumulated is up to the amount of total capital.

營運概況

一、業務內容

本行得經營之業務範圍如下：

- (一)收受支票存款。
- (二)收受活期存款。
- (三)收受定期存款。
- (四)辦理短期、中期及長期放款。
- (五)辦理票據貼現。
- (六)投資有價證券。
- (七)辦理國內匯兌。
- (八)辦理商業匯票之承兌。
- (九)簽發國內信用狀。
- (十)保證發行公司債券。
- (十一)辦理國內保證業務。
- (十二)代理收付款項。
- (十三)承銷公債、國庫券、公司債券及公司股票。
- (十四)辦理信用卡業務。
- (十五)辦理短期票券經紀、自營簽證及承銷業務。
- (十六)辦理保管及倉庫業務。
- (十七)辦理出租保管箱業務。
- (十八)辦理與營業執照上各款業務有關或經中央主管機關核准之代理服務業務。
- (十九)辦理出口外匯、進口外匯、一般匯出及匯入匯款、外匯存款、外幣貸款及外幣擔保付款之保證業務。
- (二十)代售黃金條塊、金幣、銀幣。
- (二十一)辦理依信託業法核定辦理之業務。
- (二十二)辦理政府債券自行買賣業務。
- (二十三)辦理經中央主管機關核准辦理之衍生性金融商品交易業務。
- (二十四)承購國內廠商因出口而產生之國外應收帳款。
- (二十五)將承購之出口商應收帳款轉讓予國外應收帳款承購商。
- (二十六)承購國內廠商因內銷而產生之國內應收帳款。

二、業務概況

(一)存款業務

截至九十二年底止，本行總存款餘額為新台幣1,908億元，較九十一年底之1,486億元增加422億元，成長率為28.40%，其中活期性存款為548億元，佔總存款28.72%；定期性存款為1,360億元，佔總存款71.28%。

(二)放款業務

截至九十二年底止，本行總放款餘額為新台幣1,685億元，較九十一年底之1,193億元增加492億元，成長率為41.2%，其中短期放款及透支為432億元，佔總放款之25.6%，中期放款為644億元，佔總放款之38.2%，長期放款為571億元，佔總放款之33.9%。

(三) 外匯業務

九十二年度，本行外匯承作量61.59億美元，較九十一年度31.91億美元增加93.01%，其中進口業務佔總承作量之9.32%，出口業務佔總承作量之3.06%，匯出業務佔總承作量之44.97%，匯入業務佔總承作量之42.65%。

(四) 營業收支及盈餘情形

九十二年度營業收入共新台幣87億5,061萬元，較九十一年度83億8,553萬元，增加3億6,507萬元。主要收入有利息收入68億9,084萬元，佔營業收入之78.75%；手續費收入8億8,952萬元，佔營業收入之10.16%。營業支出77億757萬元，較九十一年度之117億4,329萬元，減少40億3,572萬元，減少34.37%，主要支出有利息支出29億3,174萬元，佔營業支出之38.04%，業務費用18億4,583萬元，佔營業支出之23.95%，管理費用8億6,702萬元，佔營業支出之11.25%，各項提存13億782萬元，佔營業支出之17.88%；及其他各項營業外，收支相抵後，稅前淨利9億9,208萬元，扣除所得稅費用7,850萬元，稅後淨利為9億1,358萬元。

(五) 保證與承兌業務

本行保證與承兌業務，主要包括承兌匯票、發行公司債保證、工程履約保證、工程預付款保證及發行商業本票保證等，截至九十二年底止，保證與承兌總餘額為95.2億元，較九十一年度66.2億元，增加44.26%。其中承兌匯票為9.5億元，發行公司債保證為16.3億元，工程履約保證10.9億元，發行商業本票保證34.5億元，金融機構借款保證4.5億元。

(六) 信託業務

1. 指定用途信託投資國內共同基金及國外有價證券業務

截至九十二年底止，信託資產餘額為新台幣181.79億元，較九十一年底126.06億元增加55.73億元，成長率達44.21%。九十二年信託業務手續費收入為1億3,222萬元，較九十一年度5,800萬元增加7,422百萬元，成長率達127.9%。

2. 保管銀行業務

本行積極推展保管銀行業務，截至九十二年底已保管五檔國內證券投資信託基金，保管資產規模為新台幣474.7億元，另亦保管兩戶全權委託投資，保管資產規模為新台幣2.5億元。

3. 員工持股信託、特定單獨管理運用金錢信託及生前契約信託業務

九十二年開辦員工持股信託、特定單獨管理運用金錢信託及生前契約信託業務，截至九十二年底止，員工持股信託之信託資產規模為187萬元，特定單獨管理運用金錢信託為1,245萬元，生前契約為45萬元。

(七) 理財業務

財富管理業務於九十二年度雖仍處於規劃建置期，但承蒙金控集團及銀行內部全力支持理財業務之發展，故整體營運績效遠高於原訂目標及調整後目標，九十二年度理財業務總營業收入為3億692萬元，整體達成率高達158%。基金業務與保險業務皆達成且超越其各別營收目標，九十二年度基金總手續費收入為1億4,274萬元，達成率為122%；九十二年度保險佣金收入為1億6,418萬元，總達成率更高達212%。

(八) 信用卡業務

在信用卡發卡量方面，截至九十二年底本行信用卡累積發卡量為45萬3,360卡，較九十一年底累積發卡量為22萬8,652卡，增加22萬4,704卡，成長率98%。

在信用卡消費簽帳金額方面，九十二年全年總消費簽帳金額為新台幣67億4,481萬元，較九十一年度新台幣23億8,743萬元，淨增加新台幣43億5,738萬，成長率183%。尤以九十二年十二月單月消費簽帳金額為9億875萬較去年同月份成長6億5,261萬，成長率更高達254%。另在信用卡預借現金簽帳金額方面，九十二年全年總預借現金簽帳金額為新台幣8億8,353萬元，相較於九十一年1億3,136萬，淨增加7億5,217萬元，成長率達573%。

三、市場分析

(一) 國際經濟情勢

根據近期多項統計資料顯示，全球景氣於2003年下半年同步顯著復甦，在美國經濟加速擴張及各國國內寬鬆政策的帶動下，亞洲新興市場及日本、歐元區等國俱從上半年的景氣低谷回升，經濟成長率普遍向上修正，惟各國景氣復甦程度差異頗大，美國及亞洲新興市場屬快速成長集團，日、歐屬緩慢回升集團。世界貿易組織(World Trade Organization, WTO)於92年11月初發佈之年度國際貿易統計回顧報告書中指出，2003年上半年全球商品出口成長15%，較2002年的4%大幅增加。

展望93年，自美伊戰事結束後，全球在地理政治緊張關係消除以及減稅、低利等振興景氣政策效果顯現下，投資與消費者信心回復，主要股市大幅回升，全球經濟可望表現亮麗，預估2004年全球經濟成長率將由2003年的2.7%上升至3.9%，貿易量成長率也可望由2003年的4.6%彈升至6.9%。

(二) 國內經濟情勢

隨著戰事、疫情遠離及國內外景氣加速復甦，92年下半年來工商業及出口成長均有亮麗表現，顯示我經濟已走出第二季負成長陰霾。在利率方面，為提振國內經濟，紓解通貨緊縮之壓力，中央銀行於6月26日宣佈將重貼現率、擔保放款融通及短期融通利率各調降0.25個百分點，重貼現率乃由1.625%再降至1.375%之歷史新低水準；隔夜拆款利率亦由年初之1.515%下滑至12月底之1.022%。自下半年起，雖然國內景氣復甦態勢逐漸明朗，但企業資金需求仍未明顯顯現、民間消費信心仍屬保守，加以央行阻升台幣釋出大量新台幣，故金融市場資金仍相當寬鬆，惟因央行不欲新台幣利率再下滑，積極進行公開市場操作，致使央行未到期存單創新高。在匯率走勢方面，92年前4月新台幣兌美元匯率約在34.8至34.4元之間狹幅波動，惟由於國際美元走弱、外資匯入金額不斷擴增、企業於海外大量發行ECB，加以人民幣升值壓力籠罩，亞洲各國貨幣均呈現升值走勢，故雖央行不斷進入外匯市場操作，致使外匯存底激增，但新台幣仍一路呈現升值走勢，至9月下旬正式突破34元關卡，一度升至33.7元左右，至年底則回貶至33.978元；與91年底相收盤之34.753元相較，92年全年新台幣兌美元匯率共計升值2.28%。根據行政院主計處預估，我92年第三、四季經濟成長分別向上調整至4.18%及4.81%，全年經濟成長率亦上修至3.15%，呈現緩步擴張的格局。

展望93年，由於國際景氣回春跡象漸次浮現，一般預期全球經濟成長率亦將恢復長期平均趨勢水準。受此激勵影響，加上政府「挑戰2008：國家發展重點計畫」及「新十大建設」政策效應顯現，93年國內經濟發展情勢可望較92年為佳。行政院主計處預測93年我國經濟成長率為4.10%。

四、從業員工資料

92年12月31日
December 31, 2003

年度 Year		88 年度	89 年度	90 年度	91 年度	92 年度
項目 Descriptions		1999	2000	2001	2002	2003
員工人數 Number of employees		1,023	1,055	1,002	1,216	1,925
平均年齡 Average age		32	32	33	32	32
平均服務年資 Average seniority		4.34	4.79	5.74	5.12	3.82
員工學歷 Educational level	博士 Ph. D.	2	2	1	1	1
	碩士 Master	49	49	44	79	118
	大專 University	819	853	810	978	1,449
	高中 Senior high school	148	147	143	156	351
	高中以下 Below senior high school	5	4	4	2	6

五、勞資關係：

(一) 現行重要勞資協議及實施情形

1. 員工福利措施

- (1) 依照政府法令為員工投保勞工保險及全民健康保險。
- (2) 為員工投保意外險及職業災害保險。
- (3) 成立職工福利委員會，設置各項補助辦法。
- (4) 對成立之社團提供活動費用補助。
- (5) 員工子女教育獎學金。
- (6) 補助各單位辦理自強活動費用。
- (7) 伙食津貼。
- (8) 優惠利率之員工儲蓄存款、退休人員退休金存款、員工房屋購置貸款、員工房屋添修貸款及員工消費性貸款。
- (9) 員工持股信託。
- (10) 配合員工休閒及生涯規劃訂有休假、退休等相關辦法。

2. 退休制度

貫徹關懷員工經營理念，協助員工計劃退休之生涯，特訂定「員工退休辦法」。

(1) 自請退休：

- A. 工作十五年以上年滿五十五歲者。
- B. 工作二十五年以上者。

(2) 命令退休：

- A. 年滿六十歲者。
- B. 心神喪失或身體殘廢不堪勝任工作者。

(3) 有關本公司退休金給付規定如下：

- A. 適用勞基法前退休給付按原退休辦法規定辦理。
- B. 適用勞基法後，按勞基法規定計算退休金基數。
- A.+B. 兩段合計之退休金基數最高以四十五個基數為限。

公司依法籌組員工退休準備金監督委員會，並按月提撥勞工退休準備金。

3. 其他重要協議：無。

(二) 最近三年度因勞資糾紛所受損失：

- 1.九十一年度：無。
- 2.九十二年度：
 - (1)陳景杭請求給付退休金等事件，判決應給付金額共1,740千元。
 - (2)吳金福確認僱傭關係存在事件，依判決給付之薪資共計5,910千元

六、轉投資事業

(單位：新台幣仟元／股) (Expressed in Thousand NT Dollars; number of shares)						92年12月31日 December 31, 2003	
轉投資事業名稱 Names of investees	主要營業項目 Major business lines	投資價值 Investment values	帳面價值 Book value	投資股份 Number of shares invested		會計處理方法 Accounting method	本期認列之投資(損)益 Investment profitability (loss) recognized this term
				股數 Number of shares	比率 %		
金復華租賃(股)公司 Fuhwa Leasing Co., Ltd.	一般租賃業務 General leasehold services	197,000	149,167	19,700,000	98.56%	權益法 Equity method	2,177
復華財產保險代理人有限公司 Fuhwa Property Insurance Agency Co., Ltd.	財產保險代理人 Property insurance agency	2,880	4,155	註一 *1	80.00%	權益法 Equity method	687
復華人身保險代理人(股)公司 Fuhwa Life Insurance Agency Co., Ltd.	人身保險代理人 Life insurance agency	2,000	34,506	199,994	99.99%	權益法 Equity method	28,446
富邦證券金融(股)公司 Fubon Securities Finance Co., Ltd.	有價證券融資融券 Short sell margin ratio in securities	119,890	119,890	12,421,500	1.97%	成本法 Cost method	—
萬通票券金融(股)公司 Grand Bills Finance Corp.	票券融資 Bills financing	64,800	64,800	7,333,248	1.36%	成本法 Cost method	—
財金資訊(股)公司 Financial Information Service Co., Ltd (FISC)	金融資訊服務 Financial information services	45,500	45,500	4,550,000	1.14%	成本法 Cost method	—
台北外匯經紀(股)公司 Taipei Forex Inc.	外匯交易經紀 Brokerage in foreign exchange trading	800	800	80,000	0.40%	成本法 Cost method	—
彥武企業(股)公司 Ormatube Enterprise Co., Ltd.	鋼鐵 Steel	154	154	200,577	0.05%	成本法 Cost method	—
台灣金聯資產管理(股)公司 Taiwan Asset Management Corporation	不良資產管理 Management of unsound assets	100,000	100,000	10,000,000	0.57%	成本法 Cost method	—
合作金庫銀行(股)公司 Taiwan Cooperative bank	金融 Finance	2,269	2,269	88,341	—	成本法 Cost method	—
中華民國信用合作社聯合社 The Federation of the Credit Cooperative, Republic of China	金融 Finance	750	750	7,500	0.49%	成本法 Cost method	—

註一：係有限公司。

*1: As a limited company.

七、風險管理

(一) 衍生性金融商品

1. 合約金額或名目本金及公平價值：

交易目的合約之評價利益及損失其相關資產、負債分別帳列其他金融資產及其他負債。本公司之利率交換合約係為規避發行浮動利率之金融債券所產生之現金流量風險而承作，屬非交易目的之交換合約。

2. 信用風險

信用風險係指交易對方無法履行契約義務而產生損失之風險，當衍生性金融商品具獲利性時，信用風險亦相對增加。為有效降低該風險，本公司採取與放款、授信等交易相同之授信政策，並設定信用額度，同時本公司亦藉由與交易對方簽訂淨額交割協定以降低信用風險。

3. 市場價格風險

市場風險係指市場利率或匯率變動，而使本公司因從事相關交易而遭受之可能損失。為管理市場風險，本公司將持有之外幣淨部位維持於一定限額內。

4. 流動性風險、現金流量風險及未來現金需求

流動性風險係指無法如預期時間結清部位所產生之風險。本公司藉上述之授信核准、設定部位限額、訂定停損點及管理階層控管程序以控制金融商品之交易風險。此外，本公司亦藉貨幣市場與外匯市場之融通工具及適當之流動性資產以規劃未來之現金需求。

(二) 非衍生性金融商品

本公司估計非衍生性金融商品公平價值所使用之方法及假設如下：

1. 到期日甚近之金融商品，其帳面價值即為估計公平價值之合理基礎。此方法應用於現金及約當現金、存放央行及拆放銀行同業、應收款項、部份其他金融資產、央行存款、銀行同業存款、附買回票券負債、應付款項、金融債券及其他負債。
2. 買入票券及長期股權投資如有市場價格可循時，則以此市場價格為公平價值。長期股權投資若無市場價格可供參考時，則以帳面價值為其估計公平價值，另，非交易為目的而持有之買入票券，以其面值加減至資產負債表日止之溢、折價攤銷做為評價基礎。
3. 放款係以浮動利率計息，故其帳面價值即為目前之公平價值。
4. 其他資產—承受擔保品已於資產負債表日按評估之可變現價值提列備抵跌價損失，故帳面價值為目前之公平價值。
5. 存款及匯款因大部分為一年內到期者，若到期日為一年以上者，亦多以浮動利率計息，故其帳款價值為目前之公平價值。
6. 資產負債表外之授信承諾及保證款項等金融商品因大部份為一年內到期，故其合約金額為目前之公平價值。

(三) 具有資產負債表外信用風險之金融商品

本公司客戶尚未動用之放款承諾，主要是依據授信戶是否能維持相當的信用標準而定。本公司授信係在授與之信用額度內承作，除信用卡授信承諾外，對特定客戶尚須要求提供相當之擔保品及保證人。具有擔保品的貸款占貸款總金額比率民國九十二年度及九十一年度分別約為56.22%及58.39%，保證及信用狀持有之擔保品比率介於0%至100%間。這些擔保品通常為現金、不動產或其他具有流動性的有價證券等財產。當客戶違約時，本公司會強制執行其擔保品或其他擔保之權利。

信用卡授信承諾不需擔保品，惟定期評估持卡人信用狀況，必要時則隨時修正其信用額度。另，信用卡利率九十二年及九十一年度最高皆為18.25%。

(四) 信用風險顯著集中之資訊

本公司辦理授信確切注意把握信用風險分散原則，相對於授信總餘額，並未有顯著集中與單一客戶或單一交易相對人進行交易，授信組合是廣泛分散於各產業型態、產品及地方區域等。本公司信用風險顯著集中之合約金額如下：

(1)帳列放款減除備抵呆帳前餘額－依地方區域分：

	<u>92.12.31</u> <u>Dec 31, 2003</u>	<u>91.12.31</u> <u>Dec 31, 2002</u>
國內 Domestic	\$ 162,226,056,197	\$ 113,579,318,483
國外 Foreign	9,185,816,389	8,221,437,626
合計 Total	<u>\$ 171,411,872,586</u>	<u>\$ 121,800,756,109</u>

(2)帳列放款減除備抵呆帳前餘額－依產業型態分：

	<u>92.12.31</u> <u>Dec31 2003</u>	<u>91.12.31</u> <u>Dec.31, 2002</u>
製造業 Manufacture	\$ 33,513,552,442	\$ 26,043,363,617
一般商業 General commerce	15,084,547,346	9,635,011,710
營造業 Construction	5,787,779,000	4,337,706,000
私人 Individuals	79,396,825,000	55,529,248,000
其他 Others	37,629,168,798	26,255,426,782
合計 Total	<u>\$ 171,411,872,586</u>	<u>\$ 121,800,756,109</u>

(3)信用卡應收款－依年齡層：

	<u>92.12.31</u> <u>Dec.31, 2003</u>	<u>91.12.31</u> <u>Dec.31, 2002</u>
19 歲以下 Below 19	\$ -	\$ 18,878
20(含)－29 歲 20 (inclusive)－29	359,315,179	69,578,088
30(含)－44 歲 30 (inclusive)－44	859,764,549	252,162,720
45(含)－64 歲 45 (inclusive)－64	441,991,358	114,439,896
65 歲以上 65 up	10,741,508	3,474,852
合計 Total	<u>\$ 1,671,812,594</u>	<u>\$ 439,674,434</u>

(五) 授信風險集中情形

單位：新台幣千元；%
Expressed in Thousand NT Dollars; %

	92.12.31 Dec31, 2003		91.12.31 Dec.31, 2002	
對利害關係人授信金額 Amounts loaned to interested parties	2,742,937		1,807,908	
利害關係人授信比率 Ratio of loans granted to interested parties	1.66		1.41	
股票質押授信比率 Ratio of stock pledged loans	2.96		2.37	
授信行業集中情形 Concentration of loan business	行業別 Lines	比率% Ratio %	行業別 Lines	比率% Ratio %
	製造業 Manufacture	18.16	製造業 Manufacture	20.98
	批發業 Wholesale	7.36	批發業 Wholesale	6.71
	工商社會服務業 Industrial & social services	6.59	工商社會服務業 Industrial & social services	5.95
	個人 Individuals	48.13	個人 Individuals	48.89
	其他業 Others	19.76	其他業 Others	17.47

註一：授信總額包括買匯、進出口押匯、放款及貼現、應收承兌票款及應收保證款項。

註二：利害關係人授信比率＝銀行法所定之對利害關係人授信金額÷授信總額。

註三：股票質押授信比率＝承作以股票為擔保品之授信金額÷授信總額

註四：對利害關係人授信金額係銀行法所定義之對利害關係人授信金額。

註五：授信行業集中情形請依填報中央銀行「放款對象別及用途別分析表」行業別揭露公營及民營合計之農林漁牧業、礦業及土石採取業、製造業、水電燃氣業、營造業、批發零售餐飲業、運輸倉儲通信業、金融保險不動產業、工商社會個人服務業及其他占總放款比率。

八、重要契約：

本行於92.03.27與雲林縣斗六信用合作社簽訂概括承受(讓與)契約書。

本行於92.07.09與台東縣台東信用合作社簽訂概括承受(讓與)契約書。

九、訴訟或非訟事件：

本行除逾期催收放款採取必要法律訴追程序外，並無其他訴訟或非訟事件。

Company Operations

I. Contents of business operation:

Fuhwa Commercial Bank may engage in business operation within the following scope:

- (1) To accept checking deposits.
- (2) To accept demand deposits.
- (3) To accept time deposits.
- (4) To extend short-term, middle-term and long-term loans.
- (5) To discount negotiable instruments.
- (6) To invest in valuable securities.
- (7) To process domestic remittance.
- (8) To process acceptances of commercial drafts.
- (9) To issue domestic letters of credit.
- (10) To render guarantee for issuance of corporate bonds.
- (11) To handle domestic guarantee business.
- (12) To act as an agent for payment and remittance.
- (13) To underwrite government bonds, treasury bonds, corporate bonds and corporate stock.
- (14) To render credit card services.
- (15) To handle short-term bills as a broker, principal to certify and underwrite such business;
- (16) To carry out the business of warehousing, property custody services;
- (17) To lease safe deposit vaults.
- (18) To render various business operation as entered onto the business license or as approved by the competent authorities of the Central Government level;
- (19) To engage in export foreign exchange, import foreign exchange, general outward and inward remittances, foreign exchange deposits, foreign currency loans and guarantee for secured payment in foreign currencies;
- (20) To buy, sell gold ingots, silver ingots, gold coins and silver coins;
- (21) To render business services as accredited by the Trust Business Law;
- (22) To buy and sell government bonds as a principal;
- (23) To engage in business of derivative financial commodities as approved by the competent authorities of the central government level;
- (24) To purchase foreign accounts receivable incurred by domestic firms in export;
- (25) To transfer the foreign accounts receivable of exporters purchased to foreign buyers of accounts receivable;
- (26) To purchase domestic accounts receivable incurred by domestic firms in domestic sales.

II. An overview in business performance:

(I) Deposits:

As of December 31, 2003, the Bank held a total of NT\$190.8 billion balance of deposits, growing by NT\$42.2 billion or 28.40% over NT\$148.6 billion balance as of December 31, 2002. The total included NT\$54.8 billion demand deposits, 28.72% of the total and NT\$136 billion time deposits, 71.28% of the total.

(II) Loans:

As of December 31, 2003, the total balance of loans in force came to NT\$168.5 billion, increasing by NT\$49.2 billion or 41.2% over the total of NT\$119.3 billion as of December 31, 2002. The total included mid- and short-term loans and overdraft amounting to NT\$43.2 billion, 25.6% of the total, mid-term loans NT\$64.4 billion, 38.2% of the total and long-term loans NT\$57.1 billion, 33.9% of the total.

(III) Foreign exchange (trade finance):

In 2003, the Bank undertook US\$ 6.159 billion as the total foreign exchange, increasing by 93.01% over US\$3.191 billion of 2002. Of the amount, import business accounted for 9.32% of the total, export 3.06%, outward remittance 44.97% and inward remittance 42.65%.

(IV) Operating revenues, expenditures and earnings:

In the year 2003, the operating revenues totaled NT\$8.75061 billion, increasing by NT\$365.07 million over NT\$ 8.38553 billion of 2002. The principal revenues include interest revenue amounting to NT\$6.89084 billion, 78.75% of the total operating revenues; handling fee revenue NT\$889.52 million, 10.16% of the total operating revenues. The operating expenditures totaled NT\$7.7757 billion, decreasing by NT\$4.03572 billion or 34.37% from NT\$11.74329 billion of 2002. The major expenditures include NT\$2.93174 billion as interest expenditure, 38.04% of the total operating expenditures, sales costs NT\$1.84583 billion, 23.95% of the total operating expenditures, overhead NT\$867.02 million, 11.25% of the total operating expenditures, various lodgments NT\$1.3782 billion, 17.88% of the total operating expenditures and others. With various non-operating revenues and expenditures offset with each other, the net profit before tax came to NT\$992.08 million which, after deducting NT\$78.5 million income tax, yielded NT\$913.58 million net profit after tax.

(V) Guarantees and acceptances:

The guarantees and acceptances handled by the Bank include primarily acceptance of drafts, guarantee for corporate bond issuance, performance bond for projects, advance payment bonds and guarantee for issuance of commercial papers. As of December 31, 2003, guarantees and acceptances showed NT\$9.52 billion total balance, increasing by 44.26% over NT\$6.62 billion balance as of 2002. The total includes NT\$950 million as acceptance of drafts, NT\$1.63 billion as guarantee for corporate bonds issuance, NT\$1.09 billion as performance bond, NT\$3.45 billion as guarantee for commercial paper issuance and NT\$450 million as guarantee for loans from financial institutions.

(VI) Trust services:

1. Trust of specified purposes invested in domestic mutual funds and foreign securities:

As of December 31, 2003, the trusted assets totaled NT\$18.179 billion in balance, growing by NT\$5.573 billion or 44.21% over NT\$12.606 billion balance as of December 2002. In the year 2003, the handling fee revenue from trust business totaled NT\$132.22 million, growing by 127.9% over NT\$58 million as of 2002..

2. Custodian banking services:

The Bank has put forth wholehearted efforts to boost custodian banking services. As of December 31, 2003, the Bank took charge of custody of five domestic securities investment & trust funds, with the assets under the custody valued up to NT\$47.47 billion in scale. Besides, the Bank took custody of two accounts of 100% authorized investment, up to NT\$250 million in custodian scale.

3. Trust for employees shareholding, specific individual management utilization and after-life arrangement:

The Bank made available in 2003 trust for employees shareholding, specific individual management utilization and after-life arrangement. As of December 31, 2003, trust for employees shareholding amounted to NT\$1.87 million, specific individual management utilization NT\$12.45 million and after-life arrangement NT\$450,000 in contract values.

(VII) Moneymaking services:

In 2003, the Bank was still in the preparing phase for wealth management services. Thanks to the wholehearted support from the Fuhwa Financial Holding Co.,Ltd. and all Fuhwa affiliates, the overall achievements outperformed the initial target and adjusted target. In the year 2003, the total operating revenues in the moneymaking services totaled NT\$369.2 million, at as high as 158% in terms of overall achievements. The Bank outperformed targets as well in funds and insurance. In 2003, the total handling fee revenue from funds totaled NT\$142.74 million, 122% in accomplishment rate. In 2003, the commission revenues from insurance amounted to NT\$164.18 million, as the accomplishment rate as significantly as 212%

(VIII) Credit card services:

As of December 31, 2003 the Bank had issued a total of 453,360 credit cards in accumulation, growing by 224,704 cards or 98% over 228,652 cards issued in accumulation as of December 31, 2002.

In terms of credit card consumption values: In 2003, the total annual consumption with credit cards came to NT\$6.74481 billion, growing by NT\$4.35738 billion net or as high as 183% over NT\$2.38743 billion total consumed in accumulation in 2002. In December 2003 alone, most significantly, the single month consumption value came to NT\$987.5 million, growing by NT\$652.61 million or an incredible rate of 254% over the corresponding month of the preceding year. In terms of

cash advanced through credit cards, the total loans in year 2003 came to NT\$883.53 million, increasing by NT\$752.17 million or as tremendously as 573% over the total of NT\$131.36 million attained in 2002.

III. Analysis on the markets:

(I) The world economy:

Quite a few statistics revealed lately suggest that the world economy has significantly rallied since the second half of 2003. As the American economy expands at a quickening pace and the domestic money policy remains loose, those newly emerged Asian markets, Japan as well as EUR regions have bottomed out since the first half of the year, with the economic growth rate adjusted upward. But countries have varied pretty significantly from one another, with the United States and the newly emerged Asian markets growing rapidly while Japan and Europe grow at a slow pace. The Annual International Trading Retrospective Statistic Report revealed by World Trade Organization (WTO) in November 2003 indicates that in the first half of 2003, the exports of the entire world grew by 15%, significantly greater than 4% of 2002.

Looking ahead to 2004, as the Iraqi war ended, leading the political unrest into oblivion and, meanwhile, the effect resulting from tax-cut, low-interest-rate policies surfaced, investors and consumers considerably regained their confidence. The key stock exchanges have upturned tremendously. The world economy is believed upbeat. The global economic growth rate in 2004 is believed to soar from 2.7% of 2003 up to 3.9% and trading growth rate is believed to bounce from 4.6% of 2003 up to 6.9%.

(II) Domestic economy in Taiwan:

Amidst the end of Iraqi war, disappearance of SARS and recovery of both world and domestic economy at a quickening pace, entrepreneurs recorded brilliant achievements in business performance and export growth in the second half 2003, suggesting that Taiwan already rid itself of the gloom of negative growth recorded in Quarter. In the aspects of interest rates, to revive domestic economy and ease up pressure of stringent money market, the Central Bank announced on June 26, 2003 to lower rediscount rate, secured loan financing and short-term financing interest rates by 0.25% each, with rediscount rate down from 1.625% to the all-time-low of 1.375%. The overtime call-loan interest rate dropped from 1.515% at the turn of the year to 1.022% as of December 31, 2003. Beginning the second half of the year, though the domestic economy gradually cleared up in the upturn, enterprises did not show any significant demand for funds. The public in the non-government sector still remained conservative in confidence. Meanwhile, the Central Bank released huge amounts of local currency to thwart appreciation, leading the money market to stay loose. While the Central Bank rented an active hand in the open market to prevent the interest rate in the local currency from further dropping, Central Bank recorded all time high in the undue deposit certificates. In the trend of foreign exchange rate, the rates between the local currency and greenbacks were insignificantly fluctuating between NT\$34.8 and NT\$34.4 during the first four months of the year. As U.S. Dollars weakened in the world market, the amounts remitted inward by foreign investors significantly mounted. Enterprises issued huge amounts of ECB abroad. Amidst the pervasive pressure of RMB to appreciate, all Asian nations got their currencies to appreciate. As a result, notwithstanding the heavy hand rented by the Central Bank in the foreign exchange market which led to drastic rise of foreign exchange reserve, the local currency New Taiwan Dollars still showed a solid trend of appreciation, hitting the NT\$34 mark in late September 2003, once up to approximately NT\$33.7 to go back to NT\$33.978 at the end of the year, appreciating by 2.28% in total in the entire 2003 compared with the level to close at NT\$34.753 as of December 31, 2002. As forecast by the Directorate-General of Budget, Account & Statistics, Executive Yuan (the Cabinet), the economic growth in Quarters III, IV of 2003 was adjusted up to 4.18% and 4.81% respectively. The year-round economic growth was adjusted up to 3.15%, showing signs of a mild expansion.

Looking ahead to 2004, as the world economy has rallied at an increasingly significant pace, the worldwide economic growth rate is believed to recover to the long-term average level. Under such catalyst further coupled with the government policies in "Challenge by 2008: Project for Highlighted National Development" as well as the "Neo-Ten-Major-Project" the positive effect of which has gradually surfaced, Taiwan economy in 2004 is believed to outperform itself in 2003, say, at 4.10% in 2004 as forecast by the Directorate-General of Budget, Account & Statistics, Executive Yuan (the Cabinet).

IV. Employee composition

92年12月31日
December 31, 2003

年度 Year		88 年度 1999	89 年度 2000	90 年度 2001	91 年度 2002	92 年度 2003
項目 Descriptions						
員工人數 Number of employees		1,023	1,055	1,002	1,216	1,925
平均年齡 Average age		32	32	33	32	32
平均服務年資 Average seniority		4.34	4.79	5.74	5.12	3.82
員工學歷 Educational level	博士 Ph. D.	2	2	1	1	1
	碩士 Master	49	49	44	79	118
	大專 University	819	853	810	978	1,449
	高中 Senior high school	148	147	143	156	351
	高中以下 Below senior high school	5	4	4	2	6

V. Labor harmony:

(I) Highlights of labor accords and the enforcement:

1. Fringe benefits to employees:

- (1) Get all employees insured for labor insurance and National Health Insurance in accordance with laws and regulations concerned.
- (2) Get all employees insured against accidents and occupational disasters.
- (3) Set up Employee Fringe Benefit Committee and provide a variety of regulations for allowances and subsidies.
- (4) Subsidize employees societies for their activities.
- (5) Provide scholarships to employees children.
- (6) Subsidize units concerned for their tours, recreational and entertainment activities.
- (7) Provide meal allowances.
- (8) Offer preferential interest rates to employees for their savings, to retirees for their retirement pay, offer loans to employees for their house purchase, house repair and consumption plans.
- (9) Grant employees chances for shareholding trust.
- (10) Enact sound regulations regarding vacations, retirement in line with their recreational and career planning.

2. Retirement systems:

The Bank has put into effect the corporate philosophy to help employees develop their retired lifestyle with sound Regulations Governing Employees Retirement:

- (1) Voluntary retirement:
 - A. Having served for fifteen years, age over 55.
 - B. Having served for more than twenty-five years.
- (2) Mandatory retirement:
 - A. Age over 60.
 - B. Having been insane or physically handicapped and thus incompetent to work.
- (3) The Bank grants retirement pension based on the following:
 - A. The credits accumulated prior to enforcement of Labor Standards Law shall be calculated based on the previous retirement terms.

B. The credits accumulated applicable to the Labor Standards Law shall be calculated based on the Labor Standards Law.

The total of credits under A.+B. shall not exceed the maximum of 45 credits.

The Bank has duly organized the Employee Retirement Fund Supervisory Committee and has appropriated the reserve fund on a monthly basis.

3. Other significantly accords: none

(II) Losses incurred by the Bank as a result of labor disputes over the past three years:

1. 2002: none

2. 2003:

(1) In the case where Chen Ching-hang claimed for pension, the Bank paid a total of NT\$1.74 million as pension according to the final judgement rendered by the court.

(2) In the case where Wu Chin-fu claimed for ascertainment of the employment relationship, the Bank paid a total of NT\$5.91 million as salaries according to the final judgement rendered by the court.

VI. Investees:

(單位：新台幣仟元／股) (Expressed in Thousand NT Dollars; number of shares)							92年12月31日 December 31, 2003
轉投資事業名稱 Names of investees	主要營業項目 Major business lines	投資價值 Investment values	帳面價值 Book value	投資股份 Number of shares invested	比率 %	會計處理方法 Accounting method	本期認列之投資(損)益 Investment profitability (loss) recognized this term
金復華租賃(股)公司 Fuhwa Leasing Co., Ltd.	一般租賃業務 General leasehold services	197,000	149,167	19,700,000	98.56%	權益法 Equity method	2,177
復華財產保險代理人有限公司 Fuhwa Property Insurance Agency Co., Ltd.	財產保險代理人 Property insurance agency	2,880	4,155	註一 *1	80.00%	權益法 Equity method	687
復華人身保險代理人(股)公司 Fuhwa Life Insurance Agency Co., Ltd.	人身保險代理人 Life insurance agency	2,000	34,506	199,994	99.99%	權益法 Equity method	28,446
富邦證券金融(股)公司 Fubon Securities Finance Co., Ltd.	有價證券融資融券 Short sell margin ratio in securities	119,890	119,890	12,421,500	1.97%	成本法 Cost method	—
萬通票券金融(股)公司 Grand Bills Finance Corp.	票券融資 Bills financing	64,800	64,800	7,333,248	1.36%	成本法 Cost method	—
財金資訊(股)公司 Financial Information Service Co., Ltd (FISC)	金融資訊服務 Financial information services	45,500	45,500	4,550,000	1.14%	成本法 Cost method	—
台北外匯經紀(股)公司 Taipei Forex Inc.	外匯交易經紀 Brokerage in foreign exchange trading	800	800	80,000	0.40%	成本法 Cost method	—
彥武企業(股)公司 Ornatube Enterprise Co., Ltd.	鋼鐵 Steel	154	154	200,577	0.05%	成本法 Cost method	—
台灣金聯資產管理(股)公司 Taiwan Asset Management Corporation	不良資產管理 Management of unsound assets	100,000	100,000	10,000,000	0.57%	成本法 Cost method	—
合作金庫銀行(股)公司 Taiwan Cooperative bank	金融 Finance	2,269	2,269	88,341	—	成本法 Cost method	—
中華民國信用合作社聯合社 The Federation of the Credit Cooperative, Republic of China	金融 Finance	750	750	7,500	0.49%	成本法 Cost method	—

註一：係有限公司。

*1: As a limited company.

VII. Risk control:

(I) Derivatives:

(1) Contract amounts or nominal principals and fair values:

On interests and losses evaluated on the trading contracts, the assets and liabilities are entered under other financial assets and other liabilities. The Company's interest rate swap contracts have been executed mainly in an attempt to hedge risks in cash flow to be incurred by the financial bonds on floating interest rates, not as swap contracts for the purposes of trading.

(2) Credit risks:

The term "credit risks" as set forth herein denotes the risks for the loss to be incurred by the trading counterparts who fail or become unable to fulfill the contract obligations. When derivatives become profitable, credit risks rise in proportion. To bring such risks under sound control, the Company adopts the loan policies same as the loan and credit extension trading and sets sound credit lines. Besides, the Company has signed agreements on net worth settlement with the trading counterparts as a means to minimize credit risks.

(3) Risks in market quotation:

The term "risks in market quotation" as set forth herein denotes the risks for the potential loss to be incurred by the Company in the relevant trading as a result of fluctuation in interest rates or exchange rates in the market. To bring the market quotation risk under sound control, the Company has controlled the net amount of foreign currencies within the specified limit.

(4) Liquidity risks, cash flow risks and future demand for cash:

The term "liquid risks as" set forth herein denotes the risks to take place when the liquidity could not be cleared up as anticipated. Through the aforementioned approval, the Company has set sound limits for the positions, set Stop and reverse (SAR)" or "cut-loss" spot as well as the control procedures of the management level so as to control the risks of trading in financial commodities. Besides, the Company duly maps up the future needs for cash through the financing tools and appropriate liquidity in the money market, foreign exchange markets as well as the appropriate liquidity.

