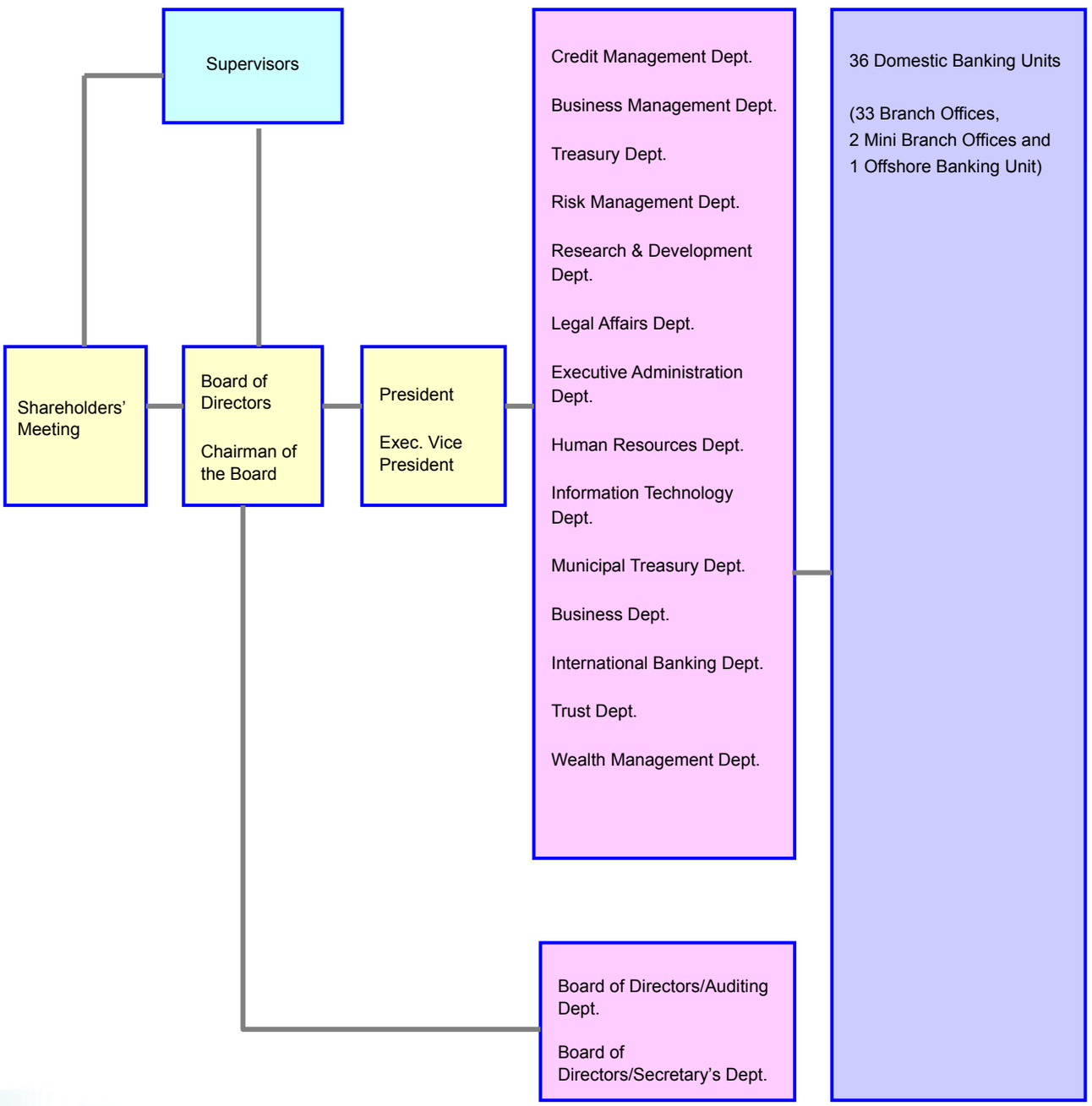
III. Corporate Governance Report

3.1 Organization

3.1.1 Organization Chart



3.1.2 Major Corporate Functions

Credit Management Dept.：
Planning, promotion, review, credit investigation, management for loans and credit cards, economic studies, and appraisal of collateral and related business guidance and consulting.

Business Management Dept.：
Management, planning and accounting and statistics for budget and final accounts of the whole business of the Bank except credit, foreign exchange, and trust business; processing of public-benefit lotteries and agent services for other related business.

Treasury Dept.：
Capital management; undertake, purchase & sell of marketable securities underwriting; purchase & sell of government bonds; brokerages, purchase & sell, certification and underwriting of short-term notes; acting as the agent for raising government bonds and handling related repayment; planning and execution of investment (excluding long-term equity investment); and management of assets and liabilities.

Risk Management Dept.：
Planning and supervision of the Bank's risk control.

Research & Development Dept.：
Synthetic planning, research, development and innovation of operation. Assessment, long-term equity investment, application for new branches, relocation planning, application for manager's certificates, credit rating, compilation of annual reports.

Legal Affairs Dept.：
Affairs related to justice and non-performing loans. Planning, management and execution of compliance with the systems governed by laws and regulations.

Executive Administration Dept.：
General administration, cash payment and receiving, fixing and maintenance, property, documentation, seals, public relations, bill protection and security of branches, and other affairs irrelevant to financial business which are not managed by any unit of the head office.

Human Resources Dept.：
Planning, assessment, management, business trips and leaves, training, wages, welfare, and retirement pay and pension of human resources and labor-capital relations.

Information Technology Dept.：
Planning, design and operating management of automatization.

Municipal Treasury Dept.：
Design and promotion for business of Municipal and City treasuries. Custody of City-owned securities. Guidance and supervision on branch business.

Business Dept.：
Various types of deposits, loans, foreign exchange, domestic remittance, guarantee, cash payment and receiving, capital management, and other financial service.

International Banking Dept.：
Managing, Planning and promotion of foreign remittance, deposits, loans, guarantee, cash payment and receiving and other foreign exchange business.

Trust Dept.：
Handling trust business approved by the central competent authority with planning, promotion, and execution of subsidiary business.

Wealth Management Dept.：
Programming, promotion and execution of wealth management business, management and appraisal of wealth management personnel, and guidance of the marketing planning and management of banking insurance.

