目錄

致股東報告書 1
銀行概況 8
一、銀行簡介 9
二、銀行組織 10
三、股份及股利 25
四、金融債券、特別股、海外存託憑證、員工認股權憑證、併購或受讓其他金融機構之辦理情形 30
營運概況 31
一、業務內容 32
二、最近2年度及截至2006年3月止從業員工人數、平均服務年資、平均年齡、學歷分布比率、持有專業證照及進修訓練情形 38
三、企業責任及道德行為 39
四、資訊設備 40
五、勞資關係 41
六、重要契約 42
七、2005年度依金融資產證券化條例或不動產證券化條例申請核准辦理之證券化商品類型及相關資訊 42
資金運用計畫執行情形 43
一、計畫內容 44
二、執行情形 44
財務概況 45
一、最近五年度簡明資產負債表及損益表 46
二、最近五年度財務分析 48
三、2005年度財務報告之監察人審查報告 51
四、2005年度財務報表 52
五、2005年度經會計師查核簽證之母子公司合併財務報表 102
六、2005年度及截至2006年3月止本行及關係企業發生之財務週轉困難情事 105
財務狀況及經營結果之檢討分析與風險管理事項 106
一、財務狀況分析 107
二、經營結果分析 108
三、現金流量分析 108
四、2005年度重大資本支出對財務業務之影響 109
五、2005年度轉投資政策、其獲利或虧損之主要原因、改善計畫及未來一年投資計畫 109
六、風險管理事項之評估 110
七、危機處理應變機制 118
八、其他重要事項 118
公司治理運作情形 119
會計師資訊 122
一、會計師公費資訊 123
二、更換會計師資訊 123
三、董事長、總經理、負責財務或會計事務之經理人任職於簽證會計師所屬事務所或其關係企業情形 123
特別記載事項 124
一、關係企業相關資料 125
二、內部控制制度執行狀況 127
三、2005年度及截至2006年3月止，董事或監察人對董事會通過重要決議有不同意見且有記錄或書面聲明者，其主要內容 130
四、2005年度及截至2006年3月止，私募有價證券及子公司持有或處分本行股票情形 130
五、2005年度及截至2006年3月止，股東會、董事會及臨時會之重要決議 131
六、最近2年度違法受處分及主要缺失與改善情形 133
七、其他必要補充說明事項 135
八、2005年度及截至2006年3月止，發生證券交易法第36條第2項第2款所定對股東權益或證券價格有重大影響之事項 135
資訊透明化揭露 136
總行及國內外分支機構之地址及電話 143

Message to Our Shareholders 1
Company Profile 8
1.Introduction 9
2.Organization 10
3.Stock & Dividends 25
4.Financial Bonds、Preferred Stocks、Overseas Depository Receipts、Employees Share Options Receipts、Merger & Acquisitions 30
Buniness Review and Achievements 31
1.Business Description 32
2.Number of Employees, Average Years of Service, Average Age , Education,Certificated Professional License,Education & Training of Employees Employed for the Past Two Years & up to March 2006 38
3.Social Responsibility and Moral Behavior of the Enterprise 39
4.Information Technology and Computer Facility 40
5.Relations between Management & Labor 41
6.Significant Contracts 42
7.Information on Securitization Products Issued in FY 2005 Permitted under "Financial Assets Securitization Provision" or "Real Estate Securitization Provision" 42
Fund Utilization Plans 43
1.Plans 44
2.Results 44
Financial Summary 45
1.Condensed Balance Sheets and Statements of Income for the Past Five Years 46
2.Financial Analyses for the Past Five Years 48
3.Supervisors' Report for FY 2005 51
4.Financial Statements for FY 2005 52
5.Audited Consolidated Financial Statements for FY 2005 102
6.Financial Difficulties that Occurred to the Bank of Kaohsiung and the Related Parties for FY 2005 & up to March 2006 105
Review & Analyses of Financial Position, of Operation Results and the Evaluation of Risk Management 106
1.Analyses of Financial Position 107
2. Analyses of Results of Operation 108
3. Analyses of Cash Flows 108
4.The Influence of Major Capital Expenditures on Financial Operations in FY 2005 109
5.The Reason of Gain / Loss of Transfer Investment Policy in FY 2005, Corrective Action, and Investment Plan for the Next Year 109
6.The Evaluation of Risk Management 110
7.Responsive Mechanism for Crisis Management 118
8.Other Significant Events 118
Corporate Governance Practices 119
CPA Information 122
1.Information Regarding Fee 123
2.Alternation of CPA 123
3.Chairman, President or Managers Responsible for Financial or Accounting Business Assume Positions in the Office of CPA Certified the Bank's Financial Statement or in the Affiliates Thereof 123
Special Notes 124
1.Related Information on Affiliated Enterprises 125
2.Implementation Status of the Internal Control System 127
3.The Documented Disagreement or Written Statement of the Directors or Supervisors Against the Important Resolutions Reached by the Board of Directores in FY 2005 and up to March 2006 130
4.Private Placement of Marketable Security and BOK Stocks Held or Disposed by the Subsidiary of Us in FY 2005 and up to March 2006 130
5.Major Decisions Resolved in the Regular Shareholders' Meeting, Regular Board of Director's Meeting & Special Meeting as in FY 2005 and up to March 2006 131
6.Penalty Received for Unlawful Practices Over the Past Two Years, and Corrective Action Taken Against Major Defects 133
7.Other Supplementary Disclosure 135
8.Occurrence of Substantial Impact on Shareholder's Equity or Security Price in FY 2005 and up to March 2006 that is Defined in Securities Transaction Act Article 36.2.2 135
Information Disclosure 136
Business Unit Directory 143

致股東報告書 Message to Our Shareholders

董事長 王方淳

K.C. Wang

各位敬愛的股東女士、先生：

2005年的全球經濟可稱相當平穩發展的一年，雖然油價上漲幅度超乎預期，但國際利率走勢及經濟成長力道都表現相當平穩，而且都在預期之中，且根據全球透視機構(Global Insight Inc)於2005年12月之預測結果，全球2005年的經濟成長率3.5%，雖然略低於2004年的4.0%，但仍可稱表現強勁。

2005年在國內可說是二次金改整併年，主管機關以公股釋出爲觸媒，帶動國內金融機構持續進行整併，第一階段公股銀行減半之目標得以順利完成，同時爲營造公平、健康及獲利之金融環境，讓金融市場參與者能獲得更優質而有保障之金融服務跨出一大步。未來預計主管機關將持續鼓勵金融機構藉由整併或策略聯盟，擴大經濟規模及金融服務範疇，一則發揮銀行綜效功能，提升競爭力，一則經由管理及相關專業知識之移轉，提振金融機構之風險管理、行銷及經營效率，循序達成「建構以服務導向爲主的金融管理文化」政策方向及「推動台灣成爲區域型金融服務中心」目標。