(II) Non-derivatives:

The Company adopts the following methods and hypotheses to estimate the fair values of non-derivatives:

- (1) On derivatives which are due pretty soon, the book values are taken as the reasonable grounds to estimate the fair value. Such method is applied to cash and cash equivalents, due from Central Bank and inter-bank call loans, receivables, part of other financial assets, due to Central Bank, due to banks, liabilities with repurchase bills, payables, financial bonds and other liabilities.
- (2) Bills purchased and long-term equity investment take the market quotation as the fair values if market quotations are available. Where long-term equity investment lack market quotation available for reference, the book values are taken to estimate their fair values. Besides, on bills purchased and held not for the purposes of trading, the book values with increase/decrease of the surplus, reduction as of the balance sheet date are taken as the grounds to assess the values.
- (3) Loans accrue interest at floating interest rates. Therefore, the book values are the current fair values.
- (4) Other assets: For collateral taken over, the allowance to write off potential loss in decline is already amortized based on the potential loss in decline in case of realization, on the balance sheet date. Therefore, the book values represent the current fair values.
- (5) Deposits and remittances are due within one year in most cases. Those due more than one year accrue interest at floating interest rate as well in most cases. The book values, therefore, represent the current fair values.
- (6) Loan commitments and guarantees beyond the balance sheet and such derivatives are due within one year in most cases. Their contract amounts are, therefore, taken as the current fair values.

(III) Financial commodities subject to credit risks beyond the balance sheet:

The commitments to the Company's clients, if having not been disbursed, mainly depend upon whether or not the clients can maintain reasonable credit criteria. The Company grants loans within the granted credit lines. Other than commitments to credit cardholders, the Company requires that specific clients provide adequate collateral and guarantors. In the years 2003 and 2002, loans duly collateralized accounted for 56.22% and 58.39% respectively out of the total loans. The collateral held for guarantee and letter of credit cases is in the ratio ranging from 0% to 100%. Such collateral is in the forms of cash, real estate or liquidable valuable securities. Where a client defaults, the Company will safeguard its credit rights by means of compulsory execution over the collateral or other guarantee.

Credit card loan commitments call for no collateral. In assessment of the cardholders' credit standing on a periodic basis, the credit lines are duly adjusted as necessary. Besides, during years 2003 and 2002, the highest interest rate for credit cards was 18.25%.

(IV) Information regarding significant centralization of credit risks:

In granting loans, the Company takes firm command of the principle to spread out risks. The total balance of the loans has not been significantly concentrated to any single client or any single trading counterpart. The loans show a portfolio to extensively spread out to all sorts of business lines, products and regions. The contract amounts of the Company with significant concentration of credit risks are enumerated below:

(1) Balance of loans on book less allowance for bad debt-by geographical regions:

	<u>92.12.31</u> <u>Dec 31, 2003</u>	<u>91.12.31</u> <u>Dec 31, 2002</u>
國內 Domestic	\$ 162,226,056,197	\$ 113,579,318,483
國外 Foreign	9,185,816,389	8,221,437,626
合計 Total	<u>\$ 171,411,872,586</u>	<u>\$ 121,800,756,109</u>

(2) Balance of loans on book less allowance for bad debt-by business lines:

	<u>92.12.31</u> <u>Dec 31, 2003</u>	<u>91.12.31</u> <u>Dec 31, 2002</u>
製造業 Manufacture	\$ 33,513,552,442	\$ 26,043,363,617
一般商業 General commerce	15,084,547,346	9,635,011,710
營造業 Construction	5,787,779,000	4,337,706,000
私人 Individuals	79,396,825,000	55,529,248,000
其他 Others	37,629,168,798	26,255,426,782
合計 Total	<u>\$ 171,411,872,586</u>	<u>\$ 121,800,756,109</u>

(3) Receivables on credit cards-By age

	<u>92.12.31</u> <u>Dec 31, 2003</u>	<u>91.12.31</u> <u>Dec 31, 2002</u>
19 歲以下 Below 19	\$ -	\$ 18,878
20(含)—29 歲 20 (inclusive)—29	359,315,179	69,578,088
30(含)—44 歲 30 (inclusive)—44	859,764,549	252,162,720
45(含)—64 歲 45 (inclusive)—64	441,991,358	114,439,896
65 歲以上 65 up	10,741,508	3,474,852
合計 Total	<u>\$ 1,671,812,594</u>	<u>\$ 439,674,434</u>

(V) Concentration of loan risks:

單位：新台幣千元；%

Expressed in Thousand NT Dollars; %

	92.12.31 Dec31, 2003		91.12.31 Dec.31, 2002	
對利害關係人授信金額				
Amounts loaned to interested parties	2,742,937		1,807,908	
利害關係人授信比率				
Ratio of loans granted to interested parties	1.66		1.41	
股票質押授信比率				
Ratio of stock pledged loans	2.96		2.37	
授信行業集中情形	行業別	比率%	行業別	比率%
Concentration of loan business	Lines	Ratio %	Lines	Ratio %
	製造業	18.16	製造業	20.98
	Manufacture		Manufacture	
	批發業	7.36	批發業	6.71
	Wholesale		Wholesale	
	工商社會服務業		工商社會服務業	
	Industrial & social	6.59	Industrial & social	5.95
	services		services	
	個人 Individuals	48.13	個人 Individuals	48.89
	其他業 Others	19.76	其他業 Others	17.47

*1:The total amount of loans include foreign exchange purchased, import and export negotiation, loans and discounts, acceptances receivable and guarantee receivable.

*2:Ratio of loans granted to interested parties = The amount of loans granted to interested parties according to the Banking Law ÷ Total amount of loans granted.

*3:Ratio of stock pledged loans = The amount of loans collateralized by stocks ÷ Total amount of loans granted..

*4:The term “Amounts loaned to interested parties” as set forth herein denotes the amounts loaned to interested parties as defined under the Banking Law.

*5:On ”Concentration of loan business” , please enter the ratio of the loans granted to, according to the “Analysis on Loanees and Purposes” as promulgated by the Central Bank, agriculture, forestry, fishery, livestock, mine, soil mining, manufacture, public utilities, construction, wholesale, retail, catering services, transportation, warehousing, communications, banking & insurance, real estate, industrial & commercial as well as individual services, both government and non-government ones, out of the total amounts of loans.

VIII. Major contracts:

The Bank executed the Agreement of Overall Takeover (Transfer) with Touliao Credit Cooperative, Yunlin County, on March 27, 2003..

The Bank executed the Agreement of Overall Takeover (Transfer) with Taitung Credit Cooperative, Taitung County on July 9, 2003.

IX. Litigious & non-litigious events:

Fuhwa has not got implicated in any litigious & non-litigious events except legal actions necessitated by urging the collection of overdue loans.

營業及資金運用計畫

一、九十三年度營運計畫

消費金融

- 1.產品規劃以滿足一般大眾生活、消費之資金需求為主。透過產品創新、專業服務及嚴謹的風險控管以建構優質的金融服務及完整的金融商品線為年度努力目標。
- 2.業務範圍以房屋(建購、修繕、理財)貸款、個人消費性貸款、汽車貸款及消費性小額分期貸款等個人消費金融商品服務為主。並以『整合式貸款』及『客層分隔』之行銷策略，提昇消費業務效率及績效，拓展消費金融版圖。
- 3.九十三年度預計推出整合式貸款商品，提供迅速、便捷的資金融通管道，以滿足客戶個人資金的需求。
- 4.持續網羅優秀人才，積極架構優勢的經營、行銷團隊，以創造客戶最大利益及本行營運利潤。

企業金融

- 1.切割本行業務區塊，建立專業之行銷團隊，並分析客戶屬性，依目標客戶營運需求，調整業務經營模式。
- 2.由傳統放款業務轉變為「解決方案之提供者」，並提升以手續費為基礎之產品能力(包括現金管理、交易性融資、外匯與風險管理及財顧諮詢服務等)。
- 3.積極架構e-Banking業務，提供交易平台，強化電子金融業務，提供客戶更便捷之融資管道。

外匯業務

- 1.擴大外匯客戶規模，提高市場佔有率。
- 2.研發引進新種金融商品，擴增商品完整度。
- 3.佈局兩岸三地業務，積極爭取台商金融業務。
- 4.增進外匯作業效能，提升作業服務品質。

信用卡業務

- 1.發卡量：本年度除將持續推廣BANK卡、聯名卡及認同卡外，更將發卡重點著重於發卡品質。
- 2.晶片卡市場：本年度將於第三季與中華電信發行第一張晶片卡，進入晶片卡市場。
- 3.積極研發新種產品，增加本行手續費收入，提升競爭力。
- 4.增加每卡簽帳消費金額，增加本行利息收入。

信託業務

- 1.持續擴大保管銀行業務資產規模。
- 2.積極推動金融資產暨不動產證券化業務。
- 3.加強推展不動產信託業務。
- 4.加速開辦貨幣市場共同信託基金。
- 5.研究開辦各類個人財產信託業務。

理財業務

- 1.財富管理業務乃九十三年度復華銀行及復華金控集團之重點業務，故將積極擴充理財業務規模，整體理財業績目標預期成長71.87%，5,275億元；其中基金業務目標為3,575億元，保險業務目標為1.7億元。
- 2.建立積極、專業、成熟之財富管理團隊，持續網羅理財規劃人才，輔以理財專業知識之訓練並積極輔導考取各項金融專業證照，並期培育出擁有最多國際認證理財顧問師(CFP)之財富管理銀行。
- 3.規劃建置全方位之『財富管理系統』，落實客戶管理、資產配置管理及理財商機管理，展現專業理財規劃之加值功能。
- 4.積極引進國際私人銀行業務，藉與其策略聯盟來滿足金字塔頂端客戶之高階理財需求，進而提升本行財富管理業務之專業度及營運規模。
- 5.規劃開辦藝術金融業務，階段性推出藝術金融連結商品、藝術品融資與保管業務、以及藝術金融諮詢顧問服務業務，藉以提升本行財富管理業務之服務內容及品質，並增加本行市場佔有率及整體形象。

二、本年度處分或取得不動產或長期投資計畫：

- (一)預計於一年內處分之不動產或長期投資計畫：無
- (二)預計於一年內取得之不動產或長期投資計畫：無

Operation and Fund Management Plans

I. The business operation plans of 2004:

Consumer financing

- 1.Products in retail banking are mainly intended to satisfy general public in their living and consumption. Through innovation of products, expert services as well as stiff risk control, the Bank has rendered superior banking services and comprehensive financial commodities as the major targets of the year.
- 2.The retail banking is rendered within the scope of house loans (house purchase, repair, money-making), individualized consumer loans, car loans and small-amount consumer-oriented loans in installments and such personal consumption loans. The Bank adopts the marketing strategies in “integrated loans” and “segmented customer bases” to boost efficiency and performance and, in turn, broaden the market share in the retail banking.
- 3.In 2004, the Bank is scheduled to launch integrated loans and provide banking financing channels of convenience and promptness to live up to the satisfaction of personal needs.
- 4.The Bank will, as consistently, solicit high-caliber talents and build superior managerial and marketing teams as a means to yield maximum possible benefits to clients and profits to the Bank.

Corporate banking:

- 1.Segment the Bank’s business ranges, set up expert marketing teams, analyze client attributes to adjust the modes of business operation all the time in line with the demands of target clients.
- 2.The Bank has successfully transformed itself from conventional loan services to the up-to-date role of a “solution provider”, to boost the product competence on the grounds of handling fee (including cash management, trading financing, foreign exchange and risk control as well as financial consultation services).
- 3.The Bank has, by positive means, built the e-Banking system to provide trading platforms to beef up e-banking services as more express and prompt financing channels available to clients.

Foreign exchange (Trade finance):

- 1.Broaden scale of foreign exchange clients and expand market share.
- 2.To R&D to bring in new financial products and expand comprehensiveness of commodities.
- 3.Deploy the marketing networks to cover Taiwan, Mainland China and Hong Kong to win more financing contracts from Taiwan entrepreneurs investing in Mainland China.
- 4.Enhance the performance of foreign exchange business and upgrade the quality of services.

Credit card services:

- 1.Volume of credit cards issued: In the year, the Bank will continually issue and promote BANK cards, concerted cards and identity cards to focus on the quality of the cards issued.
- 2.Chip card markets: In the year, the Bank will team up with Chunghwa Telecom to issue the first chip card and to land in the chip card markets in Quarter III.
- 3.Launch R&D with positive efforts to boost revenues in handling fee and beef up competitive edge.
- 4.Promote the per-card-consumption-amounts in an effort to boost interest revenues to the Bank.

Trust services:

- 1.Continually expand the scale of business horizons and assets as a custodian bank.
- 2.Promote financial assets and securitization for real estate.
- 3.Strengthen the promotion of real estate trust.
- 4.Make the mutual trust funds available to the money markets at a quickening pace.
- 5.Study the feasibility to provide a variety of personal property trust services.

Wealth management (moneymaking) services:

- 1.Wealth management is taken as the highlighted undertaking of Fuhwa Financial Holding Co.,Ltd. for the year 2004. The Bank is, therefore, trying to expand the wealth management scale by all available means with a target to grow by 71.87%, up to NT\$527.5 million, including funds at the target of NT\$357.5 million and insurance at the target of NT\$170 million.
- 2.Build positive, expert and mature wealth management teams, continually solicit moneymaking talents, launch comprehensive educational & training programs to employees and guide them to obtain a variety of expert and professional licenses through national examinations. Through these efforts, we will make the Company become a bank with most internationally certified financial professionals (CFP) .
- 3.Map out and build comprehensive “wealth management system” to put into effect client management, asset dispatch management and moneymaking chance management. In turn, the Company will better demonstrate the value-added functions.
- 4.Bring in private banking services from the world market in full steam to live up to the wealth management needs of the top level clients at the tip of the pyramid. In turn, the Bank will enhance its expertise and operating scale in the wealth management.
- 5.Map out and promote art-oriented banking services. Step-by-step, the Bank will launch banking commodities in concert with artwork, artwork financing and custodian services as well as art-oriented banking consultation services. Through such efforts, the Bank will boost the wealth management services in both contents and quality. Meanwhile, the Bank will broaden its market share and spur up its corporate image.

II.Project to dispose or acquire real estate or long-term investment in the current year:

- (I) Project scheduled to dispose real estate or long-term investment with in one year: none
- (II) Project scheduled to acquire real estate or long-term investment within one year: none

三、研究發展狀況

III. R&D performance:

(一)九十二年度開發完成之專案

(I)Projects successfully fulfilled in 2003

專案名稱 Project title	上線日期 Online date	專 案 內 容 簡 述 Contents of the Project in brief
網路銀行新增功能 Newly added function for the online banking services	92/02/01 Feb 1, 2003	1.網路銀行新增『基金申購、轉換、贖回交易』功能。 2.網路銀行外匯帳務交易功能。 3.建置網路交易PKI安全機制，提供企金戶網路交易憑證。 1.The online banking system provides additionally the functions of “fund purchase, transfer, redemption trading”. 2.Foreign exchange trading functions through the online banking system. 3.Set up trading PKI safety mechanism to provide online trading vouchers to corporate accounts.
台幣中心主機升級 Upgrade of New Taiwan Dollars centered mainframe	92/03/17 Mar 17, 2003	提昇台幣存放款系統系統效率，加強客戶服務品質。 Upgrade the efficiency of New Taiwan Dollars deposit and loan systems to upgrade quality of customer services.
汽貸委外催收系統 Outsourced dunning systems for car loans	92/03/31 Mar 31, 2003	汽貸委外催收業務，節省人工成本。 Outsource the dunning services for car loans as a means to economize labor costs.
金便利 ATM 設置 Establishment of Golden Convenience ATM	92/03/31 Mar 31, 2003	於便利超商內設置本行 ATM，北部地區達 300 台，增加 ATM 通路，以提昇本行知名度及服務通路。 Establish 300 Fuhwa Commercial Bank ATMs at convenience stores in north Taiwan, making Fuhwa Commercial Bank considerably better aware to better serve clients.
代收學雜費 Services to collect tuition fees for schools	92/03/31 Mar 31, 2003	配合代收業務拓展，資訊系統完成多項修改，如：註冊資料蒐集、列印繳款單、代收款及銷帳作業等多項系統建置。 Complete a good number of amendments of information systems in line with Fuhwa sales promotion, e.g., collection of registry data, printing out payment bills, account settlement and setup of a variety of systems.
圓夢卡功能提昇 Upgrade of Young Man Card functions	92/03/31 Mar 31, 2003	提供圓夢卡 ATM 開卡功能、新增 ATM 預借現金、提供綜合對帳單(信用卡、存摺、基金等交易明細)等服務，強化客戶滿意度。 Provide card-open function for Young Man Card ATM, provide newly added ATM function to advance cash, comprehensive checking services (for credit cards, passbooks, funds and such details of trading) to better live up to customer satisfaction.
郵匯總局代扣利息 Automatic deduction of interests for Directorate-General of Post staff	92/04/30 Apr 30, 2003	郵匯局員工向本行貸款，可於郵局自動扣繳本息。 While Directorate-General of Post staff borrow from Fuhwa Commercial Bank, the principals and interest can be automatically deducted through post offices.
汽貸聯展專案 Lien Cheng Car Loan Project	92/04/30 Apr 30, 2003	配合聯展汽貸專案，完成系統建置。 Successfully complete system installation in line with Lien Cheng Car Loan Project.
消金房貸額度遞減 (自由年貸) Progressive deduction of consumer loan and house loan (liberal annual loans)	92/05/31 May 31, 2003	提供房貸戶可『一定時間或一定比率』遞減客戶額度功能。 Provide innovating function to house loan clients to “deduct clients’ credit lines at the specified time or specified ratio”.
汽貸特約行銷 Contracted marketing for car loan projects	92/05/31 May 31, 2003	配合本行開辦汽貸特約行銷業務，開發完成資訊系統。 Successfully complete the development of the information system in line with Fuhwa Commercial Bank’s car loan marketing package.
聯徵中心(JCIC)申報 改版作業 Update of the version of the Joint Credit Information Center (JCIC) declaration	92/05/31 May 31, 2003	配合聯徵中心改版作業，完成本行資訊系統。 Complete Fuhwa Commercial Bank’s information systems in line with the updated version of the Joint Credit Information Center (JCIC)

專案名稱 Project title	上線日期 Online date	專 案 內 容 簡 述 Contents of the Project in brief
新端末系統建置 Establishment of new terminal systems	92/07/31 Jul 31, 2003	1.配合金融端末逐年計畫換新，以提昇櫃檯作業效率。 2.更新自動補摺機及ATM補摺設備。 1. Update the systems in line with the annual renewal of the banking terminals in an effort to boost the efficiency of the counter services. 2. Renew the automatic passbook update and ATM passbook update equipment.
外匯新增業務 Addition of new foreign exchange services	92/06/30 Jun 30, 2003	1.TMU外匯選擇權衍生性金融商品開發。 2.外幣組合存款。 3.合辦外匯(七銀、三信、聯信、高新)。 1. Successfully develop the TMU foreign exchange option derivatives. 2. Provide deposits in portfolio in foreign currencies. 3. Launch pooled foreign exchange services (with Lucky Bank, Cota Commercial Bank, United-Credit Commercial Bank, Kao Hsin Commercial Bank).
財務部組合式存款 Concerted deposits of the Ministry of Finance	92/06/30 Jun 30, 2003	1.外幣定存結合選擇權之組合式存款 2.分加值型及保本行兩類 3.新增外匯存款圈存功能 1. The deposits in foreign currency in concert with options. 2. In two categories, i.e., value-added category and principal-secured category. 3. Provide newly added functions of foreign exchange deposit circle.
股票融資 Stock financing	92/07/31 Jul 31, 2003	1.配合審查部開辦股票質押業務，建置系統。 2.記錄客戶質押股票明細，核算客戶貸款額度。 3.透過每日收盤價洗價，追蹤客戶之維持率及進行必要之債權確保措施。 1. Successfully set up the systems in coordination with the stock pledged services newly provided by the Review Department. 2. Record details of clients' pledged stocks and calculate the credit lines of clients' loan cases. 3. Trace clients' maintenance ratio through the prices closed everyday and, in turn, take various measures to safeguard credits for clients.
理財網 Wealth management (moneymaking) networks	92/07/16 92/10/31 Jul 17, 2003 – Oct. 31, 2003	配合財富管理部重新設計及規劃理財網，已於 92/07 上線。第二階段改版作業在建置財富管理帳戶，理財專員可查詢客戶前日各帳戶餘額，並提供理財網和外部網站連動機制，客戶亦可透過外部網站查詢內部理財網上公佈的各項淨值資料。 Get the networks online in July 2003 in line with the efforts by the Wealth Management Department in designing and mapping out wealth management networks. In phase II update of the version, the Bank will set up wealth management accounts through which wealth management specialists of the Bank may check and look into the balances in various accounts of the preceding day and provide the mechanism to connect outside websites. Clients may, as well, have direct access to the data of net worth as disclosed through the internal wealth management networks through outside websites.
合併斗六信用合作社 Merger of Touliao Credit Cooperative	92/07/25 Jul 25, 2003	配合業務拓展完成合併作業。 Successfully complete the merger process in line with the sales promotion.
磁條補摺機更換 Replacement of the magnetic passbook update equipment	92/07/30 Jul 30, 2003	配合全面更換舊式存摺引進橫式磁條補摺機。 Bring in horizontal the magnetic passbook update equipment in line with the overall replacement of the passbook update equipment.
北部資訊辦公室搬遷 建置 Relocation and establishment of the Information Office in the North	92/08/01 Aug 1, 2003	為配合業務討論、系統規劃及備援計畫執行，規劃建置北部資訊中心，於 8 月份完成 20 人進駐。 Map out and set up the Information Office in the North in line with business studies, system planning and backup programs. The project was successfully fulfilled in August 2003, with 20 people staffed.
台幣應收帳款承購 Purchase of accounts receivable in New Taiwan Dollars	92/10/15 Oct 15, 2003	配合開辦應收帳款買斷作業，自行開發建置系統。 Develop and set up such systems by the Bank itself in line with the new business operation of outright purchase of accounts receivable.

專案名稱 Project title	上線日期 Online date	專案內容簡述 Contents of the Project in brief
住宅火險系統 House fire insurance systems	92/11/01 Nov 1, 2003	配合建置住宅火險及基本地震險保險系統化作業 Complete the systematic operation in line with the setup of house fire insurance and building lot earthquake insurance systems.
員工入口網站 Fuhwa Commercial Bank staff portal	92/12/01 Dec 1, 2003	1.建置全行入口網站以發佈訊息。 2.提供各管理部室儲存規章、制度、法規、管理辦法、研究報告知識性文件，並提供搜尋功能，以便分行及全體員工使用。 1. Set up Bank-wide portal to release update. 2. Provide various offices and departments of management with regulations, systems, laws and regulations concerned, managerial regulations, research reports and such intellectual documents and provide search functions to facilitate the entire staff members of the Bank and branches in their needs.
證券主交割及聯合服務櫃檯設置 Establishment of securities settlement and concerted service counters	92/12/31 Dec 31, 2003	復華證券收付處 28 點 A total of 28 outlets for Fuhwa Securities Co., Ltd. 元大京華收付處 1 點 One outlet at Yuan-ta Core Pacific Securities Co., Ltd.
信託業務相關 Trust related services	92/12/31 Dec 31, 2003	1.資料倉儲作業。(92/07) 2.國內基金整批匯款作業。(92/01) 3.通匯行庫檔整批更新作業。(92/01) 4.基金系統主機AS/400硬碟擴增。(92/04) 5.B股基金系統導入。(92/06) 6.小財神對帳單整合作業。(92/10) 7.福儲系統導入。(92/08) 8.生前契約信託。(92/12) 9.精業嘉實國內基金淨值整批導入。(92/08) 10.富邦如意三號基金導入。(92/11) 1. Data Warehousing operations. (July 2003) 2. Whole package remittance for domestic funds (January 2003) 3. Whole package update of databases of correspondent banks. (January 2003) 4. Hard disk expansion for fund system mainframe AS/400. (April 2003) 5. Introduction to B stock fund systems. (June 2003) 6. Junior Mammon checking statement integration. (October 2003) 7. Introduction to the Wealth Savings System. (August 2003) 8. Trust of After-life Arrangement Contracts. (December 2003) 9. Whole package introduction to the net worth of domestic funds of Systex Project. (August 2003) 10. Introduction to Fubon Wealth Fund #3 (November 2003)

(二) 為因應整體金融環境的變遷，本行積極推動各項電子金融相關業務，俾有效提升本行整體競爭力，茲臚列本行目前積極規劃及研發提升功能之各項專案：

- 1.整合財務會計需求，導入SAP系統各模組(財務會計模組、成本管理模組、財務管理模組)，以利財會資訊整合分析、各事業群利潤分析、各產品損益分析。
- 2.拓展信託業務，開辦新種信託產品。如：貨幣市場共同基金募集、外勞金錢信託、郵局代銷基金、基金募集之保管銀行配合作業、連動債整批申購扣款作業等系統。
- 3.配合銀行公會推行晶片金融卡，全面換發磁條卡。預定於本年六月底完成ATM提昇作業以提供晶片卡交易。購置製發卡設備、Triple-DES加解密設備、晶片卡端末等設備並開發相關應用系統已完成晶片金融卡作業。
- 4.開發訂單融資、應收帳款融資、應付帳款融資、預約付款通知書融資、優質票據簡易融資等系統。
- 5.配合財政部規定及業務需求，金融機構網際網路及電子金融應用系統採行FXML安全機制，建置電子支付系統。
- 6.配合93年起票債券新制作業(如買斷說及實券保管送存)，開發新版票債券系統。
- 7.配合SWIFT組織修改通訊協定(X.25改為SWIFT NET)及作業平台，購置通訊設備及調整通訊軟體。
- 8.提昇作業效率，導入徵授信管理系統：將房貸、車貸、信用卡...等消金業務，透過整合之Workflow Engine將案件流程電子化、減少徵信、審件、撥貸(發卡)時間及徵信報告填寫時間、導入自動撥貸機制及建置黑名單系統、提供案件狀態查詢及機密保密控管。
- 9.建立逾期帳款催收作業標準化程序，降低逾期帳款發生比率、催收案件自動分派，催收經歷紀錄完整，有效掌握管理、應辦工作自動提示，與顧客間的各項協議均能如期掌控、逾催紀錄即時顯現，訴狀及催告函自動產生。
- 10.為降低分行作業人力成本，本行將進行分行作業流程改進計畫，將較耗費分行作業人力之後線工作逐項分階段改由作業中心模式。票據作業配合台灣票據交換所預計自九十三年一月起將票據交換集中在北、中、南三個交換中心處理，本行計劃將代收票據之資料輸入、庫存管理、提出交換等作業，由分散處理模式，改採由北、中、南三個作業中心處理。完成相關軟硬體建置後可繼續進行會計傳票儲存等後續流程改進計畫項目。
- 11.配合訊息交換平台(Exchange & AD)及作業流程管理(EZFLOW)建置本行企業內部入口網站。提供行事曆、會議安排管理、文件管理、訊息發佈等行政管理作業電子化。
- 12.建置資訊應用系統整合平台，提供綜合查詢及綜合開戶等交易功能。
- 13.建置財富管理系統，透過單一管道，存取現有各業務主機資料，整合顧客往來資訊，並配合嚴格之安全機制，建置財富管理系統，以協助理財專員之業務推廣。
- 14.建置資料倉儲系統，以整合資訊提供管理會計情報及客戶關係管理分析，發展各應用系統如資料採礦(Data Mining)、資料庫行銷管理、商品管理、業務績效管理等。
- 15.為提供較為完整之服務涵蓋面，配合復華銀行近年來自動櫃員機(ATM)之大幅增加，導入監控設備，以隨時掌握自動櫃員機之(ATM)服務狀態。
- 16.語音系統更新及新增基金(申購轉換贖回)交易。
- 17.建立帳務系統主機異地備援機制，以降低資訊系統因故無法維持正常運作之風險。
- 18.為拓展業務，進行合併台東信合社相關資訊轉換作業。
- 19.架構ADSL網路並加入VPN硬體設備成為保密之ADSL網路。非即時性的OA資料透過ADSL網路進行交換，避免與即時交易共用同網路，達成資料分流，以提昇網路效率。
- 20.強化分行作業效率，進行分行設備汰換作業：端末設備全面更換為橫式端末、補摺自動化設備配合全面更新為橫式、新增分行及汰換分行舊設備。
- 21.為提高服務品質及強化資訊系統運作能力，擬制定OPEN主機故障復原計畫。第一階段預計93.07前建置完成，93.07進行演練

(II) In line with the vicissitude in the macro-banking environment, the Bank has promoted a variety of e-banking services at full steam so as to effectively boost the Bank's overall competitive edge. Those projects intended to boost functions and performance being mapped out and studied by the Bank at the moment include notably those enumerated below:

1. Integrate financial and accounting demands by implanting various modules of SAP System (financial and accounting modules, cost management module, financial management modules) to facilitate integrated analysis of financial and accounting information, analysis of profitability of various Fuhwa groups and analysis of the profits and losses of various products.
2. Promote trust services by developing a variety of new trust products, e.g., raising of the mutual funds of money market, money trust for foreign workers, funds marketed through post offices, the coordinating work of the custodian banks for raising of funds in coordination with the package purchase and deduction systems.
3. Replace the magnetic cards in coordination with the chip ATM cards launched by the Bank Association. The Bank is scheduled to complete the upgrade of ATM by June 30 of the year to make possible chip card transaction. The Bank will also purchase chip card production and issuance equipment, Triple-DES encrypting and de-encrypting equipment, chip card terminal equipment, develop relevant application systems. To date, the Bank has successfully fulfilled the chip ATM card project.
4. Develop new service categories including purchase order financing, account receivable financing, account payable financing, pre-agreed payment notice financing, summary financing systems for high quality instruments.
5. Set up e-payment systems in coordination with the regulations and requirements by the Ministry of Finance which require financial institutions Internet and E-banking Systems adopt FXML safety and security mechanism.
6. Develop new version bills and bonds systems in coordination with the new operating system 2004 (e.g., outright purchase, bills custody, etc.)
7. Purchase communications equipment and adjust the communications software while SWIFT has updated the communications protocol (from X.25 into SWIFT NET) and operating platforms.
8. Enhance the operating efficiency, introduce to credit extending management systems to turn house loans, car loans, credit cards and such consumer banking (retail banking) into electronic-oriented operation through the integrated Workflow Engine to economize the time necessitated for credit investigation, review, appropriation (card issuance) and fill out credit investigation reports; introduce to the automatic appropriation mechanism and set up the blacklist systems to provide update inquiry and confidential control.
9. Set up standardized procedures for dunning overdue accounts to minimize the ratio of overdue accounts. Cases of overdue accounts are dispatched automatically. Overdue account records are kept in an integral manner to assure effective command and management. The bank tellers are reminded by the automatic prompting systems to perform the required duties. As a result, all accords reached with clients will be put into punctual command and, in turn, all overdue account records will surface and be indicated as soon as they appear, and the litigious papers and reminding letters will automatically come out.

- 10.To bring down labor costs for Fuhwa Commercial Bank branches, the Bank is to launch branch operating innovation plans. The labor-consuming back stage work will be, step-by-step, modified into the operation centered mode. In line with the Clearing House operation, the Bank, beginning January 2004, concentrate the clearing work at the three clearing centers in the north, central and south. The Bank plans to have data input, inventory management, presentation for clearing of instruments received from the current handling through scattered manner into processing through only three operating center in the north, central and south. Through these efforts, the Bank will complete setup of software and hardware concerned and then, in turn, continually proceed with the subsequent procedures of accounting voucher storage and such items projected for further innovation.
- 11.Set up the Bank's portal in coordination with the management of the Exchange & AD and operating flow management (known as EZFLOW) to provide e-operations for program calendar, meeting scheduling management, document management, release of messages.
- 12.Set up the platform for information application system integration and provide comprehensive inquiry, comprehensive account opening and such trading functions.
- 13.Set up the wealth management system to deposit and retrieve data from various mainframes of business operations through unitary channel to integrate information of customers transaction. In line with the stiff safety mechanism, set up the wealth management system to help wealth management specialists to promote sales.
- 14.Set up data storage systems to integrate information and provide it to manage the accounting information and customer relationship management analysis. Develop a variety of application systems, notably Data Mining, database marketing management, commodity management, sales performance management and the like.
- 15.Introduce to supervisory equipment in an attempt to provide comprehensive services coverage in line with the tremendous rise of Fuhwa Commercial Bank's ATMs. Through such efforts, Fuhwa Commercial Bank is able to take instant command of the update of the ATM services.
- 16.Update voice systems and launch trading on the newly added funds (purchase, swap and redemption).
- 17.Set up sound backup mechanism for accounting system mainframes to minimize potential risks incurred by the no-operation of the information systems.
- 18.Launch the information conversion in the merger with Taitung Credit Cooperation amidst the Bank's expansion of sales.
- 19.Build ADSL networks and join the VPN hardware equipment to become the confidentiality ADSL network. The non-instant OA data is exchanged through the ADSL networks to prevent co-sharing of the networks with instant transaction. Through the division of information flow, the Bank will boost the network efficiency.
- 20.Enhance operating efficiency the Fuhwa Commercial Bank's branches, replace and renew equipment of branches, launch an overall replacement of the terminal equipment into horizontal terminal; update the passbook update machines into horizontal ones, provide new equipment and replace outdated equipment for branches.
- 21.Upgrade the quality of services and beef up the operating competence of the information systems by mapping out the reinstatement plan for OPEN mainframe. The phase I tasks are scheduled to be completed by or before July. The Bank launched drill in July 2003.

公司治理運作情形

Performance in corporate governance

項 目 Descriptions	運 作 情 形 Performance	與上市上櫃公司治理實務守則 差異情形及原因 Difference from the Corporate Governance Regulations Governing TSE/OTC Listed Companies and Causes Leading to the Difference
<p>一、銀行股權結構及股東權益</p> <p>(一)銀行處理股東建議或爭議等事項之方式</p> <p>(二)公司掌握實際控制公司之主要股東及主要股東之最終控制者名單之情形</p> <p>(三)銀行建立與關係企業風險控管機制及防火牆情形</p> <p>I. The Bank's equity structure and shareholders' equity:</p> <p>(I) Modes for the Bank to handle proposals posed by shareholders or a dispute.</p> <p>(II) Status of the Company in taking firm command of its key shareholders which take command of the Company and the name list of the final controllers of key shareholders.</p> <p>(III) Update regarding the Bank's establishment of the control mechanism of affiliates and firewalls.</p>	<p>本公司股東僅復華金控，股東會之職權均由董事會代理。</p> <p>一、對本公司與關係企業之風險控管機制除依相關規定辦理外，另建有利害關係人查詢系統供查詢使用。</p> <p>二、每月將交易情形彙報董事會備查。</p> <p>The Company's shareholders include only Fuhwa Financial Holding Co., Ltd.. The powers of the shareholders' meeting are acted by the board of directors.</p> <p>I. Both the Company and its affiliates have controlled risks based on the laws and regulations concerned. Besides, they have set up separate inquiry systems of interested parties ready for inquiry needs.</p> <p>II. The transaction update is reported to the board of directors for information on a monthly basis.</p>	
<p>二、董事會之組成及職責</p> <p>(一)銀行設置獨立董事之情形</p> <p>(二)定期評估簽證會計師獨立性之情形</p> <p>II. Composition and powers & responsibilities of board of directors:</p> <p>(I) Update regarding the Bank's establishment of independent directors.</p> <p>(II) Sound assessment of the independent performance by the CPAs on a periodic basis.</p>	<p>本公司之董事均由復華金控指派之法人代表董事。</p> <p>本公司所聘任之會計師均具有獨立性。</p> <p>All the Company's directors are the judicial person representative directors assigned by Fuhwa Financial Holding Co., Ltd.</p> <p>All CPAs retained by the Company are in independent performance.</p>	
<p>三、監察人之組成及職責</p> <p>(一)銀行設置獨立監察人之情形</p> <p>(二)監察人與銀行之員工及股東溝通之情形</p> <p>III. Composition and powers & responsibilities of supervisors:</p> <p>(I) Update regarding the Bank's establishment of independent supervisors.</p> <p>(II) Communications between the supervisors and the Bank's employees and shareholders.</p>	<p>本公司之監察人均由復華金控指派之法人代表監察人。</p> <p>列席董事會議，並隨時可聯繫溝通。</p> <p>All the Company's supervisors are the judicial person representative supervisors assigned by Fuhwa Financial Holding Co., Ltd.</p> <p>Supervisors are entitled to participate in the board of directors meeting and launch coordination and communications at anytime.</p>	
<p>四、建立與利害關係人溝通管道之情形</p> <p>IV. Performance in setting up the communications channels with interested parties.</p>	<p>若各相關人士有需求時，可隨時聯絡公司。</p> <p>All people concerned are entitled to communicate with the Company at anytime whenever in need.</p>	

<p>設英文網站、指定專人負責公司資訊之蒐集及揭露、落實發言人制度、法人說明會過程放置公司網站等)</p> <p>V. Full disclosure of information:</p> <p>(I) The Company's performance in setting up websites, disclosing finance and corporation governance related information.</p> <p>(II) The Company's other modes in disclosing information (e.g., installation of websites in English, appointment of designated personnel to collect and disclose the Company's information, putting into effect the spokesman system, judicial person presentation process and installation of the Company's websites and the like).</p>	<p>二、本公司設有專責發言人及代理發言人。</p> <p>三、本公司設有公司網站，資訊內容詳實豐富，其網站為 http://www.fuhwabank.com.tw</p> <p>I. All departments and offices have been staffed with designated personnel in collecting and gathering information, and, on a periodic basis, disclosing the Company's information and inputting it into the open information observation website so that the Company's update will be known to outsiders instantly.</p> <p>II. The Company has appointed designated spokesman and acting spokesman..</p> <p>III. The Company has set up corporation website through which the Company discloses information in all details, through website of http://www.fuhwabank.com.tw</p>	
<p>六、銀行設置審計委員會等功能委員會之運作情形</p> <p>VI. The Company's performance in setting up Review Committee and such functional committee(s).</p>	<p>無 none</p>	<p>審計委員會之職責由各專責部室辦理，並將相關運作情形呈報董事會。</p> <p>The powers and responsibilities of the Review Committee are handled by the designated departments and offices which report to the board of directors the performance concerned.</p>
<p>七、其他有助於瞭解公司治理運作情形之重要資訊（如董事及監察人進修之情形、董事出席及監察人列席董事會狀況、董事對利害關係議案迴避之執行情形、銀行為獨立董事及獨立監察人與保險業訂立責任保險契約之情形、風險管理政策及執行情形、消費者保護之執行情形、經理人之職責等）：</p> <p>(一)已安排請董事及監察人參加相關進修課程。</p> <p>(二)董事出席及監察人列席董事會依公司法規定出席。</p> <p>(三)董事對於有利害關係之議案，應即迴避。</p> <p>(四)本公司並無為獨立董事及獨立監察人購買責任保險。</p> <p>(五)本公司統一規範各項業務之業務手冊及作業手冊，以規避業務操作及作業風險，同時定期及不定期實施內部查核，以落實執行內部控制及稽核制度。</p> <p>(六)本公司確實遵照「權權買賣中心」制定之每日、每週、每月之稽核規定以保障客戶之權益及設立「顧客服務科」對每件申訴案件加以妥善處理及回覆。</p> <p>(七)本公司依公司組織規程設置經理人，並訂定分層負責明細表，以明確其職責。</p> <p>VII. Other information helpful for better understanding of the Company's corporation governance (e.g., higher education by the directors and supervisors, participation by directors and attendance by the supervisors as an observer in the board of directors meeting; the directors' withdrawal from the issues involving their interests; insurance purchased by the Bank for its independent directors and supervisors regarding their liability, risk control policies and the enforcement, enforcement of consumer protection, and managers' duties and responsibilities.):</p> <p>(I). The Company has arranged higher education programs for its directors and supervisors.</p> <p>(II). The participation by directors and attendance by the supervisors as an observer in the board of directors meeting have been handled in accordance with the Company Law.</p> <p>(III). All directors shall withdraw forthwith from the issues which involve their interests.</p> <p>(IV). The Company has not purchased insurance for its independent directors and supervisors regarding their liability.</p> <p>(V). The Company has worked out business handbook and operating manuals in the unitary norms to evade potential risks in business operation. Meanwhile, both on a periodic basis and on a non-periodic basis, the Company carries out internal audit to put into effect the internal control and audit systems.</p> <p>(VI). The Company has faithfully complied with the daily, weekly, monthly audit requirements set by the "OTC Trading Center" and has set up the "Customer Service Section" to take sound management and respond to customers on each and every customer grievance case.</p> <p>(VII). The Company has duly set managerial officers based on its organizational rules and set up sound stratified responsibility chart to expressly specify their duties and responsibilities.</p>		

財務概況

Financial Update

一、最近五年簡明資產負債表及損益表

I. Summary Balance Sheet and Income Statement over the Past -Five Year

(一) 簡明資產負債表資料

(I) Condensed balance sheet

單位：新台幣千元
Unit:NT\$,thousands

項 目 Item	年 度 Year	最近五年度財務資料 (註 2) Financial data for the last five years (wote2)				
		92 年 2003	91 年 2002	90 年 2001	89 年 2000	88 年 1999
現金及約當現金、存放央行及拆放銀行同業 Cash due from central bank and other banks.		29,950,906	26,940,517	27,423,925	17,606,481	12,256,399
買入票券 Marketable securities purchased		23,350,138	25,069,832	17,580,333	26,955,284	31,194,610
放款淨額 Loans-net		168,475,062	119,262,086	114,605,983	106,650,029	103,383,959
應收款項 Receivables		6,607,607	2,687,781	2,627,684	2,723,697	2,243,010
長期投資 Long-term investments		521,991	494,077	830,720	773,323	851,627
固定資產 Fixed assets		2,472,451	1,375,074	1,404,995	1,671,787	1,604,793
其他資產 Other assets		3,867,480	3,160,950	2,211,826	1,488,685	2,053,464
央行及銀行同業存款 Due to central bank and other bank		13,478,256	5,155,920	2,113,276	2,875,281	1,523,802
存款及匯款 Deposits accepted and remittances payable		190,791,068	148,683,093	140,872,340	137,385,786	134,058,419
央行、同業融資及金融債券 Funds borrowed from central bank and other banks and Financial banks		4,500,000	4,500,000	-	-	-
附買回票券負債、應付款項及其他負債 RP. account payable and other liabilities		15,081,629	10,382,120	10,675,604	5,168,517	4,265,101
股本 Capital stocks		10,500,000	12,115,136	12,115,136	12,115,136	11,607,796
資本公積 Capital surplus		14,673	11,740	1,709	-	-
保留盈餘 Retained earnings	分配前 Before allocation	905,091	(1,635,364)	1,137,125	459,220	2,140,663
	分配後 After allocation	(註 1)	(1,635,364)	1,137,125	459,220	1,614,901
股東權益其他調整項目 Additional shareholder's equity adjusted		(25,082)	(222,328)	(229,724)	(134,654)	(7,919)
資產總額 Total assees		235,245,635	178,990,317	166,685,466	157,869,286	153,587,862
負債總額 Total liabilities	分配前 Before allocation	223,850,953	168,721,133	153,661,220	145,429,584	139,847,322
	分配後 After allocation	(註 1)	168,721,133	153,661,220	145,429,584	139,865,744
股東權益總額 Total shureholder's equity	分配前 Before allocation	11,394,682	10,269,184	13,024,246	12,439,702	13,740,540
	分配後 After allocation	(註 1)	10,269,184	13,024,246	12,439,702	13,722,118

註1：尚待九十三年度股東會決議。

註2：以上各年度財務資料均經會計師查核簽證，其中八十八至九十年度之財務報表係由其他會計師查核，另，本公司為配合民國九十二年度財務報表表達，而將八十八至九十一年度財務報表之若干科目做適當重分類

Notes: 1.The condensed balance sheet is pending approval by the shareholders' meeting

2.The above various annual financial statements all have been audited by certified public accountants. Some of those statements-the ones covering 1999 to 2002-were audited by pervious accord with the presentation of the 2003 financial report, has re-categorized some items contained in the 1999 - 2002 financial reports.