3.2 Directors, Supervisors and Management Team

3.2.1 Directors & Supervisors

A. Information on Directors & Supervisors

2012.04.23

Title	Name	Date Elected	Term (Years)	Date First Elected	Shareholding When Elected (Joint Shareholding in Kaohsiung City Government)		Current Shareholding (Joint Shareholding in Kaohsiung City Government)	
					Shares	%	Shares	%
Chairman	Hsian Chung Tsai (Representative of Kaohsiung City Government)	2011.06.22	2014.06.15	2011.06.22	242,236,966	46.07	320,094,217	45.28
Independent Director and Managing Director	Wen-Yuan Lin	2011.06.16	2014.06.15	2008.06.19	0	0	0	0
Managing Director	Ruey-Tsang Lee (Representative of Kaohsiung City Government)	2011.06.16	2014.06.15	2011.06.16	242,236,966	46.07	320,094,217	45.28
Independent Director	Mei-Yueh Ho	2011.06.16	2014.06.15	2008.06.19	0	0	0	0
Independent Director	Tzen-Ping Su	2011.06.16	2014.06.15	2011.06.16	0	0	0	0
Director	Richard Lee (Representative of Kaohsiung City Government)	2011.06.16	2014.06.15	2011.06.16	242,236,966	46.07	320,094,217	45.28
Director	Yuan- Pei Chou (Representative of Kaohsiung City Government)	2011.06.16	2014.06.15	2008.06.19	242,236,966	46.07	320,094,217	45.28
Director	Jueifang P. Chen (Representative of Kaohsiung City Government)	2011.06.16	2014.06.15	2005.03.15	242,236,966	46.07	320,094,217	45.28
Director	Li- Ming Hsu (Representative of Kaohsiung City Government)	2011.06.16	2014.06.15	2009.06.18	242,236,966	46.07	320,094,217	45.28
Director	Chien-Tsai Chao (Representative of Kaohsiung City Government)	2011.06.16	2014.06.15	2009.06.18	242,236,966	46.07	320,094,217	45.28
Director	Wen-Ching Yang (Representative of Heng Fong Asset Management Co., Ltd.)	2011.06.16	2014.06.15	2011.06.16	100,000	0.02	111,500	0.02
Director	Lai-Chuan Chang (Representative of Kaohsiung City Government)	2012.02.20	2014.06.15	2007.07.06	242,236,966	46.07	320,094,217	45.28
Supervisor	Tsai Yung Yu (Representative of Jinn Her Enterprise Co., Ltd.)	2011.06.16	2014.06.15	2011.06.16	1,028,000	0.2	23,521,348	3.33
Supervisor	Yu-Hui Su	2011.06.16	2014.06.15	2002.06.20	0	0	0	0
Supervisor	Shan-Hui Chang	2011.06.16	2014.06.15	2008.06.19	0	0	0	0

Note：1. The names of juridical person shareholders, please refer to page 12 “Major Shareholders of the institutional.”

2. Chaiman Chung-Dar Lei was resigned on Jun. 16, 2011, and Hsian Chung Tsai was appointed to be Chairman on Jun. 22, 2011.
3. Managing Director Chien-Sheng Hao was appointed to be Supervisor by the juridical person shareholder, Kaohsiung City Government, on Mar. 28, 2001~Aug. 1, 2002, and on Jun. 23, 2005~Jun. 18, 2008, and elected as Director on Jun. 19, 2008, and elected as Managing Director on Jun. 18, 2009, and elected as Director on July 16, 2011, and resigned on Jan. 9, 2012.
4. Director Li- Ming Hsu was appointed to be Supervisor by the juridical person shareholder, Kaohsiung City Government, on July 6, 2007~Jun.19, 2008, and elected as Director on Jun. 18, 2009.

Name	Spouse & Minor Shareholding		Shareholding by Nominee Arrangement		Experience（Education）	Other Position	Executives, Directors or Supervisors who are spouse or within tow degree of kinship		
	Shares	%	Shares	%			Title	Name	Relation
Hsian Chung Tsai (Representative of Kaohsiung City Government)	0	0	0	0	Vice President, First Financial Holding	Director, Waterland Securities Co., Ltd.； Supervisor, Taiwan Finance Corporation Co., Ltd.	None	None	None
Wen-Yuan Lin	0	0	0	0	Independent Director, Bank of Kaohsiung	Director, Tatung Co., Ltd.；Director, The Pen Bay International Ltd.	None	None	None
Ruey-Tsang Lee (Representative of Kaohsiung City Government)	0	0	0	0	Director, Finance Bureau KaohsiungCity Government	None	None	None	None
Mei-Yueh Ho	0	0	0	0	Independent Director, Bank of Kaohsiung	Independent Director, AU Optronics Corporation	None	None	None
Tzen-Ping Su	0	0	0	0	Chairman, Central News Agency, CNA	Chairman, Advance Media Social Enterprise Co., Ltd.	None	None	None
Richard Lee (Representative of Kaohsiung City Government)	0	0	0	0	Arbitrator, The Arbitration Association of The Republic of China	Partner Attorney, Yuan Chen Law Office	None	None	None
Yuan- Pei Chou (Representative of Kaohsiung City Government)	0	0	0	0	President, and Secretary General, Kaohsiung BAR Association	Routine Supervisor, Kaohsiung BAR Association	None	None	None
Jueifang P. Chen (Representative of Kaohsiung City Government)	0	0	0	0	MBA, Northern Arizona University	Senior Staff Officer, Bank of Kaohsiung	None	None	None
Li- Ming Hsu (Representative of Kaohsiung City Government)	0	0	0	0	Directo, Research,Development and Evaluation Commission, Kaohsiung City Government	None	None	None	None
Chien-Tsai Chao (Representative of Kaohsiung City Government)	0	0	0	0	President, Tang Eng Iron Works co., Ltd.	President, Chyang Dah Stainless co., Ltd.	None	None	None
Wen-Ching Yang (Representative of Heng Fong Asset Management Co., Ltd.)	0	0	0	0	Vice Chief, Inspection Bureau of Financial Supervisory Commission Executive Yuan, R.O.C.	Director, Heng Fong Asset Management Co., Ltd.、Director, Chengsin Manages Consultant	None	None	None
Lai-Chuan Chang (Representative of Kaohsiung City Government)	0	0	0	0	Consultant, Kaohsiung City Government	Director, Yongyang Fire Control Safety Equipment Co., Ltd.	None	None	None
Tsai Yung Yu (Representative of Jinn Her Enterprise Co., Ltd.)	0	0	0	0	President, Jinn Her Enterprise Co., Ltd.	Chairman, Jinn Her Enterprise Co., Ltd.	None	None	None
Yu-Hui Su	0	0	0	0	Accounting Doctor, Department and Graduate Institute of Business Administration, National Taiwan University	Supervisor, IP Fune Nine Investment Ltd.; Supervisor, Makealot Industrial Co., Ltd.; Supervisor, CPC Corporation, Taiwan; Director, Grand Cathay Venture Capital Ⅲ Co., Ltd.	None	None	None
Shan-Hui Chang	0	0	0	0	Chairman,Wetec International CPAS.	Head of EnWise CPAs & Co., Kaohsiung Location	None	None	None