行政院金融監督管理委員會成立以來，秉持國際化與自由化原則，以及「財務從嚴、業務從寬」之精神，規劃建構開放且充滿活力與競爭力的金融市場，業務面陸續增修訂「加速降低本國銀行逾期放款措施」、「銀行辦理金融業務負面表列規定」、「本國銀行加強辦理中小企業放款方案」及「金融機構設置簡易分行管理辦法」等相關法令，旨在落實差異化管理政策，並鼓勵金融業者以客戶需求爲導向研發新種商品，同時與廣大之中小企業建立長期夥伴關係，從中發展業務特色並創造利基。監理面則朝向金融檢查一元化並樹立以風險爲導向之監理原則。

面對銳不可擋之整併風潮，本行掌握對社區人與事熟悉度及親切性之優勢，並透過社區化及專業化貼近民眾以區隔市場。長期以來遵循穩健經營之原則，致力於維繫良好資產品質、拓展財富管理以及擴大中小企業融資業務，繼續努力提升非利息收入之比重進而分散經營風險，並視業務發展適度

Dear Madam/Sir, :

The global economy has grown stably in 2005. Though the rise in oil prices was beyond our expectation, the international interest rate trend and economic growth appeared to be stable as we expected. Meanwhile, according to the forecast of Global Insight Inc. in Dec. 2005, global economic growth was 3.5% in 2005, which is considered remarkable although it is less than the 4.0% in 2004.

2005 was the year for 2nd financial reform in Taiwan. By virtue of offering government shares, the competent authorities led local financial organizations to carry out reorganization and, therefore, the 1st-stage goal for a decrease of 50% of banks held by government shares could be achieved. Meanwhile, in order to create a fair, healthy and profitable financial environment, all participants in the financial market can acquire more qualified and protected financial services than before. In the future, the competent authorities will continuously encourage financial organizations to expand their economic scale and scope of services by means of reorganization or strategic consortium. By doing so, they may exert the banks' comprehensive function to upgrade their competitive strength and also transfer management and the relevant professional knowledge to strengthen financial organizations' risk management, marketing and operating efficiency, so as to achieve the policy "Establishment of service-oriented financial management culture" and the goal for "Promoting Taiwan to become the regional financial service center".

總經理 莊信雄

Since the incorporation of Financial Supervisory Commission, Executive Yuan, it has planned and established an open, energetic and competitive financial market based on the principles for globalization and liberalization and in the spirit of "leniency in business and strictness in fiscal affairs", and in terms of business, has successively added such provisions as "Accelerating the Reduction of Local Banks' Non-Performing Loans Initiative", "Banks' Financial Business Negative List Requirements", "Project for Strengthening the Grant of Local Banks' Loans to Small and Medium Enterprises" and "Management Rules of Financial Organizations' Establishment of mini Branches", in order to fulfill the policy for discriminate management and encourage financial business providers to orient themselves towards customers' requirements to research and develop new products, and to establishing long-term partnerships with the many small and medium enterprises, so as to develop their business characteristics and create niches. Meanwhile, it also tends to unify the financial audit and create supervisory principles oriented towards risk.

To cope with the overwhelming reorganization, the bank takes advantage of its familiarity with the community and gets close to the public by means of community and professionalism to segment the market. Abiding by the stable management philosophy, the bank has been dedicated to maintaining good quality assets, developing wealth management and expanding the business for granting loans to small and medium enterprises, going on

調整營運策略及組織架構，自我期許成爲優質銀行。

2006年1月9日中華信用評等(股)公司發布本行2005年度長期信用評等等級爲「twA」，短期信用評等爲「twA-2」，評等展望「穩定」，優異表現與2004年相當，再次肯定本行經營團隊之績效。

回顧2005年，本行預算執行情形、財務收支暨獲利能力、營業計畫及經營策略實施成果以及研究發展狀況，概述如后：

一、預算執行情形：

work for raising the non-interest income weight to disperse the business risk. Meanwhile, the bank adjusted its business strategies and organizational structure subject to the development of its business, hoping to become one of the fine banks.

On January 9, 2006, Taiwan Ratings Corporation announced that the bank's long-term credit rating in 2005 was "twA" and short-term credit rating "twA-2", and the bank's outlook was appraised to be "stable". Such appraisal reflects that the bank's performance remained as good as in 2004, and reconfirms the performance of the bank's management group.

On reviewing the past year, our execution of businesses target, financial revenue & expenditure and profitability, business plans, results of operating strategies and current status of R&D were summarized as follows :

I. Execution of Businesses Target :

單位：新台幣／美金百萬元；Unit ；NT$ /US$ Million

營運項目 Operating Item / 執行情形 Execution	實際數 Outcome	預算數 Target	達成率 Achievement %
存款平均餘額 (NT$) Average Deposits, Balances	113,913	127,000	89.70
放款平均餘額 (NT$) Average Loans Balances	101,230	120,000	84.36
外匯承作量 (US$) Foreign Exchange Sales	3,066	2,700	113.56
盈餘 (NT$) Earnings	514	500	102.80

二、財務收支暨獲利能力：

(一)財務收支情形，請參閱第55頁本行損益表。

(二)2005年經提列呆帳準備25,707千元及轉銷呆帳173,676千元及依財務會計準則第35號公報認列資產減損152,812千元之後，全年實際稅前盈餘514,003千元，順利達成全年度稅前盈餘目標500,000千元之102.80%，每股稅前盈餘1.02元，獲利情況穩定成長。

三、營業計畫、經營策略實施成果及研究發展狀況：

(一)提升資產品質：

本行2005年轉銷呆帳173,676千元，截至當年底止，逾期放款1,709,887千元，較2004年之1,676,544千元增加33,343千元，增加比率爲1.99%，逾期放款比率1.67%，較2004年之1.60%上升0.07%；主要係因2005年7月1日起按新規定計算逾期放款所致；放款備抵呆帳覆蓋率55.82%則較2004年之47.84%上升7.98%，足以承受不良債權帶來之風險損失，使財務更爲穩健。

II. Financial Revenue, Expenditure and Profitability :

1. Please refer to the Statements of Income on page 55 for the financial revenue & expenditure.
2. After provision for credit loss NT$ 25,707 thousand was provision and credit loss of NT$ 173,676 thousand was written off, and value decrease in assets of NT$ 152,812 thousand was recognized according to the Statement of Financial Accounting Standards No. 35 in 2005, the yearly actual earnings before tax were 514,003 thousand, which achieved 102.80% of the yearly earnings before tax NT$ 500,000 thousand, i.e. EPS 1.02 before tax. The profitable ability appeared to be growing stably.

III. Business Plans, Results of Operating Strategies, and Current Status of R&D :

1. Improve Asset Quality :

The bank wrote-off bad debt of NT$ 173,676 thousand in 2005. At Dec. 31, 2005 the non-performing loans was NT$ 1,709,887 thousand, with an increase of 33,434 thousand from 1,676,544 thousand of 2004, and the increasing ratio was 1.99%. The non-performing loan ratio was 1.67%, increasing 0.07% from 1.60% of 2004. The rise was mainly due to that non-performing loan ratio was calculated pursuant to the new rules beginning July 1, 2005. The coverage ratio was 55.82%, increasing 7.98% from 47.84% of 2004. This reflects that the Bank is able to bear risk loss of bad loans, and make finance more stable.