(二)簡明損益表資料

(II) Condensed income statement

單位：新台幣千元
Unit:NT\$, thousands

項 目 Item	最近五年度財務資料 (註 1) Financial data for the last five years (Note)				
	92 年	91 年	90 年	89 年	88 年
營業收入 Operating revenues	8,750,611	8,385,532	9,685,630	10,805,024	10,481,499
營業成本及費用 Gross operating perfits	7,707,569	11,743,292	8,850,999	12,472,814	9,631,848
營業(損)益 Operating income	1,043,042	(3,357,760)	834,631	(1,667,790)	849,651
營業外收入(損失)淨額 Non-operating revenues	(50,965)	22,748	4,383	4,956	35,742
稅前純益(損) Income before income tax	992,077	(3,335,012)	839,014	(1,662,834)	885,393
稅後純益(損) Net income	913,579	(2,772,489)	677,905	(1,155,681)	763,214
每股盈餘(虧損)(追溯後)(元) Earnings per common share	0.87	(2.73)	0.66	(1.11)	0.73

註：以上各年度財務資料均經會計師查核簽證，其中八十八至九十年度之財務報表係由其他會計師查核，另，本公司為配合民國九十二年度財務報表表達，而將八十八至九十一年度財務報表之若干科目做適當重分類。

Note: The various annual financial reports listed have all been audited by certified public accountants. Some of those financial reports-the ones covering 1999 to 2002-were audited by previous accountants. This bank in order to accord with the presentation of the 2003 financial report, has re-categorized certain items contained in the 1999-2002 financial reports.

(三) 最近五年年度會計師姓名及其查核意見

(III) The bank's last five-year financial statements were examined by the following verified public accountants:

年度 Year	會計師事務所 Accounting office	會計師姓名 Accountant	查核意見 Auditing opinion
1999	立本台灣聯合會計師事務所 BDO Taiwan Union & Co.	曾炳霖、黃祥穎 Tseng Pin-Lin & Huang Hsiang-Ying	無保留意見 No qualified opinion
2000	立本台灣聯合會計師事務所 BDO Taiwan Union & Co.	曾炳霖、黃祥穎 Tseng Pin-Lin & Huang Hsiang-Ying	修正式無保留意見 Modified no qualified opinion
2001	立本台灣聯合會計師事務所 BDO Taiwan Union & Co.	曾炳霖、黃祥穎 Tseng Pin-Lin & Huang Hsiang-Ying	無保留意見 No qualified opinion
2002	安侯建業會計師事務所 KPMG Certified Public Accounts	俞安恬、關春修 Andrew Yu & Lisa Kuang	修正式無保留意見 Modified no qualified opinion
2003	安侯建業會計師事務所 KPMG Certified Public Accounts	俞安恬、關春修 Andrew Yu & Lisa Kuang	修正式無保留意見 Modified no qualified opinion

二、重要財務比率分析

II. Analysis of major financial ratios

分析項目 Analytical		年 度 Year	最 近 五 年 度 財 務 資 料 Financial data of the last five years				
			92 年 2003	91 年 2002	90 年 2001	89 年 2000	88 年 1999
財務結構(%) Financial structure	負債占資產比率 Debt ratio		95.16	94.26	92.19	92.12	91.05
	存款占淨值比率 Deposit ratio		1,674.39	1,447.86	1,081.41	1,104.26	975.58
	固定資產占淨值比率 Fixed assets ratio		21.70	13.39	10.79	13.44	11.68
償債能力(%) Solvency	流動準備比率 Current reserve ratio		14.30	21.90	20.30	20.70	20.10
經營能力 Operating ability	存放比率(%) Credit ratio		88.30	78.38	82.42	78.54	78.00
	逾放比率(%) Past due loan ratio		3.75	4.22	5.72	3.41	4.20
	利息支出占年平均存款餘額比率(%) Interest payment ratio		1.57	2.60	4.43	4.95	5.39
	利息收入占年平均授信餘額比率(%) Interest income ratio		4.01	5.57	6.91	9.16	9.40
	總資產週轉率 Total asset turnover ratio		0.04	0.05	0.06	0.07	0.07
	員工平均營業收入額 Average employee profit		5,493	7,937	9,371	10,529	10,320
	員工平均獲利額 Average employee operating revenues		573	(2,653)	661	(1,132)	756
獲利能力 Profitability	資產報酬率(%) Return on assets		1.86	(1.60)	0.42	(0.74)	0.52
	股東權益報酬率(%) Return on shareholder's equity	稅後純益 After-tax net profit	8.43	(23.80)	5.30	(8.83)	5.62
		稅前純益 Pre-tax net profit	9.16	(28.63)	6.59	(12.70)	6.52
	占實收資本比率(%) Paid-in ratio	營業利益 Operating profit	9.93	(27.55)	6.89	(13.77)	7.32
		稅前純益 Pre-tax net profit	9.45	(27.53)	6.93	(13.73)	7.63
	純益率(%) Profit margin	稅後純益 After-tax net profit	10.44	(33.43)	7.06	(10.77)	7.33
		稅前純益 Pre-tax net profit	11.34	(40.21)	8.74	(15.50)	8.50
	每股盈餘(元)(追溯後) Earning per share		0.87	(2.73)	0.66	(1.11)	0.73
現金流量 Cash flow	現金流量比率(%) Cash flow ratio		1.80	註 1	26.58	註 1	註 1
	現金流量允當比率(%) Cash flow adequacy ratio		207.12	393.54	362.32	註 1	285.28
	現金再投資比率(%) Cash reinvestment ratio		1.30	註 1	24.03	註 1	註 1
槓桿度 Leverage	營運槓桿度 Operating leverage		3.43	0.54	2.65	0.14	2.52
	財務槓桿度(註 2) Financial leverage		-	-	-	-	-
特殊規定之比率 Specific ratios	利率敏感性資產與負債比率 Ratio of interest rate sensitive assets to liabilities		79.15	80.06	83.26	100.40	101.81
	利率敏感性缺口與淨值比率 Ratio of interest rate sensitive deficiency to net worth		(312.14)	(260.51)	(166.58)	4.28	17.00

註1：因現金流量表中之營業活動淨現金流量為流出數，故不予計入計算各該現金流量比率。

註2：因本公司之利息費用係列入營業費用，故不計算該項比率。

Notes: 1.Since the cash flow table's operating activity net cash flows equal the amounts of outflows, we did not calculate the respective cash flow ratios.

2.Since the bank's interest fees were treated as operating costs, we did not calculate such ratio.

財務比率分析計算公式

1. 財務結構

- (1) 負債占資產比率 = 負債 / 資產
- (2) 存款占淨值比率 = 存款 / 淨值
- (3) 固定資產占淨值比率 = 固定資產 / 淨值

2. 償債能力

- (1) 流動比率 = 流動資產 / 流動負債
- (2) 流動準備比率 = 中央銀行規定流動資產 / 應提流動準備之各項存款

3. 經營能力

- (1) 存放比率 = 放款總額 / 存款總額
- (2) 逾放比率 = (逾期放款 + 催收款) / 放款總額
- (3) 利息支出占年平均存款餘額比率 = 存款利息支出總額 / 年平均存款餘額
- (4) 利息收入占年平均放款餘額比率 = 放款利息收入總額 / 年平均放款餘額
- (5) 總資產週轉率 = 營業收入總額 / 平均總資產
- (6) 員工平均營業收入額 = 營業收入 / 員工總人數
- (7) 員工平均獲利額 = 稅後純益 / 員工總人數

4. 獲利能力

- (1) 資產報酬率 = 稅後損益 / 平均資產總額
- (2) 股東權益報酬率 = 稅後損益 / 平均股東權益淨額
- (3) 純益率 = 稅後損益 / 營業收入總額
- (4) 每股盈餘 = (稅後淨利 - 特別股股利) / 加權平均發行股數

5. 現金流量

- (1) 現金流量比率 = 營業活動淨現金流量 / 流動負債
- (2) 現金流量允當比率 = 最近五年度營業活動淨現金流量 / 最近五年度(資本支出 + 現金股利)
- (3) 現金再投資比率 = (營業活動淨現金流量 - 現金股利) / (固定資產毛額 + 長期投資 + 其他資產 + 營運資金)

6. 槓桿度

- (1) 營運槓桿度 = (營業收入淨額 - 變動營業成本及費用) / 營業利益
- (2) 財務槓桿度 = 營業利益 / (營業利益 - 利息費用)

7. 自有資本與風險性資產比率計算公式 = (合格資本 - 資本減除項目) / (信用風險加權風險性資產 + 市場風險性應計提之資本 × 12.5)

8. 利害關係人擔保授信總餘額占授信總餘額之比率 = 利害關係人擔保授信總餘額 / 授信總餘額

Formula for financial ratio analysis:

1. Financial structure:

- (1) Ratio of liabilities of assets = Total liabilities / Total assets.
- (2) Ratio of deposits out of net worth = Deposit / Net worth
- (3) Ratio of fixed assets out of the net worth = Fixed assets / Net worth

2. Solvency:

- (1) Current ratio = Current assets / Current liabilities
- (2) Liquidity reserve ratio = Current assets required by the Central Bank / Various deposits which call for current reserve.

3. Manageability

- (1) Deposit / loan ratio = Total amount of loans / Total amount of deposits
- (2) Overdue loan ratio = (Overdue loans + Overdue receivables) / Total amount of loans
- (3) Ratio of interest expenditure out of averaged balance of deposits = Total amount of expenditures paid for deposit interests / Annual average deposit balance
- (4) Ratio of interest revenues out of averaged balance of loans = Total amount of revenues received as interests for loans / Annual average loan balance
- (5) Total asset turnover rate = Total operating revenues / Averaged total assets
- (6) Average operating revenues of employees = Operating revenues / Total number of employees
- (7) Average employee profitability = Net profit after tax / Total number of employees

4. Profitability:

- (1) Asset return rate = Profit (loss) after tax / Averaged total assets
- (2) Return rate of shareholders' equity = Profit (loss) after tax / Average shareholders' equity, net
- (3) Net profit rate = Profit (loss) after tax / Total operating revenues
- (4) EPS = (Net profit after tax - Dividend of preferred shares) / Weighted average of outstanding shares

5. Cash flow

- (1) Cash flow ratio = Net cash flow of operating activities / Current liabilities
- (2) Adequacy of cash flow = Net cash flow of operating activities in the past five years / (Capital expenditures + Cash dividend) of the past five years.
- (3) Ratio of cash reinvestment : (Net cash flow of operating activities - Cash dividend) / (Gross fixed assets + Other assets + Operating funds).

6. Leverage:

- (1) Operating leverage = (Net operating revenues - Variable operating costs and expenses) / Operating profits
- (2) Financial leverage = Operating profit / (Operating profit - interest expense)

7. Formulate to calculate the ratio of owned capital and risk - oriented assets = (Satisfactory capital - Deductions of capital) / (Credit risks weighted risk oriented assets + Capital to be calculated in market risk $\times 12.5$)

8. Ratio of the total balance of loans collateralized by interested parties = The total balance of loans collateralized by interested parties / Total amount of loans

三、最近二年度每股淨值、盈餘、股利及市價

III. The net worth, earning, dividend and market quotation per share over the past two years:

單位：新台幣元 (Unit:NT\$)

項目 Item		年度 Year	92 年 2002	91 年 2001
每股淨值 Net worth per share	分配前 Before distribution		10.85	8.48
	分配後 After distribution		10.85	-
每股盈餘 Earnings per share	加權平均股數 (股) Weighted-average shares		1,044,559,448	1,182,468,491
	每股盈餘 Earnings per share	調整前 Before adjustment	0.87	(2.37)
		調整後 After adjustment	(註三)	-
每股股利 Dividends per share	現金股利 Cash dividends		0.37(註三) (Note 3)	-
	無償配股 Stock dividend	盈餘配股(元) By earnings	-	-
		資本公積配股 By surplus	-	-
每股市價 Market price per share	最高 The highest		-	8.6 (註二) (Note 2)
	最低 The lowest		-	4.76 (註二) (Note 2)
	平均 Average		-	6.89 (註二) (Note 2)

註一：本公司以民國89年7月26日為增資基準日辦理盈餘轉增資並按盈餘轉增資比例追溯調整88年及89年每股市價、每股淨值及每股現金股利。

註二：民國九十一年八月一日本公司依金融控股公司法之規定，以股份轉換方式加入復華金融控股股份有限公司成為其子公司，本公司之股票於九十一年七月二十二日停止交易買賣，並於八月一日下市，故九十一年度第三季僅為七月份之市價資訊。

註三：本項增資案尚待主管機關核准中。

Notes: 1.This bank set July 26,2000 as the basis date at which to make reinvestments with funds coming from earnings, and based on the ratio of the reinvestments, adjusted retroactively 1999's and 2000's market price per share, net worth per share and cash dividend per share.

2.The bank, in accordance with the provisions of the Financial Holding Company Law, merged into the Fuhwa Financial Holding Company as its subsidiary on Aug. 1, 2002 by using the formula of stock swaps. The bank's stock suspended trading on July and was delisted from the exchange on Aug. 1. Therefore, the bank's stock information for the third quarter of 2002 showed only July data.

3.The capital augment case is still pending for approval by the competent authorities of the government.

四、監察人審查報告書

IV. Supervisor's Report

復華商業銀行股份有限公司監察人審查報告書

本公司董事會造送九十二年度營業報告書、財務報表及盈餘分配表，其中財務報表經安侯建業會計師事務所俞安恬會計師及關春修會計師查核簽證完竣。

上項董事會所造送書表，業經本監察人等查核完竣，認為尚無不合，爰依照公司法第二一九條之規定，備具報告書，敬請鑒察。

此上

復華商業銀行股份有限公司九十三年度股東常會

復華商業銀行股份有限公司

監察人 周爵泗

監察人 莊有德



中華民國九十三年二月十九日

五. 最近年度財務報表

IV. The financial statements of the past years.

會計師查核報告

復華商業銀行股份有限公司董事會 公鑒：

復華商業銀行股份有限公司(原亞太商業銀行股份有限公司，於民國九十一年九月更名)民國九十二年及九十一年十二月三十一日之資產負債表，暨截至各該日止之民國九十二年度及九十一年度損益表、股東權益變動表及現金流量表，業經本會計師查核竣事。上開財務報表之編製係管理階層之責任，本會計師之責任則為根據查核結果對上開財務報表表示意見。

本會計師係依照一般公認審計準則暨會計師查核簽證金融業財務報表規則規劃並執行查核工作，以合理確信財務報表有無重大不實表達。此項查核工作包括以抽查方式獲取財務報表所列金額及所揭露事項之查核證據、評估管理階層編製財務報表所採用之會計原則及所作之重大會計估計，暨評估財務報表整體之表達。本會計師相信此項查核工作可對所表示之意見提供合理之依據。

依本會計師之意見，第一段所述財務報表在所有重大方面係依照證券發行人財務報告編製準則暨我國一般公認會計原則編製，足以允當表達復華商業銀行股份有限公司民國九十二年及九十一年十二月三十一日之財務狀況，暨截至各該日止之民國九十二年度及九十一年度之經營成果與現金流量。

如財務報表附註三所述，復華商業銀行股份有限公司自民國九十一年度起，於編製財務報表時，對於子公司持有復華商業銀行股份有限公司股票部份，視同庫藏股票處理。

安侯建業會計師事務所

會計 何安侯
關春芳



證期會核准：(88)台財證(六)第18311號
簽證文號

民國九十三年二月三日

振華新豐作股份有限公司

董事會

民國九十二年十二月三十一日

單位：新台幣千元

資產	92.12.31			91.12.31		
	金額	%		金額	%	
1100 現金及約當現金(附註四)	6,817,008	3	4,437,339	2		
1120 存放央行及拆款銀行同業(附註五)	23,133,898	10	22,503,177	13		
1130 買入票據(附註六、十五、十六及十七)	23,550,138	10	25,069,832	14		
1140 應收帳項(附註七、十三及十六)	6,607,607	3	2,687,782	1		
13xx 其他資產(附註七、十五及十六)	168,475,042	72	119,262,085	67		
1441 長期股權投資：						
144101 轉帳並按之長期股權投資(附註八、十五及二十)	187,828	-	162,932	-		
144102 轉帳並按之長期股權投資(附註八、十五及二十)	334,163	-	331,145	-		
1470 其他金融資產(附註十五)	521,591	-	494,077	-		
15xx 固定資產淨額(附註九、十六、十八及二十)	745,880	-	773,164	-		
18xx 其他資產：						
1856 遞延所得稅資產淨額(附註十三)	1,265,133	-	1,476,122	1		
188x 其他資產(附註九、十七及十九)	1,856,487	1	911,664	1		
19xx 資產總計	3,121,600	1	2,387,786	2		
負債及股東權益						
2110 銀行存款						
2121 銀行同業存款						
2105 買賣四系系負債(附註六、十六及十七)						
2140 應付帳項(附註十三及十六)						
23xx 存款及匯款(附註十五及十六)						
2370 金融負債(附註十二及十六)						
28xx 其他負債(附註十一、十五及十六)						
28xx 負債合計						
3101 股本—普通股，每股面額10元；92年及91年12月31日額						
定股本分別為1,050,000千股及1,237,039千股；已發行						
股本分別為1,050,000千股及1,211,514千股						
資本公積：						
3207 資本公積—庫藏股票交易						
33xx 保留盈餘：						
3301 法定盈餘公積						
3302 特別盈餘公積						
3310 未派發保留盈餘(待撥補虧損)						
34xx 股東權益其他調整項目：						
3430 未實現外幣兌換成本之淨損失						
3510 庫藏股票						
36xx 股東權益合計						
未派發及或有事項(附註七、十三、十五及十八)						
2-36xx 負債及股東權益總計						
負債及股東權益總計	1,785,990,317	100	1,785,990,317	100		



負責人：



經理人：

(請詳閱後附財務報表附註)

主辦會計：



復華商業銀行股份有限公司

股東權益變動表

民國九十二年十二月三十一日

單位：新台幣千元

係重編(原補註)：

	股本	資本公積	法定盈餘公積	特別盈餘公積	未分配盈餘	未實現長期股權投資價值損失	未列入為退休基金成本之淨損失	其他權益	合計
九十一年一月一日期初餘額	\$ 12,115,136	1,709	451,301	7,919	677,905	(17,636)	-	(212,088)	13,024,246
盈餘指撥及分配(附註十四)：									
提列法定盈餘公積	-	-	208,372	-	(208,372)	-	-	-	-
提列特別盈餘公積	-	-	-	474,467	(474,467)	-	-	-	-
迴轉未實現長期股權投資減價損失(附註八)	-	-	-	-	-	17,636	-	-	17,636
未列入為退休基金成本之淨損失	-	-	-	-	-	-	(10,240)	-	(10,240)
子公司持有本公司股票視同庫藏股，因加入	-	-	-	-	-	-	-	-	-
金控公司提撥轉而產生之資本公積	-	10,031	-	-	-	-	-	-	10,031
(附註八)	-	-	-	-	(2,772,489)	-	-	-	(2,772,489)
九十一年度淨損	12,115,136	11,740	654,673	482,386	(2,772,423)	-	(10,240)	(212,088)	10,269,184
資本公積增減(附註十四)	-	(11,740)	-	-	11,740	-	-	-	-
法定盈餘公積增減(附註十四)	-	-	(654,673)	-	654,673	-	-	-	-
特別盈餘公積增減(附註十四)	-	-	-	(482,386)	482,386	-	-	-	-
減資減損(附註十四)	(1,615,136)	-	-	-	1,615,136	-	-	-	-
未列入為退休基金成本之淨損失	-	-	-	-	-	-	(14,842)	-	(14,842)
轉讓庫藏股票予員工(附註十四)	-	14,673	-	-	-	-	-	212,088	226,761
九十二年淨利	-	-	-	-	913,572	-	-	-	913,572
九十二年十二月三十一日餘額	\$ 10,500,000	14,673	-	-	905,891	-	(25,082)	-	11,394,682

負責人：



經理人：



(請將前後附財務報表附註)

主辦會計：



復華商業銀行股份有限公司

損益表

民國九十二年及九十一年一月一日至十二月三十一日

單位:新台幣千元

	92年度		91年度	
	金額	%	金額	%
4100 營業收入				
4501 利息收入(附註十六)	\$ 6,890,841	79	7,225,623	86
4516 手續費收入(附註十六)	889,521	10	245,494	3
4531 買賣證券利益淨額(附註十六)	884,424	10	759,111	9
4532 採權益法認列之投資收益淨額	31,310	-	-	-
4609 其他營業收入	54,515	1	155,304	2
	<u>8,750,611</u>	<u>100</u>	<u>8,385,532</u>	<u>100</u>
5800 營業費用				
5501 利息費用(附註十六)	2,931,739	34	3,818,155	45
5516 手續費用(附註十六)	679,500	8	67,063	1
5532 採權益法認列之投資損失淨額	-	-	44,259	1
5535 各項提存(附註七)	1,378,220	15	6,105,903	73
5811 業務費用(附註九、十一、十六及十九)	1,845,829	21	1,005,872	12
5820 管理費用(附註九、十一及十九)	867,029	10	698,435	8
5839 其他營業費用	5,252	-	3,605	-
	<u>7,707,569</u>	<u>88</u>	<u>11,743,292</u>	<u>140</u>
6100 營業淨利(損)	<u>1,043,042</u>	<u>12</u>	<u>(3,357,760)</u>	<u>(40)</u>
4999 營業外收入及利益(附註十六)	37,843	-	27,052	-
5999 營業外費用及損失(附註十六)	<u>88,808</u>	<u>1</u>	<u>4,304</u>	<u>-</u>
6300 本期稅前淨利(損)	992,077	11	(3,335,012)	(40)
6410 所得稅費用(利益)(附註十三)	<u>78,498</u>	<u>1</u>	<u>(562,523)</u>	<u>(7)</u>
6900 本期淨利(損)(附註三及八)	<u>\$ 913,579</u>	<u>10</u>	<u>(2,772,489)</u>	<u>(33)</u>
	<u>稅前</u>	<u>稅後</u>	<u>稅前</u>	<u>稅後</u>
7000 基本每股盈餘(虧損)(單位:新台幣元)(附註三)	<u>\$ 0.95</u>	<u>0.87</u>	<u>(3.29)</u>	<u>(2.73)</u>

假設子公司持有復華商業銀行股份有限公司之股票不視為庫藏股票時之擬制資料:

	稅前	稅後
6900 本期淨損	<u>\$ (3,324,981)</u>	<u>(2,762,458)</u>
7000 基本每股虧損(單位:新台幣元)(附註三)	<u>\$ (3.27)</u>	<u>(2.72)</u>

(請詳閱後附財務報表附註)

負責人:



經理人:



主辦會計:



復華商業銀行股份有限公司

現金流量表

民國九十二年及九十一年一月一日至十二月三十一日

單位：新台幣千元

	92年度	91年度
營業活動之現金流量：		
本期淨利(損)	\$ 913,579	(2,772,489)
調整項目：		
折舊	95,183	78,478
各項攤提	43,977	23,696
各項提存	1,378,220	6,105,903
迴轉買入票券跌價損失	-	(1,374)
權益法認列之投資損失(利益)淨額	(31,310)	3,307
權益法評價之被投資公司發放現金股利	5,867	2,203
長期股權投資轉列買入票券產生已實現跌價損失	-	40,952
處分及報廢固定資產損失(利益)淨額	(5,520)	62
提列承受擔保品跌價損失	1,593	2,011
出售承受擔保品損失(利益)淨額	(31)	2,230
以交易為目的之買入票券減少(增加)	525	(3,982,598)
應收款項增加	(3,921,922)	(100,862)
以交易為目的之其他金融資產增加	(64,771)	(109,958)
遞延所得稅資產減少(增加)	210,989	(682,017)
應付款項增加(減少)	1,897,536	(769,117)
應計退休金負債增加(減少)	(20,912)	2,941
營業活動之淨現金流入(出)	503,003	(2,156,632)
投資活動之現金流量：		
存放央行及拆放同業增加	(550,789)	(507,083)
以投資為目的之買入票券減少(增加)	1,719,169	(3,187,679)
放款增加	(48,724,070)	(10,735,378)
購買固定資產	(1,033,765)	(48,651)
出售固定資產價款	8,678	32
出售承受擔保品價款	385,254	73,025
其他資產(含非交易目的之其他金融資產)增加	(951,768)	(234,900)
概括承受之淨約當現金流入(附註十九)	1,886,948	-
投資活動之淨現金流出	(47,260,343)	(14,640,634)
融資活動之現金流量：		
央行存款減少	(1,011)	(6,286)
銀行同業存款增加	8,323,347	3,048,930
附買回票券負債增加	2,437,579	447,007
存款及匯款增加	37,909,535	7,810,753
其他負債增加	240,798	6,370
轉讓庫藏股予員工	226,761	-
發行金融債券	-	4,500,000
融資活動之淨現金流入	49,137,009	15,806,774
本期現金及約當現金增加(減少)數	2,379,669	(990,492)
期初現金及約當現金餘額	4,437,339	5,427,831
期末現金及約當現金餘額	\$ 6,817,008	4,437,339
現金流量資訊之補充揭露：		
本期支付利息	\$ 3,045,298	4,425,237
本期支付所得稅	\$ 113,633	111,586
不影響現金流量之投資及融資活動：		
長期股權投資轉列買入票券	\$ -	317,848
權益法評價之被投資公司宣告發放現金股利	\$ 548	-

(請詳閱後附財務報表附註)

負責人：



經理人：



主辦會計：



復華商業銀行股份有限公司

財務報表附註

民國九十二年及九十一年十二月三十一日

(除另有註明者外，所有金額均以新台幣元為單位)

一、公司沿革

復華商業銀行股份有限公司(以下簡稱本公司)係於民國八十一年一月十四日取得公司執照，並於民國八十一年二月十二日開始正式營業。本公司主要之營業項目為依銀行法規定得以經營之商業銀行業務及經中央主管機關核准辦理之業務。本公司於民國九十一年九月奉准由亞太商業銀行股份有限公司更名為復華商業銀行股份有限公司。

民國九十一年八月一日本公司依金融控股公司法之規定，以股份轉換方式加入復華金融控股股份有限公司成為其子公司，本公司亦於同一下市。

本公司為擴大營運版圖、擴增營業據點及提升競爭力，於民國九十二年七月二十五日概括承受「保證責任雲林縣斗六信用合作社」(以下簡稱斗六信合社)。

本公司之最終母公司為復華金融控股股份有限公司。截至民國九十二年十二月三十一日止，本公司員工人數為1,892人。

二、重要會計政策之彙總說明

本公司財務報表係依照證券發行人財務報告編製準則、有關法令及我國一般公認會計原則編製。財務報表之編製除另有註明者外，主要係以歷史成本為衡量基礎。重要會計政策及衡量基礎彙總說明如下：

(一)財務報表彙編原則

本財務報表包括本公司總、分行之帳目。各分行間之內部往來及內部收支交易均於彙編財務報表時予以銷除。

本公司信託部對受託代為管理及運用之信託資金，為內部管理目的，獨立設帳及編製財務報表。對於受託保管之信託資產，作備忘記錄。

(二)外幣交易事項

本公司除國際金融業務分行以美金為記帳本位幣外，其他單位皆以新台幣為記帳本位幣。以外幣為基準之交易事項，資產及負債項目係以原幣列帳；外幣損益項目之利息則按月底結帳匯率折算為新台幣列帳，其餘損益項目皆以權責發生時之即期匯率折合新台幣列帳。於資產負債表日所有各種貨幣合併之財務報表，均按當日之規定匯率換算為新台幣金額編製。因此換算而產生之兌換差額，列為當期損益。

(三)存款準備金

存款準備金係依法就每月各項存款之平均餘額，按法定準備率計算提存於中央銀行之存款準備金乙戶。存款準備金乙戶依規定非於每月調整存款準備金時不得動用。

(四)買入票券

買入票券係短期票券、上市(櫃)公司股票、政府公債、金融債券、公司債及受益憑證等，其性質包括以交易為目的及非交易為目的而持有者，均以取得成本入帳。持有之買入票券，期末分別依其持有之目的以總成本與市價孰低評價。非交易為目的而持有之買入票券，以其面值加減至資產負債表日止之溢、折價攤銷做為評價基礎。上市(櫃)股票及封閉型基金之市價係指會計期間最末一個月之平均收盤價，開放型基金之市價係指資產負債表日該基金淨值。金融債券及公司債之市價係以最近成交日之債券百元價格計算而得，政府公債之市價係指資產負債表日之債券百元價格計算而得。出售時成本除短期票券係按個別認定法計算外，其餘係按移動加權平均法計算。

(五)附條件交易

依融資行為所承作之附條件交易，均以取得成本入帳。並於持有期間按約定之賣出、買回金額與成本之差額於交易期間認列為利息收入或支出。

(六)放款及備抵呆帳

放款授信期限在一年以內者，為短期信用；超過一年而在七年以內者，為中期信用；超過七年者，為長期信用。經取有抵押權、質權、合格之保證及其他合法之擔保標的者，則為擔保放款。

放款係以貸放本金入帳，並以減除相關提列之備抵呆帳後之淨額列示。期末則依各種不同性質之放款及應收款項餘額(包括催收款項及應收利息)之帳齡及預期收回可能性予以評估，當呆帳實際上已無回收之可能時，即予以沖銷。

本公司依法令規定將本金逾期三個月未清償或利息延滯超過六個月或依其他規定者應列為逾期放款，而當本金或利息已屆清償期六個月仍未清償，則將本金及應收取之利息轉列為催收款項。轉入催收款項者，對內停止計息，對外債權照常計息，並作備忘記錄。

本公司自民國八十八年七月一日起連續四年內，依照88.6.30台財融第88733168號函規定，就經營本業之銷售額百分之三提列備抵呆帳用以加速沖銷逾期債權，另依華總一義字第09200114870號令，仍繼續延用前述規定，直至逾放比率低於百分之一時，得停止沖銷逾期債權。依上述規定提列備抵呆帳時，係分別以「營業成本—各項提存」及「備抵呆帳」科目入帳。

(七)長期股權投資

長期股權投資以取得成本入帳。持有被投資公司有表決權股份比例未達百分之二十且不具重大影響力者，如被投資公司為上市公司，期末按成本與市價孰低法評價，未實現跌價損失列為股東權益減項。如為未上市公司，期末採成本法評價，惟若有證據顯示投資之價值確已減損，且回復之希望甚小，則列為當期損失，並以承認損失後之帳面價值為新成本。股票股利僅作投資股數增加，不列為投資收益。出售成本計算採加權平均法。

持有被投資公司有表決權之股份比例達百分之二十以上者，採權益法評價。

為配合復華金控母公司財務報告編製之需求，本公司於編製年度及期中財務報告時，應行編製合併財務報表，惟依財務會計準則公報第七號「合併財務報表」規定得免編製。

(八)固定資產及其折舊

固定資產係以取得成本為入帳基礎。為購建資產並使該資產達到可使用狀態前所發生利息支出予以資本化。維護及修繕支出列為當期費用，重大增添、改良及更新，作為資本支出。

除土地外，各項固定資產之折舊，係以成本於估計使用年限內依平均法計提。耐用年限屆滿仍繼續使用者，就其殘值按估計仍可使用年限，繼續提列折舊。處分固定資產損益列為營業外損益。固定資產耐用年限如下：

房屋及建築	十至五十五年
機器設備	三至五年
交通及運輸設備	三至五年
其他設備	三至十五年

(九)其他資產－承受擔保品

承受擔保品以承受當時估計之可變現價值入帳，其與原有債權間之差額列為壞帳損失。資產負債表日如承受之擔保品尚未處分，則重新評估其可變現價值，如低於帳載金額，其差額列為當期營業外支出。處分承受擔保品損益列為營業外損益。

(十)其他資產－遞延資產

電腦軟體成本及租賃權益係以取得成本為入帳基礎，並分別按三年及租賃期間攤銷之。

(十一)其他資產－閒置資產

未供營業使用及作任何其他用途之固定資產，以淨變現價值轉列為閒置資產。期末評估其可變現價值，其帳面價值高於淨變現價值之差額列為當期營業外支出。

(十二)其他資產－商譽

民國九十二年度概括承受「斗六信合社」時，依企業合併－購買法之會計處理，將收購之淨資產按公平市價入帳，其收購成本超過有形及可辨認無形資產之公平價值扣除承擔之負債後淨額部分，列為商譽，並評估其效益年限，按十年依直線法攤銷。

(十三)同業存款與存款及匯款

係依合約所訂名目本金或預計到期償付金額評價入帳。

(十四)金融債券

本公司到期一次還本之金融債券按面額發行及入帳，每月依面額及票載利率列計利息支出，每年支付予財團法人中華民國櫃檯買賣中心之年費列為營業費用。

(十五)其他負債－買賣損失準備

本公司依證券商管理規則規定，每月就自行買賣有價證券利益超過損失部份提列百分之十為買賣損失準備。此項準備除彌補買賣損失超過買賣利益之差額外，不得使用之。惟若累積已達新台幣二億元後，得免繼續提列。

本公司依上述規定提列買賣損失準備時，係分別以「營業費用－各項提存」及「其他負債－買賣損失準備」科目入帳。

(十六)其他負債－保證責任準備

保證責任準備係按各項保證及承兌款項期末餘額預計可能發生之損失，酌予提列。本公司依上述規定提列保證責任準備時，係分別以「營業費用－各項提存」及「其他負債－保證責任準備」科目入帳。

(十七)庫藏股票

本公司收回已發行之股票，採用財務會計準則公報第三十號「庫藏股票會計處理準則」，依買回時所支付之成本列為庫藏股票。處分庫藏股票之處分價格高於帳面價值，其差額列為資本公積－庫藏股票交易；處分價格低於帳面價值，其差額則沖抵同種類庫藏股票之交易所產生之資本公積，如有不足，則借記保留盈餘。庫藏股票之帳面價值採加權平均並依收回原因分別計算。

庫藏股票註銷時，按股權比例借記資本公積－股票發行溢價與股本，其帳面價值如高於面值與股票發行溢價之合計數時，其差額則沖抵同種類庫藏股票所產生之資本公積，如有不足，則沖抵保留盈餘；其帳面價值低於面值與股票發行溢價之合計數者，則貸記同種類庫藏股票交易所產生之資本公積。