B. Major shareholders of the institutional shareholders

Name of institutional shareholders	Major shareholders of theinstitutional shareholders
Kaohsiung City Government	None
Heng Fong Asset Management Co., Ltd.	Wen-Ching Yang, Hsing-Chun Kao
Jinn Her Enterprise Co., Ltd.	Tsai Yung Yu, Yung-Chuan Tsai, His-Hui Chen, Hsiung-Tien Tsai

Note：Major shareholders of the major shareholders that are juridical persons：none

C. Professional qualifications and independence analysis of directors and supervisors

Criteria / Name	Meet One of the Following Professional Qualification Requirements, Together with at Least Five Years Work Experience			Number of Other Public Companies in Which the Individual is Concurrently Serving as an Independent Director
	An Instructor or Higher Position in a Department of Commerce, Law, Finance, Accounting, or Other Academic Department Related to the Business Needs of the Company in a Public or Private Junior College, College or University	A Judge, Public Prosecutor, Attorney, CPA, or Other Professional or Technical Specialist Who has Passed a National Examination and been Awarded a Certificate in a Profession Necessary for the Business of the Company	Have Work Experience in the Areas of Commerce, Law, Finance, or Accounting, or Otherwise Necessary for the Business of the Company	
Hsian Chung Tsai			V	0
Wen-Yuan Lin			V	0
Ruey-Tsang Lee			V	0
Mei-Yueh Ho			V	1
Tzen-Ping Su			V	0
Richard Lee		V		0
Yuan- Pei Chou		V	V	0
Jueifang P. Chen			V	0
Li- Ming Hsu			V	0
Chien-Tsai Chao			V	0
Wen-Ching Yang		V	V	0
Lai-Chuan Chang			V	0
Tsai Yung Yu			V	0
Yu-Hui Su	V	V	V	0
Shan-Hui Chang		V	V	0

Criteria / Name	Independence Criteria (Note)									
	1	2	3	4	5	6	7	8	9	10
Hsian Chung Tsai			V	V	V	V	V	V	V	
Wen-Yuan Lin	V		V	V	V	V	V	V	V	V
Ruey-Tsang Lee	V		V	V		V	V	V	V	
Mei-Yueh Ho	V		V	V	V	V	V	V	V	V
Tzen-Ping Su	V		V	V	V	V	V	V	V	V
Richard Lee	V		V	V	V	V	V	V	V	
Yuan-Pei Chou	V		V	V	V	V	V	V	V	
Jueifang P. Chen			V	V	V	V	V	V	V	
Li- Ming Hsu	V		V	V		V	V	V	V	
Chien-Tsai Chao	V		V	V	V	V	V	V	V	
Wen-Ching Yang	V		V	V	V	V	V	V	V	
Lai-Chuan Chang	V		V	V	V	V	V	V	V	
Tsai Yung Yu	V		V	V	V	V	V	V	V	
Yu-Hui Su	V		V	V	V	V	V	V	V	V
Shan-Hui Chang	V		V	V	V	V	V	V	V	V

Note：Please tick the corresponding boxes if directors or supervisors have been any of the following during the two years prior to being elected or during the term of office.

1. Not an employee of the Bank or any of its affiliates.
2. Not a director or supervisor of the Bank or any of its affiliates. The same does not apply, however, in cases where the person is an independent director of the Bank, its parent company, or any subsidiary in which the Bank holds, directly or indirectly, more the 50% of the voting shares.
3. Not a natural-person shareholder who holds shares, together with those held by the person's spouse, minor children, or held by the person under others' names, in an aggregate amount of 1% or more of the total number of outstanding share of the Bank or ranking in the top 10 in holdings.
4. Not a spouse, relative within the second degree of kinship, or lineal relative within the fifth degree of kinship, of any of the persons in the preceding three subparagraphs.
5. Not a director, supervisor, or employee of a corporate shareholder that directly holds 5% or more of the total number of outstanding share of the Bank or that holds shares ranking in the top five in holdings.
6. Not a director, supervisor, officer, or shareholder holding 5% or more of the share, of a specified company or institution that has a financial or business relationship with the Bank.
7. Not a professional individual who, or an owner, partner, director, supervisor, or officer of a sole proprietorship, partnership, company, or institution that, provides commercial, legal, financial, accounting services or consultation to the Bank or to any affiliate of the Bank, or a spouse therof.
8. Not having a marital relationship, or a relative within the second degree of kinship to any other director of the Bank.
9. Not been a person of any conditions defined in Article 30 of the Company Law.
10. Not a governmental, juridical person or its representative as defined in Article 27 of the Company Law.