(二) 拓展財富管理業務：

爲積極掌握財富管理業務市場商機，本行於2005年11月16日奉准開辦財富管理業務，開辦初期爲求資源集中化及專業化，業已適度調整原有理財中心及人員之配置，冀望創造客戶資金運用效益並滿足客戶不同階段的財務規劃需求，並期藉由是項業務推展提升本行收益。

(三)擴大中小企業融資業務：

爲執行主管機關頒布「本國銀行加強辦理中小企業放款方案」及爭取優良成績，除本行大昌及鹽埕簡易型分行於2005.7.12開辦中小企業放款外，並責成各營業單位成立專案推動小組及實施A/O制，期能全力衝刺本項業務。截至2005.12.31止，本行承作中小企業放款餘額爲13,527百萬元，較同年6月底之9,507百萬元增加4,020百萬元，成長42.28%。

(四)增加非利息收入比重

近年來本行漸次調整經營模式，逐年降低對傳統存放款利差之依賴，積極拓展各項非利息收入，一則分散經營風險，一則提升獲利率。綜觀2003、2004及2005年度手續費收入及買賣票券淨利益占營業收入比率分別爲15.32%、16.04%及22.72%，顯現逐年攀升趨勢，更由於財務操作靈敏，增加資金運用效率，對執行提升非利息收入之政策具有成效。

2.Develop Wealth Management :

In order to seek the profitability in the market of the wealth management business, the bank has started processing the wealth management business since November 16, 2005. At the beginning, in order to centralize and expertize resources, the bank adjusted the layout of the financial management center and staff, in the hopes of producing great effects for clients' funds and satisfying customers' requirement for financial programming in different stages, and increasing the bank's earnings therefor.

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

In order to implement the "Strengthening of the Grant of Local Banks' Loans to Small-and Medium-Size Enterprises Project" and to seek remarkable performance, the bank's Ta Chang and Yen Cheng Mini branches have processed the financing to small-and medium-size enterprises since July 12, 2005, and instructed its southern Taiwan business units to establish dedicated taskforces and to perform A/O system, in the hopes of achieving the business comprehensively. At Dec. 31, 2005, the balance of loans granted by the bank to small-and medium-size enterprises was NT$ 13,527 million, increasing NT$ 4,020 million from NT$ 9,507 million of June 2005. The growth rate was 42.28%.

4.Increase Non-Interest Income Weight

The bank has mitigated its dependence on the difference between traditional depositing and lending rates year by year, by adjusting its management model gradually, and developing the various non-interest incomes, in order to disperse the business risk and upgrade its profitability. In 2003, 2004 and 2005, and the percentage of its income of handling fees and the net revenue of transactions in securities and bonds to operating revenue, was 15.32%, 16.04% and 22.72%, it appears that the weight of its non-interest income increases year by year. Further, its smart financial operation, and its rising efficiency of its fund utilization contributed a lot to the the execution of the policy for upgrading non-interest income.

(五)積極推出新金融產品：

爲因應市場需求，2005年度本行申請並獲核准開辦新種業務計有「現金儲值卡」、「財務顧問」、「財富管理」、「高雄銀行受託精選環球積極投資組合信託資金集合管理運用帳戶」以及「高雄銀行受託精選環球穩健投資組合信託資金集合管理運用帳戶」等等，皆有助擴增業務範疇；其他諸如「應收帳款債權融資業務」及「好事成雙優惠房貸專案」，則對增加授信業務多元化有所助益。

5.Develop New Products :

In order to cope with the demands of the market, the bank applied for handling new businesses in 2005, which were approved later, including "Cash value stored card", "financial advisor", "wealth management", and "Collective Trust Fund Management and Employment Account of Universal Stable Investment Portfolio Entrusted to Bank of Kaohsiung", etc., all of which are very helpful to expand the scope of its business. Further, other businesses, such as "financing of account receivables" and "preferential house loan project", are also helpful to increase the diversification of credit business.

展望新的一年，本行預期之營業目標、經營方針暨重要經營政策說明如下：

一、經參酌歷年各項業務成長情形並衡量未來發展趨勢以及本行競爭力等因素，2006年營業目標訂定如下：

(一)存款業務平均餘額：120,000百萬元。

(二)放款業務平均餘額：110,000百萬元。

(三)保證業務承作量：10,000百萬元。

(四)外匯業務承作量：3,000百萬美元。

Looking ahead to 2006, the bank's expected business goals, business policies and important operating policies are specified as follows :

1.After taking into consideration the growth of its various business lines in the past year, the future development trend and its competitive strength, the bank sets its business goals for 2006 as follows :

(1) Average balance of depositing business : NT$ 120,000 million

(2) Average balance of loan business: NT$ 110,000 million

(3)Guaranteeing business: NT$ 10,000 million

(4)Foreign exchange business: US$ 3,000 million

二、經營方針暨重要經營政策：

(一)穩健的授信政策以及強化授信審核流程，持續維持資產品質於水準之上；強化民營企業授信業務之爭取，順勢調整授信客源之分散性。

(二)賡續執行逐年降低高雄市政府貸款比重及維持資產規模之中長期目標，適度調整放款結構及營運策略。一則積極辦理一般產

2.Business Policies and Important Operating Policies :

(1)Stable credit policies and strengthened credit auditing procedure, continuous maintenance of fine asset quality, strengthen the credit business to private enterprises, and adjust the dispersion of customers of credit.

(2)Continuously implement the policies to decrease the weight of Kaohsiung City Government's loans and maintain the long-term and mid-term goals for asset scale and adjust the lending structure and operating strategies in a timely manner. The bank will process

業之融資，同時持續參與或爭取主辦聯貸業務；再則側重中小企業融資業務之開發。

(三)爲掌握消費金融商品多樣化，將持續蒐集推出新商品，提供客戶多樣化之選擇。

(四)持續規畫透過分行通路的搬遷以及改善業務區隔的方式，擴大地理服務範圍，以達到全國營運的策略目標。

(五)積極改善營運結構，除積極拓展財富管理業務外，並加強財務操作，不斷提升資金使用效率及增加非利息收入之收入比重，降低對傳統存放款業務利潤之仰賴。

最後，敬祝各位股東，身體健康！萬事如意！平安快樂！

the financing to the general industries and continuously take part in or strive for hosting large syndicated loans, and will also develop the business for financing to small-and medium-size enterprises.

(3)In order to control the diversity of consumer financial products, the bank will continue collecting the products and provide diversified products to customers upon selection.

(4)Expand the geographical service scope and develop new products by means of continuous planning of moving branches and correcting business segmentation, in order to achieve the strategic goal of doing business in the whole area of Taiwan.

(5)Correct the operation structure actively. The bank will develop its wealth management business and also strengthen its financial operation, in order to upgrade the efficiency of funds utilization and increase the weight of non-interest income to mitigate its dependence on the traditional depositing and lending business.

At last, our sincere wishes to our shareholders. Wishing you health, prosperity, and happiness!