本公司自民國九十一年度起，依財政部證券暨期貨管理委員會(89)台財證(六)第69950號函規定，對於子公司持有本公司股票者，採用財務會計準則公報第三十號「庫藏股票會計處理準則」規定，視同庫藏股票處理。另，本公司於民國九十一年八月一日依金融控股公司法之規定，以股份轉讓方式加入復華金融控股股份有限公司，子公司原持有本公司之股份亦隨之轉換為金控公司股票，惟本公司於民國九十一年一月一日至七月三十一日仍依上述之規定處理。

另，依證券暨期貨管理委員會(91)台財證(六)第111467號函之規定，金融控股公司之子公司原依證券交易法第二十八條之二第一項規定買回之庫藏股，嗣因辦理轉換成為金融控股公司之子公司，其庫藏股依金融控股公司法第三十一條規定隨同轉換為金融控股公司之股份者，該子公司仍應將其持股列為庫藏股票，作為股東權益之減項。因而本公司原買回之庫藏股於民國九十一年八月一日轉換為復華金融控股股份有限公司之股份，仍列為庫藏股票。

(十八)衍生性金融商品

衍生性金融商品係指本公司於外匯、利率及資本市場上所操作之遠期外匯、換匯、換利、換匯換利及選擇權等交易。其會計處理依其性質係屬交易目的或非交易目的而異。交易目的之衍生性金融商品涵蓋創造市場、服務客戶所需及自營等目的及相關之套利活動。非交易目的之衍生性金融商品則係為避險而持有，作為本公司按應計基礎衡量之資產、負債、部位及現金流量之風險管理工具。

交易目的之衍生性金融商品於資產負債表日按市價法評價，因而產生之相關損益淨現值，列為當期損益。非交易目的衍生性金融商品之評價及損益認列則與避險資產、負債或淨部位採一致之基礎。

依市價法評價之匯率合約依交易性質及對象分別予以互抵，評價產生之淨利得其相關資產帳列其他金融資產，評價之淨損失其相關負債則帳列其他負債。

(十九)退休金

本公司原員工退休辦法於民國八十一年訂立，涵蓋所有正式任用員工，於民國八十六年五月一日為適用「勞動基準法」修改該辦法。員工退休金之支付，係依服務年資及退休時一個月平均薪資計算。本公司依勞動基準法規定，每月提撥退休金，以員工退休準備金監督委員會名義存入中央信託局。

確定給付退休辦法以資產負債表日為衡量日完成精算，其累積給付義務超過退休基金資產公平價值部分，於資產負債表認列最低退休金負債，並依退休辦法之精算結果認列淨退休金成本，包括當期服務成本及過渡性淨資產、前期服務成本與退休金損益依員工平均剩餘服務年限採直線法攤銷之數。

應補列最低退休金多因未認列前期服務成本及未認列過渡性淨資產或淨給付義務而產生。若最低退休金負債未超過未認列前期服務成本及未認列過渡性淨資產或淨給付義務之合計數時，應認列「遞延退休金成本」，帳列其他資產；若超過該合計數時，其超過部份應認列「未認列為退休金成本之淨損失」，作為股東權益之減項。

(二十)收入認列原則

利息收入及手續費收入係依應計基礎認列為當期收益。

(廿一)所得稅

所得稅之估計以會計所得為基礎，資產及負債之帳面價值與課稅基礎之差異，依預計回轉年度之適用稅率計算認列為遞延所得稅。並將應課稅暫時性差異所產生之所得稅影響數認列為遞延所得稅負債，與將可減除暫時性差異、虧損扣抵及所得稅抵減所產生之所得稅影響數認列為遞延所得稅資產，再評估其遞延所得稅資產之可實現性，認列其備抵評價金額。

本公司依所得稅法規定計算之未分配盈餘加徵百分之十營利事業所得稅部分，於股東會決議盈餘分配年度列為當期所得稅費用。

本公司自編製民國九十二年度財務報表起，依金融控股公司法第四十九條規定，選擇以復華金控母公司為納稅義務人，依所得稅法相關規定合併辦理營利事業所得稅結算申報及未分配盈餘加徵百分之十營利事業所得稅申報。本公司仍先按個別申報之狀況依財務會計準則公報第二十二號「所得稅之會計處理準則」規定處理，惟因合併申報所得稅所收付之撥補金額，則依合理有系統且一致之方法調整當期遞延所得稅資產(負債)或應付所得稅(應收退稅款)，並於財務報表估列所得稅時，以應收(付)聯屬公司款項列帳。

(廿二)普通股每股盈餘

普通股每股盈餘係以本期淨利除以普通股流通在外加權平均股數計算之。庫藏股票則減少在外流通股數。因盈餘或資本公積轉增資而新增之股數，或因減資彌補虧損而減少之股數，採追溯調整計算。若盈餘或資本公積轉增資或減資彌補虧損之基準日在財務報表提出日前，亦追溯計算。

三、會計變動之理由及其影響

本公司自民國九十一年度起，於編製財務報表時，對於子公司持有本公司股票者，依財務會計準則公報第三十號之規定，視同庫藏股票處理。另，本公司於民國九十一年八月一日依金融控股公司法之規定，以股份轉讓方式加入復華金融控股股份有限公司，子公司原持有本公司之股份亦隨之轉換為金控公司股票，惟本公司於民國九十一年一月一日至七月三十一日仍依上述之規定處理。依此規定，民國九十一年度本期淨損增加10,030,668元，普通股加權平均流通在外股數減少2,412,539股。民國九十一年度之稅前及稅後每股虧損分別增加0.02元及0.01元。

四、現金及約當現金

本公司民國九十二年及九十一年十二月三十一日之銀行綜合險保險金額皆為153,500,000元。

五、存放央行及拆放銀行同業

	92.12.31	91.12.31
存款準備：		
準備金甲戶	\$ 2,177,609,028	4,744,784,208
準備金乙戶	4,448,399,000	3,177,214,000
小計	6,626,008,028	7,921,998,208
定期存單	15,888,000,000	11,663,000,000
拆放銀行同業	619,890,000	2,918,179,000
合計	<u>\$ 23,133,898,028</u>	<u>22,503,177,208</u>

六、買入票券

	<u>92.12.31</u>	<u>91.12.31</u>
交易目的	\$ 19,041,975,857	17,395,777,732
非交易目的	4,308,161,843	6,027,331,198
附條件交易	-	1,646,722,666
合 計	<u>\$ 23,350,137,700</u>	<u>25,069,831,596</u>

交易目的買入之票券內容如下：

	<u>92.12.31</u>	<u>91.12.31</u>
商業本票	\$ 2,521,086,132	3,741,860,262
定期存單	316,649,436	1,426,084,358
國庫券	629,843,847	782,723,300
政府公債	6,686,064,820	8,193,535,898
公司債	3,779,510,010	-
金融債券	2,677,950,587	-
股票及受益憑證	2,430,871,025	3,251,573,914
合 計	<u>\$ 19,041,975,857</u>	<u>17,395,777,732</u>

非交易目的之買入票券內容如下：

	<u>92.12.31</u>	<u>91.12.31</u>
政府公債	\$ 1,536,845,738	1,756,426,343
金融債券	-	383,153,093
公司債	2,760,753,633	3,887,751,762
受益證券	10,562,472	-
合 計	<u>\$ 4,308,161,843</u>	<u>6,027,331,198</u>

上列非交易目的之買入票券民國九十二年度及九十一年度之平均收益率分別為2.90%及4.09%。

附條件交易之買入票券內容如下：

	<u>92.12.31</u>	<u>91.12.31</u>
附賣回交易：		
承兌匯票	\$ -	59,119,130
定期存單	-	46,177,179
商業本票	-	1,541,426,357
合 計	<u>\$ -</u>	<u>1,646,722,666</u>

民國九十一年十二月三十一日之附賣回交易之預計賣回期限皆為六個月內，利率區間為0.95%~1.00%。

本公司民國九十二年及九十一年十二月三十一日依融資行為承作之附買回交易所產生之負債分別為9,737,968,949元及7,300,390,354元，其預計買回期限皆為六個月內，利率區間分別為0.75%~1.05%及1.10%~2.00%。

七、放款

	<u>92.12.31</u>	<u>91.12.31</u>
買匯及貼現	\$ 253,498,266	248,905,478
短期放款及透支	28,830,130,047	22,712,178,098
短期擔保放款及透支	14,320,926,155	10,472,930,388
中期放款	38,714,209,196	20,364,674,803
中期擔保放款	25,699,573,117	21,270,134,045
長期放款	4,409,871,065	5,168,502,251
長期擔保放款	52,737,913,417	36,306,161,761
催收款項	<u>6,445,751,323</u>	<u>5,257,269,285</u>
小計	171,411,872,586	121,800,756,109
減：備抵呆帳	<u>2,936,810,221</u>	<u>2,538,670,187</u>
	<u>\$ 168,475,062,365</u>	<u>119,262,085,922</u>

備抵呆帳變動如下：

	<u>92年度</u>		
	<u>特定債權 無法收回 之風險</u>	<u>全體債權 組合之潛 在風險</u>	<u>合計</u>
期初餘額	\$ 1,942,474,986	610,649,105	2,553,124,091
加：本期提列呆帳	941,236,744	369,721,131	1,310,957,875
收回已沖銷放款及墊款	402,594,836	-	402,594,836
概括承受斗六信合社	252,824,000	8,802,000	261,626,000
減：沖銷放款及墊款	1,568,203,565	-	1,568,203,565
匯差	-	1,384,824	1,384,824
期末餘額	<u>\$ 1,970,927,001</u>	<u>987,787,412</u>	<u>2,958,714,413</u>

	91年度		
	特定債權 無法收回 之風險	全體債權 組合之潛 在風險	合 計
期初餘額	\$ 790,458,264	776,597,600	1,567,055,864
加：本期提列呆帳	5,684,667,103	435,372,624	6,120,039,727
收回已沖銷放款及墊款	48,758,391	-	48,758,391
重分類	600,873,307	(600,873,307)	-
減：沖銷放款及墊款	5,182,282,079	-	5,182,282,079
匯 差	-	447,812	447,812
期末餘額	<u>\$ 1,942,474,986</u>	<u>610,649,105</u>	<u>2,553,124,091</u>

備抵呆帳期末餘額組成明細如下：

	92.12.31	91.12.31
放 款	\$ 1,248,923,445	665,921,549
催收款項	1,687,886,776	1,872,748,638
應收款項	21,904,192	14,453,904
合 計	<u>\$ 2,958,714,413</u>	<u>2,553,124,091</u>

民國九十二年度及九十一年度本公司依經營本業銷售額百分之三提列之呆帳分別計212,231,000元及205,702,000元。

本公司停止計提應收利息之放款及墊款於民國九十二年度及九十一年度未計提之應收利息分別為202,994,011元及167,286,278元。

八、長期股權投資

	92.12.31			91.12.31		
	持 股 比例%	投資成本	金 額	持 股 比例%	投資成本	金 額
採權益法評價者：						
金復華租賃(股)公司(原名： 金亞太租賃(股)公司)	98.56	\$ 197,000,000	149,166,976	98.56	197,000,000	146,990,372
復華財產保險代理人有限 公司(原名：福安保險代 理人有限公司)	80.00	2,880,000	4,154,709	80.00	2,880,000	4,015,212
復華人身保險代理人(股) 公司(原名：亞銀人身 保險代理人(股)公司)	99.99	1,999,940	34,506,248	99.99	1,999,940	11,926,818
小 計		<u>201,879,940</u>	<u>187,827,933</u>		<u>201,879,940</u>	<u>162,932,402</u>

	92.12.31			91.12.31		
	持 股 比例%	投資成本	金 額	持 股 比例%	投資成本	金 額
採成本法評價者：						
富邦證券金融(股)公司	1.97	\$ 119,890,000	119,890,000	1.97	119,890,000	119,890,000
萬通票券金融(股)公司	1.36	64,800,000	64,800,000	1.36	64,800,000	64,800,000
財金資訊(股)公司	1.14	45,500,000	45,500,000	1.14	45,500,000	45,500,000
台北外匯經紀(股)公司	0.40	800,000	800,000	0.40	800,000	800,000
彥武企業(股)公司	0.05	154,444	154,444	0.05	154,444	154,444
台灣金聯資產管理(股)公 司	0.57	100,000,000	100,000,000	0.57	100,000,000	100,000,000
合作金庫銀行(股)公司	-	2,268,542	2,268,542	-	-	-
中華民國信用合作社聯合 社	0.49	750,000	750,000	-	-	-
小 計		<u>334,162,986</u>	<u>334,162,986</u>		<u>331,144,444</u>	<u>331,144,444</u>
總 計		<u>\$ 536,042,926</u>	<u>521,990,919</u>		<u>533,024,384</u>	<u>494,076,846</u>

金復華租賃(股)公司原持有本公司4,771,957股，因本公司於民國九十一年八月一日依金融控股公司法之規定，以股份轉讓方式加入復華金融控股股份有限公司成為其子公司，故金復華租賃(股)公司依換股比例1：1.387將原持有本公司股票轉換為復華金融控股(股)公司之股票3,440,488股，又因依金融控股公司法第三十一條規定，金融控股公司之子公司因轉換而持有金融控股公司之股份者，須於三年內轉讓其所持有股份，故金復華租賃(股)公司依持有目的將其轉列短期投資項下，因而本公司原依持股比例認列金復華租賃(股)公司之長期股權投資跌價損失17,636,154元亦隨之於民國九十一年度沖轉。

本公司自民國九十一年度起，於編製財務報表時，對於金復華租賃(股)公司持有本公司股票者，依財務會計準則公報第三十號之規定，視同庫藏股票處理。另，本公司於民國九十一年八月一日加入復華金融控股(股)公司成為其子公司，金復華租賃(股)公司原持有本公司之股份亦隨之轉換為金控公司股票，並因此調增民國九十一年度淨損及資本公積一庫藏股票交易10,030,668元。

本公司於民國九十二年七月二十五日概括承受斗六信合社，該社原投資合作金庫銀行(股)公司88,341股及中華民國信用合作社聯合社7,500股亦列為長期股權投資。

九、固定資產淨額

	<u>92.12.31</u>	<u>91.12.31</u>
成 本：		
土 地	\$ 1,420,380,974	740,755,806
房屋及建築	783,166,026	492,093,950
機器設備	681,799,058	501,969,165
交通及運輸設備	75,316,425	50,550,927
其他設備	<u>200,315,894</u>	<u>138,728,918</u>
小 計	3,160,978,377	1,924,098,766
減：累計折舊	<u>734,663,274</u>	<u>618,938,117</u>
	2,426,315,103	1,305,160,649
預付固定資產款	<u>46,135,576</u>	<u>69,913,296</u>
	<u>\$ 2,472,450,679</u>	<u>1,375,073,945</u>

累計折舊本期變動如下：

	<u>92年度</u>	<u>91年度</u>
期初餘額	\$ 618,938,117	541,426,057
加：本期提列	95,183,433	78,477,975
概括承受斗六信合社	28,251,539	-
減：本期處分	<u>7,709,815</u>	<u>965,915</u>
期末餘額	<u>\$ 734,663,274</u>	<u>618,938,117</u>

本公司於民國九十二年及九十一年十二月三十一日對固定資產及其他資產一承受擔保品合計投保金額分別約為1,512,057,646元及737,781,000元。

十、存款及匯款

	<u>92.12.31</u>	<u>91.12.31</u>
支票存款	\$ 2,002,557,137	1,050,420,931
活期存款	14,166,477,925	8,852,089,105
定期存款	58,794,462,874	42,899,411,086
郵匯局轉存款	17,907,438,443	19,256,715,835
活期儲蓄存款	38,635,184,408	24,041,804,167
定期儲蓄存款	59,270,042,390	52,459,546,084
匯 款	<u>14,904,415</u>	<u>123,105,740</u>
	<u>\$ 190,791,067,592</u>	<u>148,683,092,948</u>

民國九十二年及九十一年十二月三十一日，上述定期存款及儲蓄存款(活期儲蓄存款除外)，其到期期間均在三年之內。

十一、退休金

民國九十二年及九十一年度，本公司均按月依薪資總額6.9%提撥退休金。本公司分別以民國九十二年及九十一年十二月三十一日為衡量日完成員工退休金之精算，基金提撥狀況與帳載應計退休金負債調節如下：

	單位：千元	
	92.12.31	91.12.31
給付義務：		
既得給付義務	\$ (56,238)	(57,458)
非既得給付義務	(367,182)	(291,650)
累積給付義務	(423,420)	(349,108)
未來薪資增加之影響數	(97,114)	(72,271)
預計給付義務	(520,534)	(421,379)
退休基金資產公平價值	355,254	301,854
提撥狀況	(165,280)	(119,525)
未認列過渡性淨給付義務	25,091	27,182
未認列前期服務成本	(3,711)	(3,970)
未認列退休金損(益)	122,196	82,511
應補列最低退休金負債	(46,462)	(33,452)
應計退休金負債(帳列其他負債)	<u>\$ (68,166)</u>	<u>(47,254)</u>
既得給付	<u>\$ 72,377</u>	<u>74,708</u>

本公司淨退休金成本組成項目如下：

	單位：千元	
	92年度	91年度
服務成本	\$ 70,147	42,013
利息成本	15,633	16,421
退休金資產實際報酬	(4,633)	(6,355)
攤銷數	(3,960)	(5,831)
淨退休成本	<u>\$ 77,187</u>	<u>46,248</u>

精算假設如下：

	92年度	91年度
折 現 率	3.50%	3.75%
未來薪資水準增加率	1.50%	1.50%
退休金資產預期報酬率	3.50%	3.75%

十二、金融債券

本公司為提昇自有資本比率暨籌措中長期營運所需資金，於民國九十一年八月二十二日經董事會決議發行金融債券，此項募集發行金融債券案業經財政部金融局民國九十一年九月二十四日台財融(二)第○九一○○四二八六三號函核准在案。本公司已於民國九十一年十一月四日依原計劃內容發行第一期次順位金融債券，發行期限為五年三個月，發行金額為4,500,000,000元，已全數募集完成並按面額入帳。其內容如下：

	浮動利率	固定利率
發行面額	\$ 3,100,000,000	1,400,000,000
票面利率	6.15%減Libor(註)	3.50% H
發行期間	五年三個月	五年三個月
付息方式	每半年付息一次	每半年付息一次
還本方式	到期一次還本	到期一次還本
發行價格	於發行日依面額發行	於發行日依面額發行

(註)係依六個月美金倫敦銀行同業拆放利率(Libor)之報價均價為依據，於每半年之起息日重新計算利率。

十三、所得稅

本公司營利事業所得稅稅率最高為25%，所得稅費用(利益)組成如下：

	92年度	91年度
當期所得稅費用(利益)	\$ (132,490,296)	119,493,742
遞延所得稅費用(利益)	210,988,487	(682,016,355)
所得稅費用(利益)	<u>\$ 78,498,191</u>	<u>(562,522,613)</u>

本公司損益表中所列稅前淨利(損)依規定稅率計算之所得稅額與所得稅費用(利益)間之差異列示如下：

	92年度	91年度
稅前淨利(損)計算之所得稅額	\$ 248,019,120	(833,752,821)
出售土地損失(利益)	1,470,460	(2,485,824)
買入票券市價回升利益	-	(343,562)
長期股權投資轉列買入票券認列之跌價損失	-	10,238,044
提列買賣損失準備	13,249,045	-
短期票券息分離課稅稅額差異調整	(4,327,939)	(13,068,891)
免稅之證券交易利益	(208,564,566)	(187,252,091)
股利收入	(9,594,263)	(5,697,165)
採權益法認列之投資損失(利益)	(7,827,475)	826,775
國際金融業務分行所得稅額	(60,149,242)	(39,482,611)
投資抵減本期增加數	(1,575,605)	(901,304)
未分配盈餘加徵10%所得稅	-	21,754,925
以前年度虧損扣抵高(低)估數	116,587,632	(188,245)
以前年度投資抵減高估數	1,875,447	2,796,075
以前年度核定備抵呆帳之調整數	(80,961,250)	-
連結稅制之未分配盈餘加徵10%利益	(49,440,682)	-
以前年度所得稅調整及核定稅額估列(迴轉)數	(30,100,720)	60,034,567
遞延所得稅資產備抵評價提列數	150,000,000	410,000,000
其 他	(161,771)	14,999,515
所得稅費用(利益)	<u>\$ 78,498,191</u>	<u>(562,522,613)</u>

本公司遞延所得稅費用(利益)之主要項目如下：

	92年度	91年度
已／未實現兌換損(益)	\$ 1,218,050	(10,312,036)
備抵呆帳迴轉(超限)數	24,242,550	(228,462,647)
虧損扣抵發生數	-	(869,444,849)
未實現承受擔保品跌價損失	(398,337)	(502,864)
投資抵減本期增加	(1,575,605)	(901,304)
以前年度投資抵減高估數	1,875,447	2,796,075
以前年度虧損扣抵高(低)估數	116,587,632	(188,245)
以前年度核定備抵呆帳之調整數	(80,961,250)	-
遞延所得稅資產備抵評價提列數	150,000,000	410,000,000
其 他	-	14,999,515
遞延所得稅費用(利益)	<u>\$ 210,988,487</u>	<u>(682,016,355)</u>

本公司遞延所得稅資產如下：

	92.12.31	91.12.31
遞延所得稅資產	\$ 1,825,133,187	1,886,121,674
備抵評價－遞延所得稅資產	<u>(560,000,000)</u>	<u>(410,000,000)</u>
遞延所得稅資產淨額	<u>\$ 1,265,133,187</u>	<u>1,476,121,674</u>

本公司遞延所得稅資產之暫時性差異，虧損扣抵與所得稅抵減及其個別所得稅影響數如下：

	92.12.31		91.12.31	
	金 額	所得稅 影響數	金 額	所得稅 影響數
遞延所得稅資產(負債)：				
未實現承受擔保品跌價損失	\$ 3,604,803	901,201	2,011,457	502,864
備抵呆帳超限數	1,510,781,497	377,695,375	1,283,906,699	320,976,675
未實現兌換利益	(57,366,810)	(14,341,701)	(52,494,608)	(13,123,651)
虧損扣抵	5,837,210,829	1,459,302,707	6,303,561,355	1,575,890,339
投資抵減	1,575,605	<u>1,575,605</u>	1,875,447	<u>1,875,447</u>
		<u>\$ 1,825,133,187</u>		<u>1,886,121,674</u>

應付所得稅(應收聯屬公司款)餘額之組成說明如下：

	<u>92.12.31</u>	<u>91.12.31</u>
當期所得稅費用	\$ (132,490,296)	119,493,742
扣繳稅款	(84,924,105)	(65,216,343)
以前年度所得稅調整及核定稅額迴轉(估列)數	30,100,720	(34,567)
分離課稅	<u>(28,708,494)</u>	<u>(37,704,250)</u>
應付所得稅(應收聯屬公司款)	<u>\$ (216,022,175)</u>	<u>16,538,582</u>

本公司於民國九十二年度納入復華金控合併申報所得稅，估列之虧損扣抵數、未分配盈餘加徵百分之十之扣抵利益數及扣繳稅款等金額計216,022,175元轉列為應收聯屬公司款(帳列應收款項項下)。另，本公司民國九十二年及九十一年十二月三十一日，應收退稅款餘額分別為130,280,451元及116,262,368元，帳列應收款項下。

本公司依財務會計準則公報第二十二號「所得稅之會計處理準則」規定計算之當期所得稅利益、遞延所得稅費用、遞延所得稅資產及應收退稅款(應收聯屬公司款)，與納入復華金控合併申報所得稅後相關科目差異調節如下：

	<u>92年度</u>			
	<u>當期所得稅 利 益</u>	<u>遞延所得稅 費 用</u>	<u>遞延所得稅 資 產</u>	<u>應收退稅款 (應收聯屬 公司款)</u>
依第二十二號公報計算數	\$ (1,392,226)	129,331,099	1,906,790,575	84,924,105
差異調整數	<u>(131,098,070)</u>	<u>81,657,388</u>	<u>(81,657,388)</u>	<u>131,098,070</u>
採合併申報數	<u>\$ (132,490,296)</u>	<u>210,988,487</u>	<u>1,825,133,187</u>	<u>216,022,175</u>

依所得稅法之規定，公司經核定之虧損得以扣抵以後五年度之課稅所得額。本公司民國九十二年十二月三十一日尚可抵減之虧損，其屆滿日及可抵減金額如下：

<u>取 得 年 度</u>	<u>92.12.31</u>	<u>最後可抵減年度</u>
民國八十九年度(核定)	\$ 2,391,770,367	民國九十四年度
民國九十一年度(申報)	<u>3,445,440,462</u>	民國九十六年度
	<u>\$ 5,837,210,829</u>	

本公司民國九十二年十二月三十一日依促進產業升級條例之規定，因人才培訓而享有且尚可供抵減以後年度應納營利事業所得稅之所得稅抵減數及最後可抵減年度列示如下：

<u>取 得 年 度</u>	<u>92.12.31</u>	<u>最後可抵減年度</u>
民國九十二年度	<u>\$ 1,575,605</u>	民國九十六年度

本公司以前年度之營利事業所得稅結算申報案件，業經稅捐稽徵機關核定至民國八十九年度。

民國八十七年度未分配盈餘申報案件經稅捐稽徵機關核定，其中將民國八十七年因迴轉而併入該年度課稅之民國八十六年度未實現兌換利益，認定不得作為未分配盈餘之減項。另，民國八十九年度營利事業所得稅結算申報核定案件，稅捐機關認定透過營業稅降稅利益323,845,000元而增提之呆帳，不得認為營業成本而予剔除。本公司已針對上述各年度對稅捐機關之核定結果提起行政救濟中。

上述提起行政救濟之營利事業所得稅申報案件，本公司業已估列適當之所得稅費用。

十四、股東權益

(一)股本

本公司於民國九十一年九月五日經董事會決議，以未分配盈餘455,453,430元增資發行新股45,545,343股，增資後額定及發行資本額為12,570,589,710元，惟前述盈餘轉增資案，經目的事業主管機關以為健全本公司之股東權益結構，民國九十年度盈餘應優先用於彌補累積虧損之理由，未予核准。

本公司民國九十二年九月十八日經董事會決議分別通過減資1,615,136,280元彌補虧損及現金增資3,000,000,000元，減增資後資本額為13,500,000,000元，其中減資案業經證券暨期貨管理委員會於民國九十二年十二月二十六日(92)台財證(一)第0920160677號函核准照辦，並由董事會決議以民國九十二年十二月二十九日為減資基準日，正辦理變更登記中。

(二)庫藏股票

截至民國九十一年七月三十一日止，本公司依證券交易法第二十八條之二規定為激勵員工及提昇員工向心力而買回庫藏股，其股數為37,664,586股(民國九十一年一月一日至七月三十一日並無變動)。另，民國九十一年八月一日本公司依金融控股公司法之規定，以股份轉換方式加入復華金融控股(股)公司，原持有庫藏股37,664,586股於民國九十一年八月一日股份轉換基準日後全數轉換為復華金融控股(股)公司股票，計27,155,433股。

依證券交易法規定，公司買回股份之數量比例，不得超過公司已發行股份總數百分之十；收買股份之總金額，不得逾保留盈餘加發行股份溢價及已實現之資本公積之金額。本公司並無違反上述收買股份最高限額之金額限制。本公司截至民國九十一年七月三十一日止，累積買回庫藏股票股數為64,348,000股，累積買回金額為349,675,101元，累積已轉讓予員工之庫藏股票股數為26,683,414股。另，於民國九十二年度將剩餘之庫藏股全數轉讓予員工，因而產生利益14,672,909元，帳列資本公積—庫藏股股票交易項下。

本公司持有之庫藏股票依證券交易法規定不得質押，於未轉讓前，不得享有股東權利。

如附註三及八所述，本公司自民國九十一年度起，原依財務會計準則公報第三十號之規定，將子公司持有本公司股票4,771,957股視同庫藏股票處理，民國九十一年八月一日因本公司以股份轉讓方式加入復華金融控股股份有限公司，子公司原持有本公司股票亦隨之轉換，故原視同庫藏股票4,771,957股亦隨之沖轉。

(三)資本公積

依公司法規定，資本公積需先彌補虧損，始得以已實現之資本公積轉作資本，並不得用以分配現金股利。前項所稱之已實現資本公積，包括超過票面金額發行股票所得之溢價及受領贈與之所得。以公司法規定之資本公積撥充資本者，每年得撥充資本之金額，依法不得超過公司實收資本額之一定比率。現金增資溢價發行之資本公積轉增資，每年以一次為限，且不得於現金增資年度即予撥充。資本公積餘額如下：

	92.12.31	91.12.31
庫藏股票交易	\$ 14,672,909	11,739,647

(四)法定及特別盈餘公積

本公司於完納一切稅捐後分派盈餘時，應先提百分之三十為法定盈餘公積；法定盈餘公積未達資本總額前，其最高現金盈餘分配，不得超過資本總額之百分之十五。法定盈餘公積已達其資本總額時，得不受前項規定之限制。除法定盈餘公積外，銀行得於章程規定或經股東會決議，另提特別盈餘公積。

本公司民國九十一年九月五日經董事會決議通過之盈餘分配案，經目的事業主管機關予以駁回後，本公司董事會另於民國九十一年十二月二十六日決議通過，提列法定盈餘公積203,371,496元及提列特別盈餘公積474,467,271元。

(五)盈餘分配及股利政策

本公司為持續擴充營運規模與增加獲利能力，並兼顧資本適足率，採取剩餘股利政策。其分派條件與時機：本公司年度決算如有盈餘，於依法完納一切稅捐後，應先彌補以往年度虧損，再就其盈餘提撥百分之三十為法定盈餘公積，並得提撥一部分作為特別盈餘公積或保留盈餘，如尚有餘額再做分派，股東股息及紅利分配百分之九十六，董事及監察人酬勞分配百分之二，員工紅利分派百分之二。

本公司於民國九十一年八月一日經董事會決議修改公司章程，依修改後公司章程規定，本公司年度決算如有盈餘，除依法完納一切稅捐後，應先彌補以往年度虧損，再就其盈餘提撥百分之三十為法定盈餘公積，並得提撥一部分作為特別盈餘公積或保留盈餘，如尚有餘額再做分派，股東股息及紅利分配百分之九十八，員工紅利分派百分之二。

股息及紅利種類之分派係由董事會按當時金融環境、市場趨勢及本公司發展計劃，擬訂分派現金或股票之比例，但值本公司成長時期，分派股票之比例以不低於百分之八十為原則，惟必要時得經董事會同意後變更。其現金股利部分應於董事會通過盈餘分派之議案後分派之；股票股利部分應另俟取得主管機關核准文件後分派之。

本公司董事會於民國九十二年四月三日決議通過九十一年度之虧損撥補案，以特別盈餘公積482,385,903元、法定盈餘公積654,672,782元及資本公積11,739,647元，合計1,148,798,332元彌補虧損。

本公司民國九十一年度產生累積虧損，故無盈餘分配資訊揭露之情事。

本公司民國九十二年度起之員工紅利及董監事酬勞分派數，由於截至會計師查核報告書出具日止，當年度公司董事會尚未通過盈餘分派議案，故有關董事會通過擬議及股東會決議配發員工紅利及董監事酬勞等相關資訊，可自公開資訊觀測站等管道查詢。

(六)普通股加權平均流通在外股數

本公司民國九十二年及九十一年十二月三十一日計算每股盈餘之普通股加權平均流通在外股數(追溯調整減資彌補虧損後)分別為1,044,559,448股及1,014,944,151股；民國九十一年度子公司持有本公司股票若不視為庫藏股票時，其普通股加權平均流通在外股數(追溯調整減資彌補虧損後)為1,017,356,690股。

(七)兩稅合一相關資訊

兩稅合一相關資訊說明如下：

	<u>92.12.31</u>	<u>91.12.31</u>
股東可扣抵稅額帳戶餘額	<u>\$ 109,418,721</u>	<u>66,115,846</u>

本公司辦理營利事業所得稅結算申報後，民國九十三年度分配九十二年盈餘之預計稅額扣抵比率為12.09%。因民國九十一年度為待彌補虧損，故民國九十二年無稅額扣抵比率。

民國九十二年及九十一年十二月三十一日未分配盈餘(待彌補虧損)之組成說明如下：

	<u>92.12.31</u>	<u>91.12.31</u>
民國八十六年度以前	\$ -	-
民國八十七年度以後	<u>905,090,444</u>	<u>(2,772,422,456)</u>
合 計	<u>\$ 905,090,444</u>	<u>(2,772,422,456)</u>

十五、金融商品相關資訊

(一) 衍生性金融商品

本公司簽訂尚未到期之衍生性金融商品合約列示如下：

1. 合約金額或名目本金及公平價值

		92.12.31		
		合約金額	公平價值	
		(名目本金)	利 益	損 失
交易目的：				
遠期外匯合約	\$	5,102,707,478	13,429,737	23,680,118
無本金交割遠期外匯合約		672,618,000	6,912,994	1,453,001
外匯換匯合約		11,392,543,656	40,679,049	36,822,595
外匯匯率選擇權合約		4,324,465,000	68,226,156	63,901,063
換匯換利合約		339,800,000	-	20,000
資產交換選擇權		39,000,000	-	3,588,000
		<u>\$ 21,871,134,134</u>	<u>129,247,936</u>	<u>129,464,777</u>
非交易目的：				
利率交換合約	\$	<u>3,100,000,000</u>	<u>20,837,286</u>	<u>-</u>
		91.12.31		
		合約金額	公平價值	
		(名目本金)	利 益	損 失
交易目的：				
遠期外匯合約	\$	122,718,985	554,064	570,546
無本金交割遠期外匯合約		417,780,000	351,000	393,000
外匯換匯合約		4,861,725,235	62,075,540	6,399,965
		<u>\$ 5,402,224,220</u>	<u>62,980,604</u>	<u>7,363,511</u>
非交易目的：				
利率交換合約	\$	<u>3,100,000,000</u>	<u>-</u>	<u>28,294,700</u>

交易目的合約之評價利益及損失其相關資產、負債分別帳列其他金融資產及其他負債。

本公司之利率交換合約係為規避發行浮動利率之金融債券所產生之現金流量風險而承作，屬非交易目的之交換合約。

2.信用風險

信用風險係指交易對方無法履行契約義務而產生損失之風險，當衍生性金融商品具獲利性時，信用風險亦相對增加。為有效降低該風險，本公司採取與放款、授信等交易相同之授信政策，並設定信用額度，同時本公司亦藉由與交易對方簽訂淨額交割協定以降低信用風險。

3.市場價格風險

市場價格風險係指市場利率或匯率變動，而使本公司因從事相關交易而遭受之可能損失。為管理市場風險，本公司將持有之外幣淨部位維持於一定限額內。

4.流動性風險、現金流量風險及未來現金需求

流動性風險係指無法如預期時間結清部位所產生之風險。本公司藉上述之授信核准、設定部位限額、訂定停損點及管理階層控管程序以控制金融商品之交易風險。此外，本公司亦藉貨幣市場與外匯市場之融通工具及適當之流動性資產以規劃未來之現金需求。

以上揭露之合約金額僅顯示資產負債表日流通在外之交易量，並不代表暴露於市場風險或信用風險下之潛在利得或損失。本公司管理當局預計上述各項承諾及金融商品交易不致產生重大損失。

(二)非衍生性金融商品

本公司估計非衍生性金融商品公平價值所使用之方法及假設如下：

- 1.到期日甚近之金融商品，其帳面價值即為估計公平價值之合理基礎。此方法應用於現金及約當現金、存放央行及拆放銀行同業、應收款項、部份其他金融資產、央行存款、銀行同業存款、附買回票券負債、應付款項、金融債券及其他負債。
- 2.買入票券及長期股權投資如有市場價格可循時，則以此市場價格為公平價值。長期股權投資若無市場價格可供參考時，則以帳面價值為其估計公平價值，另，非交易為目的而持有之買入票券，以其面值加減至資產負債表日止之溢、折價攤銷做為評價基礎。
- 3.放款係以浮動利率計息，故其帳面價值即為目前之公平價值。
- 4.其他資產—承受擔保品已於資產負債表日按評估之可變現價值提列備抵跌價損失，故帳面價值為目前之公平價值。
- 5.存款及匯款因大部分為一年內到期者，若到期日為一年以上者，亦多以浮動利率計息，故其帳款價值為目前之公平價值。
- 6.資產負債表外之授信承諾及保證款項等金融商品因大部份為一年內到期，故其合約金額為目前之公平價值。

本公司部份非衍生性金融商品之公平市價資訊列示如下：

	92.12.31		91.12.31	
	帳面價值	公平價值	帳面價值	公平價值
買入票券	\$23,350,137,700	23,429,330,311	25,069,831,596	25,718,854,773
長期投資	521,990,919	521,990,919	494,076,846	494,076,846

(三)具有資產負債表外信用風險之金融商品

本公司具有資產負債表外信用風險之金融商品未動用之合約金額如下：

	92.12.31	91.12.31
已核准未使用之放款承諾	\$ 115,546,232,775	69,997,382,372
信用卡授信承諾	\$ 34,771,296,000	12,536,458,000
各類保證款項	\$ 8,488,547,701	6,125,182,637
客戶已開發但尚未使用之信用狀餘額	\$ 2,469,927,566	957,455,775

本公司客戶尚未動用之放款承諾，主要是依據授信戶是否能維持相當的信用標準而定。本公司授信係在授與之信用額度內承作，除信用卡授信承諾外，對特定客戶尚須要求提供相當之擔保品及保證人。具有擔保品的貸款占貸款總金額比率民國九十二年度及九十一年度分別約為56.22%及58.39%，保證及信用狀持有之擔保品比率介於0%至100%間。這些擔保品通常為現金、不動產或其他具有流動性的有價證券等財產。當客戶違約時，本公司會強制執行其擔保品或其他擔保之權利。

信用卡授信承諾不需擔保品，惟定期評估持卡人信用狀況，必要時則隨時修正其信用額度。另，信用卡利率九十二年及九十一年度最高皆為18.25%。

以上這些金融商品不會於到期前全部實際支付，因此該合約金額並不代表未來現金流出數，亦即未來現金需求金額低於合約金額。假設授信額度已用罄且擔保品或其他擔保品完全失去其價值時，信用風險與合約金額相等，亦即此為其可能發生之最大損失。

(四)信用風險顯著集中之資訊

本公司辦理授信確切注意把握信用風險分散原則，相對於授信總餘額，並未有顯著集中與單一客戶或單一交易相對人進行交易，授信組合是廣泛分散於各產業型態、產品及地方區域等。本公司信用風險顯著集中之合約金額如下：

1.帳列放款減除備抵呆帳前餘額－依地方區域分：

	92.12.31	91.12.31
國 內	\$ 162,226,056,197	113,579,318,483
國 外	9,185,816,389	8,221,437,626
合 計	\$ 171,411,872,586	121,800,756,109

2.帳列放款減除備抵呆帳前餘額—依產業型態分：

	92.12.31	91.12.31
製造業	\$ 33,513,552,442	26,043,363,617
一般商業	15,084,547,346	9,635,011,710
營造業	5,787,779,000	4,337,706,000
私人	79,396,825,000	55,529,248,000
其他	37,629,168,798	26,255,426,782
合計	<u>\$ 171,411,872,586</u>	<u>121,800,756,109</u>