3.2.2 Management Team

2012.04.23

Title	Name	Date Effective	Shareholding		Spouse & Minor Shareholding		Sharesholding by Nominee Arrangement	
			Shares	%	Shares	%	Shares	%
President	Jeff Chen	2012.04.23	0	0	0	0	0	0
Exec. Vice President	Chun-Ching Ko	2009.09.01	37,354	0.0053	0	0	0	0
Exec. Vice President	Yi-Jong Liou	2009.11.01	20,477	0.0029	0	0	0	0
Chief Auditor	Chung-Chen Lin	2011.01.18	20,376	0.0029	0	0	0	0
Chief Secretary	Tsui-Mei Hsu	2000.08.28	79,289	0.0112	0	0	0	0
Business Management Dept., Vice President and General Manager	Ming-Hung Wu	2010.03.01	51,758	0.0073	0	0	0	0
Research & Development Dept., Vice President and General Manager	Johnson Huang	2009.04.21	14,229	0.0020	0	0	0	0
Risk Management Dept., Vice President and General Manager	Ting-Lien Lin	2007.04.26	34,825	0.0049	0	0	0	0
Credit Management Dept., Vice President and General Manager	Jin-Ann Wang	2007.04.26	68,731	0.0097	0	0	0	0
Human Resources Dept., Vice President and General Manager	Mei-Ling Chen	2010.03.01	45,957	0.0065	0	0	0	0
Executive Administration Dept., Vice President and General Manager	Trey-Shin Lee	2010.03.01	44,867	0.0063	921	0.0001	0	0
Legal Affair Dept., Vice President and General Manager	Te-Chin Chou	2005.02.24	19,052	0.0027	0	0	0	0
Treasury Dept., Vice President and General Manager and OBU, General Manager	J.C. Shou-Jen Chen	2008.04.01	107,448	0.0152	0	0	0	0
Information Technology Dept., Vice President and General Manager	I-Fen Chen	2011.02.24	82,129	0.0116	0	0	0	0
Municipal Treasury Dept., General Manager	Pi-Jung Ko	2002.08.01	50,289	0.0074	0	0	0	0
Business Dept., General Manager	Anna Hsu	2010.03.01	14,025	0.0020	0	0	0	0
International Banking Dept., General Manager	Ming-Jong Su	2010.03.01	120,646	0.0171	0	0	0	0
Trust Dept., General Manager	Shiow-Jen Tsai	2011.10.26	27,605	0.0039	0	0	0	0
Wealth Management Dept., General Manager	Jung-Tai Chang	2007.04.26	13,805	0.0020	0	0	0	0
Chi Hsien Branch, General Manager	Chin-Tzay Yan	2006.05.04	19,471	0.0028	0	0	0	0
Feng Shan Branch, General Manager	Chung-Hui Wang	2010.03.08	19,612	0.0028	0	0	0	0
Chien Chin Branch, General Manager	Yi-Chen Yu	2010.03.01	18,625	0.0026	0	0	0	0
San Min Branch, General Manager	Yen-Ching Hsien	2008.04.01	28,778	0.0041	0	0	0	0
Tso Ying Branch, General Manager	Mei-Chu Chang	2012.04.03	31,613	0.0045	0	0	0	0

Title	Name	Date Effective	Shareholding		Spouse & Minor Shareholding		Sharesholding by Nominee Arrangement	
			Shares	%	Shares	%	Shares	%
Hsiao Kang Branch, General Manager	Jin-Biau Tsai	2009.11.01	30,018	0.0042	0	0	0	0
Tao Yuan Branch, General Manager	Chuan- Pin Kao	2009.10.22	14,170	0.0020	0	0	0	0
Chien Chen Branch, General Manager	Chi-Jen Lin	2008.04.01	38,886	0.0049	1,300	0.0002	0	0
Yu Chang Branch, General Manager	Ming-Fu Hsieh	2011.03.07	14,226	0.0020	0	0	0	0
Wan Nei Branch, General Manager	Yuan-Chin Shiang	2011.10.26	64,189	0.0091	0	0	0	0
Pin Tung Branch, General Manager	Hsien-Cheng Huang	2011.03.07	26,612	0.0038	23,642	0.0033	0	0
Kwei Lin Branch, General Manager	Chi-chang Chen	2010.03.01	24,230	0.0034	0	0	0	0
Liu Ho Branch, General Manager	Ju-Chen Lu	2008.04.01	28,887	0.0041	11,150	0.0016	0	0
Nan Tze Branch, General Manager	Wei-Min Wu	2011.10.26	18,394	0.0026	0	0	0	0
Ku Shan Branch, General Manager	Cia-Cheng Wu	2009.04.01	20,000	0.0028	0	0	0	0
Chien Kuo Branch, General Manager	Hsien-Kuo Chen	2011.10.26	18,948	0.0027	68,891	0.0097	0	0
Chiu Ju Branch, General Manager	Shiu-Hui Liu	2011.03.07	17,905	0.0025	0	0	0	0
Yen Cheng Mini Branch, General Manager	Shiow-Lien Su	2011.10.26	80,001	0.0113	0	0	0	0
Tsao Ya Branch, General Manager	Ching-Tsan Chen	2011.10.26	19,385	0.0027	0	0	0	0
Banciao Branch, General Manager	Te-Ching Wan	2011.10.26	37,960	0.0054	0	0	0	0
Tai Nan Branch, General Manager	Ming-Ta Yang	2011.10.26	13,555	0.0019	0	0	0	0
San To Branch, General Manager	Hueng-Fen Yen	2008.04.01	20,518	0.0029	0	0	0	0
Da Fa Branch, General Manager	Wen-Hau Sher	2012.04.03	20,727	0.0029	0	0	0	0
Ta Chih Branch, General Manager	Aaron Ting	2006.02.06	18,647	0.0026	0	0	0	0
Tai Chung Branch, General Manager	Duncan Tsai	2002.08.22	19,719	0.0028	0	0	0	0
Chi Chin Mini Branch, General Manager	Fang-Lan Lin	2012.04.03	13,654	0.0019	0	0	0	0
Nan Kaohsiung Branch, General Manager	Shen-Wen Guo	2007.08.01	19,842	0.0028	1,672	0.0002	0	0
Ta Chang Branch, General Manager	Wen-Lueh Su	2012.04.03	20,026	0.0028	0	0	0	0
Hsin Chu Branch, General Manager	Hsien- Chung Liao	2010.03.08	13,565	0.0019	0	0	0	0
Shih Fu Branch, General Manager	Chiu-Chin Huang	2008.04.01	27,965	0.0040	0	0	0	0
Chung Ho Branch, General Manager	Don Huang	2006.09.01	20,240	0.0029	0	0	0	0
Taipei Branch, General Manager	Chuck Chen	2009.09.01	21,353	0.0030	0	0	0	0
Min Cheng Branch, General Manager	Li-Hwa Chen	2012.04.03	68,891	0.0097	18,948	0.0027	0	0
Pei Kaohsiung Branch, General Manager	Hwa-Jen Lee	2008.04.01	20,118	0.0028	0	0	0	0
Po Ai Branch, General Manager	Yeh-Shing Wang	2005.03.03	19,287	0.0027	0	0	0	0