銀行概況

Company Profile

一、銀行簡介

(一)設立日期：71. 1. 13

(二)沿　革

本行，原名「高雄市銀行股份有限公司」，簡稱「高雄市銀行」，於1994年1月1日更名爲「高雄銀行股份有限公司」，簡稱「高雄銀行」。本行成立之始，實收資本額新台幣4億5,000萬元，由高雄市政府出資百分之99.994設立。歷經24年來增資及民營化結果，截至目前爲止，資本額總計50億3,423萬8,040元。24年來，爲積極改善經營體質、強化財務透明及提昇競爭力，本行股票於1998年5月18日正式掛牌上市；1999年9月27日移轉民營；2001年5月31日奉 財政部核准升格爲全國性銀行。

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

惟爲有效管理本行轉投資事業—高銀財產保險代理人（股）公司，於2005年8月19日全數買回其流通在外之股份，持股比率達100%。

Introduction

Date of Incorporation：Jan. 13, 1982

Brief History

Formerly Known as "City Bank of Kaohsiung Co., Ltd." and called "City Bank of Kaohsiung" for short, We changed our name to "Bank of Kaohsiung Co., Ltd." on January 1, 1994 and hereunder is abbreviated to "Bank of Kaohsiung" (BOK). In the beginning of the Bank's establishment, the initial paid-in capital was NT$ 450 million, 99.994% of which was put up by the Kaohsiung City Government. After several capital increases in the past 24 years and the privatization, the total paid-in capital has amounted to NT$ 5,034,238,040 to date. In the past 24 years, in order to positively improve the operating constitution, strengthen the financial transparency and raise our competence, BOK stocks were listed on the TSE on May 18, 1998. The Bank was privatized on September 27, 1999 and was upgraded as a national bank under the approval of the Minister of Finance on May 31, 2001.

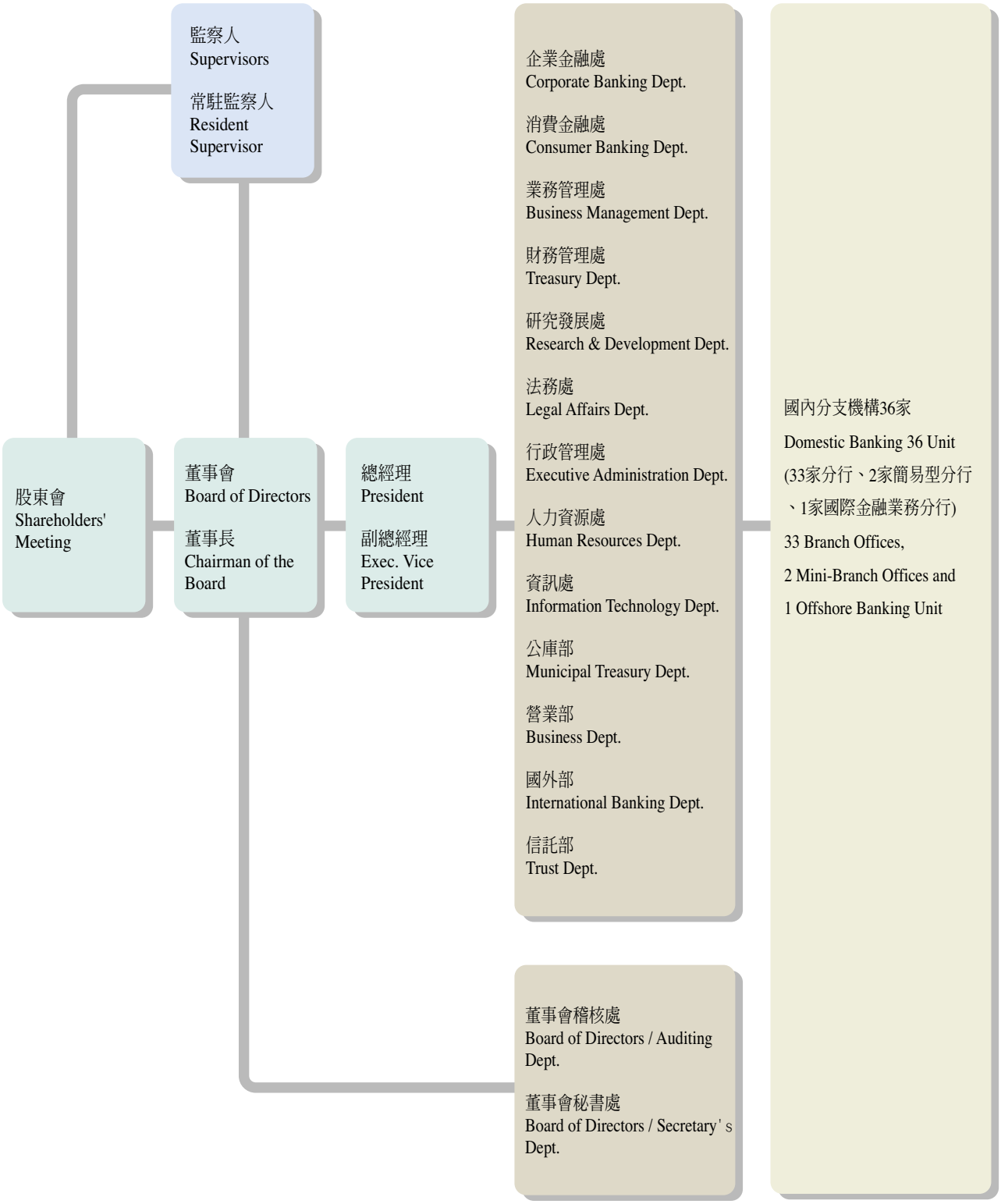
The bank has not proceeded with mergers or reorganization in the latest year and until the publication of the annual report. The bank is not subject to any specific financial controlling companies. The equities of the bank's directors and supervisors and other parties who should declare their equity pursuant to Paragraph 3 of Article 25 of the Banking Act are not transferred or changed voluminously. The bank's right to manage is not changed, nor are its management model and business lines reformed. There are also no material issues that affect shareholders' interest and rights.

However, in order to manage the enterprise trans-invested by the bank effectively, Kaohsiung Bank General Insurance Agency Co., Ltd., the bank purchased back all of its outstanding shares on August 19, 2005 and, therefore, the bank's shareholding percentage is 100%.

二、銀行組織 Organization

(一)組織系統 Organization

1. 組織結構圖 Organization Chart



2.各主要部門經營業務

(1)企業金融處：企業授信業務之規劃、推展、審核、徵信、管理，經濟研究、擔保品之鑑估，及相關業務輔導諮詢等事項。

(2)消費金融處：信用卡業務、個人授信業務之規劃、推展、審核、徵信、管理、擔保品之鑑估，及相關業務輔導諮詢等事項。

(3)業務管理處：全行除授信、外匯、信託以外業務之管理、規劃及會、統計預決算等相關事項；全行風險控管之規劃、監控等事項；辦理公益彩券及其他相關業務之代理服務事項；財富管理業務之規劃、執行及理財業務人員之管理等事項。

(4)財務管理處：資金調度；承銷及自營買賣有價證券；政府債券自行買賣業務；短期票券經紀、自營、簽證及承銷業務；代募公債及其還本付息事宜；投資業務（長期股權投資除外）之規劃、執行，資產負債管理等事項。