3.信用卡應收款—依年齡層：

	92.12.31	91.12.31
19歲以下	\$ -	18,878
20(含)—29歲	359,315,179	69,578,088
30(含)—44歲	859,764,549	252,162,720
45(含)—64歲	441,991,358	114,439,896
65歲以上	10,741,508	3,474,852
合計	<u>\$ 1,671,812,594</u>	<u>439,674,434</u>

十六、關係人交易

(一)關係人之名稱及關係

關 係 人 名 稱	與 本 公 司 之 關 係
國際綜合證券(股)公司	本公司為該公司之法人董事(已於民國九十一年二月四日解任)
復華綜合證券(股)公司	民國九十一年八月一日起為與本公司受同一控制公司控制之關係企業
復華證券金融(股)公司	民國九十一年八月一日起為與本公司受同一控制公司控制之關係企業
金復華證券投資信託(股)公司 (原名：金亞太證券投資信託 (股)公司)	民國九十一年八月三十日起為與本公司受同一控制公司控制之關係企業
復華資產管理(股)公司	民國九十二年四月十六日起為與本公司受同一控制公司控制之關係企業
盛華證券投資信託(股)公司	民國九十一年八月一日起為與本公司之控制公司受同一控制公司控制之關係企業
復華人身保險代理人(股)公司	本公司採權益法評價之被投資公司
社團法人中國國民黨	對本公司之控制公司具有實質影響力之投資者
其他(各戶未達存、放款總額 1%之合計數)	係本公司關係企業及董事、監察人、經理人及其親屬等
其 他	具實質控制關係，但無交易之關係人請參閱附註二十(二)

(二)與關係人間之重大交易事項

1.存款

92.12.31			
關係人名稱	期末餘額	佔存款%	利率區間%
各戶未達存款總額1%之合計數	<u>\$ 1,774,499,947</u>	<u>0.93</u>	0~13.00

91.12.31			
關係人名稱	期末餘額	佔存款%	利率區間%
各戶未達存款總額1%之合計數	<u>\$ 1,337,123,954</u>	<u>0.90</u>	0~13.00

本公司對上開關係人之存款利率，除行員儲蓄存款於限額內利率為13%外，餘均按牌告利率為基礎計算，存款條件與一般存款戶並無不同。

民國九十二年度及九十一年度本公司因上述存款交易支付之利息支出分別為18,964,468元及24,173,262元。

2.放款

92.12.31			
關係人名稱	期末餘額	佔放款%	利率區間%
各戶未達放款總額1%之合計數	<u>\$ 99,930,745</u>	<u>0.06</u>	1.25~5.90

91.12.31			
關係人名稱	期末餘額	佔放款%	利率區間%
各戶未達放款總額1%之合計數	<u>\$ 672,076,775</u>	<u>0.58</u>	1.675~8.00

民國九十二年度及九十一年度本公司對上開關係人之放款利率，除關係企業之放款利率區間分別為1.25%~1.70%及1.675%~8.00%，另，行員放款利率於限額內利率區間分別為2.40%~5.90%及3.68%~7.00%外，其餘放款條件與一般放款戶並無不同。

民國九十二年度及九十一年度本公司因上述放款交易計收之利息收入分別為6,243,930元及14,775,710元。

3.租金支出

本公司因業務需要向關係人承租房舍作為營業單位，其明細如下：

關係人名稱	承租用途	租金支出	
		92年度	91年度
國際綜合證券(股)公司	證券收付處等	\$ -	5,061,581
復華綜合證券(股)公司	證券收付處等	52,471,962	5,186,340
社團法人中國國民黨	辦公室等	48,266,979	-
合 計		<u>\$ 100,738,941</u>	<u>10,247,921</u>

截至民國九十二年十二月三十一日止，因上述交易產生對復華綜合證券(股)公司及之應付租金為5,739,628元(帳列應付款項)。

4.手續費用

關 係 人	92年度	91年度
復華綜合證券(股)公司	<u>\$ 4,207,155</u>	<u>-</u>

係本公司之圓夢卡推廣費、連動債券手續費及轉借簽證費等支出。

5.租金收入(帳列營業外收入及利益)

關 係 人	92年度		91年度	
	租金收入	存入保證金	租金收入	存入保證金
國際綜合證券(股)公司	<u>\$ -</u>	<u>-</u>	<u>600,000</u>	<u>200,000</u>

上述與關係人之租賃而發生之存入保證金帳列其他負債項下。

6.手續費收入

關 係 人	92年度	91年度
金復華證券投資信託(股)公司	\$ 17,354,550	936,748
復華人身保險代理人(股)公司	76,089,819	-
	<u>\$ 93,444,369</u>	<u>936,748</u>

係代銷售基金及人身保險而發生之手續費收入。

截至民國九十二年十二月三十一日止，因上述交易產生對金復華證券投資信託(股)公司之應收款為728,129元，帳列應收款項。

7. 財產交易

(1) 本公司向關係人購入開放型基金如下：

基金名稱	92年度				
	本期買入		期末餘額		處分 (損)益
	單位	金額	單位	金額	
金復華證券投資信託(股)公司：					
金復華債券基金	-	\$ -	-	-	10,035,553
金復華基金	7,989,347.50	60,060,000	-	-	2,816,102
金復華雙響炮基金	11,315,789.50	64,564,500	-	-	3,832,643
小計		<u>124,624,500</u>		<u>-</u>	<u>16,684,298</u>
盛華證券投資信託(股)公司：					
盛華1699基金	-	-	-	-	6,936,809
小計		<u>\$ 124,624,500</u>		<u>-</u>	<u>23,621,107</u>
基金名稱	91年度				
	本期買入		期末餘額		處分 (損)益
	單位	金額	單位	金額	
金亞太證券投資信託(股)公司：					
金亞太債券基金	23,085,319.91	\$ 271,806,192	23,085,319.91	271,806,192	3,293,115
金亞太基金	12,208,578.70	82,582,500	8,614,329.50	60,059,856	2,996,525
金亞太雙響炮基金	17,227,880.90	91,591,500	11,891,912.50	64,564,286	2,480,371
小計		<u>445,980,192</u>		<u>396,430,334</u>	<u>8,770,011</u>
盛華證券投資信託(股)公司：					
盛華1699基金	8,642,519.47	100,000,000	17,541,505.06	200,320,934	701,689
盛華5599基金	9,592,786.22	100,000,000	-	-	21,104
小計		<u>200,000,000</u>		<u>200,320,934</u>	<u>722,793</u>
		<u>\$ 645,980,192</u>		<u>596,751,268</u>	<u>9,492,804</u>

- (2)本公司於民國九十二年五月十三日與社團法人中國國民黨訂定合約，向其購入台北市忠孝西路一段四號一、二、三及七樓房地產(含地下樓層二十三個停車位)，作為自用辦公場所，繼於民國九十二年十一月四日修改合約，僅購置一、二、三樓房地產(含地下樓層十七個停車位)，合約總價771,292,224元，截至民國九十二年十二月三十一日止，價款已全數付清，帳列固定資產淨額。
- (3)本公司於民國九十二年度與復華資產管理(股)公司簽訂出售不良債權合約，合約總價776,021,066元，出售損失80,265,475元，截至民國九十二年十二月三十一日止，已收取價款100,000,000元，尚未收取價款676,021,066元，帳列應收款項項下。

8.其 他

- (1)民國九十二年度關係人及關係人旗下基金向本公司承作之附買回票券交易，其明細如下：

關係人名稱	92年度			
	最高餘額	期末餘額	利 率 區間%	利息支出
復華綜合證券(股)公司	\$ 3,120,198,145	2,284,736,932	0.800~1.075	7,377,888
金復華證券投資信託(股)公司：				
金復華債券基金	1,384,141,462	689,823,230	0.625~0.950	3,820,255
金復華新平衡基金	274,356,966	-	0.650~0.800	335,225
金復華經典平衡基金	1,004,010,973	-	0.650~0.850	392,041
盛華證券投資信託(股)公司：				
盛華1699基金	615,711,067	265,770,615	0.625~0.975	1,673,933
盛華5599基金	434,943,743	40,691,032	0.625~0.975	1,079,789
盛華0566基金	98,729,677	-	0.675~0.700	49,184
		<u>\$ 3,281,021,809</u>		<u>14,728,315</u>

- (2)本公司售予關係人民國九十一年度第一期次順位金融債券如下：

關係人名稱	92年度			
	最高餘額	期末餘額	利 率 區間%	當期利息支出 金 額
復華證券金融(股)公司	\$ 966,000,000	<u>966,000,000</u>	4.55~4.92	<u>46,167,715</u>

關係人名稱	91年度			
	最高餘額	期末餘額	利 率 區間%	當期利息支出 金 額
復華證券金融(股)公司	\$ 966,000,000	<u>966,000,000</u>	4.55	<u>6,984,312</u>

截至民國九十二年及九十一年十二月三十一日止，因上述交易所產生之應付利息(帳列應付款項)分別為7,552,267元及6,984,312元。

十七、抵質押之資產

抵質押之資產	抵質押擔保標的	帳面價值	
		92.12.31	91.12.31
短期票券(帳列買入票券)	附買回票券負債	\$ 9,610,176,181	7,300,390,354
債券(帳列其他金融資產)	存出信託資金準備	57,974,216	52,187,455
	假扣押擔保	70,075,655	215,003,795
	聯合信用卡中心之消費款準備金	21,421,020	21,758,059
	票券自營業務保證金	63,003,000	54,395,147
	債券自營業務保證金	11,220,849	-
		<u>\$ 9,833,870,921</u>	<u>7,643,734,810</u>

- (一)存出信託資金準備係本公司因承作收受代管信託資金而繳存於中央銀行之準備金。
 (二)假扣押擔保係本公司為追索債權而提供法院作為執行假扣押之擔保品。
 (三)聯合信用卡中心之消費款準備金係本公司因承作信用卡業務而繳存於聯合信用卡中心之準備金。
 (四)票券自營業務保證金係本公司承作票券自營業務而繳存於中央銀行之營業保證金。
 (五)債券自營業務保證金係本公司開辦自行買賣政府債券業務而繳存於中華民國櫃檯買賣中心之準備金，另，亦已依證券商管理規則之規定，提列買賣損失準備。

十八、重大承諾

(一)重大採購合約

截至民國九十二年及九十一年十二月三十一日止，本公司為購置資產所簽訂之合約金額，分別約為99,911,385元及148,188,385元，尚未支付款項分別約為53,775,809元及78,275,089元。

(二)營業租賃

本公司承租之營業場所，截至民國九十二年十二月三十一日止，未來最低支付租金金額如下：

期 間	金 額
民國九十三年度	\$ 143,912,962
民國九十四年度	131,861,941
民國九十五年度	107,400,420
民國九十六年度	80,962,676
民國九十七年度	28,417,348
	<u>\$ 492,555,347</u>

(三)其 他

	92.12.31	91.12.31
受託代收款項	\$ 16,311,319,789	13,639,710,117
受託代售旅行支票	239,913,031	205,194,217
受託保管有價證券、承銷品及其他保管品	48,281,950,548	1,639,309,525
信託資產	18,179,401,548	12,606,539,876
	<u>\$ 83,012,584,916</u>	<u>28,090,753,735</u>
已核准未使用之放款承諾	<u>\$ 115,546,232,775</u>	<u>69,997,382,372</u>
信用卡授信承諾	<u>\$ 34,771,296,000</u>	<u>12,536,458,000</u>
各類保證款項	<u>\$ 8,488,547,701</u>	<u>6,125,182,637</u>
客戶已開發但尚未使用之信用狀餘額	<u>\$ 2,469,927,566</u>	<u>957,455,775</u>
附買回有價證券承諾	<u>\$ 9,742,366,107</u>	<u>7,300,390,354</u>
附賣回有價證券承諾	<u>\$ -</u>	<u>1,648,227,928</u>

(四)依信託業法施行細則第十七條規定附註揭露信託帳之資產負債表及信託財產目錄如下：

信託帳資產負債表

民國九十二年十二月三十一日

信 託 資 產	信 託 負 債
基金投資	\$ 14,741,662,615
債券投資	3,422,973,159
員工持股信託	1,866,000
特種金錢信託	12,452,130
生前契約	447,644
信託資產總額	<u>\$ 18,179,401,548</u>
	信託負債總額
	<u>\$ 18,179,401,548</u>

信託帳財產目錄

民國九十二年十二月三十一日

投資項目	帳列金額
基金投資	\$ 14,741,662,615
債券投資	3,422,973,159
員工持股信託	1,866,000
特種金錢信託	12,452,130
生前契約	447,644
	<u>\$ 18,179,401,548</u>

(五)本公司為擴大營運版圖、擴增營業據點及提升競爭力，於民國九十二年六月五日經臨時董事會決議通過，以每股119元之價格概括承受「保證責任台東縣台東信用合作社」，承受總價約126,154,182元，待概括承受基準日訂定後承受之。

十九、其 他

(一)華息資產與付息負債平均值及當期平均利率：

	92.12.31		91.12.31	
	平均 值	平均利 率(%)	平均 值	平均利 率(%)
資 產：				
現金－存放銀行同業	\$ 3,634,470,528	1.44	2,674,591,957	3.14
存放央行及拆放同業	18,391,678,748	1.58	16,870,440,474	2.22
買入票券	12,146,642,826	4.13	11,509,369,834	3.93
放 款	142,817,383,245	4.01	111,860,583,791	5.56
負 債：				
銀行同業存款	12,712,292,962	1.15	3,191,508,597	1.86
活期存款	9,755,932,214	0.33	6,790,983,282	0.81
活期儲蓄存款	31,685,633,692	0.91	22,725,942,066	2.05
定期存款	44,408,973,348	1.58	39,102,912,405	2.57
定期儲蓄存款	56,820,420,570	2.05	49,748,983,552	3.15
可轉讓定期存單	2,718,379,452	1.75	3,003,332,877	2.90
撥入放款基金	118,628,285	3.00	110,079,435	3.89

(二)合格自有資本與風險性資產比率

依銀行法及有關辦法規定，為健全銀行財務基礎，銀行合格自有資本與風險性資產之比率，不得低於8%；凡實際比率低於規定標準者，中央主管機關得限制其盈餘分配。合格自有資本與風險性資產比率計算如下：

合格資本－資本減除項目

信用風險加權風險性資產+市場風險之資本計提×12.5

本公司民國九十二年及九十一年十二月三十一日之合格自有資本與風險性資產比率分別為8.72%及11.04%。

(三)資產及負債之到期分析：

本公司之到期分析係按資產負債表日至到期日之剩餘期間而定則期間。

單位：新台幣萬元

	99.12.31		98.12.31		97.12.31		96.12.31		95.12.31		94.12.31	
	金額	可換償還	金額	可換償還	金額	可換償還	金額	可換償還	金額	可換償還	金額	可換償還
資產：												
存放央行及存款銀行之現金	\$ 8,519	9,509	8,516	6,816	2,205	2,205	2,205	-	-	27,109	27,109	-
放款及票據總額(不含備收款項)	23,159	25,514	5,916	5,916	56,504	56,504	56,504	53,873	53,873	164,965	164,965	-
買入債券	2,910	2,560	1,618	1,618	12,742	12,742	12,742	3,700	3,700	23,350	23,350	-
合計										\$ 215,425	\$ 215,425	
負債：												
央行及銀行間票存款	\$ 6,406	7,072	-	-	-	-	-	-	-	13,478	13,478	-
附買回票負債	9,041	687	-	-	-	-	-	-	-	9,738	9,738	-
定期性存款(附)	21,297	56,493	51,207	51,207	6,975	6,975	6,975	-	-	135,972	135,972	-
撥入放款基金(係列其他負債)	-	-	3	3	14	14	14	106	106	123	123	-
合計										\$ 159,311	\$ 159,311	

註：定期性存款係指存放定期存款，定期性儲蓄存款及郵匯局轉存款。

單位：新台幣萬元

	91.12.31		90.12.31		89.12.31		88.12.31		87.12.31		86.12.31	
	金額	可換償還	金額	可換償還	金額	可換償還	金額	可換償還	金額	可換償還	金額	可換償還
資產：												
存放央行及存款銀行之現金	\$ 14,150	14,150	5,835	5,835	2,688	2,688	2,336	2,336	-	25,209	25,209	-
放款及票據總額(不含備收款項)	20,292	20,292	16,220	16,220	4,240	4,240	36,644	36,644	39,147	116,543	116,543	-
買入債券	6,609	6,609	2,892	2,892	10,539	10,539	2,517	2,517	2,453	25,070	25,070	-
合計										\$ 166,872	\$ 166,872	
負債：												
央行及銀行間票存款	\$ 3,551	3,551	1,605	1,605	-	-	-	-	-	5,156	5,156	-
定期性存款(附)	15,745	15,745	46,010	46,010	48,754	48,754	4,107	4,107	-	114,616	114,616	-
撥入放款基金(係列其他負債)	-	-	-	-	3	3	14	14	96	113	113	-
合計										\$ 129,885	\$ 129,885	

註：定期性存款係指存放定期存款，定期性儲蓄存款及郵匯局轉存款。

(四)本期發生之用人、折舊、折耗及攤銷費用彙總表

本期發生之用人、折舊、折耗及攤銷費用依其功能別彙總如下：

性質別	功能別	92年度			91年度		
		屬於營業成本者	屬於營業費用者	合計	屬於營業成本者	屬於營業費用者	合計
用人費用							
薪資費用		-	1,389,366,291	1,389,366,291	-	846,977,957	846,977,957
勞健保費用		-	77,689,651	77,689,651	-	47,801,747	47,801,747
退休金費用		-	77,186,996	77,186,996	-	46,248,000	46,248,000
其他用人費用		-	32,712,148	32,712,148	-	14,790,914	14,790,914
折舊費用		-	95,183,433	95,183,433	-	78,477,975	78,477,975
折耗費用		-	-	-	-	-	-
攤銷費用		-	43,977,241	43,977,241	-	23,696,302	23,696,302

(五)概括承受斗六信合社之約當現金流入數

存放央行	\$ 79,932,000
應收款項	9,907,320
放款淨額	1,787,312,109
採成本法之長期股權投資	3,018,542
其他金融資產	18,231,998
固定資產淨額	161,952,938
其他資產	21,701,010
應付款項	(46,258,656)
存款及匯款	(4,198,439,941)
其他負債	<u>(16,145,389)</u>
小計	(2,178,788,069)
概括承受商譽一帳列其他資產	<u>291,840,338</u>
概括承受之淨約當現金流入數	<u>\$ (1,886,947,731)</u>

(六)重分類

本公司民國九十一年度之財務報表為配合民國九十二年度財務報表之表達已作適當重分類，其中為提前適用公開發行銀行財務報告編製準則，而將現金流量表之編製基礎由原先以現金、存放銀行同業、存放央行(不包括存款準備金乙戶)及九十天內到期之拆放同業及買入票券視為現金，更改為以現金及存放銀行同業為編製基礎。

二十、附註揭露事項

(一)重大交易事項相關資訊：

- 1.資金貸與他人：本公司為金融業，不適用。
- 2.為他人背書保證：本公司為金融業，不適用。

3.期末持有有價證券情形(不含買入票券)：

單位：新台幣元/股

持有之公司	有價證券種類及名稱	與有價證券發行人之關係	帳列科目	期末				備註
				股數	帳面金額	持股比例	市價(註1)	
復華商業銀行股份有限公司	股票： 金復華租賃(股)公司	按權益法評價之被投資公司	長期股權投資	19,700,000	\$ 149,166,976	98.56	149,166,976	
"	復華財產保險代理有限公司	"	"	(註2)	4,154,709	80.00	4,154,709	
"	復華人身保險代理人(股)公司	"	"	199,994	34,506,248	99.99	34,506,248	
					187,827,933		187,827,933	
"	富邦證券金融(股)公司	-	"	12,421,500	119,890,000	1.97	119,890,000	
"	萬通票券金融(股)公司	-	"	7,333,248	64,800,000	1.36	64,800,000	
"	財金資訊(股)公司	-	"	4,550,000	45,500,000	1.14	45,500,000	
"	台北外匯經紀(股)公司	-	"	80,000	800,000	0.40	800,000	
"	廣武企業(股)公司	-	"	200,577	154,444	0.05	154,444	
"	台灣金聯資產管理(股)公司	-	"	10,000,000	100,000,000	0.57	100,000,000	
"	合作金庫銀行(股)公司	-	"	88,341	2,268,542	-	2,268,542	
"	中華民國信用合作社聯合社	-	"	7,500	750,000	0.49	750,000	
					334,162,986		334,162,986	
					\$ 521,990,919		521,990,919	

註1：長期股權投資如有市價可隨時，係以該市價為公平價值。如投資於非公開發行人公司，因其未於公開市場交易，故以資產負債表日之淨值或帳面價值為其公平價值。

註2：係有限公司組織。

4.累積買進或賣出同一有價證券之金額達新台幣一億元或實收資本額百分之二十以上：本公司為金融業，不適用。

5.取得不動產之金額達新台幣一億元或實收資本額百分之二十以上者：

取得之公司	財產名稱	交易日期或事實發生日	交易金額	價款支付情形	交易對象	關係	交易對象為關係人，其前次移轉資料				價格決定之參考依據	取得目的及使用情形	其他約定事項
							所有人	與發行人之關係	移轉日期	金額			
本公司	土地及房屋	92.4.22 (註1)	771,292,224	771,292,224	社團法人中國國民黨	對本公司之母公司具有實質影響力之投資者	台北市政府	無	土地於73.4.26取得。建物係自建，於80.1.10建築完成	土地為48,856,085	中國生產力中心及中華電信所企業股份有限公司之鑑價	作為自用辦公場所	無
本公司	土地、建物及天車等	92.9.3 (註3)	343,158,881	343,158,881 (註2)	台灣實權運股份有限公司	無	-	-	-	-	高雄地方法院拍賣公告	為加速處理本公司逾期放款，承受後再行轉售	無

註1：董事會通過日。

註2：債權抵償金。

註3：係過戶日。

6.處分不動產之金額達新台幣一億元或實收資本額百分之二十以上者：無。

7.與關係人進、銷貨之金額達新台幣一億元或實收資本額百分之二十以上者：不適用。

8.應收關係人款項達新台幣一億元或實收資本額百分之二十以上者：

帳列應收款項之公司	交易對象	關係	應收關係人款項餘額	週轉率	逾期應收關係人款項		應收關係人款項期後收回金額	提列備抵呆帳金額
					金額	處理方式		
本公司	復華資產管理(股)公司	與本公司受同一控制公司之關係企業	676,021,066	-	-	-	-	-

9.從事衍生性商品交易：請參閱附註十五。

(二)轉投資事業相關資訊：

1.被投資公司名稱、所在地區...等相關資訊：

投資公司名稱	被投資公司名稱	所在地區	主要營業項目	原始投資金額		期末持有			被投資公司本期編列之		
				92.12.31	91.12.31	股數	比率%	帳面金額	本期損益	投資損益	備註
本公司	金復華租賃(股)公司	台北市忠孝西路一段4號3樓	各種動產及不動產之買賣租賃及租賃等業務	\$ 197,000,000	197,000,000	19,700,000	98.56	149,166,976	2,208,405	2,176,604	子公司
	復華財產保險代理人有限公司	台北市松隆路327號3樓	財產保險代理人	2,880,000	2,880,000	(註1)	80.00	4,154,709	874,710	687,318	子公司
	復華人身保險代理人(股)公司	"	人身保險代理人	1,999,940	1,999,940	199,994	99.99	34,506,248	28,512,750	28,445,976	子公司
				<u>\$ 201,879,940</u>	<u>201,879,940</u>			<u>187,827,933</u>	<u>31,595,865</u>	<u>31,309,898</u>	

(註1)係有限公司組織。

2.資金貸與他人者：為金復華租賃(股)公司登記主要營業項目，故不適用此一規定，其餘被投資公司：無。

3.為他人背書保證者：無。

4.期末持有有價證券情形：

持有之公司	有價證券種類及名稱	與有價證券發行人之關係	帳列科目	期末				備註
				股數	帳面金額	持股比率%	市價(註1)	
金復華租賃(股)公司	股票：東森寬頻電信(股)公司	-	長期投資	5,000,000	\$ 50,000,000	0.08	50,000,000	
復華財產保險代理人有限公司	受益憑證：復華債券基金	-	短期投資	106,516	1,300,000	-	1,355,036	
"	金復華債券基金	(註2)	"	330,320	<u>4,044,503</u>	-	<u>4,044,702</u>	
					<u>5,344,503</u>		<u>5,399,738</u>	
復華人身保險代理人(股)公司	復華債券基金	-	"	139,291	1,700,000	-	1,771,971	
"	金復華債券基金	(註2)	"	592,672	7,105,902	-	7,257,152	
"	寶來得實基金	-	"	172,180	<u>1,800,000</u>	-	<u>1,832,198</u>	
					<u>10,605,902</u>		<u>10,861,321</u>	
					<u>\$ 65,950,405</u>		<u>66,261,059</u>	

註1：長期股權投資如有市價可隨時，係以該市價為公平價值。如投資於非公開發行人公司，因其未於公開市場交易，故以資產負債表日之淨值或帳面價值為其公平價值。

註2：其經理公司與本公司之母公司皆為復華金控之子公司。

5.累積買進、賣出同一有價證券之金額達新台幣一億元或實收資本額百分之二十以上：無。

6.取得不動產之金額達新台幣一億元或實收資本額百分之二十以上者：不適用。

7.處分不動產之金額達新台幣一億元或實收資本額百分之二十以上者：不適用。

- 8.與關係人進、銷貨之金額達新台幣一億元或實收資本額百分之二十以上者：不適用。
 - 9.應收關係人款項達新台幣一億元或實收資本額百分之二十以上者：不適用。
 - 10.被投資公司從事衍生性金融商品相關資訊：不適用。
- (三)大陸投資資訊：無。

Independent Auditors' Report

The Board of Directors
Fuhwa Commercial Bank:

We have audited the accompanying balance sheets of Fuhwa Commercial Bank (the Bank), originally called Asia Pacific Bank, as of December 31, 2003 and 2002, and the related statements of income, changes in stockholders' equity, and cash flows for the years then ended. These financial statements are the responsibility of the Bank's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards and the Republic of China Guidelines for Certified Public Accountants' Examinations and Reports on Financial Statements of Financial Institutions. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Fuhwa Commercial Bank as of December 31, 2003 and 2002, and the results of its operations and its cash flows for the years then ended, in conformity with the Regulations Governing Financial Reporting for Issuers of Stock Certificates and Republic of China generally accepted accounting principles.

As described in note 3 to the financial statements, starting from 2002, the shares of the Bank's stock held by its subsidiaries were deemed to be the Bank's treasury stock.

February 3, 2004

A handwritten signature in black ink, appearing to read 'KPMG', is positioned below the date. The signature is stylized and slanted.

The accompanying financial statements are intended only to present the financial position, results of operations and cash flows in accordance with the accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such financial statements are those generally accepted and applied in the Republic of China.

Falwa Commercial Bank

Balance Sheet

December 31, 2003 and 2002

(expressed in thousands of New Taiwan dollars)

Assets	2003 Amount	%	2002 Amount	%	Liabilities and Stockholders' Equity	2003 Amount	%	2002 Amount	%
Cash and cash equivalent (note 4)	\$ 6,817,008	3	4,437,339	2	Deposits by Central Bank	\$ 7,245	-	8,256	-
Due from Central Bank and placement to other banks (note 5)	23,133,898	10	22,503,177	13	Deposits by other banks	13,471,011	6	5,147,664	3
Marketable securities (notes 6, 13, 16 and 17)	23,350,138	10	25,069,832	14	Securities sold under repurchase agreements (notes 6, 16 and 17)	9,737,959	4	7,308,390	4
Accounts receivable (notes 7, 13 and 14)	6,697,607	3	2,687,782	1	Accounts payable (note 13 and 16)	4,720,633	2	2,776,838	1
Loans and advances to customers, net (notes 7, 15 and 16)	168,475,062	72	119,262,086	67	Deposits and remittances (notes 10 and 16)	190,791,068	81	148,683,093	83
Long-term equity investments:					Subordinate financial debentures (notes 12 and 16)	4,500,000	2	4,500,000	3
Long-term equity investment under equity method (notes 8, 15 and 20)	187,828	-	162,932	-	Other liabilities (notes 11, 15 and 16)	623,027	-	314,892	-
Long-term equity investment under cost method (notes 8, 15 and 20)	334,163	-	331,145	-	Total Liability	223,850,943	95	168,721,133	94
Other financial assets (note 15)					Stockholders' equity (notes 8 and 14):				
Property and equipment, net (notes 9, 16, 18 and 20)	745,880	-	773,164	-	Common stock of \$10 per share authorized 1,050,000 and 1,257,859				
Other assets:	2,472,451	1	1,375,074	1	thousand shares in 2003 and 2002, respectively; issued 1,430,000 and				
Deferred income tax assets, net (note 13)	1,265,133	-	1,476,122	1	1,211,514 thousand shares on December 31, 2003 and 2002,				
Miscellaneous assets (notes 9, 17 and 19)	1,856,487	1	911,664	1	respectively	10,508,000	4	12,115,136	7
	3,121,600	1	2,387,786	2	Capital surplus:				
					Capital surplus—treasury stock transactions	14,673	-	11,740	-
					Retained earnings (accumulated losses):				
					Legal reserve	-	-	654,673	1
					Special reserve	-	-	482,386	-
					Unappropriated earnings (accumulated losses)	905,091	1	(2,772,432)	(2)
					Other adjustments to stockholders' equity:	905,091	1	(1,635,364)	(1)
					Net loss from unrecognized pension cost	(25,062)	-	(10,240)	-
					Treasury stock	-	-	(212,088)	-
					Total stockholders' equity	11,394,682	5	10,269,184	6
					Commitments (notes 7, 13, 15 and 18)				
Total Assets	\$ 235,245,635	100	179,920,317	100	Total Liability and Stockholders' equity	\$ 235,245,635	100	179,920,317	100

Fuhwa Commercial Bank

Statement of Income

For the years ended December 31, 2003 and 2002

(expressed in thousands of New Taiwan dollars)

	2003		2002	
	Amount	%	Amount	%
Operating revenue				
Interest revenue (note 16)	\$ 6,890,841	79	7,225,623	86
Fee and commission revenue (note 16)	889,521	10	245,494	3
Trading profit from marketable securities, net (note 16)	884,424	10	759,111	9
Gain on long-term equity investment, net	31,310	-	-	-
Other operating revenue	<u>54,515</u>	<u>1</u>	<u>155,304</u>	<u>2</u>
	<u>8,750,611</u>	<u>100</u>	<u>8,385,532</u>	<u>100</u>
Operating expenses				
Interest expense (note 16)	2,931,739	34	3,818,155	45
Fee and commission expenses (note 16)	679,500	8	67,063	1
Loss from equity investment under equity method	-	-	44,259	1
Provision for bad and doubtful accounts (note 7)	1,378,220	15	6,105,903	73
Business expenses (notes 9, 11, 16 and 19)	1,845,829	21	1,005,872	12
Administrative expenses (notes 9, 11 and 19)	867,029	10	698,435	8
Other operating expenses	<u>5,252</u>	<u>-</u>	<u>3,605</u>	<u>-</u>
	<u>7,707,569</u>	<u>88</u>	<u>11,743,292</u>	<u>140</u>
Operating income (loss)	<u>1,043,042</u>	<u>12</u>	<u>(3,357,760)</u>	<u>(40)</u>
Non-operating income (note 16)	37,843	-	27,052	-
Non-operating expenses (note 16)	<u>88,808</u>	<u>1</u>	<u>4,304</u>	<u>-</u>
Net income (losses) before income tax	992,077	11	(3,335,012)	(40)
Income tax expense (note 13)	<u>78,498</u>	<u>1</u>	<u>(562,523)</u>	<u>(7)</u>
Net income (losses) (notes 3 and 8)	<u>\$ 913,579</u>	<u>10</u>	<u>(2,772,489)</u>	<u>(33)</u>
	Before	After	Before	After
	income tax	income tax	income tax	income tax
Earnings (loss) per share (expressed in New Taiwan dollars) (note 3)	<u>\$ 0.95</u>	<u>0.87</u>	<u>(3.29)</u>	<u>(2.73)</u>
If shares of the Bank's stock held by its subsidiaries are not deemed to be the Bank's treasury stock:	x			
	Before	After	Before	After
	income tax	income tax	income tax	income tax
Net loss	<u>\$ (3,324,981)</u>	<u>(2,762,458)</u>	<u>\$ (3,324,981)</u>	<u>(2,762,458)</u>
Loss per share (expressed in New Taiwan dollars) (note 3)	<u>\$ (3.27)</u>	<u>(2.72)</u>	<u>\$ (3.27)</u>	<u>(2.72)</u>

See accompanying notes to financial statements.

Statement of Changes in Stockholders' Equity

For the years ended December 31, 2003 and 2002
(expressed in thousands of New Taiwan dollars)

	Common stock	Capital surplus	Legal reserve	Special reserve	Unappropriated surpluses (accumulated losses)	Unrealized loss on decline in market value of long- term equity investments	Net losses from unrecognized pension cost	Treasury stock	Total
Balance as of January 1, 2002	\$ 12,115,136	1,789	451,301	7,919	677,905	(17,636)	-	(212,088)	13,024,246
Appropriation of retained earnings (note 14):									
Legal reserve	-	-	203,372	-	(203,372)	-	-	-	-
Special reserve	-	-	-	474,467	(474,467)	-	-	-	-
Recovery of unrealized loss on long-term equity investments (note 8)	-	-	-	-	-	17,636	-	-	17,636
Net loss from unrecognized pension cost	-	-	-	-	-	-	(10,240)	-	(10,240)
Capital surplus due to shares held by subsidiaries accounted for as treasury stock and then converted into shares of the Bank's holding company (note 8)	-	10,031	-	-	-	-	-	-	10,031
Net loss for 2002	-	-	-	-	(2,772,482)	-	(10,240)	(212,088)	(2,772,482)
Balance as of December 31, 2002	12,115,136	11,740	654,673	482,386	(2,772,423)	-	(10,240)	(212,088)	10,268,184
Capital surplus used to offset accumulated deficits (note 14)	-	(11,740)	-	-	11,740	-	-	-	-
Legal reserve used to offset accumulated deficits (note 14)	-	-	(654,673)	-	654,673	-	-	-	-
Special reserve used to offset accumulated deficits (note 14)	-	-	-	(482,386)	482,386	-	-	-	-
Capital reduction used to offset accumulated deficits (note 14)	(1,615,136)	-	-	-	1,615,136	-	(14,842)	-	(14,842)
Net loss from unrecognized pension cost	-	-	-	-	-	-	-	-	-
Treasury stocks transferred to employees (note 14)	-	14,673	-	-	-	-	-	212,083	236,761
Net income for 2003	-	-	-	-	913,579	-	-	-	913,579
Balance as of December 31, 2003	\$ 10,500,000	14,673	-	-	985,091	-	(74,082)	-	11,394,682

Fuhwa Commercial Bank

Statement of Cash Flows

For the years ended December 31 2003 and 2002
(expressed in thousands of New Taiwan dollars)

	2003	2002
Cash flows from operating activities:		
Net income (loss)	\$ 913,579	(2,772,489)
Adjustments to reconcile net income (loss) to net cash provided by (used in) operating activities:		
Depreciation	95,183	78,478
Amortization	43,977	23,696
Provision for bad and doubtful accounts	1,378,220	6,105,903
Reversal of loss on decline in market value of marketable securities	-	(1,374)
Loss (gain) on long-term equity investment under equity method	(31,310)	3,307
Cash dividends from investees under equity method	5,867	2,203
Loss on decline in market value due to long-term equity investment transferred to marketable securities	-	40,952
Loss (gain) on disposal of property and equipments	(5,520)	62
Allowance for loss on decline in net realizable value of securities foreclosed	1,593	2,011
Loss (gain) on disposal of securities foreclosed, net	(31)	2,230
Decrease (increase) in trading securities	525	(3,982,598)
Increase in accounts receivable	(3,921,922)	(100,862)
Increase in other financial assets held for trading purpose	(64,771)	(109,958)
Decrease (increase) in deferred income tax assets	210,989	(682,017)
Increase (decrease) in accounts payable	1,897,536	(769,117)
Increase (decrease) in accrued pension liability	(20,912)	2,941
Net cash provided by (used in) operating activities	<u>503,003</u>	<u>(2,156,632)</u>
Cash flows from investing activities:		
Increase in due from Central Bank and placement to other banks	(550,789)	(507,083)
Decrease (increase) in non-trading securities	1,719,169	(3,187,679)
Increase in loans and advances to customers	(48,724,070)	(10,735,378)
Acquisition of property and equipment	(1,033,765)	(48,651)
Proceeds from disposal of property and equipment	8,678	32
Proceeds from disposal of securities foreclosed	385,254	73,025
Increase in other assets (including other financial assets held for non-trading purpose)	(951,768)	(234,900)
Net cash provided by acquiring The Credit Cooperative of Douliou (note 19)	<u>1,886,948</u>	<u>-</u>
Net cash used in investing activities	<u>(47,260,343)</u>	<u>(14,640,634)</u>
Cash flows from financing activities:		
Decrease in deposits by Central Bank	(1,011)	(6,286)
Increase in deposits by other banks	8,323,347	3,048,930
Increase in securities sold under repurchase agreements	2,437,579	447,007
Increase in deposits and remittances	37,909,535	7,810,753
Increase in other liabilities	240,798	6,370
Treasury stock transferred to employees	226,761	-
Issuance of subordinate financial debenture	-	4,500,000
Net cash provided by financing activities	<u>49,137,009</u>	<u>15,806,774</u>
Net increase (decrease) in cash and cash equivalents	<u>2,379,669</u>	<u>(990,492)</u>
Cash and cash equivalents at the beginning of period	<u>4,437,339</u>	<u>5,427,831</u>
Cash and cash equivalents at the end of period	<u>\$ 6,817,008</u>	<u>4,437,339</u>
Supplementary disclosure of cash flow:		
Cash payment of interest	<u>\$ 3,045,298</u>	<u>4,425,237</u>
Cash payment of income tax	<u>\$ 113,633</u>	<u>111,586</u>
Investing and financing activities not affecting cash flows:		
Long-term equity investment transferred to marketable securities	<u>\$ -</u>	<u>317,848</u>
Declaration of cash dividends from investees under equity method	<u>\$ 548</u>	<u>-</u>

Fuhwa Commercial Bank

Notes to Financial Statements

For the years ended December 31, 2003 and 2002
(expressed in New Taiwan dollars, unless otherwise specified)

(1) Organization

Fuhwa Commercial Bank (the Bank) was founded on January 14, 1992, and commenced operations on February 12, 1992. The Bank is principally engaged in commercial banking activities allowed by the Banking Law and in business activities authorized by the supervising authority of the central government. In September 2002, the Bank was authorized to be renamed Fuhwa Commercial Bank from Asia Pacific Bank.