Title	Name	Experience (Education)	Other Position	Managers who are Spouses or Within Two Degree of Kinship		
				Title	Name	Relation
President	Jeff Chen	Exec. Vice President, First Commercial Bank	None	None	None	None
Exec. Vice President	Chun-Ching Ko	Exec. Vice President, Bank of Kaohsiung	Supervisor, Taiwan Finance Co.,Ltd	None	None	None
Exec. Vice President	Yi-Jong Liou	Exec. Vice President, Bank of Kaohsiung	Director, Kaohsiung Bank General Insurance Agency Co.,Ltd.	None	None	None
Chief Auditor	Chung-Chen Lin	Chief Auditor, Bank of Kaohsiung	None	None	None	None
Chief Secretary	Tsui-Mei Hsu	Chief Secretary, Bank of Kaohhsiung	None	None	None	None
Business Management Dept., Vice President and General Manager	Ming-Hung Wu	Vice President and General Manager, Bank of Kaohsiung	None	None	None	None
Research & Development Dept., Vice President and General Manager	Johnson Huang	Vice President and General Manager, Bank of Kaohsiung	None	None	None	None
Risk Management Dept., Vice President and General Manager	Ting-Lien Lin	Vice President and General Manager, Bank of Kaohsiung	Supervisor, Kaohsiung Bank Insurance Agency Co.,Ltd.& Kaohsiung Bank General Insurance Agency Co.,Ltd.	None	None	None
Credit Management Dept., Vice President and General Manager	Jin-Ann Wang	Vice President and General Manager, Bank of Kaohsiung	Director, Kaohsiung Bank General Insurance Agency Co.,Ltd.	None	None	None
Human Resources Dept., Vice President and General Manager	Mei-Ling Chen	Vice President and General Manager, Bank of Kaohsiung	Director, Kaohsiung Bank Insurance Agency Co.,Ltd.& Kaohsiung Bank General Insurance Agency Co.,Ltd.	None	None	None
Executive Administration Dept., Vice President and General Manager	Trey-Shin Lee	Vice President and General Manager, Bank of Kaohsiung	None	None	None	None
Legal Affair Dept., Vice President and General Manager	Te-Chin Chou	Vice President and General Manager, Bank of Kaohsiung	Supervisor, Kaohsiung Bank Insurance Agency Co.,Ltd.& Kaohsiung Bank General Insurance Agency Co.,Ltd.	None	None	None
Treasury Dept., Vice President and General Manager and OBU, General Manager	J.C. Shou-Jen Chen	Vice President and General Manager, Bank of Kaohsiung	None	None	None	None
Information Technology Dept., Vice President and General Manager	I-Fen Chen	Vice President and General Manager, Bank of Kaohsiung	None	None	None	None
Municipal Treasury Dept., General Manager	Pi-Jung Ko	General Manager, Bank of Kaohsiung	None	None	None	None
Business Dept., General Manager	Anna Hsu	General Manager, Bank of Kaohsiung	None	None	None	None
International Banking Dept., General Manager	Ming-Jong Su	General Manager, Bank of Kaohsiung	None	None	None	None
Trust Dept., General Manager	Shiow-Jen Tsai	General Manager, Bank of Kaohsiung	None	None	None	None
Wealth Management Dept., General Manager	Jung-Tai Chang	General Manager, Bank of Kaohsiung	Director, Kaohsiung Bank Insurance Agency Co., Ltd.& Kaohsiung Bank General Insurance Agency Co., Ltd.	None	None	None
Chi Hsien Branch, General Manager	Chin-Tzay Yan	General Manager, Bank of Kaohsiung	None	None	None	None
Feng Shan Branch, General Manager	Chung-Hui Wang	General Manager, Bank of Kaohsiung	None	None	None	None
Chien Chin Branch, General Manager	Yi-Chen Yu	General Manager, Bank of Kaohsiung	None	None	None	None

Title	Name	Experience (Education)	Other Position	Managers who are Spouses or Within Two Degree of Kinship		
				Title	Name	Relation
San Min Branch, General Manager	Yen-Ching Hsien	General Manager, Bank of Kaohsiung	None	None	None	None
Tso Ying Branch, General Manager	Mei-Chu Chang	General Manager, Bank of Kaohsiung	None	None	None	None
Hsiao Kang Branch, General Manager	Jin-Biau Tsai	General Manager, Bank of Kaohsiung	None	None	None	None
Tao Yuan Branch, General Manager	Chuan- Pin Kao	General Manager, Bank of Kaohsiung	None	None	None	None
Chien Chen Branch, General Manager	Chi-Jen Lin	General Manager, Bank of Kaohsiung	None	None	None	None
Yu Chang Branch, General Manager	Ming-Fu Hsieh	General Manager, Bank of Kaohsiung	None	None	None	None
Wan Nei Branch, General Manager	Yuan-Chin Shiang	General Manager, Bank of Kaohsiung	None	None	None	None
Pin Tung Branch, General Manager	Hsien-Cheng Huang	General Manager, Bank of Kaohsiung	None	None	None	None
Kwei Lin Branch, General Manager	Chi-chang Chen	General Manager, Bank of Kaohsiung	None	None	None	None
Liu Ho Branch, General Manager	Ju-Chen Lu	General Manager, Bank of Kaohsiung	None	None	None	None
Nan Tze Branch, General Manager	Wei-Min Wu	General Manager, Bank of Kaohsiung	None	None	None	None
Ku Shan Branch, General Manager	Cia-Cheng Wu	General Manager, Bank of Kaohsiung	None	None	None	None
Chien Kuo Branch, General Manager	Hsien-Kuo Chen	General Manager, Bank of Kaohsiung	None	General Manager	Li-Hwa Chen	Spouse
Chiu Ju Branch, General Manager	Shiu-Hui Liu	General Manager, Bank of Kaohsiung	None	None	None	None
Yen Cheng Mini Branch, General Manager	Shiow-Lien Su	General Manager, Bank of Kaohsiung	None	None	None	None
Tsao Ya Branch, General Manager	Ching-Tsan Chen	General Manager, Bank of Kaohsiung	None	None	None	None
Banciao Branch, General Manager	Te-Ching Wan	General Manager, Bank of Kaohsiung	None	None	None	None
Tai Nan Branch, General Manager	Ming-Ta Yang	General Manager, Bank of Kaohsiujg	None	None	None	None
San To Branch, General Manager	Hueng-Fen Yen	General Manager, Bank of Kaohsiujg	None	None	None	None
Da Fa Branch, General Manager	Wen-Hau Sher	General Manager, Bank of Kaohsiung	None	None	None	None
Ta Chih Branch, General Manager	Aaron Ting	General Manager, Bank of Kaohsiung	None	None	None	None
Tai Chung Branch, General Manager	Duncan Tsai	General Manager, Bank of Kaohsiung	None	None	None	None
Chi Chin Mini Branch, General Manager	Fang-Lan Lin	General Manager, Bank of Kaohsiung	None	None	None	None
Nan Kaohsiung Branch, General Manager	Shen-Wen Guo	General Manager, Bank of Kaohsiung	None	None	None	None
Ta Chang Branch, General Manager	Wen-Lueh Su	General Manager, Bank of Kaohsiung	None	None	None	None
Hsin Chu Branch, General Manager	Hsien- Chung Liao	General Manager, Bank of Kaohsiung	None	None	None	None
Shih Fu Branch, General Manager	Chiu-Chin Huang	General Manager, Bank of Kaohsiung	None	None	None	None
Chung Ho Branch, General Manager	Don Huang	General Manager, Bank of Kaohsiung	None	None	None	None
Taipei Branch, General Manager	Chuck Chen	General Manager, Bank of Kaohsiung	None	None	None	None
Min Cheng Branch, General Manager	Li-Hwa Chen	General Manager, Bank of Kaohsiung	None	General Manager	Hsien-Kuo Chen	Spouse
Pei Kaohsiung Branch, General Manager	Hwa-Jen Lee	General Manager, Bank of Kaohsiung	None	None	None	None
Po Ai Branch, General Manager	Yeh-Shing Wang	General Manager, Bank of Kaohsiung	None	None	None	None