(5)研究發展處：經營之綜合企劃、研究、發展、創新，考核、長期股權投資、分支機構申設、遷移規劃、經理人證照換發、信用評等、年報工作報告彙編等事項。

(6)法務處：法務及逾期放款催理等相關事項及遵守法令主管制度之規劃、管理及執行等事項。

(7)行政管理處：庶務、出納、營繕、財產、文書、印信、公關、行舍護鈔保全、及其他不屬於總行各單位之非金融相關業務等事項。

(8)人力資源處：人力資源規劃、考核、管理，行員差假、訓練，待遇、福利、退撫及勞資關係等事項。

(9)資訊處：自動化業務之規劃、設計及作業管理等事項。

(10)公庫部：各項代理公、市庫業務之設計推行，市有證券財務之保管及分支庫業務指導監督等事項。

(11)營業部：各項存款、授信、外匯、國內匯兌、保證、現金出納、資金運作及其他金融服務等事項。

(12)國外部：國外匯兌、存款、放款、保證、出納及其他外匯業務之管理、規劃及推展等事項。

(13)信託部：辦理經中央主管機關核准辦理之信託業務及附屬業務之規劃、推展及執行。

Business Scope of Key Departments

Corporate Banking Dept. : Planning, promotion, review, credit investigation, management, economic studies, and appraisal of collateral of corporate banking business and related business guidance and consulting.

Consumer Banking Dept. : Planning, promotion, review, credit investigation, management, economic studies, and appraisal of collateral of consumer banking business 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; planning and supervision of the Bank's risk control; processing of public-benefit lotteries and agent services for other related business. Planning and execution of wealth management business, and management of financial management staff.

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.

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.

（二）董事、監察人、總經理、副總經理、協理、各部門及分支機構主管資料
Information on Directors, Supervisors and Officers

1.第9屆董事、監察人資料 Information on Directors & Supervisors

2006. 02. 28

職稱 Title	姓名 Name	選(就)任日期 Date Elected	任期至 Term Expires	初次選任日期 First Date Elected	選任時持有股份 Shareholding When Elected (共同持有高市府股份) Joint Shareholding in Kaohsiung City Government		現在持有股數 Current Shareholding (共同持有高市府股份) Joint Shareholding in Kaohsiung City Government	
					股數 Shares	持股比率 shareholding %	股數 Shares	持股比率 shareholding %
董事長 Chairman	王高津 Kao-Chin Wang (高雄市政府代表) (Representative of Kaohsiung City Government)	2005. 07. 06	2008. 06. 22	2005. 07. 06	232,920,160	46.267	232,920,160	46.267
常務董事兼總經理 Managing Director & President	莊信雄 Shin-Hsiung Chuang (高雄市政府代表) (Representative of Kaohsiung City Government)	2005. 06. 23	2008. 06. 22	1999. 11. 10	232,920,160	46.267	232,920,160	46.267
常務董事 Managing Director	林向愷 Kenneth S. Lin (高雄市政府代表) (Representative of Kaohsiung City Government)	2005. 06. 23	2008. 06. 22	1999. 12. 07	232,920,160	46.267	232,920,160	46.267
常務董事 Managing Director	黃博怡 Bor-Yi Huang (高雄市政府代表) (Representative of Kaohsiung City Government)	2005. 06. 23	2008. 06. 22	2002. 06. 20	232,920,160	46.267	232,920,160	46.267
董事 Director	雷仲達 Chung-Dar Lei (高雄市政府代表) (Representative of Kaohsiung City Government)	2005. 11. 09	2008. 06. 22	2005. 11. 09	232,920,160	46.267	232,920,160	46.267
董事 Director	張識興 Shih-Shin Chang (高雄市政府代表) (Representative of Kaohsiung City Government)	2005. 06. 23	2008. 06. 22	2002. 06. 20	232,920,160	46.267	232,920,160	46.267
董事 Director	郭敏能 Min-Neng Kuo (高雄市政府代表) (Representative of Kaohsiung City Government)	2005. 06. 23	2008. 06. 22	2005. 06. 23	232,920,160	46.267	232,920,160	46.267
董事 Director	李瑞霖 Jui-Lin Lee (高雄市政府代表) (Representative of Kaohsiung City Government)	2005. 06. 23	2008. 06. 22	2005. 06. 23	232,920,160	46.267	232,920,160	46.267
董事 Director	陳瑞芳 Jueifang P. Chen (高雄市政府代表) (Representative of Kaohsiung City Government)	2005. 06. 23	2008. 06. 22	2005. 03. 15	232,920,160	46.267	232,920,160	46.267
董事兼副總經理 Director and Exec.Vice President	賴光二 Kuang-Erh Lai (高雄市政府代表) (Representative of Kaohsiung City Government)	2005. 06. 23	2008. 06. 22	1999. 03. 12	232,920,160	46.267	232,920,160	46.267
董事兼副總經理 Director and Exec.Vice President	劉芳男 Fang-Nan Liou (高雄市政府代表) (Representative of Kaohsiung City Government)	2005. 06. 23	2008. 06. 22	2005. 06. 23	232,920,160	46.267	232,920,160	46.267
董事兼副總經理 Director and Exec.Vice President	黃識強 Shih-Chiang Huang (高雄市政府代表) (Representative of Kaohsiung City Government)	2005. 06. 23	2008. 06. 22	2005. 06. 23	232,920,160	46.267	232,920,160	46.267
常駐監察人 Resident Supervisor	張　繁 Fan Chang (高雄市政府代表) (Representative of Kaohsiung City Government)	2005. 06. 23	2008. 06. 22	1994. 03. 23	232,920,160	46.267	232,920,160	46.267
監察人 Supervisor	郝建生 Chien-Shan Hao (高雄市政府代表) (Representative of Kaohsiung City Government)	2005. 06. 23	2008. 06. 22	2002. 06. 20	232,920,160	46.267	232,920,160	46.267
監察人 Supervisor	蘇裕惠 Yu-Hiu Su (高雄市政府代表) (Representative of Kaohsiung City Government)	2005. 06. 23	2008. 06. 22	2002. 06. 20	232,920,160	46.267	232,920,160	46.267

註1：屬法人股東代表者，法人股東名稱請參閱第14頁，「2.法人股東之主要股東」。
The names of juridical stockholders, please refer to page 14 "Major Shareholders of Bank of Kaohsing's Juridicial Person Shareholders.

註2：常駐監察人張繁曾於1994. 03. 23~1995. 11. 29由法人股東高雄市政府派任本行董事；復於2002. 08. 01由法人股東高雄市政府派任本行監察人。
Resident supervisors were appointed to be Director by the juridical person shareholder, Kaohsiung City Government, on March 23, 1994~November 29, 1995.

註3：劉董事芳男於 95. 3. 30 請辭董事職務。
Director Fang-Nan Liou resigned his directorate on March 30, 2006.