As of August 1, 2002, based on the Financial Holding Company Law, the Bank became a subsidiary of Fuhwa Financial Holding Company by share exchange and was de-listed from the stock market at the same time.

In order to extend the Bank's operations and branches and to enhance its competitiveness, the Bank completed the acquisition of "The Credit Cooperative of Douliou" on July 25, 2003.

As of December 31, 2003, the number of the Bank's employees was 1,892.

(2) Summary of Significant Accounting Policies

The financial statements of the Bank are presented in the local currency and in Chinese. These financial statements have been translated into English. The translated information is consistent with the Chinese language financial statements from which it is derived.

The financial statements of the Bank are prepared in conformity with ROC generally accepted accounting principles. The financial statements are prepared primarily on a historical cost basis except for those otherwise specified in the following accounting policies. A summary of significant accounting policies and the measurement basis used in preparing the financial statements is as follows:

(a) Preparation of financial statements

The financial statements include the accounts of the head office and its branches. All intra-office balances and transactions have been eliminated for consolidation purposes.

The Bank, for internal management purposes, should maintain separate accounts and prepare separate sets of financial statements for its own funds and for the funds it administers on behalf of trustors. All the entrusted assets are booked to the memo account.

(b) Foreign currency transactions

Except for accounts in its Offshore Banking Unit that are maintained in US dollars, accounts in all other departments are maintained in New Taiwan dollars. For those transactions denominated in foreign currencies, assets and liabilities are recorded in their original foreign currencies, interest denominated in original foreign currencies is translated into New Taiwan dollars monthly at end-of-month closing exchange rates, and all remaining income and expense accounts denominated in original foreign currencies are translated into New Taiwan dollars at the spot rate as of the date such transaction occurred. At the balance sheet date, the financial statements of all foreign currencies are translated into New Taiwan dollars at exchange rates assigned on that date. Differences from translation are recorded as gains or losses for the current period.

(c) Deposit reserve

Deposit reserve is calculated based on the monthly average balance of the various deposit accounts, by using specific reserve ratios as promulgated by the CBC. The deposit reserve—demand account is placed with the CBC and is subject to change only when the monthly reserve requirement is adjusted.

(d) Marketable securities

Marketable securities, including short-term bills, listed stocks, government bonds, financial debentures, corporate bonds, and beneficiary certificates, held for trading or non-trading purposes, are stated at cost. The marketable securities held for non-trading purposes are evaluated by the par value plus or minus the amortization of the discount or premium on the marketable securities on the balance sheet date. The marketable securities held for trading or non-trading purposes are evaluated using the lower-of-total-cost-or-market-value method at the end of the period. The market prices of listed stocks and closed-end mutual funds are the average closing price for the last month of the reported accounting period. Market prices for open-end mutual funds are determined by the net worth on the balance sheet date. The market prices of financial debentures and corporate bonds are determined by the last trading price of the reported accounting period. The market prices of government bonds are determined by the last trading price in OTC at the balance sheet date. On disposition, except for the cost of short-term bills sold being determined by the specific identification method, the cost of marketable securities sold is determined by the weighted-average method.

(e) Repurchase agreements

Financial instruments sold under repurchase agreements are accounted for using the financing method. The difference between the cost and the price stated on repurchase agreements is recognized as interest income or interest expense.

(f) Loans and advances to customers, and related allowance for doubtful accounts

Credit terms are decided by the term to maturity of loans. The loan period of short-term loans is within one year, the loan period of medium-term loans is one to seven years, and the loan period of long-term loans is more than seven years. Loans with pledged assets are recorded as secured loans.

All loans are recorded initially as the actual amount lent out and reported at their outstanding principal balances net of any provisions for doubtful accounts. An allowance for doubtful accounts is determined by an evaluation of the collectibility of loans, receivables, and advance accounts. Doubtful accounts are written off when the recovery possibility is remote.

The Bank records principal which is overdue over three months or interest which is overdue over six months as overdue accounts. In addition, when principal or interest has not been paid for over six months, the said principal and interest are transferred to non-performing loans. When this occurs, interest will only be calculated and booked to the memo account accordingly.

The aforementioned policies regarding overdue loans are referred to related regulations.

In accordance with Bureau of Monetary Affairs, Ministry of Finance, Ruling Tai-Tsai-Rong No. 88733168, banks should provide 3% of operating revenue as allowance for bad debt with a view to writing off the default accounts from July 1, 1999, and for the following four years. In addition, based on Wa-Chung-One-Yi No. 09200114870, the aforementioned rules are still valid until the overdue accounts' ratio has been lower than 1%. The aforementioned allowance is recognized as operating expenses and charged to current operations.

(g) Long-term equity investments

Long-term equity investments in listed companies where the Bank owns less than 20% of the voting stock and lacks significant influence over the investee are stated at the lower of cost or market value. Unrealized loss thereon is recorded as a reduction in stockholders' equity. Long-term equity investments in non-listed companies that represent less than 20% of the investee's common stock ownership are stated at cost. However, when there is evidence showing that a decline in the market value of such investment is other than temporary, the investment is written down to reflect the market value, and the resulting loss is recognized in the period of such write-down. Stock dividends are not recognized as income but treated as increases in the number of shares held. Cost is determined by the weighted-average method when disposing of long-term investments.

Long-term investments are accounted for by the equity method when the Bank owns 20% or more of an investee's voting stock.

In order to meet the requirements for financial report preparation of the parent company, "Fuhwa Financial Holding Company", the bank should prepare consolidated financial statements when preparing annual and interim financial reports. However, pursuant to ROC SFAS No. 7, "Consolidated Financial Statements", the bank is not required to do so.

(h) Property and equipment, and related depreciation

Property and equipment are stated at acquisition cost. Interest expense on the acquisition of assets is capitalized and classified under appropriate categories of property and equipment. Major renewals and betterments of property and equipment are capitalized, while maintenance and repairs are expensed.

Apart from land, depreciation is calculated on a straight-line basis over the estimated useful lives of the respective assets. In addition, the salvage value is amortized over the estimated remaining useful life of an asset. Gains or losses on the disposal of property and equipment are recorded as non-operating income or losses.

The estimated useful lives of property, plant and equipment are listed as follows:

Buildings	10~55 years
Equipment	3~5 years
Transportation equipment	3~5 years
Other equipment	3~15 years

(i) Other asset— securities foreclosed

Securities foreclosed are stated at their net realizable value. Any difference from the original value of the loans and advances is recognized as bad debts. Unsold securities foreclosed are revalued at the balance sheet date, and any shortfalls are recognized as non-operating expenses for the period. Losses or gains on the disposal of securities foreclosed are recorded as non-operating losses or gains.

(j) Other asset— deferred assets

Computer software and leased assets are recorded at acquisition cost and are amortized over three years and the lease-term, respectively.

(k) Other asset— idle assets

Idle assets, the fixed assets that are not used for operating or any other purposes, are stated at their net realizable value. Any shortfalls in book values at year-end will be recognized as non-operating losses.

(l) Other asset— goodwill

Goodwill was carried forward from the acquisition of " The Credit Cooperative of Douliou " in 2003. It is recognized as the purchase price less the market value of tangible assets obtained, and classified as intangible asset. Goodwill is amortized over 10 years using the straight-line method.

(m) Deposits by banks, and deposits and remittances

Deposits are recorded at the contracted principal amount or the expected value on maturity.

(n) Subordinate financial debentures

The Bank issued subordinate financial debentures at par with a lump-sum payment at maturity, and the interest expenses are computed and recorded at face value multiplied by the stated interest rate every month. The annual fee paid to the OTC is recognized as operating expense.

(o) Other liability— reserve for trading losses

According to the Securities and Exchange Law and the Rules Governing Administration of Securities Firms, 10% of the excess of securities trading gains over losses must be provided as a reserve on a monthly basis, until the accumulated balance of such reserve reaches \$200,000,000. Such reserve can only be used to offset the loss from securities trading.

The aforementioned reserve for trading losses is recognized as operating expense and charged to current operations.

(p) Other liability— reserve for losses on guarantees

The reserve for losses on guarantees is determined by evaluating the potential losses on guarantees and commitments at year-end.

The aforementioned reserve for losses on guarantees is recognized as operating expense and charged to current operations.

(q) Treasury stock

When the Bank buys back issued stock, the Bank uses the provisions of Statement of Financial Accounting Standards (SFAS) No. 30, "Accounting for Treasury Stock", to debit the treasury stock account in the amount of cost paid. When the disposal price of treasury stock is greater than the cost, the difference is credited to capital surplus—treasury stock; otherwise, the excess of the cost over the price is debited to capital surplus generated from similar treasury stock transactions. If the capital surplus—treasury stock account is insufficient to cover the excess of the cost over the price, retained earnings should be debited for the remaining amount. The book value of each share of treasury stock is equal to its weighted-average cost and is calculated by each group according to the cause for purchase.

When treasury stock is retired, capital surplus and common stock are debited according to the ratio of retiring treasury stock to total issued stock. When the book value of the retiring treasury stock is higher than the sum of its par value and capital surplus, the difference is debited to capital surplus generated from similar treasury stock transactions. If the capital surplus—treasury stock account is insufficient to cover the difference, retained earnings should be debited for the remaining amount. When the book value of the retiring treasury stock is lower than the sum of its par value and capital surplus, the difference is credited to capital surplus generated from similar treasury stock transactions.

Starting from 2002, in accordance with Ruling Letter No. 69950 of the Securities and Futures Commission of the Ministry of Finance in 2000, the shares of the Bank's stock held by its subsidiaries should be deemed to be treasury stock under SFAS No. 30, "Accounting for Treasury Stock". As of August 1, 2002, in accordance with the Financial Holding Company Law, the Bank became a subsidiary of Fuh-Hwa Financial Holding Company by share exchange. The Bank's stock held by its subsidiaries was also converted into Fuh-Hwa Financial Holding Company shares. However, the aforementioned rule, "Accounting for Treasury Stock", was still complied with from January 1 to July 31, 2002.

In accordance with Ruling Letter No. 111467 of the Securities and Futures Commission of the Ministry of Finance in 2002, the treasury stock purchased by the subsidiaries of a Financial Holding Company under Section 28-2(1) of the Securities & Exchange Law which was converted into the Financial Holding Company's stock under Article 31 of the Financial Holding Company Law should still be deemed to be treasury stock and deducted from the shareholders' equity account. Therefore, as of August 1, 2002, the treasury stock of the Bank which was converted into the stock of Fuh-Hwa Financial Holding Company is still deemed to be treasury stock.

(r) Financial derivatives

Derivative financial instruments are foreign exchange forward contracts, currency swaps, interest rate swaps, cross currency swaps and options, etc., entered into by the Bank in foreign exchange, interest rate, and capital markets. The financial instruments are held for "trading purposes" or "non-trading purposes". Trading purposes including transactions entered into as market-maker for customer services and other relevant activities. Non-trading purposes are hedging, which is a tool of risk management for assets, liabilities, positions and cash flows in accordance with the accrual method.

Financial instruments for trading purposes are stated at fair market value on the balance sheet date, and gains and losses are credited or charged to current exchange gains or losses. The evaluation and reorganization of profits and losses of the financial instruments for non-trading purposes are stated using the same method as hedging assets, liabilities or positions.

Purchases of derivative financial instruments are netting with the sale of derivative financial instruments with similar transaction natures and counter parties. The assets from evaluation of net gains are recorded as other assets, and the liabilities from evaluation of net losses are recorded as other liabilities.

(s) Retirement plan

The original employee retirement plan of the Bank was established in 1992 for the benefit of all eligible employees. Effective from May 1, 1997, such plan was modified in order to comply with the Labor Standards Law. Pension payments are computed based on years of service and the average monthly salary prior to retirement. In accordance with the Labor Standards Law, the Bank makes a monthly cash contribution to the pension fund that is deposited in the Central Trust of China under the name of the supervising committee of the employee retirement pension fund.

In accordance with the pension plan, the measurement date for the completion of the actuarial assessment was established as the balance sheet date. The amount of the accumulated benefit obligation over pension plan assets is recognized as minimum pension liability on the reporting date. Furthermore, the Bank recognizes net pension cost, which includes service costs, interest costs, expected returns on plan assets, and the amortization of the net transition obligation, in accordance with the retirement plan's actuarial assessment. The initial net pension cost and unrecognized net transition obligation are amortized by using the straight-line method.

Minimum pension liability usually occurs due to the existence of unrecognized prior service cost and unrecognized transitional net assets or net benefit obligation. If the amount of minimum pension liability does not exceed the sum of unrecognized prior service cost and unrecognized transitional net assets or net benefit obligation, then the difference would be charged to the deferred pension cost account; otherwise, the difference shall be charged to the account net loss not yet recognized as net pension cost. Deferred pension cost is classified as an intangible asset; net loss from unrecognized net pension cost is classified as a reduction of stockholders' equity.

(t) Recognition of revenue

Interest revenue and fees and commissions are recognized as income on an accrual basis.

(u) Income tax

Income tax is estimated based on the accounting net income. Deferred income tax is determined based on differences between the financial statements and tax basis of assets and liabilities, using enacted tax rates in effect during the years in which the differences are expected to reverse. The income tax effects due to taxable temporary differences are recognized as deferred income tax liabilities. The income tax effects due to deductible temporary differences, utilization of loss carryforwards, and income tax credits are recognized as deferred income tax assets. The realization of deferred income tax assets is evaluated, and a valuation allowance is recognized accordingly.

The 10% surtax on unappropriated earnings is recorded as expense in the year the stockholders resolve the distribution of earnings.

In accordance with the Financial Holding Company Act, Article 49, the Bank has adopted its parent company, Fuhwa Financial Holding, as the taxpayer to file a consolidated corporate income tax return and pay the 10% surtax on undistributed earnings from 2003. When the Bank prepared its financial statements for the year ended December 31, 2003, the Bank accounted for its income tax in conformity with SFAS No. 22, "Accounting for Income Taxes". However, the Bank also adjusted the related income tax balance in a reasonable and systematic way to reflect the differences computed under filing a consolidated corporate income tax return with Fuhwa Financial Holding as the taxpayer. The adjustments resulting from using Fuhwa Financial Holding as the taxpayer to file to a consolidated corporate income tax return are recorded under receivable from (payable to) related parties.

(v) Earnings per share of common stock

Earnings per share are computed as net income divided by the weighted-average number of issued shares of common stock. Treasury stock reduces the issued outstanding shares of common stock. The increase in issuance of a stock dividend from retained earnings or capital surplus or the decrease in issued shares due to capital reduction is adjusted retroactively. Furthermore, if the designated date of record for a stock dividend or capital reduction is proposed before publishing the financial statements, the earnings per common share are adjusted retroactively.

(3) Changes in Accounting Policy and Their Effect

Starting from 2002, the shares of the Bank's stock held by its subsidiaries are deemed to be the Bank's treasury stock under SFAS No. 30, "Accounting for Treasury Stock". As of August 1, 2002, in accordance with the Financial Holding Company Law, the Bank became a subsidiary of Fuh-Hwa Financial Holding Company through share exchange. The Bank's stock held by its subsidiaries was also converted into Fuh-Hwa Financial Holding Company shares. However, the aforementioned rule was still complied with from January 1 to July 31, 2002. According to those regulations, the net loss increased by \$10,030,668, and the weighted-average number of issued shares of common stock was reduced by 2,412,539 shares in 2002. The losses per share of common stock before tax and after tax were increased by \$0.02 and \$0.01, respectively.

(4) Cash and Equivalents

As of December 31, 2003 and 2002, the composite banking insurance amounted to \$153,500,000.

(5) Due from Central Bank and Placement to Other Banks

	December 31, 2003	December 31, 2002
Deposit reserve:		
Deposit reserve—checking account	\$ 2,177,609,028	4,744,784,208
Deposit reserve—demand account	<u>4,448,399,000</u>	<u>3,177,214,000</u>
	6,626,008,028	7,921,998,208
Certificates of deposit	15,888,000,000	11,663,000,000
Placement to other banks	<u>619,890,000</u>	<u>2,918,179,000</u>
Total	<u>\$ 23,133,898,028</u>	<u>22,503,177,208</u>

(6) Marketable Securities

	December 31, 2003	December 31, 2002
Held for trading purposes	\$ 19,041,975,857	17,395,777,732
Held for non-trading purposes	4,308,161,843	6,027,331,198
Resale agreements	<u>-</u>	<u>1,646,722,666</u>
Total	<u>\$ 23,350,137,700</u>	<u>25,069,831,596</u>

As of December 31, 2003 and 2002, details of securities held for trading purposes were as follows:

	2003	2002
Commercial paper	\$ 2,521,086,132	3,741,860,262
Negotiable certificates of deposit	316,649,436	1,426,084,358
Treasury bills	629,843,847	782,723,300
Government bonds	6,686,064,820	8,193,535,898
Corporate bonds	3,779,510,010	-
Financial debentures	2,677,950,587	-
Listed stocks and beneficiary certificates	<u>2,430,871,025</u>	<u>3,251,573,914</u>
Total	<u>\$ 19,041,975,857</u>	<u>17,395,777,732</u>

As of December 31, 2003 and 2002, details of securities held for non-trading purposes were as follows:

	2003	2002
Government bonds	\$ 1,536,845,738	1,756,426,343
Financial debentures	-	383,153,093
Corporate bonds	2,760,753,633	3,887,751,762
Beneficiary certificates	<u>10,562,472</u>	<u>-</u>
Total	<u>\$ 4,308,161,843</u>	<u>6,027,331,198</u>

As of December 31, 2003 and 2002, the average yield for the aforementioned non-trading-purpose securities was 2.90% and 4.09%, respectively.

As of December 31, 2003 and 2002, details of resale agreements were as follows:

	December 31, 2003	December 31, 2002
Resale agreement:		
Banker's acceptances	\$ -	59,119,130
Negotiable certificates of deposit	-	46,177,179
Commercial paper	<u>-</u>	<u>1,541,426,357</u>
Total	<u>\$ -</u>	<u>1,646,722,666</u>

The reselling periods for the aforementioned resale agreements were all within six months, and the yield was 0.95%~1.00%.

The liabilities of the repurchase agreements amounted to \$9,737,968,949 and \$7,300,390,354 on December 31, 2003 and 2002, respectively. The aforementioned amounts of the repurchase agreements are recorded as liabilities, and the repurchasing periods are all within six months. The yields were 0.75%~1.05% and 1.10%~2.00% in 2003 and 2002, respectively.

(7) Loans and Advances to Customers

	December 31, 2003	December 31, 2002
Bills purchased and discounted	\$ 253,498,266	248,905,478
Short-term loans and overdrafts	28,830,130,047	22,712,178,098
Short-term secured loans and overdrafts	14,320,926,155	10,472,930,388
Medium-term loans	38,714,209,196	20,364,674,803
Medium-term secured loans	25,699,573,117	21,270,134,045
Long-term loans	4,409,871,065	5,168,502,251
Long-term secured loans	52,737,913,417	36,306,161,761
Non-performing loans	<u>6,445,751,323</u>	<u>5,257,269,285</u>
	171,411,872,586	121,800,756,109
Less: allowance for bad and doubtful accounts	<u>2,936,810,221</u>	<u>2,538,670,187</u>
	<u>\$ 168,475,062,365</u>	<u>119,262,085,922</u>

Movements of allowance for bad and doubtful accounts in years 2003 and 2002 were as follows:

		2003 Specific provision	General provision	Total
Beginning balance	\$	1,942,474,986	610,649,105	2,553,124,091
Add: provision for doubtful accounts		941,236,744	369,721,131	1,310,957,875
recoveries of doubtful accounts		402,594,836	-	402,594,836
allowance related to acquisition of The Credit Cooperative of Douliou		252,824,000	8,802,000	261,626,000
Less: write-off		1,568,203,565	-	1,568,203,565
foreign exchange translation adjustment		-	1,384,824	1,384,824
Ending balance	\$	<u>1,970,927,001</u>	<u>987,787,412</u>	<u>2,958,714,413</u>

		Specific provision	2002 General provision	Total
Beginning balance	\$	790,458,264	776,597,600	1,567,055,864
Add: provision for doubtful accounts		5,684,667,103	435,372,624	6,120,039,727
recoveries of doubtful accounts		48,758,391	-	48,758,391
reclassification		600,873,307	(600,873,307)	-
Less: write-off		5,182,282,079	-	5,182,282,079
foreign exchange translation adjustment		-	447,812	447,812
Ending balance	\$	<u>1,942,474,986</u>	<u>610,649,105</u>	<u>2,553,124,091</u>

As of December 31, 2003 and 2002, details of allowance for bad and doubtful accounts were as follows:

	2003	2002
Loans and advances	\$ 1,248,923,445	665,921,549
Non-performing loans	1,687,886,776	1,872,748,638
Accounts receivable	<u>21,904,192</u>	<u>14,453,904</u>
	<u>\$ 2,958,714,413</u>	<u>2,553,124,091</u>

For the years 2003 and 2002, the amounts of allowance for bad and doubtful accounts generated from 3% of operating revenue were \$212,231,000 and \$205,702,000, respectively.

As of December 31, 2003 and 2002, the amounts of interest receivables that were not accrued from non-performing loans were \$202,994,011 and \$167,286,278, respectively.

(8) Long-term Equity Investments

	December 31, 2003			December 31, 2002		
	Percentage	Investment cost	Book value	Percentage	Investment cost	Book value
	of ownership			of ownership		
Equity method:						
Fuhwa Leasing Co., Ltd. (Asia Pacific Leasing Co., Ltd.)	98.56	\$ 197,000,000	149,166,976	98.56	197,000,000	146,990,372
Fuhwa Property Insurance Agency Co., Ltd. (Forone Insurance Agency Co., Ltd.)	80.00	2,880,000	4,154,709	80.00	2,880,000	4,015,212

	December 31, 2003			December 31, 2002		
	Percentage			Percentage		
	of ownership	Investment cost	Book value	of ownership	Investment cost	Book value
Fuhwa Life Insurance Agent Co., Ltd. (Asia Pacific Life Insurance Agent Co., Ltd.)	99.99	<u>\$ 1,999,940</u>	<u>34,506,248</u>	99.99	<u>1,999,940</u>	<u>11,926,818</u>
Subtotal		<u>201,879,940</u>	<u>187,827,933</u>		<u>201,879,940</u>	<u>162,932,402</u>
Cost method:						
Fubon Securities Finance Co., Ltd.	1.97	119,890,000	119,890,000	1.97	119,890,000	119,890,000
Grand Bills Finance Co., Ltd.	1.36	64,800,000	64,800,000	1.36	64,800,000	64,800,000
Financial Information Service Co., Ltd.	1.14	45,500,000	45,500,000	1.14	45,500,000	45,500,000
Taipei Forex Inc.	0.40	800,000	800,000	0.40	800,000	800,000
Ornatube Enterprise Co., Ltd.	0.05	154,444	154,444	0.05	154,444	154,444
Taiwan Asset Management Co.	0.57	100,000,000	100,000,000	0.57	100,000,000	100,000,000
Taiwan Cooperative Bank Co., Ltd.	-	2,268,542	2,268,542	-	-	-
The National Federation of Credit Co-operatives R.O.C.	0.49	<u>750,000</u>	<u>750,000</u>	-	<u>-</u>	<u>-</u>
Subtotal		<u>334,162,986</u>	<u>334,162,986</u>		<u>331,144,444</u>	<u>331,144,444</u>
Total		<u>\$ 536,042,926</u>	<u>521,990,919</u>		<u>533,024,384</u>	<u>494,076,846</u>

Fuhwa Leasing Co., Ltd. held 4,771,957 shares of the Bank originally. As of August 1, 2002, in accordance with the Financial Holding Company Law, the Bank became a subsidiary of Fuh-Hwa Financial Holding Company through share exchange. Fuhwa Leasing Co., Ltd. converted the aforementioned shares into 3,440,488 shares of Fuhwa Financial Holding Company, in accordance with the share exchange ratio of 1:1.387. According to Article 31 of the Financial Holding Company Law, those shares held by a subsidiary of a Financial Holding Company through share exchange must be sold or transferred within three years. Therefore, those shares held by Fuhwa Leasing Co., Ltd. were transferred to short-term investment. As a result, the unrealized loss on long-term investments by the equity method on December 31, 2002, amounting to \$17,636,154 was reversed.

Because the shares held by Fuhwa Leasing Co., Ltd. are deemed to be the Bank's treasury stock, net losses increased by \$10,030,668 in 2002. Since the Bank became a subsidiary of Fuh-Hwa Financial Holding Company, the shares held by Fuhwa Leasing Co., Ltd. also were converted into shares of Fuh-Hwa Financial Holding Company. As a result, capital surplus—treasury stock increased by \$10,030,668.

After completion of the acquisition of The Credit Cooperative of Douliou, 88,341 shares of Taiwan Cooperative Bank Co., Ltd. and 7,500 shares of The National Federation of Credit Cooperatives R.O.C. which were previously held by The Credit Cooperative of Douliou were accounted for as long-term equity investments by the Bank.

(9) Property and Equipment, Net

	December 31, 2003	December 31, 2002
Cost:		
Land	\$ 1,420,380,974	740,755,806
Buildings	783,166,026	492,093,950
Equipment	681,799,058	501,969,165
Transportation equipment	75,316,425	50,550,927
Other equipment	<u>200,315,894</u>	<u>138,728,918</u>
Subtotal	3,160,978,377	1,924,098,766
Less: accumulated depreciation	<u>734,663,274</u>	<u>618,938,117</u>
	2,426,315,103	1,305,160,649
Prepayments for equipment	<u>46,135,576</u>	<u>69,913,296</u>
	<u>\$ 2,472,450,679</u>	<u>1,375,073,945</u>

For the years ended December 31, 2003 and 2002, details of movement of accumulated depreciation were as follows:

	2003	2002
Beginning balance	\$ 618,938,117	541,426,057
Add: depreciation for the period	95,183,433	78,477,975
accumulated depreciation related to acquisition of The Credit Cooperative of Douliou	28,251,539	-
Less: disposals for the period	<u>7,709,815</u>	<u>965,915</u>
Ending balance	<u>\$ 734,663,274</u>	<u>618,938,117</u>

The insurance coverage on property and equipment and other assets—securities foreclosed was approximately \$1,512,057,646 and \$737,781,000 on December 31, 2003 and 2002, respectively.

(10) Deposits and Remittances

	December 31, 2003	December 31, 2002
Checking deposits	\$ 2,002,557,137	1,050,420,931
Demand deposits	14,166,477,925	8,852,089,105
Time deposits	58,794,462,874	42,899,411,086
Time deposits transferred from post office	17,907,438,443	19,256,715,835
Demand savings deposits	38,635,184,408	24,041,804,167
Time savings deposits	59,270,042,390	52,459,546,084
Remittances	14,904,415	123,105,740
	<u>\$ 190,791,067,592</u>	<u>148,683,092,948</u>

As of December 31, 2003 and 2002, time to maturity for the above time deposit and savings deposit accounts, except for demand savings deposits, was within three years.

(11) Pension

The Bank deposited an amount equal to 6.9% of the monthly gross salary payment in a retirement fund account for the engaged employees in 2003 and 2002. The measurement date of actuarial reports was December 31, 2003 and 2002, respectively.

As of December 31, 2003 and 2002, the reconciliation of the plan's funded status to accrued pension liabilities was as follows (expressed in thousands of New Taiwan dollars):

	2003	2002
Benefit obligation:		
Vested benefit obligation	\$ (56,238)	(57,458)
Non-vested benefit obligation	<u>(367,182)</u>	<u>(291,650)</u>
Accumulated benefit obligation	(423,420)	(349,108)
Additional benefits based on future salaries	<u>(97,114)</u>	<u>(72,271)</u>
Projected benefit obligation	(520,534)	(421,379)
Fair value of plan assets	<u>355,254</u>	<u>301,854</u>
Funding status	(165,280)	(119,525)
Unrecognized net transition obligation	25,091	27,182
Unrecognized prior service cost	(3,711)	(3,970)
Unrecognized loss (gain)	122,196	82,511
Additional minimum pension liability	<u>(46,462)</u>	<u>(33,452)</u>
Accrued pension liabilities (recorded as other liabilities)	<u>\$ (68,166)</u>	<u>(47,254)</u>
Vested benefit	<u>\$ 72,377</u>	<u>74,708</u>

For the years ended December 31, 2003 and 2002, the components of net pension cost were as follows (expressed in thousands of New Taiwan dollars):

	2003	2002
Service cost	\$ 70,147	42,013
Interest cost	15,633	16,421
Actual return on plan assets	(4,633)	(6,355)
Amortization	(3,960)	(5,831)
Net pension cost	<u>\$ 77,187</u>	<u>46,248</u>

Actuarial assumptions for the years 2003 and 2002 were as follows:

	2003	2002
Discount rate	3.50%	3.75%
Rate of increase in future compensation	1.50%	1.50%
Rate of projected return on plan assets	3.50%	3.75%

(12) Subordinate financial Debentures

In order to increase the regulatory capital ratio and raise medium- and long-term operating funds, the board of directors of the Bank resolved to issue subordinate financial debentures on August 22, 2002. The issuing of subordinate financial debentures was approved by the Bureau of Monetary Affairs in Ministry of Finance Ruling Tai-Tsai Rong No. 0910042863 on September 24, 2002. The Bank's first issuance of the subordinated bank debentures was made on November 4, 2002, and the period of the instrument was five years and three months. The issued amount was \$4,500,000,000, which was the total amount and stated at face value. The details were as follows:

	Floating interest rate	Fixed interest rate
Par value	\$3,100,000,000	1,400,000,000
Stated interest rate	6.15% less Libor (note)	3.50%
Period	Five years and three months	Five years and three months
Interest payment date	Payable every half-year	Payable every half-year
Term of principal payment	Paid off on maturity date	Paid off on maturity date
Issued price	Priced at face value on issuing date	Priced at face value on issuing date

Note: The stated interest rates are recalculated every half-year according to the average six-month US dollar Libor rate.

(13) Income Tax

The Bank is subject to ROC income tax at a maximum rate of 25%. The income tax expense (benefit) for 2003 and 2002 is summarized below:

	2003	2002
Current income tax expense (benefit)	\$ (132,490,296)	119,493,742
Deferred income tax expense (benefit)	<u>210,988,487</u>	<u>(682,016,355)</u>
Income tax expense (benefit)	<u><u>\$ 78,498,191</u></u>	<u><u>(562,522,613)</u></u>

The differences between "expected" income tax at the statutory income tax rate and the income tax expense (benefit) as reported in the accompanying financial statements for the years ended December 31, 2003 and 2002, were as follows:

	2003	2002
Income tax at statutory rate	\$ 248,019,120	(833,752,821)
Loss (gain) on sale of land	1,470,460	(2,485,824)
Recovery of loss on decline in market value of marketable securities	-	(343,562)
Loss on decline in market value due to long-term equity investment transferred to marketable securities	-	10,238,044
Reserve for trading losses	13,249,045	-
Tax effect on interest income from separately taxed short-term bills	(4,327,939)	(13,068,891)
Dealing profit from securities	(208,564,566)	(187,252,091)
Dividend income	(9,594,263)	(5,697,165)
Loss (gain) on long-term equity investment under equity method	(7,827,475)	826,775
Income of OBU exempt from tax	(60,149,242)	(39,482,611)
Investment tax credit	(1,575,605)	(901,304)
10% surtax on unappropriated earnings	-	21,754,925
Overestimation (underestimation) of prior year's loss carryforwards	116,587,632	(188,245)
Overestimation of prior year's investment tax credit	1,875,447	2,796,075
Adjustment of prior year's allowance for bad debts assessed by the tax authorities	(80,961,250)	-
Tax benefit 10% surtax on unappropriated earnings	(49,440,682)	-
Underestimation (overestimation) of prior year's income tax and assessment of additional tax requested by authorities	(30,100,720)	60,034,567
Provision for allowance for deferred income tax assets	150,000,000	410,000,000
Others	<u>(161,771)</u>	<u>14,999,515</u>
Income tax expense (benefit)	<u><u>\$ 78,498,191</u></u>	<u><u>(562,522,613)</u></u>

For the years ended December 31, 2003 and 2002, the major components of deferred income tax expenses (benefits) were as follows:

	2003	2002
Unrealized exchange loss (gain)	\$ 1,218,050	(10,312,036)
Allowance (recovery) for bad debts in excess of tax limitation	24,242,550	(228,462,647)
Loss carryforwards acquired	-	(869,444,849)
Allowance for loss on decline in net realizable value of securities foreclosed	(398,337)	(502,864)
Investment tax credit	(1,575,605)	(901,304)
Overestimation of prior year's investment tax credit	1,875,447	2,796,075
Overestimation (underestimation) of prior year's loss carryforwards	116,587,632	(188,245)
Adjustment of prior year's allowance for bad debts assessed by the tax authorities	(80,961,250)	-
Provision for allowance for deferred income tax assets	150,000,000	410,000,000
Others	-	14,999,515
Deferred income tax expenses (benefits)	<u>\$ 210,988,487</u>	<u>(682,016,355)</u>

As of December 31, 2003 and 2002, the deferred income tax assets were as follows:

	2003	2002
Deferred income tax assets	\$ 1,825,133,187	1,886,121,674
Valuation allowance—deferred income tax assets	<u>(560,000,000)</u>	<u>(410,000,000)</u>
Deferred income tax assets (net)	<u>\$ 1,265,133,187</u>	<u>1,476,121,674</u>

As of December 31, 2003 and 2002, the components of deferred income tax assets, including temporary differences, loss carryforwards, and tax credits, and the respective income tax effect for each component were as follows:

	2003		2002	
	Amount	Income tax effect	Amount	Income tax effect
Deferred income tax assets (liabilities):				
Allowance for loss on decline in net realizable value of securities foreclosed	\$ 3,604,803	901,201	2,011,457	502,864
Allowance for bad debts in excess of tax limitation	1,510,781,497	377,695,375	1,283,906,699	320,976,675
Unrealizable exchange gain	(57,366,810)	(14,341,701)	(52,494,608)	(13,123,651)
Loss carryforwards	5,837,210,829	1,459,302,707	6,303,561,355	1,575,890,339
Investment tax credit	1,575,605	<u>1,575,605</u>	1,875,447	<u>1,875,447</u>
		<u>\$ 1,825,133,187</u>		<u>1,886,121,674</u>

As of December 31, 2003 and 2002, the components of the balance of income tax payable (income tax receivable from affiliated parties) were as follows:

	2003	2002
Income tax expense	\$ (132,490,296)	119,493,742
Withholding income tax	(84,924,105)	(65,216,343)
Overestimation (underestimation) of prior years' income tax adjustment and additional tax requested by authorities	30,100,720	(34,567)
Separate taxation	<u>(28,708,494)</u>	<u>(37,704,250)</u>
Income tax payable (income tax receivable from affiliated parties)	<u>\$ (216,022,175)</u>	<u>16,538,582</u>

The Bank has been combined into Fuhwa Financial Holding Co., Ltd. in filing income tax returns, and its estimated loss carryforward, income tax benefit from 10% surtax on unappropriated earnings, and withholding income tax amounted to \$216,022,175, which has been recognized as receivable from affiliated parties (recorded under accounts receivable). The balance of tax receivable amounted \$130,280,451 and \$116,262,368 as December 31, 2003 and 2002, respectively, and has been recorded under accounts receivable.

For the year ended December 31, 2003, reconciliation of current income tax benefits, deferred income tax expenses, deferred income tax assets, and income tax receivable (receivable from affiliated parties) calculated in conformity with R.O.C. SFAS No. 22, "Accounting for Income Tax" to the balances calculated for combined corporate income tax return filing with Fuhwa Financial Holding Co. Ltd. is as follows:

	2003			
	Current income tax benefit	Deferred tax expense	Deferred tax assets	Income tax receivable (receivable from affiliated parties)
Amounts calculated under SFAS No. 22	\$ (1,392,226)	129,331,099	1,906,790,575	84,924,105
Difference adjustment	<u>(131,098,070)</u>	<u>81,657,388</u>	<u>(81,657,388)</u>	<u>131,098,070</u>
Amounts calculated for combined corporate income tax return filing	<u>\$ (132,490,296)</u>	<u>210,988,487</u>	<u>1,825,133,187</u>	<u>216,022,175</u>

In accordance with the ROC Income Tax Law, assessed net losses can be carried forward for five consecutive years to reduce taxable income. As of December 31, 2003, the amount of losses and the year of expiry were as follows:

Year incurred	2003	Year of expiry
2000 (assessed)	\$ 2,391,770,367	2005
2002 (reported)	<u>3,445,440,462</u>	2007
	<u>\$ 5,837,210,829</u>	

Pursuant to the ROC Statute for Upgrading Industries, the Bank's unused investment tax credit—staff training cost as of December 31, 2003, was as follows:

Year incurred	2003	Year of expiry
2003	<u>\$ 1,575,605</u>	2007

The Bank's most current annual income tax return assessed by the tax authority is the return for year 2000.

The Bank's 10% surtax on unappropriated earnings for the year 1998 has been assessed by the tax authority. The ROC tax authority determined that the unrealized exchange gains from 1997 and accounted for in taxable income in 1998 cannot offset unappropriated earnings in 1998. In addition, the Bank's corporate income tax return for the year 2000 has also been assessed by the tax authority, which determined that increased bad debt expenses resulting from the decrease in business tax, amounting to \$323,845,000, could not be recognized as operating cost and thus should be deducted. However, the Bank petitioned for a recheck of the above-mentioned.

The Bank has provided an allowance for the above-mentioned petition for a recheck and appeal with the MOF.

(14) Stockholders' Equity

(a) Common stock

On September 5, 2002, the board of directors resolved to increase the issued capital by transferring \$455,453,430 from unappropriated earnings through the issuance of 45,545,343 shares of new common stock. After the capital injection, the total issued capital amounted to \$12,570,589,710. However, the aforementioned share issuance was not approved by the authority for the reason that the net income for 2001 should be used first to offset the accumulated deficits in order to enhance the Bank's shareholders' equity.

On September 18, 2003, the board of directors resolved to reduce capital by \$1,615,136,280 in order to offset accumulated deficits and increase capital for cash of \$3,000,000,000. After capital reduction and cash injection, the balance of capital amounted to \$13,500,000,000. The resolution to reduce capital was approved by the SFC on December 26, 2003, with Ruling (92) Tai-Tsai-Cheng (1) No. 0920160677. The date of the capital reduction was designated as December 29, 2003, by the board of directors, and the related registration is in progress.

(b) Treasury stock

As of July 31, 2002, the Bank had 37,664,586 shares of treasury stock, which was bought back as an incentive for employees, in accordance with Section 28.2 of the Securities and Exchange Law. (The number of shares of treasury stock remained the same during the period from January 1 to July 31, 2002.) As of August 1, 2002, in accordance with the Financial Holding Company Law, the Bank became a subsidiary of Fuh-Hwa Financial Holding Company through share exchange; therefore, the 37,664,586 shares of treasury stock held by the Bank were converted into 27,155,433 shares of Fuh-Hwa Financial Holding Company.