3.2.3 Remuneration of Directors, Supervisors, President, and Vice President

A. Remunerations of Directors（Independent Directors）

Unit：NT$ in 2011.01.01－2011.12.31

Title	Name	Remuneration									
		Base Compensation (A)		Severance Pay (B)		Bonus to Directors (C)		Allowances (D)		Ratio of total remuneration (A+B+C+D) to net income (%)	
		BOK	Companies in the consolidate financial statements	BOK	Companies in the consolidate financial statements	BOK	Companies in the consolidate financial statements	BOK	Companies in the consolidate financial statements	BOK	Companies in the consolidate financial statements
Chairman	Hsian Chung Tsai (Representative of Kaohsiung City Government)	50,400	50,400	0	0	0	0	3,500	3,500	(0.01)	(0.01)
Independent Director and Managing Director	Wen-Yuan Lin	1,920,000	1,920,000	0	0	0	0	324,000	324,000	(0.52)	(0.52)
Managing Director	Ruey-Tsang Lee (Representative of Kaohsiung City Government)	84,000	84,000	0	0	0	0	0	0	(0.02)	(0.02)
Independent Director	Mei-Yueh Ho	1,920,000	1,920,000	0	0	0	0	99,000	99,000	(0.47)	(0.47)
Independent Director	Tzen-Ping Su	1,040,000	1,040,000	0	0	0	0	54,000	54,000	(0.25)	(0.25)
Director	Richard Lee (Representative of Kaohsiung City Government)	130,000	130,000	0	0	0	0	63,000	63,000	(0.04)	(0.04)
Director	Yuan-Pei Chou (Representative of Kaohsiung City Government)	240,000	240,000	0	0	0	0	99,000	99,000	(0.08)	(0.08)
Director	Jueifang P. Chen (Representative of Kaohsiung City Government)	96,000	96,000	0	0	0	0	3,500	3,500	(0.02)	(0.02)
Director	Li- Ming Hsu (Representative of Kaohsiung City Government)	96,000	96,000	0	0	0	0	0	0	(0.02)	(0.02)
Director	Chien-Tsai Chao (Representative of Kaohsiung City Government)	240,000	240,000	0	0	0	0	72,000	72,000	(0.07)	(0.07)
Director	Wen-Ching Yang (Representative of Heng Fong Asset Management Co., Ltd.	130,000	130,000	0	0	0	0	27,000	27,000	(0.04)	(0.04)
Managing Director and Acting Chairman	Chung-Dar Lei (Representative of Kaohsiung City Government)	56,000	56,000	0	0	0	0	0	0	(0.01)	(0.01)
Independent Director	Kenneth S. Lin	880,000	880,000	0	0	0	0	27,000	27,000	(0.21)	(0.21)
Director	Tsai- Fu Wang (Representative of Kaohsiung City Government)	110,000	110,000	0	0	0	0	45,000	45,000	(0.04)	(0.04)
Director	Chien-Sheng Hao (Representative of Kaohsiung City Government)	188,129	188,129	0	0	0	0	18,000	18,000	(0.05)	(0.05)
Director and President	Charles W. Chung (Representative of Kaohsiung City Government)	44,000	44,000	0	0	0	0	0	0	(0.01)	(0.01)

Note：1. On-balance sheet remuneration, including directors' salary, special responsibility allowance, retirement pension, severance pay, prize and incentives, etc. in 2011.

2. On-balance sheet remuneration from distribution of earnings, i.e. directors' remuneration to be distributed as approved by the Board of Directors before the shareholders' meeting for proposal of distribution of earnings for 2011.

3. On-balance sheet expenses for execution of business, i.e. transportation allowance, special allowance, other allowances etc. in 2011. The Bank offers one dormitory for the Chairman of the Board, and the rent in 2011 was NT$180,000. The Bank offers one vehicle for the Chairman of the Board, and the rent in 2011 was NT$415,602. The fuel allowances were NT$76,930 in 2011. One driver was offered, whose remuneration was NT$897,395 in 2011.

4. No actual retirement pension was given in 2011.

Unit：NT$ in 2011.01.01－ 2011.12.31

Title	Name	Relevant remuneration received by directors who are also employees									
		Salary, Bonuses and Allowances (E)		Severance Pay (F)		Profit Sharing-Employee Bonus (G)				Exercisable Employee Stock Options (H)	
		BOK	Companies in the consolidate financial statements	BOK	Companies in the consolidate financial statements	BOK		Companies in the consolidate financial statements		BOK	Companies in the consolidate financial statements
						Cash	Stock	Cash	Stock		
Chairman	Hsian Chung Tsai (Representative of Kaohsiung City Government)	1,913,516	1,913,516	0	0	0	0	0	0	0	0
Independent Director and Managing Director	Wen-Yuan Lin	0	0	0	0	0	0	0	0	0	0
Managing Director	Ruey-Tsang Lee (Representative of Kaohsiung City Government)	0	0	0	0	0	0	0	0	0	0
Independent Director	Mei-Yueh Ho	0	0	0	0	0	0	0	0	0	0
Independent Director	Tzen-Ping Su	0	0	0	0	0	0	0	0	0	0
Director	Richard Lee (Representative of Kaohsiung City Government)	0	0	0	0	0	0	0	0	0	0
Director	Yuan-Pei Chou (Representative of Kaohsiung City Government)	0	0	0	0	0	0	0	0	0	0
Director	Jueifang P. Chen (Representative of Kaohsiung City Government)	1,640,135	1,640,135	102,648	102,648	0	0	0	0	0	0
Director	Li- Ming Hsu (Representative of Kaohsiung City Government)	0	0	0	0	0	0	0	0	0	0
Director	Chien-Tsai Chao (Representative of Kaohsiung City Government)	0	0	0	0	0	0	0	0	0	0
Director	Wen-Ching Yang (Representative of Heng Fong Asset Management Co., Ltd.)	0	0	0	0	0	0	0	0	0	0
Managing Director and Acting Chairman	Chung-Dar Lei (Representative of Kaohsiung City Government)	737,200	737,200	0	0	0	0	0	0	0	0
Independent Director	Kenneth S. Lin	0	0	0	0	0	0	0	0	0	0
Director	Tsai- Fu Wang (Representative of Kaohsiung City Government)	0	0	0	0	0	0	0	0	0	0
Director	Chien-Sheng Hao (Representative of Kaohsiung City Government)	0	0	0	0	0	0	0	0	0	0
Director and President	Charles W. Chung (Representative of Kaohsiung City Government)	1,681,120	1,681,120	49,500	49,500	0	0	0	0	0	0