2006. 02. 28

姓名 Name	配偶、未成年子女現在持有股份 Spouse & Minor Shareholding		利用他人名義持有股份 Shares Held through Other Parties		主要經(學)歷 Experience(Education)	目前兼任本行及其他公司之職務 Also Serves Concurrently as	具配偶或二親等以內關係之其他主管、董事或監察人 Officers, Directors or Supervisors are Spouse or Within Second-Degree Relative of Consanguinity to Each Other		
	股數 Shares	持股比率 shareholding %	股數 Shares	持股比率 shareholding %			職稱 Title	姓名 Name	關係 Relation
王高津 Kao-Chin Wang (高雄市政府代表) (Representative of Kaohsiung City Government)	0	0	0	0	高雄銀行董事長 Chairman, Bank of Kaohsiung 高雄市銀行商業同業公會顧問 Consultant, Kaohsiung Bank Association	國票綜合證券、台陽證券投資信託、高雄捷運公司董事（以上職務均係高雄銀行轉投資之法人代表且經主管機關核准） Director of Waterland Securities Co.,Ltd., Sunrise Asset Management Co.,Ltd., and Kaohsiung Rapid Transit Co. (the above positions are held as juridicial person representatives of Bank of Kaohsiung; the aforementioned positions have been approved by the Central Competent Authority).	—	—	—
莊信雄 Shin-Hsiung Chuang (高雄市政府代表) (Representative of Kaohsiung City Government)	0	0	0	0	高雄銀行總經理 President, Bank of Kaohsiung	高雄銀行總經理 President, Bank of Kaohsiung	—	—	—
林向愷 Kenneth S. Lin (高雄市政府代表) (Representative of Kaohsiung City Government)	0	0	0	0	國立台灣大學經濟系教授 Professor Deportment of Economics, National Taiwan University	關貿網路(股)公司董事 Trade-van Information Services Co. Director	—	—	—
黃博怡 Bor-Yi Huang (高雄市政府代表) (Representative of Kaohsiung City Government)	0	0	0	0	玉山銀行監察人、常駐監察人 Supervisor / Resident Supervisors of E. Sun Commercial Bank	迎廣科技(股)公司獨立董事 Independent Director, In Win Development Inc.	—	—	—
雷仲達 Chung-Dar Lei (高雄市政府代表) (Representative of Kaohsiung City Government)	0	0	0	0	高雄市政府財政局局長 Director, Bureau of Finance, Kaohsiung City Government	無 none	—	—	—
張識興 Shih-Shin Chang (高雄市政府代表) (Representative of Kaohsiung City Government)	0	0	0	0	高雄市紙商業同業公會理事長 President, Kaohsiung City Paper Association	文興紙業有限公司董事長 Chairman, Win Paper Co., Ltd.	—	—	—
郭敏能 Min-Neng Kuo (高雄市政府代表) (Representative of Kaohsiung City Government)	0	0	0	0	高雄市建築開發商業同業公會理事長 President, The Real Estate Development Association of kaohsiung	皇苑建設股份有限公司董事長 Chairman of Huang Yuann Construction co., Ltd.	—	—	—
李瑞霖 Jui-Lin Lee (高雄市政府代表) (Representative of Kaohsiung City Government)	0	0	0	0	高雄市會計師公會理事長 President, Kaohsiung City CPA Association	新揚科技(股)公司及巨堉保全(股)公司董事 Director of Thin Flex Corp. and Chu Pu Security Corp.	—	—	—
陳瑞芳 Jueifang P. Chen (高雄市政府代表) (Representative of Kaohsiung City Government)	0	0	0	0	美國北亞歷桑那大學企業管理碩士 MBA, Northern Arizona University	高雄銀行資訊處襄理兼科長 Assistant Vice President & Section Chief, Information Technology Dept., Bank of Kaohsiung	—	—	—
賴光二 Kuang-Erh Lai (高雄市政府代表) (Representative of Kaohsiung City Government)	0	0	0	0	高雄銀行副總經理 Exec. Vice President, Bank of Kaohsiung	高雄銀行副總經理、台灣票券金融(股)公司董事（高雄銀行轉投資之法人代表且經主管機關核准） Exec. Vice President, Bank of Kaohsiung and Director, Taiwan Bills Finance Co.,Ltd.(Juridicial person representative of Bank of Kaohsiung Co., Ltd. and the position has been approved by the Central Competent Authority)	—	—	—
劉芳男 Fang-Nan Liou (高雄市政府代表) (Representative of Kaohsiung City Government)	0	0	0	0	高雄銀行副總經理 Exec. Vice President, Bank of Kaohsiung	高雄銀行副總經理、宏偉開發(股)公司及揚誠開發(股)公司董事 Exec. Vice President, Bank of Kaohsiung and Director, Hung Wei Development Corp. and Yang Cheng Development Corp.	—	—	—
黃識強 Shih-Chiang Huang (高雄市政府代表) (Representative of Kaohsiung City Government)	0	0	0	0	高雄銀行副總經理 Exec. Vice President, Bank of Kaohsiung	高雄銀行副總經理 Exec. Vice President, Bank of Kaohsiung	—	—	—
張　繁 Fan Chang (高雄市政府代表) (Representative of Kaohsiung City Government)	0	0	0	0	國立中興大學經濟系 B. Economics, National Chung Hsing University	無 none	—	—	—
郝建生 Chien-Shan Hao (高雄市政府代表) (Representative of Kaohsiung City Government)	0	0	0	0	高雄市政府秘書長 Secretary General, Kaohsiung City Government	無 none	—	—	—
蘇裕惠 Yu-Hiu Su (高雄市政府代表) (Representative of Kaohsiung City Government)	0	0	0	0	國立台灣大學商學研究所博士 Accounting Doctor, Department and Graduate Institute of Business Administration, National Taiwan University	聚陽實業(股)公司監察人等 Supervisor, Makealot Industrial Co., Ltd. and etc.	—	—	—

2.法人股東之主要股東 Major Shareholders of Bank of Kaohsiung's Juridicial Person Shareholders

2006. 03. 31

法人股東名稱 Name of Juridicial Person Shareholder	法人股東之主要股東 Major Shareholders of Juridicial Person Shareholders
高雄市政府 Kaohsiung City Government	無 None

註：法人股東之主要股東屬法人股東代表者：無。
A major shareholder of juridical person shareholder is a representative of juridical person shareholder ：none.

3.董事、監察人之專業知識及獨立性 Directors' and Supervisors' Professional Experience and Independence Information

2006. 03. 31

條件 Qualification / 姓名 Name	具有五年以上商務、法律、財務或銀行業務所須之工作經驗 Five or more Years of Experience in Business, Law, Finance, or Bank Business Related Fields	獨立性（註） Independence Status (Note)						備註 Remark
		1	2	3	4	5	6	
王高津 Kao-Chin Wang	√		√	√	√	√	√	–
莊信雄 Shin-Hsiung Chuang	√		√	√	√	√	√	–
林向愷 Kenneth S.Lin	√	√	√	√	√	√	√	–
黃博怡 Bor-Yi Huang	√	√	√	√	√	√	√	–
雷仲達 Chung-Dar Lei	√	√	√	√		√	√	–
張識興 Shih-Shin Chang	√	√	√	√	√	√	√	–
郭敏能 Min-Neng Kuo	√	√	√	√	√	√	√	–
李瑞霖 Jui-Lin Lee	√	√	√	√	√	√	√	–
陳瑞芳 Jueifang P. Chen	√		√	√	√	√	√	–
賴光二 Kuang-Erh Lai	√		√	√	√	√	√	–
劉芳男 Fang-Nan Liou	√		√	√	√	√	√	–
黃識強 Shih-Chiang Huang	√		√	√	√	√	√	–
張 繁 Fan Chang	√	√	√	√	√	√	√	–
郝建生 Chien-Shan Hao	√	√	√	√		√	√	–
蘇裕惠 Yu-Hui Su	√	√	√	√	√	√	√	–