According to the Securities and Exchange Law, the number of shares of treasury stock cannot exceed 10% of the number of shares issued. Moreover, the total value of treasury stock cannot exceed the sum of retained earnings, paid-in capital in excess of par value, and realized capital surplus. The Bank is in conformity with the aforementioned stock buy-back limitations. As of July 31, 2002, the Bank had bought back totally 64,348,000 shares of its outstanding stock in the amount of \$349,675,101 of which the Bank had transferred 26,683,414 shares of treasury stock to employees. The remaining shares of previously bought back treasury stock were all sold to employees in the year 2003, resulting in a gain on the sale of \$14,672,909, which was recorded as capital surplus – treasury stock.

According to the Securities and Exchange Law, treasury stock held by the Bank cannot be pledged as collateral, nor can it possess the rights of dividend distribution or voting power.

As described in notes 3 and 8 to the financial statements, starting from 2002, the 4,771,957 shares of the Bank held by the Bank's subsidiaries were deemed to be treasury stock under SFAS No. 30. As of August 1, 2002, the Bank became a subsidiary of Fuh-Hwa Financial Holding Company by share exchange. The shares of the Bank held by one of the Bank's subsidiaries were also converted into shares of Fuh-Hwa Financial Holding Company. As a result, the 4,771,957 shares deemed to be treasury stock were reversed.

(c) Capital surplus

According to the ROC Company Law, realized capital surplus can be capitalized and transferred to share capital after offsetting accumulated deficit. Capital surplus should not be used for distribution of cash dividends. Realized capital surplus mentioned above includes the proceeds received in excess of the par value of common stock issued and any amounts donated to the Bank. The amount of capital surplus capitalized each year may not exceed a certain percentage of the Company's issued share capital. Issuance of new stock from capital surplus from cash subscription in excess of par value of common stock can be made only once per year, and cannot be made in the same year as cash subscription.

As of December 31, 2003, and 2002, the components of capital surplus were as follows:

	2003	2002
Treasury stock transaction	<u>\$ 14,672,909</u>	<u>11,739,647</u>

(d) Legal reserve and appropriated special reserve

After paying all taxes as required, the annual net income will be distributed to appropriate 30% as legal reserve. The Bank cannot distribute cash dividends exceeding 15% of total share capital until legal reserve reaches an amount equal to total share capital. In addition, apart from the appropriation of legal reserve from retained earnings, the Bank also appropriated special reserve in accordance with the Bank's articles of incorporation or the board of directors' resolution.

The board of directors resolved the appropriation of earnings on September 5, 2002. However, the supervising authority rejected the resolution. The board of directors made a resolution on December 26, 2002, to appropriate \$203,371,496 as legal reserve and \$474,467,271 as special reserve.

(e) Dividend policy and appropriation of earnings

In order to continuously expand its operation and increase earning capacity, and to maintain the capital adequacy ratio, the Bank has adopted the following dividend policy: the Bank's annual net income, after paying all taxes as required by law, must be applied to offset prior years' losses first; the remainder is then set aside with 30% as legal reserve, and a partial amount can be appropriated as special reserve or retained earnings. If there is still a remainder, it will be distributed as follows:

- (i) 96% as shareholders' dividends and bonuses.
- (ii) 2% as remuneration to directors and supervisors.
- (iii) 2% as bonus to employees.

The board of directors resolved to amend the Bank's articles of incorporation on August 1, 2002. According to the Bank's amended articles of incorporation, the bank's annual net income, after paying all taxes as required by the law, must be applied to offset prior years' losses first; the remainder is then set aside with 30% as legal reserve, and a partial amount can be appropriated as special reserve or retained earnings. If there is still a remainder, it will be distributed 98% as shareholders' dividends and bonuses and 2% as bonus to employees.

The ratio of cash to stock distributed is determined by the resolution of the board of directors in consideration of the related industry condition, market perceptions, and the Bank's business strategies. During the growing period of the Bank, in principle, stock distributed shall not be lower than 80% unless resolved by the board of directors to be changed as deemed necessary. Cash dividends shall be distributed after the distribution of earnings proposal is resolved by the board of directors, while stock dividends are distributed after obtaining authorizing documents from the supervising authority.

The board of directors resolved on April 3, 2003, to offset accumulated deficits by special reserves, legal reserves, and capital surplus amounting to \$482,385,903, \$654,672,782 and \$11,739,647, respectively, totaling \$1,148,798,332.

Because of the accumulated losses in 2002, the Bank had no appropriation of earnings for that year.

As of February 3, 2004, the Bank's 2003 appropriation of earnings has not been resolved by the Bank's board of directors and shareholders' meetings. After the resolution, the related information can be obtained from the Market Observation Post System.

(f) Weighted-average outstanding shares of common stock

As of December 31, 2003 and 2002, the weighted-average outstanding shares of common stock were 1,044,559,448 shares and 1,014,944,151 shares, respectively. If the shares of the Bank's stock held by its subsidiaries were not deemed to be treasury stock, in 2002 the weighted-average outstanding shares of common stock would have been 1,017,356,690 shares after retroactive adjustment.

(g) Information related to the integrated tax system

The information related to the integrated tax system as of and for the years ended December 31, 2003 and 2002, was as follows:

	2003	2002
Imputation credit account balance	<u>\$ 109,418,721</u>	<u>66,115,846</u>

The imputation tax credit ratio of earnings to be distributed in 2004 is estimated at 12.09%. Because of the accumulated losses in 2002, the imputation credit ratio was 0%.

The unappropriated earnings (accumulated deficits) on December 31, 2003 and 2002, were as follows:

	2003	2002
Prior to 1997	\$ -	-
Post 1998	<u>905,090,444</u>	<u>(2,772,422,456)</u>
	<u><u>\$ 905,090,444</u></u>	<u><u>(2,772,422,456)</u></u>

(15) Disclosure of Financial Instruments

(a) Derivative financial instruments

The outstanding contracts for derivative financial instruments are summarized as follows:

(i) Contract amount or notional amount, and fair value

	December 31, 2003		
	Contract amount	Fair value	
	(notional amount)	Gain	Loss
Held for trading purpose:			
Forward exchange contract	\$ 5,102,707,478	13,429,737	23,680,118
Non-delivery forward exchange contract	672,618,000	6,912,994	1,453,001
Currency swap contract	11,392,543,656	40,679,049	36,822,595
Currency option contract	4,324,465,000	68,226,156	63,901,063
Cross currency contract	339,800,000	-	20,000
Convertible bond asset swap — short option	<u>39,000,000</u>	<u>-</u>	<u>3,588,000</u>
	<u>\$ 21,871,134,134</u>	<u>129,247,936</u>	<u>129,464,777</u>
Held for non-trading purpose:			
Interest rate swap contract	<u>\$ 3,100,000,000</u>	<u>20,837,286</u>	<u>-</u>

December 31, 2002			
	Contract amount	Fair value	
	(notional amount)	Gain	Loss
Held for trading purpose:			
Forward exchange contract	\$ 122,718,985	554,064	570,546
Non-delivery forward exchange contract	417,780,000	351,000	393,000
Currency swap contract	4,861,725,235	62,075,540	6,399,965
	<u>\$ 5,402,224,220</u>	<u>62,980,604</u>	<u>7,363,511</u>
Held for non-trading purpose:			
Interest rate swap contract	\$ 3,100,000,000	-	28,294,700

The assets and liabilities relating to the revaluation gain or loss on the contracts for trading purposes were recorded under other assets and other liabilities, respectively.

Interest swap contracts were in order to hedge fluctuation in future cash flows caused by issuing subordinate financial debentures with floating interest rates, and were for non-trading purposes.

(ii) Credit risk

Credit risk is the risk that the counter-party will be unable to fulfill its contractual obligations. When derivative financial instruments become profitable, credit risk is increased. In order to reduce credit risk, the Bank utilized the same credit policy with loans and credit activities and set limitations on credit. In addition, the Bank signed master netting agreements with the counter-party to reduce credit risk.

(iii) Market risk

Market risk is the risk that the Bank will suffer losses due to changes in market interest as well as exchange rates. The Bank maintains all its foreign currency positions within prescribed limits in order to manage market risk.

(iv) Liquidity risk, cash flow risk, and future cash requirement

Liquidity risk is the risk that the Bank will be unable to settle its position on liability at the settlement date. The Bank controls the transaction risks of the financial instruments by adopting the credit approval policy mentioned above, position limitation, stop loss point setting and a management control process. In addition, the Bank maintains adequate current assets, and utilizes money market and foreign exchange market instruments to support its future cash flow requirements.

The above contract amounts only disclosed the outstanding contract amounts on the balance sheet date; they did not reflect the exposure under market and credit risk. The management of the Bank expected that the financial instruments mentioned above would not cause significant losses.

(b) Non-derivative financial instruments

Methods and assumptions for estimation of the fair values of non-derivative instruments were as follows:

- (i) Book value will be considered as their fair value for financial instruments with short maturities. The applicable accounts include cash, due from Central Bank, and placement to other banks, accounts receivable, part of other financial assets, deposits by Central Bank, deposits by banks, securities sold under repurchase agreements, accounts payable, subordinate financial debentures, and other liabilities.
- (ii) If market value of marketable securities and long-term equity investments is available, then it will be considered as the fair value. If market value is not available, fair value is estimated by using book value. The marketable securities held for non-trading purposes are evaluated by the par value plus or minus the amortization of the discount or premium on the marketable securities on the balance sheet date.
- (iii) Loans and advances are valued by using the floating rate. Therefore, fair value equals book value.
- (iv) Other assets—securities foreclosed have been revalued at the balance sheet date to their net realizable value, and allowances have been provided for loss on decline. Therefore, fair value equals book value.
- (v) Deposits and remittances normally mature within one year. However, if the maturity date is for a period of more than one year, book value is calculated using the floating rate. Therefore, fair value equals book value.
- (vi) Because the financial instruments of most credit commitments and guarantees mature within one year, the contract amounts for these contracts are current market values.

As of December 31, 2003 and 2002, fair values of some non-derivative financial instruments were as follows:

	December 31, 2003		December 31, 2002	
	Book value	Fair value	Book value	Fair value
Marketable securities	\$23,350,137,700	23,429,330,311	25,069,831,596	25,718,854,773
Long-term equity investments	521,990,919	521,990,919	494,076,846	494,076,846

(c) Assets with off-balance-sheet credit risk

As of December 31, 2003 and 2002, the financial instruments with off-balance-sheet credit risk exposure were as follows:

	2003	2002
Lines of credit provided but not used	<u>\$ 115,546,232,775</u>	<u>69,997,382,372</u>
Credit commitment on credit card	<u>\$ 34,771,296,000</u>	<u>12,536,458,000</u>
Guarantees	<u>\$ 8,488,547,701</u>	<u>6,125,182,637</u>
Unused L/C balance	<u>\$ 2,469,927,566</u>	<u>957,455,775</u>

The unused loan commitments to the Bank's customers are determined mainly by whether the credit customers can maintain a certain credit standing. The Bank only provides loans within the credit line. Except for loan commitments on credit cards, certain customers are required to provide collateral of equivalent value and guarantors. As of December 31, 2003 and 2002, loans with collateral made up 56.22% and 58.39%, respectively, of the entire amount of loans. The percentage of guarantees and letters of credits with collateral varies from 0% to 100%. Collateral is usually property such as cash, real estate, marketable securities with high liquidity, etc. When the customer defaults, the Bank will execute its right toward the collateral or other guarantees.

Credit commitment on credit card does not require collateral. However, the credit standing of cardholders is reviewed periodically, and credit lines are revised if deemed necessary. The highest interest rate on credit cards is 18.25%.

None of the above financial instruments will actually be paid in full before maturity. Therefore, amounts in such contracts do not necessarily represent future cash outflow, and thus the amount of future cash required is lower than the contracted amount. The maximum possible loss that the Bank may incur is the total amount of loss associated with the assumption that the credit lines have been fully used up and collateral or other pledged items have completely lost their value, with credit risk equivalent to the contracted amount.

(d) Disclosure of significant concentration of credit risk

The credit extensions made by the Bank were generally based on credit risk diversification principle. There is no significant concentration of credit risk in terms of a single client or a party to transaction. The Bank's credit composition is extensively diversified and spread over all types of industries, products, regions, etc. The Bank's contracted amounts with credit risk significantly concentrated were as follows:

(i) Loans classified by geographical region:

	December 31, 2003	December 31, 2002
Domestic	\$ 162,226,056,197	113,579,318,483
Overseas	<u>9,185,816,389</u>	<u>8,221,437,626</u>
Total	<u>\$ 171,411,872,586</u>	<u>121,800,756,109</u>

(ii) Loans classified by industry:

	December 31, 2003	December 31, 2002
Manufacturing	\$ 33,513,552,442	26,043,363,617
General commercial	15,084,547,346	9,635,011,710
Construction	5,787,779,000	4,337,706,000
Private	79,396,825,000	55,529,248,000
Others	<u>37,629,168,798</u>	<u>26,255,426,782</u>
Total	<u>\$ 171,411,872,586</u>	<u>121,800,756,109</u>

(iii) Credit card receivables classified by card-holder's age

	December 31, 2003	December 31, 2002
Under 19 years old	\$ -	18,878
20 to 29 years old	359,315,179	69,578,088
30 to 44 years old	859,764,549	252,162,720
45 to 64 years old	441,991,358	114,439,896
over 64 years old	<u>10,741,508</u>	<u>3,474,852</u>
Total	<u>\$ 1,671,812,594</u>	<u>439,674,434</u>

(16) Related-party Transactions**(a) Name and relationship of related party**

Name of related party	Relationship
International Securities Co., Ltd.	The Bank is a corporate director of such company (term expired on February 4, 2002)
Fuhwa Securities Co., Ltd.	Affiliated company controlled by the same company as the Bank since August 1, 2002
Fuhwa Securities Finance Co., Ltd.	Affiliated company controlled by the same company as the Bank since August 1, 2002
Fuhwa Securities Investment Trust Co., Ltd. (Asia Pacific Securities Investment)	Affiliated company controlled by the same company as the Bank since August 30, 2002
Fuhwa Asset Management Co., Ltd.	Affiliated company controlled by the same company as the Bank since April 16, 2003
Sheng-Hwa Securities Investment Trust Co., Ltd.	Affiliated company controlled by the same company as the Bank's holding company since August 1, 2002
Fuhwa Property Insurance Agency Co., Ltd.	Investee of the Bank accounted for by equity method
Kuomintang	Influential investor of the parent company
Others (each related party's deposits and loans are not over 1% of total deposits and loans)	The Bank's affiliated companies and directors, supervisors and managers, and their relatives
Others	Affiliated company controlled by the Bank without inter-company transactions; please refer to Note 20(b).

(b) Significant transactions with related parties**(i) Deposits**

Name	December 31, 2003		
	Balance as at December 31	Percentage of deposits (%)	Interest range (%)
Each related party's deposits are not over 1% of total deposits	<u>\$ 1,774,499,947</u>	<u>0.93</u>	0~13.00
Name	December 31, 2002		
	Balance as at December 31	Percentage of deposits (%)	Interest range (%)
Each related party's deposits are not over 1% of total deposits	<u>\$ 1,337,123,954</u>	<u>0.90</u>	0~13.00

Apart from an interest rate limit on staff demand savings deposits of 13%, the interest rates and other terms provided to the above related parties are the same as the terms offered to the general public.

During 2003 and 2002, interest expense paid on the above deposits was \$18,964,468 and \$24,173,262, respectively.

(ii) Loans

Name	December 31, 2003		
	Balance as at December 31	Percentage of loans (%)	Interest range (%)
Each related party's loans are not over 1% of total loans	<u>\$ 99,930,745</u>	<u>0.06</u>	1.25~5.90

Name	December 31, 2002		
	Balance as at December 31	Percentage of loans (%)	Interest range (%)
Each related party's loans are not over 1% of total loans	<u>\$ 672,076,775</u>	<u>0.58</u>	1.675~8.00

Loans to related parties are under the same terms as those to other customers, except for interest rates on loans to affiliated companies, ranging from 1.25% to 1.70% and from 1.675% to 8.00%, and on loans to bank staff, ranging from 2.40% to 5.90% and 3.68% to 7.00%, in the years 2003 and 2002, respectively.

During 2003 and 2002, interest income received from the above loans was \$6,243,930 and \$14,775,710, respectively.

(iii) Rental expense

For operation purposes, the bank leases the office premises of some branches from related parties as follows:

Name	Usage	Rental expenses	
		2003	2002
International Securities Co., Ltd.	Office premises	\$ -	5,061,581
Fuhwa Securities Co., Ltd.	Office premises	52,471,962	5,186,340
Kuomintang	Office premises	<u>48,266,979</u>	-
Total		<u>\$ 100,738,941</u>	<u>10,247,921</u>

As of December 31, 2003 and 2002, the above transactions resulted in rent payable to Fuhwa Securities Co., Ltd. amounting to \$5,739,628 and \$0, respectively (recorded under accounts payable).

(iv) Fee and commission expenses

Name	2003	2002
Fuhwa Securities Co., Ltd.	<u>\$ 4,207,155</u>	<u>-</u>

The above expenses mainly resulted from the Bank's Yong Mon Card selling and promotion expenses, and certifying expenses.

(v) Rental revenue

Name	2003		2002	
	Rental revenue	Refundable deposit	Rental revenue	Refundable deposit
International Securities Co., Ltd.	<u>\$ -</u>	<u>-</u>	<u>600,000</u>	<u>200,000</u>

The above refundable deposit from related parties was recorded in the other liabilities account.

(vi) Fee and commission revenue

Name	2003	2002
Fuhwa Securities Investment Trust Co., Ltd.	\$ 17,354,550	936,748
Fuhwa Life Insurance Agent Co., Ltd.	<u>76,089,819</u>	<u>-</u>
	<u>\$ 93,444,369</u>	<u>936,748</u>

The above-mentioned revenue mainly came from commissions from sales of mutual funds and life insurance policies.

As of December 31, 2003 and 2002, the above transactions resulted in accounts receivable from Fuhwa Securities Investment Trust Co. Ltd. amounting to \$728,129 and \$0, respectively, recorded under accounts receivable.

(vii) Property transactions

1) The details of the Bank's investing in open-end funds were as follows:

Name	Investment in 2003		2003 Ending balance		Gain on disposal
	Unit	Amount	Unit	Amount	
Fuhwa Securities Investment Trust Co., Ltd.					
Fuhwa Bond Fund	-	\$ -	-	-	10,035,553
Fuhwa Fund	7,989,347.50	60,060,000	-	-	2,816,102
Fuhwa II Fund	11,315,789.50	<u>64,564,500</u>	-	-	<u>3,832,643</u>
		<u>124,624,500</u>		<u>-</u>	<u>16,684,298</u>
Sheng-Hwa Securities Investment Trust Co., Ltd.					
Sheng- Hwa 1699 Fund	-	-	-	-	<u>6,936,809</u>
		<u>\$ 124,624,500</u>		<u>-</u>	<u>23,621,107</u>

Name	Investment in 2003		2002 Ending balance		Gain on disposal
	Unit	Amount	Unit	Amount	
Fuhwa Securities Investment Trust Co., Ltd.					
Fuhwa Bond Fund	23,085,319.91	\$ 271,806,192	23,085,319.91	271,806,192	3,293,115
Fuhwa Fund	12,208,578.70	82,582,500	8,614,329.50	60,059,856	2,996,525
Fuhwa II Fund	17,227,880.90	<u>91,591,500</u>	11,891,912.50	<u>64,564,286</u>	<u>2,480,371</u>
		<u>445,980,192</u>		<u>396,430,334</u>	<u>8,770,011</u>
Sheng-Hwa Securities Investment Trust Co., Ltd.					
Sheng-Hwa 1699 Fund	8,642,519.47	100,000,000	17,541,505.06	200,320,934	701,689
Sheng-Hwa 5599 Fund	9,592,786.22	<u>100,000,000</u>	-	<u>-</u>	<u>21,104</u>
		<u>200,000,000</u>		<u>200,320,934</u>	<u>722,793</u>
		<u>\$ 645,980,192</u>		<u>596,751,268</u>	<u>9,492,804</u>

- 2) The Bank entered into a contract with the Kuomintang to purchase real estate, located on the 1st, 2nd, 3rd and 7th floors, 4, Jhongsiao W. Rd., Taipei, to be used as office space including 23 parking spaces in the basement. Under the modified contract of November 4, 2003, the Bank only purchased the 1st, 2nd, and 3rd floors, including 17 parking spaces in the basement, of the above-mentioned real estate, and had paid the full price of \$771,292,224 as of December 31, 2003, recorded as property and equipment.
- 3) The Bank entered into contracts with Fuhwa Assets Management Co., Ltd. to sell non-performing loans for the price of \$776,021,066, resulting in loss on disposal of \$80,265,475. As of December 31, 2003, proceeds retained from the above-mentioned transaction amounted to \$100,000,000, and the remaining part, amounting to \$676,021,066, has been recorded under accounts receivable.

(viii) Other

- 1) For the year ended December 31, 2003, details of bond repurchase transactions engaged in by affiliated parties and their securities investment trust funds are summarized as follows:

Name	Highest amount	2003		Interest expense
		Ending balance	Interest rate (%)	
Fuhwa Securities Co., Ltd.	\$ 3,120,198,145	2,284,736,932	0.800~1.075	7,377,888
Fuhwa Securities Investment Trust Co., Ltd.:				
Fuhwa Bond Fund	1,384,141,462	689,823,230	0.625~0.950	3,820,255
Fuhwa New Balance Fund	274,356,966	-	0.650~0.800	335,225
Fuhwa Classical Fund	1,004,010,973	-	0.650~0.850	392,041
Sheng-Hwa Securities Investment Trust Co., Ltd.:				
Sheng-Hwa 1699 Fund	615,711,067	265,770,615	0.625~0.975	1,673,933
Sheng-Hwa 5599 Fund	434,943,743	40,691,032	0.625~0.975	1,079,789
Sheng-Hwa 0566 Fund	98,729,677	-	0.675~0.700	49,184
		<u>\$ 3,281,021,809</u>		<u>14,728,315</u>

- 2) The details of the Bank's selling subordinate financial debentures to related parties in the year 2002 were as follows:

Related party	Highest amount	2003		Interest expense
		Ending balance	Interest range (%)	
Fuhwa Securities Financial Co., Ltd.	\$ 966,000,000	<u>966,000,000</u>	4.55~4.92	<u>46,167,715</u>

Related party	Highest amount	2002		Interest expense
		Ending balance	Interest range (%)	
Fuhwa Securities Financial Co., Ltd.	\$ 966,000,000	<u>966,000,000</u>	4.55	<u>6,984,312</u>

As of December 31, 2003 and 2002, the above transactions resulted in interest payable of \$7,552,267 and \$6,984,312, respectively, recorded under accounts payable.

(17) Pledged Assets

Pledged assets	Pledged for	Book value	
		December 31, 2003	December 31, 2002
Short-term bills (recorded as marketable securities)	Securities sold under repurchase agreement	\$ 9,610,176,181	7,300,390,354
Bonds (recorded as other financial assets)	Reserve for trust business	57,974,216	52,187,455
	Provisional seizure	70,075,655	215,003,795
	Reserves deposited in United Credit Card Center	21,421,020	21,758,059
	Operating deposits of trading bills	63,003,000	54,395,147
	Operating deposits of trading bonds	11,220,849	-
		<u>\$ 9,833,870,921</u>	<u>7,643,734,810</u>

- (a) The Bank provided the Central Bank of China with government bonds as reserve for its trust custodian business.
- (b) For executing provisional seizure of debtor's properties, the Bank provided the pledged assets to the court.
- (c) Certain reserves were deposited in United Credit Card Center for the Bank's credit card business.
- (d) Operating deposits of trading bills were deposited in the Central Bank of China for the Bank's securities dealing business.
- (e) Operating deposits of trading bonds were deposited in the OTC for the Bank's treasury sales business. Furthermore, reserve for trading losses has been set to conform with securities regulations.

(18) Commitments

- (a) Significant purchase agreements

As of December 31, 2003 and 2002, the Bank had agreements for purchasing assets amounting to \$99,911,385 and \$148,188,385, respectively. The unpaid amounts of those agreements were \$53,775,809 and \$78,275,089, respectively.

(b) Operating leases

The Bank has entered into certain operating leases for its branches. As of December 31, 2003, estimated future lease contract commitments were as follows:

Fiscal Year	Rental Amount
2004	\$ 143,912,962
2005	131,861,941
2006	107,400,420
2007	80,962,676
2008	<u>28,417,348</u>
	<u>\$ 492,555,347</u>

(c) Others

	December 31, 2003	December 31, 2002
Consignment collection for others	\$ 16,311,319,789	13,639,710,117
Traveller's checks held on consignment for sale	239,913,031	205,194,217
Consignment securities, custodial goods, and other	48,281,950,548	1,639,309,525
Trust assets	<u>18,179,401,548</u>	<u>12,606,539,876</u>
	<u>\$ 83,012,584,916</u>	<u>28,090,753,735</u>
Lines of credit provided but not used	<u>\$ 115,546,232,775</u>	<u>69,997,382,372</u>
Credit commitment on credit card	<u>\$ 34,771,296,000</u>	<u>12,536,458,000</u>
Guarantees	<u>\$ 8,488,547,701</u>	<u>6,125,182,637</u>
Unused L/C balance	<u>\$ 2,469,927,566</u>	<u>957,455,775</u>
Securities sold under repurchase agreements	<u>\$ 9,742,366,107</u>	<u>7,300,390,354</u>
Securities purchased under resell agreements	<u>\$ -</u>	<u>1,648,227,928</u>

- (d) According to Article 17 of the Trust Enterprise Law, the disclosures of the trust balance sheet and trust property list are as follows:

Trust Balance Sheet			
December 31, 2003			
Trust assets		Trust liabilities	
Fund investment	\$ 14,741,662,615	Trust capital—pecuniary trust	18,179,401,548
Bond investment	3,422,973,159		
Employees' share holding trust	1,866,000		
For purpose of pecuniary trust	12,452,130		
Living trust	447,644		
Total trust assets	<u>\$ 18,179,401,548</u>	Total trust liabilities	<u>\$ 18,179,401,548</u>

Trust property list	
December 31, 2003	
Invested items	Book value
Mutual funds	\$ 14,741,662,615
Bonds	3,422,973,159
Employees' share holding trust	1,866,000
For purpose of pecuniary trust	12,452,130
Other trust	447,644
	<u>\$ 18,179,401,548</u>

- (e) In order to extend the Bank's operations and branches and to boost its competitiveness, on June 5, 2003, the board of directors resolved to acquire Taitung Credit Cooperative at \$119 per share, totaling \$126,154,182. The acquisition will be set in motion after a designation date is set.

(19) Others

(a) As of December 31, 2003 and 2002, average value and average interest rate of interest-bearing assets and liabilities:

	2003		2002	
	Average value	Average rate (%)	Average value	Average rate (%)
Assets:				
Due from other banks	\$ 3,634,470,528	1.44	2,674,591,957	3.14
Due from Central Bank and placement to other banks	18,391,678,748	1.58	16,870,440,474	2.22
Marketable securities	12,146,642,826	4.13	11,509,369,834	3.93
Loans and advances to customers	142,817,383,245	4.01	111,860,583,791	5.56
Liabilities:				
Deposits by banks	12,712,292,962	1.15	3,191,508,597	1.86
Demand deposits	9,755,932,214	0.33	6,790,983,282	0.81
Demand savings deposits	31,685,633,692	0.91	22,725,942,066	2.05
Time deposits	44,408,973,348	1.58	39,102,912,405	2.57
Time savings deposits	56,820,420,570	2.05	49,748,983,552	3.15
Negotiable certificates of deposit	2,718,379,452	1.75	3,003,332,877	2.90
Appropriated loan fund	118,628,285	3.00	110,079,435	3.89

(b) Regulator capital ratio

Pursuant to the regulations of the Banking Law, the ratio of a bank's owner's equity to its weighted-risk assets shall not be less than 8%; if the said ratio is less than the prescribed ratio, the Bank's discretion to distribute surplus profits may be restricted by the authority in charge.

The ratio of the Bank's owner's equity to its weighted-risk assets was as follows:

$$\frac{\text{Eligible capital} - \text{deduction item}}{\text{Weighted-risk assets} + \text{capital charges for market risk positions} \times 12.5}$$

As of December 31, 2003 and 2002, the ratio of the Bank's owner's equity to its weighted-risk assets was 8.72% and 11.04%, respectively.

(c) Maturity analysis

The following table represents the maturity analysis for the period from the report date to the maturity date (expressed in millions of New Taiwan dollars):

	December 31, 2003											
	Less than 1 month		Between 1 month and 6 months		Between 6 months and 1 year		Between 1 year and 7 years		After 7 years		Total	
	Total amount	Repayable amount	Total amount	Repayable amount	Total amount	Repayable amount	Total amount	Repayable amount	Total amount	Repayable amount	Total amount	Repayable amount
Assets:												
Due from Central Bank and due from and placement to other banks	\$ 4,519	4,519	9,569	6,816	2,205	2,205	-	-	-	-	27,109	27,109
Loans and advances to customers (excluding non-performing loans)	21,159	25,514	25,514	5,916	56,504	56,504	53,173	53,173	3,700	3,700	164,966	164,966
Marketable securities	2,930	2,930	2,360	1,618	12,742	12,742	-	-	-	-	23,350	23,350
Total											\$ 216,428	\$ 215,428
Liabilities:												
Deposits by Central Bank and other banks	\$ 6,405	6,405	7,072	7,072	-	-	-	-	-	-	13,478	13,478
Securities sold under repurchase agreements	9,041	9,041	697	697	-	-	-	-	-	-	9,738	9,738
Time deposits (note)	21,287	21,287	56,493	51,207	6,975	6,975	-	-	-	-	135,972	135,972
Appropriated loan fund (recorded as other liabilities)	-	-	-	3	14	14	106	106	-	-	123	123
Total											\$ 159,511	\$ 159,311

(Note) Term deposits, including time deposits, time savings deposits, and deposits from post office.

	December 31, 2003											
	Less than 1 month		Between 1 month and 6 months		Between 6 months and 1 year		Between 1 year and 7 years		After 7 years		Total	
	Total amount	Repayable amount	Total amount	Repayable amount	Total amount	Repayable amount	Total amount	Repayable amount	Total amount	Repayable amount	Total amount	Repayable amount
Assets:												
Due from Central Bank and due from and placement to other banks	\$ 14,330	14,330			5,835	5,835	2,688	2,336		-	25,209	25,209
Loans and advances to customers (excluding non-performing loans)	20,292	20,292			16,220	16,220	4,240	36,644		39,147	116,543	116,543
Marketable securities	6,669	6,669			2,892	2,892	10,539	2,517		2,453	25,079	25,079
Total											\$ 166,871	\$ 166,871
Liabilities:												
Deposits by Central Bank and other banks	\$ 2,451	3,451			1,605	1,605	-	-		-	5,156	5,156
Time deposits (note)	15,745	15,745			46,010	46,010	48,754	4,107		-	114,616	114,616
Appropriated loan fund (recorded as other liabilities)	-	-			-	-	3	14		96	113	113
Total											\$ 119,885	\$ 119,885

(Note) Term deposits, including time deposits, time savings deposits, and deposits from post office.

(d) Summary of personnel, depreciation, depletion and amortization expenses

A summary of personnel, depreciation, depletion and amortization expenses for the years ended December 31, 2003 and 2002, is as follows:

Accounts	Function	2003			2002		
		Cost of goods sold	Operating expense	Total	Cost of goods sold	Operating expense	Total
Personnel costs:							
Salaries	-	1,389,366,291	1,389,366,291		-	846,977,957	846,977,957
Labor and health insurance	-	77,689,651	77,689,651		-	47,801,747	47,801,747
Pension	-	77,186,996	77,186,996		-	46,248,000	46,248,000
Other employment	-	32,712,148	32,712,148		-	14,790,914	14,790,914
Depreciation expenses	-	95,183,433	95,183,433		-	78,477,975	78,477,975
Depletion expenses	-	-	-		-	-	-
Amortization expenses	-	43,977,241	43,977,241		-	23,696,302	23,696,302

(e) Net cash equivalents provided by the acquisition of The Credit Cooperative of Douliou were as follows:

Due from Central Bank	\$ 79,932,000
Accounts receivable	9,907,320
Loans and advances to customers, net	1,787,312,109
Long-term equity investment under cost method	3,018,542
Other monetary assets	18,231,998
Property and equipment, net	161,952,938
Other assets	21,701,010
Accounts payable	(46,258,656)
Deposits and remittances	(4,198,439,941)
Other liabilities	<u>(16,145,389)</u>
Subtotal	(2,178,788,069)
Completion of acquisition of goodwill—recorded in the other assets account	<u>291,840,338</u>
Net cash equivalents provided by the acquisition	<u><u>\$ (1,886,947,731)</u></u>

(f) Reclassifications

Certain reclassifications for 2002 have been made to conform to the presentation for 2003. Furthermore, the basis of cash equivalents for the statement of cashflows has been changed from cash, due from and placement to other banks, deposits with Central Bank of China (excluding deposit reserve—demand account), and marketable securities with a maturity of three months or less to cash and due from the banks.

(20) Other Disclosure Items

(a) Related information on material transaction items:

- (i) Lending to other parties: not applicable.
- (ii) Guarantees and endorsements for other parties: not applicable.
- (iii) Information regarding securities held as of December 31 2003 (excluding marketable securities):

Unit: dollars / shares

Name of company which holds securities	Category and name of security	Relationship between issuer of security and the Bank	Account name	Year-end				Remarks
				Number of shares	Book value	Percentage of shares	Market value (note 1)	
The Bank	Fuhwa Leasing Co., Ltd.	Investee of the Bank accounted for by equity method	Long-term equity investments	19,700,000	\$ 149,166,976	98.56	149,166,976	
"	Fuhwa Property Insurance Agency Co., Ltd.	"	"	(note 2)	4,154,709	80.00	4,154,709	
"	Fuhwa Life Insurance Agent Co., Ltd.	"	"	199,994	34,506,248	99.99	34,506,248	
					187,827,933		187,827,933	
"	Fubon Securities Finance Co., Ltd.	-	"	12,421,500	119,890,000	1.97	119,890,000	
"	Grand Bill Finance Co., Ltd.	-	"	7,333,248	64,800,000	1.36	64,800,000	
"	Financial Information Service Co., Ltd.	-	"	4,550,000	45,500,000	1.14	45,500,000	
"	Taipei Forex Inc.	-	"	80,000	800,000	0.40	800,000	
"	Ornatube Enterprise Co., Ltd.	-	"	200,577	154,444	0.05	154,444	
"	Taiwan Asset Management Co., Ltd.	-	"	10,000,000	100,000,000	0.57	100,000,000	
"	Taiwan Cooperative Bank Co., Ltd.	-	"	88,341	2,268,542	-	2,268,542	
"	The National Federation of Credit Cooperatives R.O.C.	-	"	7,500	750,000	0.49	750,000	
					334,162,986		334,162,986	
					\$ 521,990,919		521,990,919	

Note 1: If market value of long-term equity investments is available, then it will be considered as the fair value. If market value is not available, fair value is estimated by using book value.

Note 2: Limited company with no shares.

- (iv) Information regarding securities for which the purchase or sale amount for the period exceeded NT\$100 million or 20% of the Bank's paid-in capital: not applicable.

- (v) Information on the acquisition of real estate for which the purchase amount exceeded NT\$100 million or 20% of the Bank's paid-in capital:

Name of company which acquired property	Name of property	Transaction date or occurrence date	Transaction amount	Conditions of payment	Counter-party	Relationship with the Bank	Year-end					Purpose for obtaining and usage status	Other required items
							Owner	Relationship with the Bank	Transfer date	Amount	Reference for deciding price		
The Bank	Land and building	April 22, 2003 (note 1)	771,292,224	771,292,224	Kuomintang	Influential investor in the parent company	Taipei City Government	None	Land acquired on April 26, 1984, and Building acquired on January 10, 1991.	Land 48,836,085	China Productivity Center and China Credit Information Service credit checking	Office for operations	None
The Bank	Land and building, etc	September 3, 2003 (note 3)	343,158,881	343,158,881 (note 2)	Taiwan Container Terminal Co., Ltd.	None	-	-	-	-	The auction price from the Court	In order to reduce delinquent accounts, the Bank took over the pledged assets then resold one.	None

Note 1: Date resolved by the board of directors.

Note 2: Proceeds offset by prior debts.

Note 3: Date registration completed.

- (vi) Information on the disposal of real estate for which the sale amount exceeded NT\$100 million or 20% of the Bank's paid-in capital: none.

- (vii) Information regarding related-party purchases and / or sales for which the amount exceeded of NT\$100 million or 20% of the Bank's paid-in capital: not applicable.

- (viii) Information regarding receivables from related parties for which the amount exceeded NT\$100 million or 20% of the Bank's paid-in capital:

Name of company which accounted for receivables from related party	Name of counter-party	Relationship with the Bank	Ending balance of receivables from related parties	Turnover rate	Expected receivables from related party		Collection after December 31, 2003	Allowance for bad debt
					Amount	Method of management		
The Bank	Fuhwa Asset Management Co., Ltd.	Affiliated company	676,021,066	-	-	-	-	-

- (ix) Information regarding trading in derivative financial instruments: please refer to Note 15.

- (b) Information on long-term equity investments:

- (i) Information on investees' names, locations, etc.

Unit: Thousand dollars / shares

Name of the investor	Name of the investee	Investee location	Investee's main operations	Original investment amount		Held by investor at year-end			Net income of investee	Gain recognized during the period	Remarks
				December 31, 2003	December 31, 2002	Shares	Ratio	Book value			
The Bank	Fuhwa Leasing Co., Ltd.	8F, No. 4, Sec. 1, Jhuogai no W. Rd., Jhuanghung District, Taipei, Taiwan	Real estate and property selling and leasing	\$ 197,000,000	197,000,000	19,700,000	98.56	149,166,976	2,208,405	2,176,604	Subsidiary
	Fuhwa Property Insurance Agency co., Ltd.	3F, No. 327, Song-long Rd., Taipei, Taiwan	Property insurance agency	2,880,000	2,880,000	(note 1)	80.00	4,154,709	874,710	687,318	Subsidiary
	Fuhwa Life Insurance Agent Co., Ltd.	"	Life insurance agency	1,999,940	1,999,940	199,994	99.99	34,506,248	28,512,750	28,445,976	Subsidiary
				<u>\$ 201,879,940</u>	<u>201,879,940</u>			<u>187,827,933</u>	<u>31,595,865</u>	<u>31,309,898</u>	

Note 1: Limited company with no shares.

(ii) Lending to other parties: not applicable to Fuhwa Leasing Co., Ltd., for which this is one of its registered operating activities. Other investees: none.

(iii) Guarantees and endorsements for other parties: none.