Note：1. On-balance sheet salary, bonus and special allowance, etc., i.e. salary, special responsibility allowance, retirement pension, severance pay, prize, incentive, transportation allowance, special allowance, other allowances by directors who are also employees in 2011. The Bank offers one vehicle for the President, and the rent in 2011 was NT$356,108. The fuel allowances were NT$30,116 in 2011. One driver was offered, whose remuneration was NT$901,293 in 2011.

2. On-balance sheet employees' bonus from distribution of earnings, i.e. the employees' bonus received by the directors who are also employees in 2011 which is the employees' bonus to be distributed as approved by the Board of Directors before the shareholders' meeting for proposal of distribution of earnings for 2011.

3. No actual retirement pension was given in 2011.

Unit：NT$ in 2011.01.01－ 2011.12.31

Title	Name	Ratio of total compensation (A+B+C+D+E+F+G) to net income (%)		Compensation paid to directors from an invested company other than the company's subsidiary
		BOK	Companies in the consolidate financial statements	
Chairman	Hsian Chung Tsai (Representative of Kaohsiung City Government)	(0.45)	(0.45)	207,333
Independent Director and Managing Director	Wen-Yuan Lin	(0.52)	(0.52)	None
Managing Director	Ruey-Tsang Lee (Representative of Kaohsiung City Government)	(0.02)	(0.02)	None
Independent Director	Mei-Yueh Ho	(0.47)	(0.47)	None
Independent Director	Tzen-Ping Su	(0.25)	(0.25)	None
Director	Richard Lee (Representative of Kaohsiung City Government)	(0.04)	(0.04)	None
Director	Yuan-Pei Chou (Representative of Kaohsiung City Government)	(0.08)	(0.08)	None
Director	Jueifang P. Chen (Representative of Kaohsiung City Government)	(0.43)	(0.43)	None
Director	Li- Ming Hsu (Representative of Kaohsiung City Government)	(0.02)	(0.02)	None
Director	Chien-Tsai Chao (Representative of Kaohsiung City Government)	(0.07)	(0.07)	None
Director	Wen-Ching Yang (Representative of Heng Fong Asset Management Co., Ltd.)	(0.04)	(0.04)	None
Managing Director and Acting Chairman	Chung-Dar Lei (Representative of Kaohsiung City Government)	(0.18)	(0.18)	36,000
Independent Director	Kenneth S. Lin	(0.21)	(0.21)	None
Director	Tsai- Fu Wang (Representative of Kaohsiung City Government)	(0.04)	(0.04)	None
Director	Chien-Sheng Hao (Representative of Kaohsiung City Government)	(0.05)	(0.05)	None
Director and President	Charles W. Chung (Representative of Kaohsiung City Government)	(0.41)	(0.41)	60,000

Note：On-balance sheet compensation to reinvested companies other than subsidiaries, i.e. such compensation as reward, remuneration, employees' bonus and expenses for execution of business received by the Bank's directors in the capacity of directors, supervisors or managers in any reinvested companies other than subsidiaries.

Item / FY	Ratio of Remunerations of Directors to Net Income after Tax (%)		Remarks
	BOK	Companies in the consolidate financial statements	
2011	(3.27)	(3.27)	1. The Bank's policy for payment of compensation: pursuant to the company's management policy and Company Act, and subject to the resolution of the Bank's shareholders' meeting and board of directors. 2. The Bank's standard and portfolio for payment of compensation： (1) Monthly compensation to the Bank's directors/supervisors: the maximum limit to be NT$2,400,000 subject to the resolution of the shareholders' meeting. The standard governing monthly compensation per person shall be subject to the decision of the board of directors. (2) Distribution of earnings: subject to "the Bank's Articles of Incorporation". (3) Bonus to directors who are also employees shall be subject to the "Rules Governing Distribution of Bonus to the Bank's Staff". 3. The Bank's procedure for fixing compensation: to be enforced upon approval of the shareholders' meeting and board of directors. 4. Correlation of the Bank's payment of compensation and business performance: There is some correlation among the distribution of earnings to directors and supervisors, bonus distributed to directors who are also employees, and the Bank's business performance. 5. Percentage of remunerations of directors to net income after tax was (3.27)% in FY 2011, decrease by 15.88% compared to FY 2010, as a result of the loss after tax in 2011.
2010	12.61	12.61	
Comparison	(15.88) (Explanation 5)	(15.88) (Explanation 5)	

B. Remuneration of Supervisors

Unit：NT$ in 2011.01.01－ 2011.12.31

Title	Name	Remuneration										
		Base Compensation (A)		Severance Pay (B)		Bonus to Supervisors (C)		Allowances (D)		Ratio of total remuneration (A+B+C+D) to net income (%)		Compensation paid to supervisors from an invested company other than the company's subsidiary
		BOK	Companies in the consolidate financial statements	BOK	Companies in the consolidate financial statements	BOK	Companies in the consolidate financial statements	BOK	Companies in the consolidate financial statements	BOK	Companies in the consolidate financial statements	
Supervisor	Tsai Yung Yu (Representative of Jinn Her Enterprise co., Ltd.)	130,000	130,000	0	0	0	0	36,000	36,000	(0.04)	(0.04)	None
Supervisor	Yu-Hui Su	240,000	240,000	0	0	0	0	72,000	72,000	(0.07)	(0.07)	None
Supervisor	Shan- Hui Chang	240,000	240,000	0	0	0	0	90,000	90,000	(0.08)	(0.08)	None
Supervisor	Shih-Shin Chang	110,000	110,000	0	0	0	0	45,000	45,000	(0.04)	(0.04)	None

Note：1. On-balance sheet remuneration, including supervisors' salary, special responsibility allowance, retirement pension, severance pay, prize and incentives, etc. in 2011.
2. On-balance sheet remuneration from distribution of earnings, i.e. Supervisors' remuneration to be distributed as approved by the Board of Directors before the shareholders' meeting for proposal of distribution of earnings for 2011.
3. On-balance sheet expenses for execution of business, i.e. transportation allowance, special allowance, other allowances etc. in 2011.
4. On-balance sheet compensation to reinvested companies other than subsidiaries, i.e. such compensation as reward, remuneration, employees' bonus and expenses for execution of business received by the Bank's directors in the capacity of directors, supervisors or managers in any reinvested companies other than subsidiaries.