註：各董事、監察人獨立性
Note : Independence of Directors and Supervisors

1. 非爲銀行之受僱人或其關係企業之董事、監察人或受僱人。
   Is not an employee of the Bank; nor a director, supervisor, or employee of its affiliated enterprises;
2. 非直接或間接持有銀行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。
   Does not directly or indirectly own more than 1% of the Bank's outstanding shares; nor is one of the top ten non-institutional shareholders of the Company.
3. 非爲前二類之人之配偶或其二親等以內直系親屬。
   Is not a spouse or of immediate relation (child, parent, grandchild, grandparent, or sibling) to any person specified in the preceding two paragraphs.
4. 非直接或間接持有銀行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。
   Is not a director, supervisor, or employee of a juridicial person shareholder which directly owns more than 5% of the Bank's outstanding shares; nor a director, supervisor or employee of the top five juridicial person shareholder which are owners of the Bank's issued shares.
5. 非與銀行有財務、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。
   Is not a director, supervisor, or officer of a company which has a business relationship with the Bank; nor a shareholder who owns more than 5% of such a company.
6. 非爲最近一年內提供銀行或關係企業財務、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。
   Is not an owner, partner, director, supervisor, officer or spouse of any sole proprietor business, partnership, company or institution which has provided the Bank and its affiliates with financial, business consulting, or legal services in 2005.

4.總經理、副總經理、協理、各部門及分支機構主管資料 Information on Officers

2006. 03. 31

職稱 Title	姓名 Name	選(就)任日期 Date Elected	持有股份 Shareholding		配偶、未成年子女持有股份 Spouse & Minor Shareholding		利用他人名義持有股份 Shares Held through Other Parties	
			股數 Shares	持股比率 shareholding %	股數 Shares	持股比率 shareholding %	股數 Shares	持股比率 shareholding %
總經理 President	莊信雄 Shin-Hsiung Chuang	1999. 11. 03	120,502	0.0239	0	0	0	0
副總經理 Exec.Vice President	賴光二 Kuang-Erh Lai	1999. 04. 09	33,547	0.0067	0	0	0	0
副總經理 Exec. Vice President	劉芳男 Fang-Nan Liou	1999. 10. 29	25,132	0.0050	0	0	0	0
副總經理 Exec.Vice President	黃識強 Shih-Chiang Huang	2001. 04. 27	1,122	0.0002	0	0	0	0
總稽核 Chief Auditor	劉興地 Shing-Dieh Liu	2000. 03. 01	2,208	0.0004	0	0	0	0
顧問 Consultant	柯俊清 Chun-Ching Ko	2002. 07. 25	15,000	0.0030	0	0	0	0
經理 General Manager	蔡金錶 Jin-Biau Tsai	2003. 04. 30	56,400	0.0112	0	0	0	0
經理 General Manager	柯碧蓉 Pi-Jung Ko	2002. 08. 01	280	0.0001	0	0	0	0
經理 General Manager	徐連德 Lien-Te Hsu	2001. 10. 24	0	0	0	0	0	0
經理 General Manager	蔡秀珍 Shiow-Jen Tsai	1999. 10. 29	7,147	0.0014	0	0	0	0
經理 General Manager	向元慶 Yuan-Chin Shiang	2000. 12. 14	23,426	0.0047	0	0	0	0
經理 General Manager	吳敏成 Min-Cheng Wu	2002. 03. 04	3,253	0.0006	3,903	0.0008	0	0
經理 General Manager	黃世宏 Shih-Hung Huang	2005. 03. 03	0	0	0	0	0	0
經理 General Manager	陳麗華 Li-Hwa Chen	2006. 01. 19	0	0	0	0	0	0
經理 General Manager	許月雲 Anna Hsu	2005. 03. 03	0	0	0	0	0	0
經理 General Manager	陳美伶 Mei-Ling Chen	2002. 03. 04	18,700	0.0037	0	0	0	0
經理 General Manager	黃慶堯 Don Huang	2003. 08. 01	0	0	0	0	0	0
經理 General Manager	謝燕卿 Yen-Ching Hsien	2002. 03. 04	6,000	0.0012	0	0	0	0
經理 General Manager	藍健成 Chien-Cheng Lan	2002. 08. 01	27,208	0.0054	0	0	0	0
經理 General Manager	黃秋琴 Chiu-Chin Huang	2005. 03. 03	7,449	0.0015	0	0	0	0
經理 General Manager	陳慶讚 Ching-Tsan Chen	2003. 10. 28	1,659	0.0003	1,446	0.0003	0	0
經理 General Manager	林英忠 Ying-Chung Lin	2005. 03. 03	0	0	0	0	0	0
經理 General Manager	嚴惠芬 Hueng-Fen Yen	2003. 04. 30	113	0	0	0	0	0
經理 General Manager	盧如珍 Ju-Chen Lu	2003. 04. 30	8,302	0.0016	0	0	0	0
經理 General Manager	王月娥 Yueh-O Wang	2000. 08. 28	0	0	0	0	0	0
經理 General Manager	李華仁 Hwa-Jen Lee	2004. 04. 01	0	0	0	0	0	0
經理 General Manager	丁文龍 Aaron Ting	2006. 02. 06	0	0	0	0	0	0
經理 General Manager	顏景瑞 Chin-Tzay Yan	2002. 08. 01	0	0	0	0	0	0
經理 General Manager	吳明宏 Ming-Hung Wu	2006. 01. 19	25,154	0.0050	0	0	0	0
經理 General Manager	蔡居勝 Chu-Sheng Tsai	2000. 05. 01	0	0	0	0	0	0
經理 General Manager	陳舜華 Shuen-Hwa Chen	2003. 10. 28	0	0	2,602	0.0005	0	0
經理 General Manager	陳守仁 J.C. Shou-Jen Chen	2002. 05. 13	0	0	0	0	0	0
經理 General Manager	王業興 Yeh-Shing Wang	2005. 03. 03	173	0	0	0	0	0
經理 General Manager	張美珠 Mei-Chu Chang	2003. 10. 28	11,620	0.0023	0	0	0	0
經理 General Manager	蔡登崑 Duncan Tsai	2002. 08. 22	0	0	0	0	0	0
經理 General Manager	洪梅菊 Margie Hong	2001. 01. 02	0	0	0	0	0	0
經理 General Manager	蘇文略 Wen-Lueh Su	2002. 10. 31	0	0	0	0	0	0
經理 General Manager	洪淑梅 Shw-Mei Hong	2003. 04. 30	0	0	0	0	0	0
經理 General Manager	劉秀慧 Shiu-Hui Liu	2005. 03. 03	6,058	0.0012	0	0	0	0
經理 General Manager	沈桂菘 Kuei-Song Shen	2002. 04. 25	0	0	537	0.0001	0	0
經理 General Manager	劉安和 An-Ho Liu	2002. 08. 01	33,547	0.0067	0	0	0	0
經理 General Manager	萬德慶 Te-Ching Wan	2002. 03. 19	16,627	0.0033	0	0	0	0
經理 General Manager	陳威綸 Chuck Chen	2002. 08. 01	660	0.0001	0	0	0	0
經理 General Manager	顏姿丹 Tzu-Dan Yen	2005. 03. 03	524	0.0001	0	0	0	0
經理 General Manager	林啓仁 Chi-Jen Lin	2003. 04. 30	18,714	0.0037	3,366	0.0007	0	0
經理 General Manager	佘文豪 Wen-Hau Sher	2006. 01. 19	2,244	0.0004	0	0	0	0