(iv) Information regarding securities held as of December 31 2003:

Unit: dollars / shares

Name of company which holds securities	Category and name of security	Relationship between issuer of security and the Bank	Account name	Year-end				Remarks
				Number of shares	Book value	Percentage of shares	Market value (note 1)	
Fuhwa Leasing Co., Ltd.	Stock: Eastern Broadband Telecom Co., Ltd.	-	Long-term equity investments	5,000,000	\$ 50,000,000	0.08	50,000,000	
Fuhwa Property Insurance Agency Co., Ltd.	Beneficiary certificates: Fuhwa Bond Fund	-	Short-term investments	106,516	1,300,000	-	1,355,036	
"	Fuhwa Bond Fund	(note 2)	"	330,320	4,044,503	-	4,044,702	
					5,344,503		5,399,738	
Fuhwa Life Insurance Agent Co., Ltd.	Fuhwa Bond Fund	-	"	139,291	1,700,000	-	1,771,971	
"	Fund Bond Fund	(note 2)	"	592,672	7,105,902	-	7,257,152	
"	Polaris De-bao Fund	-	"	172,180	1,800,000	-	1,832,198	
					10,605,902		10,861,321	
					\$ 65,950,405		66,261,059	

Note 1: If market value of marketable securities and long-term equity investments is available, then it will be considered as the fair value. If market value is not available, fair value is estimated by using book value.

Note 2: The management company and parent company are both subsidiaries of Fuhwa Financial Holding Co., Ltd.

(v) Information regarding securities for which the purchase or sale amount for the period exceeded NT\$100 million or 20% of the Bank's paid-in capital: none.

(vi) Information on the acquisition of real estate for which the purchase amount exceeded NT\$100 million or 20% of the Bank's paid-in capital: not applicable.

(vii) Information on the disposal of the real estate for which the sale amount exceeded NT\$100 million or 20% of the Bank's paid-in capital: not applicable.

(viii) Information regarding related-party purchases and / or sales for which the amount exceeded of NT\$100 million or 20% of the Bank's paid-in capital: not applicable.

(ix) Information regarding receivables from related parties for which the amount exceeded NT\$100 million or 20% of the Bank's paid-in capital: not applicable.

(x) Information regarding trading in derivative financial instruments: not applicable.

(c) Information regarding investments in Mainland China: none.

六. 財務狀況及經營結果之檢討與分析

VI. Analysis of financial status and operation results

(一)最近二年度流動性分析

(I) Analysis of the Last Two Years' Liquidity

年度 Year 項目 Item	92年度 2003	91年度 2002	增(減)比率 Increase/Decrease
現金流量比率(%) Cash flow ratio	1.80	-	100%
現金流量允當比率(%) Cash flow adequacy ratio	207.12	393.54	(47.37)
現金再投資比率(%) Cash reinvestment ratio	1.30	-	100%

增減比率變動分析說明：

1. 現金流量允當比率：因本期購置總行行舍致資本支出增加，照成該比率較去年同期下降。
2. 現金流量比率及現金再投資比率：因上期受利率持續走低致債券市影響下，使得以交易為目的之買入票券增加，造成營業活動生產淨故於計算各該比率時並不適用，超成兩期變動較大。

Explanations of the increase decrease ratio variation:

1. Cash flow adequacy: In the present term, the Company underwent a rise of capital expenditure because of the purchase of the bank premises. That ratio, therefore, dropped from the corresponding period of the preceding year.
2. The ratio of cash flow and ratio of cash reinvestment: The prolonged low interest rates registered in the preceding term yielded effects on the bond market. As a result, the vills purchased for the purposes of transactions rose, leading to a net rist of the operating activities. In turn, those ratios became not applicable and the changes in the two terms widened.

(二)未來一年現金流動性分析

(II) Analysis of Cash Flow in the Year Ahead

單位：新台幣千元

(Unit:NT\$, thousands)

期 初 現 金 餘額(1) Beginning cash balance (1)	預計全年來自營業 活動金淨現流量 (2) Forecasted net cash flow from business activities in the whole year ahead (2)	預計全年現金 流出量(3) Forecasted cash outflow in the whole year ahead (3)	預計現金剩餘(不 足)數額(1)+(2)- (3) Forecasted balance/deficiency of cash (1)+(2)-(3)	預計現金不足額之補救措施 Remedial actions if deficiency of cash is forecasted	
				投資計劃 Investment project	理財計劃 Fund management project
6,817,008	5,494,520	(4,575,528)	7,736,000	-	-

三、經營結果分析

III. A Comparative Analysis of Operating Results

單位：新台幣千元

(Unit:NT\$, thousands)

項 目 Item	年 度 Year	92 年度 2003	91 年度 2002	增(減)金額 Amount Increased /(Decreased)	變動比例(%) Change (%)
營業收入 Net operating income		8,750,611	8,385,532	365,079	4.35
營業費用 Operating expenses		7,707,569	11,743,292	(4,035,723)	(34.37)
營業淨利(損) Operating income		1,043,042	(3,357,760)	4,400,802	131.06
營業外收入淨額 Non-operating revenues		(50,965)	22,748	(73,713)	(324.04)
稅前淨利(損) Pre-tax profit		992,077	(3,335,012)	4,327,089	129.75
所得稅(費用)利益 Income taxes		(78,498)	562,523	(641,021)	(113.95)
本期純益(損) Net income		913,579	(2,772,489)	3,686,068	132.95

增減比例變動分析說明：

- (一) 營業淨利(損)：本期產生營業淨利，主要係本年度因景氣好轉及授信業務之嚴格管控，因而呆帳提列較去年同期減少，另，因放款利率下跌幅度低於存款，使得利息收入減少幅度小於利息支出，雖因積極擴展消費金融業務而造成業務用人費用較去年同期增加，但整體而言，仍使得本期產生營業淨利。
- (二) 營業外收入(損失)淨額：本期營業外損失淨額增加，主要係本期處分不良債權予資產管理公司而產生損失所致。
- (三) 所得稅(費用)利益：本期所得稅利益較去年同期大幅減少，主要係因上期大幅打銷呆帳而產生虧損扣抵，致認列所得稅利益所致。

Explanations on the change in the increase decrease ratio:

1. Net operating profit (loss) : The net operating profit incurred the term, due primarily to an upturn on the macro-economy and strict control over loan services, the Bank amortizes less allowance compared with the preceding year. As the drop in the loan interest rates out-paced deposit interest rates, the interest revenues decreased at a scale smaller than interest expenditure. The great efforts in promoting retail banking services did in a rise of the labor cost over the corresponding period of the preceding year. Overall, the Bank operated at a profit in the present term.
2. Net operating revenues (losses): In the present term, the net non-operation losses increased, due primarily to the loss resulting from the disposal of unsound credit to factoring company(ies) during the present term.
3. Income tax (expense) interest: The income tax interest in the present term considerably dropped from the corresponding period of the preceding year, due primarily to settlement of bad debt in a large scale in the preceding period, recognized as income tax interest.

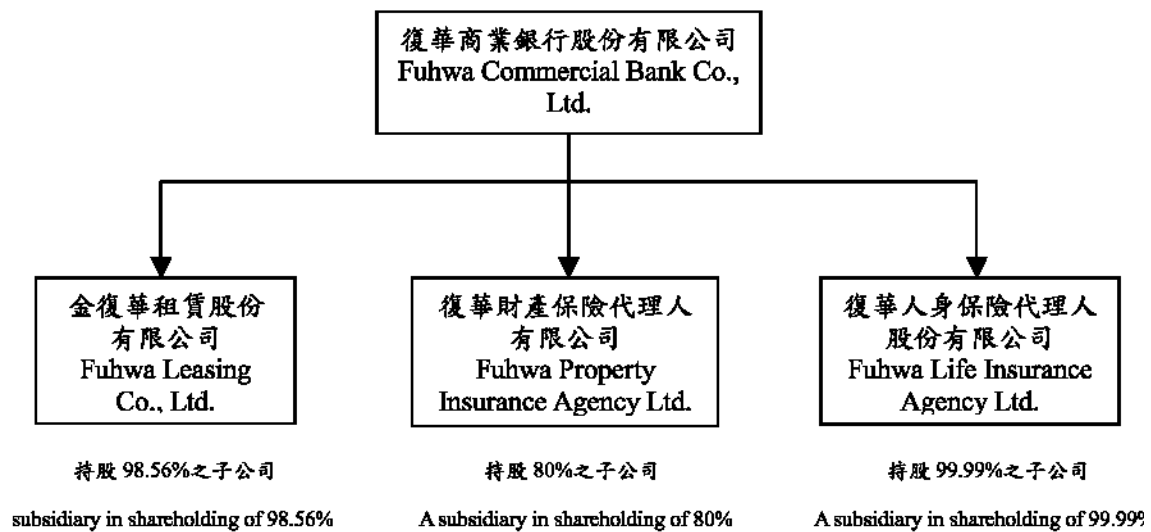
特別記載事項 Special Items

一、關係企業相關資料

I. Particulars of affiliates:

(一)關係企業組織圖

(I) Organization chart of affiliates:



(二)各相關企業基本資料
(II) Particulars of affiliates:

企業名稱 Company names	設立日期 Incorporated on (founding dates)	地 址 Address	實收資本額 (新台幣仟元) Paid-in capital (Thousand New Taiwan Dollars)	主要營業或生產項目 Major business or production
金復華租賃(股)公司 Fuhwa Leasing Co., Ltd.	87.10.07 Oct 7, 1998	台北市南京東路三段 130 號 7 樓 7F, 130 Nanking E. Road, Sec. 3, Taipei	199,880	租賃業 Leasehold
復華財產保險代理 人有限公司 Fuhwa Property Insurance Agency Co., Ltd.	88.12.01 Dec 1, 1999	台北市松隆路 327 號 3 樓 3F, 327 Sunglung Road, Taipei	3,600	財產保險代理人 Property insurance agent
復華人身保險代理 人(股)公司 Fuhwa Life Insurance Agency Co., Ltd.	90.11.20 Nov 20, 2001	台北市松隆路 327 號 3 樓 3F, 327 Sunglung Road, Taipei	2,000	人身保險代理人 Life insurance agent

註1：所有關係企業不論規模大小，均應揭露。

註2：各關係企業設有工廠，且該工廠產品之銷售值超過控制公司營業收入百分之十者，應加列工廠名稱、設立日期、地址及該工廠主要生產產品項目。

註3：關係企業如為外國公司，企業名稱及地址得以英文表示，設立日期亦得以西元日期表示，實收資本額並得以外幣表示（但應加註報表日之兌換率）。

*1: All affiliates must be disclosed disregarding sizes of their scales.

*2: If the affiliates have set up factories and the shipment values of products manufactured by the factories exceed 10% of the controlling company's operating revenues, the names, founding dates, addresses and major product items of the factories shall be additionally enumerated.

*3: In case of an affiliate as a foreign company, the company name and address may be provided in English, and the founding date may be entered in A.D. date and the paid-in capital may be shown in foreign currency (with the exchange rate quoted on the date of entry to be provided).

(三)各關係企業董事、監察人及總經理資料

(III) Particulars of directors, supervisors and general managers of affiliates

單位：股；%
Expressed in number of shares, %

企業名稱 Company name	職 稱 Title	姓名或代表人 Name or statutory representative	持有股份 Number of shares held		備註 Remarks (代表人個人持股) (It represents the individual shareholding.)	
			股 數 Number of shares	持股比例 Shareholding %	股 數 Number of shares	持股比例 Shareholding %
金復華租賃(股)公司 Fuhwa Leasing Co., Ltd.	董事長 Chairman	復華商業銀行(股)公司代表人：陳家平 Statutory representative of Fuhwa Commercial Bank Co., Ltd.: Chen Chia-ping	19,700,000	98.56		
	董事 Director	復華商業銀行(股)公司代表人：楊展志 Statutory representative of Fuhwa Commercial Bank Co., Ltd.: Yang Chan-chih	19,700,000	98.56		
	董事 Director	復華商業銀行(股)公司代表人：謝素枝 Statutory representative of Fuhwa Commercial Bank Co., Ltd.: Hsieh Su-tzu	19,700,000	98.56		
	董事 Director	復華商業銀行(股)公司代表人：邱曼右 Statutory representative of Fuhwa Commercial Bank Co., Ltd.: Qiu Min-you	19,700,000	98.56		
	董事 Director	復華商業銀行(股)公司代表人：李俊偉 Statutory representative of Fuhwa Commercial Bank Co., Ltd.: Li Chun-wei	19,700,000	98.56		
	監察人 Supervisor	復華商業銀行(股)公司代表人：陳永宜 Statutory representative of Fuhwa Commercial Bank Co., Ltd.: Chen Yung-yi	19,700,000	98.56		
復華財產保險代理有限公司 Fuhwa Property Insurance Agency Co., Ltd.	董事 Director	復華商業銀行(股)公司代表人：林順遠 Statutory representative of Fuhwa Commercial Bank Co., Ltd.: Lin Shun-yuan	288,000	80.00	0	0
復華人身保險代理人(股)公司 Fuhwa Life Insurance Agency Co., Ltd.	董事長 Chairman	復華商業銀行(股)公司代表人：林順遠 Statutory representative of Fuhwa Commercial Bank Co., Ltd.: Lin Shun-yuan	199,994	99.99	0	0
	總經理 General Manager	復華商業銀行(股)公司代表人：邱曼右 Statutory representative of Fuhwa Commercial Bank Co., Ltd.: Qiu Min-you	0	0	0	0
	董事 Director	復華商業銀行(股)公司代表人：邱曼右 Statutory representative of Fuhwa Commercial Bank Co., Ltd.: Qiu Min-you	0	0	0	0
	董事 Director	復華商業銀行(股)公司代表人：吳瑞東 Statutory representative of Fuhwa Commercial Bank Co., Ltd.: Wu Jui-tung	0	0	0	0
	董事 Director	復華商業銀行(股)公司代表人：許耀東 Statutory representative of Fuhwa Commercial Bank Co., Ltd.: Hsu Yao-tung	0	0	0	0
	董事 Director	復華商業銀行(股)公司代表人：林壹珊 Statutory representative of Fuhwa Commercial Bank Co., Ltd.: Lin Yi-shan	0	0	0	0
	監察人 Supervisor	復華商業銀行(股)公司代表人：劉基富 Statutory representative of Fuhwa Commercial Bank Co., Ltd.: Liu Chi-fu	0	0	0	0

註1：關係企業如為外國公司，列其職位相當者。

註2：被投資公司如為股份有限公司請填股數及持股比例，其他請填出資額及出資比例並予以註明。

註3：董事、監察人為法人時，應另加揭露代表人之相關資料。

註4：資料截止日 92 年 12 月 31 日

*1: In case of an affiliate as a foreign company, please enter the equivalent position.

*2: In the event that an investee is a company limited by shares, please enter the number of shares and the shareholding %. For other boxes, please remark the amounts of investment and the investment ratio.

*3: In case directors and supervisors as a judicial person, please additionally provide the particulars of the representative.

(四)關係企業營運概況

(IV) Business performance by affiliates:

單位：新臺幣千元
Unit:NT\$, thousands

企業名稱 Company name	資本額 Amount of capital	資產總值 Total asset value	負債總額 Total liabilities amount	淨值 Net worth	營業收入 Operating revenues	營業利益 Operating profits	本期損益 (稅後) Profit (loss) this term (After tax)	每股盈餘(元) (稅後) EPS (NT\$) (After tax)
復華商業銀行(股)公司 Fuhwa Commercial Bank Co., Ltd.	10,500,000	235,245,635	223,850,953	11,394,682	8,750,611	1,043,042	913,579	0.87
金復華租賃(股)公司 Fuhwa Leasing Co., Ltd.	199,880	154,735	3,389	151,346	1,378	(13,464)	2,208	0.11
復華財產保險代理人有限公司 Fuhwa Property Insurance Agency Co., Ltd.	3,600	7,306	2,113	5,193	4,197	1,038	875	2.43
復華人身保險代理人(股)公司 Fuhwa Life Insurance Agency Co., Ltd.	2,000	67,883	33,376	34,507	187,030	38,313	28,513	142.56

註1：所有關係企業不論規模大小，均應揭露。

註2：關係企業如為外國公司，相關數字應以報告日之兌換率換算為新台幣列示。

註3：資料截止日期：92年12月31日。

*1: All affiliates must be disclosed disregarding sizes of their scales.

*2: In case of an affiliate as a foreign company, please enter the figures concerned in New Taiwan Dollars duly converted at the exchange rate of the date of conversion.

*3: As of date: December 31, 2003

二、股利政策及執行情況

II. Dividend policy and enforcement:

(一)每股市價

(I) Market quotation per share:

單位：新臺幣千元
Unit:NT\$, dollars

項目 Descriptions	年度 Year	92年度 2003				91年度 2002			
		第一季 Quarter I	第二季 Quarter II	第三季 Quarter III	第四季 Quarter IV	第一季 Quarter I	第二季 Quarter II	第三季 Quarter III	第四季 Quarter IV
成交 價格 Closing price	最高 Highest	-	-	-	-	7.10	8.60	7.20 (註)(*)	-
	最低 Lowest	-	-	-	-	4.76	6.80	6.90 (註)(*)	-

(註)民國九十一年八月一日本公司依金融控股公司法之規定，以股份轉換方式加入復華金融控股股份有限公司成為其子公司，本公司之股票於九十一年七月二十二日停止交易買賣，並於八月一日下市，故九十一年度第三季僅為七月份之市價資訊。

(*) August 1, 2002, the Company, in accordance with the Financial Holding Company Law, joined Fuhwa Financial Holding Co., Ltd. by means of share swap to become the latter's subsidiary. The Company's stocks were suspended from trading on July 22, 2002 and withdrawn from the market on August 1 that year. Therefore, the information of Quarter III 2002 represents only the market quotation of July 2002.

(二)每股股利

(II) Dividend per share

(1)最近二年度已發放之股利

(1) Dividend paid over the past two years.

單位：新台幣元／每股
Expressed in NT Dollars, per share

項 目 Descriptions		年 度 Year	92年度 2003	91年度 2002
現金股利 Cash dividend			-	-
無償配股 Allocation without consideration	盈餘配股 Stocks allocated with earning		-	-
	資本公積配股 Stocks allocated with capital reserve		-	-
累積未付股利 Outstanding dividend accumulated			-	-

(2)股利政策

本公司為持續擴充營運規模與增加獲利能力，並兼顧資本適足率，採取剩餘股利政策。分派股息及紅利之種類，由董事會按當時金融環境、市場趨勢及本公司發展計劃，擬訂分派現金或股票之比例，但值本公司成長時期，分派股票之比例以不低於百分之八十為原則，惟必要時得經董事會同意後變更。其現金部分應於董事會通過盈餘分派之議案後分派之；股票股利部分應另俟取得主管機關核准文件後分派之。

分派條件與時機：本公司年度決算如有盈餘，於完納一切稅捐後應先彌補以往年度虧損，再就其盈餘提撥百分之三十為法定盈餘公積，並得提撥一部分作為特別盈餘公積或保留盈餘，如尚有餘額再做分派，股東股息及紅利分配百分之九八，員工紅利分配百分之二。法定盈餘公積未達資本總額前，最高現金盈餘分配，不得超過資本總額之百分之十五。法定盈餘公積已達其資本總額時，得不受前項規定之限制。

(2) Dividend policy:

The Company adopts the surplus dividend policy in an attempt to continually expand business horizon and boost profitability with consideration of capital adequacy. For dividend and bonus, the board of directors proposes the ratios for cash dividend or stock dividend on the grounds of the banking environments, market trends and the Company's development plans. While the Company is on the growing phase, the stock dividend shall not be below 80% on average which is, nevertheless, subject to change as consented by the board of directors. The cash dividend shall be allocated after the proposal passes the board of directors decision. The stock dividend may be allocated after the Company obtains approval from the competent authorities.

Terms and timing of allocation: From the profit earned by the Company as shown in the account closing in the current fiscal year, the sum to pay income tax and make up previous loss, if any shall be first withheld; and then 30% out of the balance shall be appropriated as legal reserve, and then certain ratio for special reserve or retained earning. Out of the further balance, 98% shall be bonus, dividend to shareholders, and 2% as bonus to employees. Until the legal reserve in accumulation is not yet up to the total amount of capital, the total cash dividend shall not exceed 15% of the total capital unless the total legal reserve in accumulation is up to the total capital, then the Company is free of such restriction.

三、内部控制聲明書

III. Internal Control Declaration

復華商業銀行股份有限公司

內部控制制度聲明書

Internal Control Declaration, Fuhwa Commercial Bank Co., Ltd.

復華商業銀行股份有限公司

內部控制制度聲明書

日期：九十三年四月二十九日

本公司民國九十二年一月一日至九十二年十二月三十一日之內部控制制度，依據自行檢查的結果，謹聲明如下：

- 一、本公司確知建立、實施和維護內部控制制度係本公司董事會及經理人之責任，本公司業已建立此一制度。其目的係在對營運之效果及效率(含獲利、績效及保障資產安全等)、財務報導之可靠性及相關法令之遵循等目標的達成，提供合理的確保。
- 二、內部控制制度有其先天限制，不論設計如何完善，有效之內部控制制度亦僅能對上述三項目標之達成提供合理的確保；而且，由於環境、情況之改變，內部控制制度之有效性可能隨之改變。惟本公司之內部控制制度設有自我監督之機制，缺失一經辨認，本公司即採取更正之行動。
- 三、本公司係依據財政部證券暨期貨管理委員會訂頒「證券暨期貨市場各服務事業建立內部控制制度處理準則」(以下簡稱「處理準則」)規定之內部控制制度有效性之判斷項目，判斷內部控制制度之設計及執行是否有效。該「處理準則」所採用之內部控制制度判斷項目，係為依管理控制之過程，將內部控制制度劃分為五個組成要素：1. 控制環境，2. 風險評估，3. 控制作業，4. 資訊及溝通，及5. 監督。每個組成要素又包括若干項目。前述項目請參見「處理準則」之規定。
- 四、本公司業已採用上述內部控制制度判斷項目，檢查內部控制制度之設計及執行的有效性。
- 五、本公司基於前項檢查結果，認為本公司上開期間的內部控制制度(含對子公司監理)，包括知悉營運之效果及效率目標達成之程度、財務報導之可靠性及相關法令之遵循有關的內部控制制度等之設計及執行係屬有效，其能合理確保上述目標之達成。
- 六、本聲明書將成為本公司年報及公開說明書之主要內容，並對外公開。上述公開之內容如有虛偽、隱匿等不法情事，將涉及證券交易法第二十條、第三十二條、第一百七十一條及第一百七十四條等之法律責任。
- 七、本聲明書業經本公司民國九十三年四月二十九日董事會通過，出席董事七人中，均同意本聲明書之內容，併此聲明。

復華商業銀行股份有限公司

董 事 長：



總 經 理：



四、最近二年度違法受處分及主要缺失與改善情形

IV. Penalties received as a result of offense against law, major shortcomings and corrective action taken over the past two years:

	案由及金額 Subjects and amounts
最近一年度負責人或職員因業務上違反法令經檢察官起訴者 Prosecution by the prosecutor upon the Company's responsible person or staff because of violation of law on business operation:	無 none
最近一年度違反銀行法經處以罰鍰者 Penalty fine imposed because of violation of Banking Law over the past year.	無 none
最近一年度缺失經財政部嚴予糾正者 Shortcomings taking place over the past year for which the Company received harsh rectification from the Ministry of Finance.	財政部因專案查核，其中公司增資之員工認股交易，南京東路分行未依規定處理轉帳交易，財政部函示「嚴予糾正」之檢查處理意見。 In the special audit by the Ministry of Finance, in the subscription to new shares by employees in the Nanking E. Road branch, the Company did not proceed with the case through account transfer as required. On the issue, the Ministry of Finance remarked the opinions of "stiff rectification" a letter.
最近一年度因人員舞弊、重大偶發案件或未切實依「金融機構安全維護注意要點」之規定致發生安全事故，其年度個別或合計實際損失逾五千萬元者 Loss(es) amounting to over NT\$50 million substantially in the year, individually or in total over the past year because of staff fraudulence, major contingencies or security incident because of violation of "Guidelines on Financial Institutions in Safety & Security".	無 none
其他 Other tips	無 none

五、九十二年度本行大事紀要

- 92.04.07:為增加信託商品，92.04.07財政部核准本行辦理「不動產信託」業務。
- 92.05.12:基於配合復華金控集團資源整合及統籌管理，將台中總行營業部北遷至台北市忠孝西路崇聖大樓一、二樓。
- 92.06.05:為利集團整體營運及統籌管理，在配合營業部北遷下，將總行管理單位遷移至台北市忠孝西路一段四號三、七樓，並自92年06月05日起進駐啟用。
- 92.07.21:為因應擁有為數眾多證券存款戶，利用金控集團資源，發揮交叉行銷綜效，於92年07月21日開辦「集保股票融資」業務。
- 92.07.25:為擴大本行營業版圖，提昇競爭力，概括承受「保證責任雲林縣斗六信用合作社」，並以07月25日為轉換基準日。
- 92.07.28:概括承受「保證責任雲林縣斗六信用合作社」衍生分行於07月28日正式以本行名義掛牌營運。
- 92.11.14:本行於92年11月14日獲財政部核准發行「貨幣市場共同基金」，成為國內第一家發行貨幣型基金的銀行。
- 92.12.29:為彌補虧損，訂定92年12月29日為本行減資基準日，減資後實收資本額為新台幣壹佰零五億元。

V. Key events taking place in Fuhwa in 2003:

- April 7, 2003:The Bank was approved by the Ministry of Finance on April 7, 2003 to proceed with the “real estate trust” services.
- May 12, 2003:Amidst the resource integration and management in package by the Fuhwa Financial Holding Co., Ltd., the Bank relocated the Business Dept. of the Taichung Head Office northbound to 1F, 2F of Chungsheng Bldg., Chunghsiao W. Road, Taipei. .
- June 5, 2003: To facilitate the overall business operation and management in package, in line with the relocation of the Business Dept. northward, the Bank relocated the Administration Division of the Head Office to 3F, 7F of 4 Chungsheng Bldg., Chunghsiao W. Road, Sec. 1, Taipei . The new offices were officially dedicated on June 5, 2003.
- July 21, 2003:To meet the needs for numerous securities deposit accounts which the Bank owns, the Bank launched the “centralized deposit stocks” on July 21, 2003, taking advantage of the resources of Fuhwa Financial Holding Co.,Ltd. and maximize the performance of cross-marketing.
- July 25, 2003:The Bank launched the Overall Takeover (Transfer) of Touliao Credit Cooperative, Yunlin County in an attempt to expand business horizons, taking July 25, 2003 as the base date of transfer.
- July 28, 2003:The Bank launched the Overall Takeover of Touliao Credit Cooperative, Yunlin County which officially launched business operation in the name of Fuhwa Commercial Bank on July 28, 2003.
- November 14, 2003:Fuhwa Commercial Bank was approved by the Ministry of Finance on November 14, 2003 to issue “Mutual Funds in the Money Market” as Taiwan’ s first bank which issues money-oriented funds.
- December 29, 2003:To make good losses, the Bank reduced capital, taking December 29, 2003 as the base date of capital deduction to make the total amount of paid-in capital at NT\$10.5 billion after the capital deduction.

全省營業單位

Head Office and Branches

總公司Head Office

100 台北市忠孝西路一段4號
No.4, Sec.1, Jhongsiao W. Rd., Taipei
City 100, Taiwan
TEL:(02)2380-1888

信託部Trust Department

100 台北市忠孝西路一段4號2樓
2F., No.4, Sec.1, Jhongsiao W. Rd.,
Taipei City 100, Taiwan
TEL: (02)2380-1888 FAX: (02)2380-
1940

國外部International Department

100 台北市忠孝西路一段4號2樓
2F., No.4, Sec.1, Jhongsiao W. Rd.,
Taipei City 100, Taiwan
TEL: (02)2380-1888 FAX: (02)2380-
1789

國際金融業務分行Offshore Banking Unit

100 台北市忠孝西路一段4號2樓
2F., No.4, Sec.1, Jhongsiao W. Rd.,
Taipei City 100, Taiwan
TEL: (02)2380-1888 FAX: (02)2380-
1789

財務部Finance Department

100 台北市忠孝西路一段4號7樓
7F., No.4, Sec.1, Jhongsiao W. Rd.,
Taipei City 100, Taiwan
TEL: (02)2380-1888 FAX: (02)2380-
1910

營業部Business Department

100 台北市忠孝西路一段4號
No.4, Sec.1, Jhongsiao W. Rd., Taipei
City 100, Taiwan
TEL: (02)2380-1799 FAX: (02)2380-
1700

台北分行Taipei Branch

106 台北市敦化南路一段325號
No.325, Sec.1, Dunhua S. Rd., Taipei
City 106, Taiwan
TEL: (02)2705-7888 FAX: (02)2755-
3751

南門分行Nanmeng Branch

100 台北市金華街17號
No.17, Jinhua St., Taipei City 100, Tai-
wan
TEL: (02)2396-9977 FAX: (02)2341-
0551

城東分行Chengtung Branch

104 台北市南京東路三段128號
No.128, Sec. 3, Nanjing E. Rd., Taipei
City 105, Taiwan
TEL: (02)8772-5788 FAX: (02)2577-
3648

南京東路分行Nanjing East Road Branch

105 台北市南京東路五段139之8號
No.139-8, Sec. 5, Nanjing E. Rd.,
Taipei City 105, Taiwan
TEL: (02)2756-3777 FAX: (02)2756-
3811

士林分行Shihlin Branch

103 台北市士林區中正路314號
No.314, Jhongheng Rd., Shihlin Dis-
trict, Taipei City 111, Taiwan
TEL: (02)2837-6638 FAX: (02)2835-
5886

永和分行Yonghe Branch

234 台北縣永和市中正路606號
No.606, Jhongheng Rd., Yonghe City,
Taipei County 234, Taiwan
TEL: (02)2232-5558 FAX: (02)2232-
5568

三重分行Sanchong Branch

241 台北縣三重市重新路三段111號
No.111, Sec. 3, Chongsin Rd., San-
chong City, Taipei County 241, Taiwan
TEL: (02)2983-2255 FAX: (02)2988-
5810

新莊分行Sinjhang Branch

242 台北縣新莊市中正路379號
No.379, Jhongheng Rd., Sinjhuang
City, Taipei County 242, Taiwan
TEL: (02)2206-7799 FAX: (02)2206-
9977

桃園分行Taoyuan Branch

330 桃園縣桃園市中山路429號
No.429, Jhongshan Rd., Taoyuan City,
Taoyuan County 330, Taiwan
TEL:(03)337-2211 FAX:(03)334-2381

中壢分行Chungli Branch

320 桃園縣中壢市普義路175號
175 Pu I Road, Chung Li, Taoyuan
County 320, Taiwan
TEL:(03)461-7878 FAX:(03)451-1804

南坎分行Nankan Branch

338 桃園縣蘆竹鄉中正路309號
No.309, Jhongheng Rd., Lujhu Town-
ship, Taoyuan County 338, Taiwan
TEL:(03)312-9550 FAX:(03)312-9551

平鎮分行Pingjhen Branch

320 桃園縣平鎮市環南路18號
No.18, Huannan Rd., Pingjhen City,
Taoyuan County 324, Taiwan
TEL:(03)494-2690 FAX:(03)494-3064

新竹分行Hsinchu Branch

300 新竹市民生路276號
No.276, Minsheng Rd., Hsinchu City
300, Taiwan
TEL:(03)545-6688 FAX:(03)545-6008

苗栗分行Miaoli Branch

360 苗栗縣苗栗市中正路458號
No.458, Jhongheng Rd., Miaoli City,
Miaoli County 360, Taiwan
TEL:(037)336-678 FAX:(037)336-718

台中分行Taichung Branch

400 台中市民權路66號
No.66, Mincyuan Rd., Taichung City
400, Taiwan
TEL:(04)2227-1799 FAX: (04)2227-
0499

復興分行Fusing Branch

402 台中市南區復興路一段269號
No.269, Sec. 1, Fusing Rd., South Dis-
trict, Taichung City 402, Taiwan
TEL: (04)2261-6889 FAX: (04)2262-
1060

文心分行Wunsin Branch

407 台中市西屯區文心路三段337號
No.337, Sec. 3, Wunsin Rd., Situn Dis-
trict, Taichung City 407, Taiwan

TEL: (04)2297-0068 FAX: (04)2296-
5966

北屯分行Beitun Branch

406 台中市北屯區昌平路一段30號
No.30, Sec. 1, Changping Rd., Beitun
District, Taichung City 406, Taiwan
TEL: (04)2232-9961 FAX: (04)2233-
1818

大里分行Dali Branch

412 台中縣大里市塗城路724號
No.724, Tucheng Rd., Dali City,
Taichung County 412, Taiwan
TEL: (04)2492-2288 FAX: (04)2493-
2355

豐原分行Fongyuan Branch

420 台中縣豐原市圓環西路23號
No.23, Yuanhuan W. Rd., Fongyuan
City, Taichung County 420, Taiwan
TEL: (04)2529-3366 FAX: (04)2529-
2605

大甲分行Dajia Branch

437 台中縣大甲鎮中山路一段833號
No.833, Sec. 1, Jhongshan Rd., Dajia
Township, Taichung County 437, Tai-
wan
TEL: (04)2688-6088 FAX: (04)2688-
6366

沙鹿分行Shalu Branch

433 台中縣沙鹿鎮中山路535號
No.535, Jhongshan Rd., Shalu Town-
ship, Taichung County 433, Taiwan
TEL: (04)2665-6656 FAX: (04)2665-
6503

草屯分行Caotun Branch

542 南投縣草屯鎮太平路二段118號
No.118, Sec. 2, Taiping Rd., Caotun
Township, Nantou County 542, Taiwan
TEL: (049)232-1661 FAX: (049)232-
1800

彰化分行Changhua Branch

500 彰化縣彰化市中山路二段898號
No.898, Sec. 2, Jhongshan Rd.,
Changhua City, Changhua County 500,
Taiwan
TEL: (04)726-7001 FAX: (04)726-
6992

員林分行Yuanlin Branch

510 彰化縣員林鎮大同路二段283號
No.283, Sec. 2, Datong Rd., Yuanlin
Township, Changhua County 510, Tai-
wan
TEL: (04)835-6403 FAX: (04)835-
2653

鹿港分行Lugang Branch

505 彰化縣鹿港鎮中山路321號
No.321, Jhongshan Rd., Lugang Town-
ship, Changhua County 505, Taiwan
TEL: (04)778-5799 FAX: (04)777-
9779

北斗分行Beidou Branch

521 彰化縣北斗鎮光復路166號
No.166, Guangfu Rd., Beidou Town-
ship, Changhua County 521, Taiwan
TEL: (04)887-3881 FAX: (04)887-
3886

溪湖分行Sihu Branch

514 彰化縣溪湖鎮東環路555號
No.555, Donghuan Rd., Sihu Township,
Changhua County 514, Taiwan
TEL: (04)882-5656 FAX: (04)882-5626

斗信分行Doushin Branch

640 雲林縣斗六市文化路29號
No.29, Wunhua Rd., Douliou City,
Yunlin County 640, Taiwan
TEL: (05)535-1799 FAX: (05)535-1313

斗南分行Dounan Branch

640 雲林縣斗南鎮中山路67號
No.67, Jhongsan Rd., Dounan Town-
ship, Yunlin County 630, Taiwan
TEL: (05)597-1138 FAX: (05)597-1139

虎尾分行Huwei Branch

632 雲林縣虎尾鎮和平路1號
No.1, Heping Rd., Huwei Township,
Yunlin County 632, Taiwan
TEL: (05)633-9169 FAX: (05)633-9423

古坑分行Gukeng Branch

640 雲林縣古坑鄉中山路226-1號
No.226-1, Jhongsan Rd., Gukeng
Township, Yunlin County 646, Taiwan
TEL: (05)582-6271 FAX: (05)582-6274

莿桐分行Cihdong Branch

640 雲林縣莿桐鄉中正路170號
No.170, Jhongheng Rd., Cihdong
Township, Yunlin County 647, Taiwan
TEL: (05)584-9401 FAX: (05)584-9407

嘉義分行Chiayi Branch

600 嘉義市中興路185號
No.185, Jhongsing Rd., Chiayi City
600, Taiwan
TEL: (05)232-7469 FAX: (05)232-6415

永康分行Yongkang Branch

710 台南縣永康市小東路511號
No.511, Siaodong Rd., Yongkang City,
Tainan County 710, Taiwan
TEL: (06)312-6789 FAX: (06)312-1228

佳里分行Jiali Branch

722 台南縣佳里鎮文化路278號
No.278, Wunhua Rd., Jiali Township,
Tainan County 722, Taiwan
TEL: (06)721-4888 FAX: (06)721-0249

高雄分行Kaohsiung Branch

800 高雄市新興區民族二路36號
No.36, Minzu 2nd Rd., Sinsing District,
Kaohsiung City 800, Taiwan
TEL: (07)222-9688 FAX: (07)225-7728

博愛分行Boai Branch

813 高雄市左營區明誠二路491號
No.491, Mingcheng 2nd Rd., Zuoying
District, Kaohsiung City 813, Taiwan
TEL: (07)558-6088 FAX: (07)558-3699

三民分行Sanmin Branch

807 高雄市三民區建工路661號

No.661, Jiangong Rd., Sanmin District,
Kaohsiung City 807, Taiwan
TEL: (07)395-1588 FAX: (07)395-3288

鳳山分行Fongshan Branch

830 高雄縣鳳山市五甲二路280號
No.280, Wujia 2nd Rd., Fongshan City,
Kaohsiung County 830, Taiwan
TEL: (07)715-2700 FAX: (07)715-8500

屏東分行Pingtung Branch

900 屏東縣屏東市公園路25號
No.25, Gongyuan Rd., Pingtung City,
Pingtung County 900, Taiwan
TEL: (08)733-7889 FAX: (08)765-6566

東信分行Tungshin Branch

950 台東縣台東市中華路一段427號
No.427, Sec. 1, Jhonghua Rd., Taitung
City, Taitung County 950, Taiwan
TEL: (089)324-351 FAX: (089)324-734

台東分行Taitung Branch

950 台東縣台東市中山路345號
No.345, Jhongsan Rd., Taitung City,
Taitung County 950, Taiwan
TEL: (089)336-127 FAX: (089)336-128

馬蘭分行Malan Branch

950 台東縣台東市更生路560號
No.560, Gengsheng Rd., Taitung City,
Taitung County 950, Taiwan
TEL: (089)326-171 FAX: (089)356-055

卑南分行Beinan Branch

950 台東縣台東市更生北路257巷8號
No.8, Lane 257, Gengsheng N. Rd.,
Taitung City, Taitung County 950, Tai-
wan
TEL: (089)222-685 FAX: (089)222-686

知本分行Jihbhen Branch

950 台東縣台東市知本路三段211號
No.211, Sec. 3, Jihbhen Rd., Taitung
City, Taitung County 950, Taiwan
TEL: (089)513-133 FAX: (089)513-133

豐榮分行Fengjung Branch

950 台東縣台東市中華路二段61號
No.61, Sec. 2, Jhonghua Rd., Taitung
City, Taitung County 950, Taiwan
TEL: (089)327-166 FAX: (089)327-166

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