Item / FY	Ratio of Remunerations of Supervisors to Net Income after Tax (%)		Remarks
	BOK	Companies in the consolidate financial statements	
2011	(0.22)	(0.22)	1. The Bank's policy for payment of compensation: pursuant to the company's management policy and Company Act, and subject to the resolution of the Bank's shareholders' meeting and board of directors. 2. The Bank's standard and portfolio for payment of compensation： (1) Monthly compensation to the Bank's directors/supervisors: the maximum limit to be NT$2,400,000 subject to the resolution of the shareholders' meeting. The standard governing monthly compensation per person shall be subject to the decision of the board of directors. (2) Distribution of earnings: subject to "the Bank's Articles of Incorporation". (3) Bonus to directors who are also employees shall be subject to the "Rules Governing Distribution of Bonus to the Bank's Staff". 3. The Bank's procedure for fixing compensation: to be enforced upon approval of the shareholders' meeting and board of directors. 4. Correlation of the Bank's payment of compensation and business performance: There is some correlation among the distribution of earnings to directors and supervisors, bonus distributed to directors who are also employees, and the Bank's business performance. 5. Percentage of remunerations of supervisors to net income after tax was (0.22)% in FY 2010, decrease by 1.23% compared to FY 2009, as a result of the loss after tax in 2011..
2010	1.01	1.01	
Comparison	(1.23) (Explanation 5)	(1.23) (Explanation 5)	

C. Compensation of President and Vice President

Unit：NT$ in 2010.01.01－ 2010.12.31

Title	Name	Salary (A)		Severance Pay (B)		Bonuses and Allowances (C)		Profit Sharing-Employee Bonus (D)			
		BOK	Companies in the consolidate financial statements	BOK	Companies in the consolidate financial statements	BOK	Companies in the consolidate financial statements	BOK		Companies in the consolidate financial statements	
								Cash	Stock	Cash	Stock
President	Charles-W. Chung	2,880,000	2,880,000	108,000	108,000	558,452	558,452	0	0	0	0
Exec.Vice President	Chun-Ching Ko	2,257,236	2,257,236	180,576	180,576	493,853	493,853	0	0	0	0
Exec. Vice President	Yi-Jong Liou	2,197,836	2,197,836	175,824	175,824	418,229	418,229	0	0	0	0
Chief Auditor	Chung-Chen Lin	2,040,712	2,040,712	163,254	163,254	464,120	464,120	0	0	0	0

Note：1. On-balance sheet salaries, including president' and vice presidents' salary, special responsibility allowance, retirement pension, severance pay in 2011.

2. On-balance sheet bonus and special allowance, including president and vice presidents' prize, incentive, transportation allowance, special allowance, and other allowances etc. in 2011. The Bank offers one vehicle for the President, and the rent in 2011 was NT$356,108. The fuel allowances were NT$30,116 in 2011. One driver was offered, whose remuneration was NT$901,293 in 2011.

3. On-balance sheet employees' bonus from distribution of earnings, which is the employees' bonus to be distributed as approved by the Board of Directors before the shareholders' meeting for proposal of distribution of earnings for 2011.

4. No actual retirement pension was given in 2011.

Unit：NT$ in 2011.01.01－ 2011.12.31

Title	Name	Ratio of total compensation (A+B+C+D) to net income (%)		Exercisable Employee Stock Options		Compensation paid to the president and vice president from an invested company other than the company's subsidiary
		BOK	Companies in the consolidate financial statements	BOK	Companies in the consolidate financial statements	
President	Charles-W. Chung	(0.82)	(0.82)	0	0	65,484
Exec.Vice President	Chun-Ching Ko	(0.68)	(0.68)	0	0	176,516
Exec. Vice President	Yi-Jong Liou	(0.64)	(0.64)	0	0	None
Chief Auditor	Chung-Chen Lin	(0.62)	(0.62)	0	0	None

Note：On-balance sheet compensation to reinvested companies other than subsidiaries, i.e. such compensation as reward, remuneration, employees' bonus and expenses for execution of business received by the Bank's directors in the capacity of directors, supervisors or managers in any reinvested companies other than subsidiaries.

Item / FY	Ratio of Remunerations of President & Exec. Vice President to Net Income after Tex (%)		Remarks
	BOK	Companies in the consolidate financial statements	
2011	(2.75)	(2.75)	1. The Bank's policy for payment of compensation: the President is responsible for handling the Bank's general affairs pursuant to the orders of the Chairman and subject to the resolution of the board of directors. The exec. vice president is responsible for assisting the President to handle the Bank's general affairs. The payment of compensation to them shall be subject to the Bank's relevant rules. 2. The Bank's standard and portfolio for payment of compensation: (1) Salary: The standard for payment of salary to the president shall be subject to the resolution of 8th special meeting of the board of directors of 6th term. The payment of salary to the exec. vice president shall be subject to the "Guidelines Governing Job Rank and Level of the Bank's Staff and Payment of Salary to the Staff" and "Table of Additional Payment to the Bank's Supervisors". (2) Reward: subject to the "Implementation Points Governing the Bank's Payment of Reward". (3) Employees' bonus: subject to the "Rules Governing Distribution of Bonus to the Bank's Staff". 3. The Bank's procedure for fixing compensation: to be enforced upon approval of the Bank's board of directors. 4. Correlation of the Bank's payment of compensation and business performance: There is some correlation between reward/employees' bonus and business performance. 5. Percentage of remunerations of president & exec. vice president to net income after tax was (2.75)% in FY 2011, decrease by 12.49% compared to FY 2010, as a result of the loss after tax in 2011.
2010	9.74	9.74	
Comparison	(12.49) (Explanation 5)	(12.49) (Explanation 5)	