2006.03.31

職稱 Title	姓名 Name	主要經(學)歷 Experience(Education)	目前兼任其他公司之職務 Also Serves Concurrently as	具配偶或二親等以內關係之經理人 Managers are Spouse or Within Second-Degree Relative of Consanguinity to Each Other		
				職稱 Title	姓名 Name	關係 Relation
總經理 President	莊信雄 Shin-Hsiung Chuang	高雄銀行總經理 President, Bank of Kaohsiung	無 None	–	–	–
副總經理 Exec.Vice President	賴光二 Kuang-Erh Lai	高雄銀行副總經理 Exec. Vice President, Bank of Kaohsiung	台灣票券金融(股)公司董事 Director, Taiwan Bills Finance Co.,Ltd.	–	–	–
副總經理 Exec. Vice President	劉芳男 Fang-Nan Liou	高雄銀行副總經理 Exec. Vice President, Bank of Kaohsiung	宏偉開發(股)公司及揚誠開發(股)公司董事 Director, Hung Wei Development Corp. and Yang Cheng Development Corp.	–	–	–
副總經理 Exec.Vice President	黃識強 Shih-Chiang Huang	高雄銀行副總經理 Exec. Vice President, Bank of Kaohsiung	無 None	–	–	–
總稽核 Chief Auditor	劉興地 Shing-Dieh Liu	高雄銀行總稽核 Chief Auditor, Bank of Kaohsiung	台陽證券投資信託(股)公司監察人 Supervisor, Sunrise Asset Management Co.,Ltd.	–	–	–
顧問 Consultant	柯俊清 Chun-Ching Ko	高雄銀行顧問 Consultant, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	蔡金錶 Jin-Biau Tsai	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	柯碧蓉 Pi-Jung Ko	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	徐連德 Lien-Te Hsu	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	蔡秀珍 Shiow-Jen Tsai	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	向元慶 Yuan-Chin Shiang	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	吳敏成 Min-Cheng Wu	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	黃世宏 Shih-Hung Huang	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	陳麗華 Li-Hwa Chen	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	副理 Deputy General Manager	陳顯國 Chen Hsien Kuo	配偶 Spouse
經理 General Manager	許月雲 Anna Hsu	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	陳美伶 Mei-Ling Chen	高雄銀行經理 General Manager, Bank of Kaohsiung	高銀人身保險代理人(股)公司及高銀財產保險代理人(股)公司董事 Director, Kaohsiung Bank Insurance Agency Co.,Ltd.& Kaohsiung Bank General Insurance Agency Co.,Ltd.	–	–	–
經理 General Manager	黃慶堯 Don Huang	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	謝燕卿 Yen-Ching Hsien	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	藍健成 Chien-Cheng Lan	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	黃秋琴 Chiu-Chin Huang	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	陳慶讚 Ching-Tsan Chen	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	林英忠 Ying-Chung Lin	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	嚴惠芬 Hueng-Fen Yen	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	盧如珍 Ju-Chen Lu	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	王月娥 Yueh-O Wang	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	李華仁 Hwa-Jen Lee	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	丁文龍 Aaron Ting	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	顏景瑞 Chin-Tzay Yan	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	吳明宏 Ming-Hung Wu	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	蔡居勝 Chu-Sheng Tsai	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	陳舜華 Shuen-Hwa Chen	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	陳守仁 J.C. Shou-Jen Chen	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	王業興 Yeh-Shing Wang	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	張美珠 Mei-Chu Chang	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	蔡登崑 Duncan Tsai	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	洪梅菊 Margie Hong	高雄銀行經理 General Manager, Bank of Kaohsiung	高銀人身保險代理人(股)公司及高銀財產保險代理人(股)公司董事 Director, Kaohsiung Bank Insurance Agency Co.,Ltd.& Kaohsiung Bank General Insurance Agency Co.,Ltd.	–	–	–
經理 General Manager	蘇文略 Wen-Lueh Su	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	洪淑梅 Shw-Mei Hong	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	劉秀慧 Shiu-Hui Liu	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	沈桂菘 Kuei-Song Shen	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	劉安和 An-Ho Liu	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	萬德慶 Te-Ching Wan	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	陳威綸 Chuck Chen	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	顏姿丹 Tzu-Dan Yen	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	林啓仁 Chi-Jen Lin	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–
經理 General Manager	佘文豪 Wen-Hau Sher	高雄銀行經理 General Manager, Bank of Kaohsiung	無 None	–	–	–

5.最近年度支付董事、監察人、總經理及副總經理之酬金
The Aggregate Compensation Paid and Benefits in Kind Granted in 2005

(1)董事之酬金 Remunerations of Directors

職稱 Title	姓名 Name	車馬費 Transportation Allowances		報酬 Remunerations Paid		盈餘分配之董事酬勞 Remunerations Paid on Earnings Distribution		盈餘分配之員工紅利金額			
								本行 BOK			
									股票股利 Stock Dividends		
		本行 BOK	合併報表內所有公司 All companies in the consolidated statement	本行 BOK	合併報表內所有公司 All companies in the consolidated statement	本行 BOK	合併報表內所有公司 All companies in the consolidated statement	現金股利 Cash Dividends	股數 Shares	市價 Market Value	金額 Amount
董事長等 Chairman and etc.	王高津等共12人 kao-Chin Wang and etc.	1,404,000	1,404,000	8,053,107	8,053,107	4,528,150	4,528,150	40,499	0	18.06	0

註1：董事姓名，請參閱第 12 頁。
The list of Directors, please refer to page 12.

註2：董事之車馬費、報酬、盈餘分配之酬勞、盈餘分配之員工紅利金額及其他報酬情形，以彙總方式揭露。
A summary disclosed the transaction allowances, remunerations, remunerations paid on earnings distribution, employees' bonus on earnings distribution and other remunerations.

註3：董事兼任總經理或副總經理之報酬，屬董事報酬部分揭露於本表；屬總經理或副總經理之報酬部分，揭露於「(3)總經理及副總經理之報酬部分」。
Remunerations to Directors who also serve concurrently as president or exec. vice president shall be disclosed separately under their respective titles.

註4：董事兼任經理人取得員工紅利之金額，併列於「(4)配發員工紅利之經理人姓名及配發情形」。
The amount of employee's bonus obtained by a director who also serve as managers are listed in "Employees' bonus to officers".

註5：94年度盈餘分配董事會通過擬議配發員工紅利金額為新台幣 22,374,391 元。
The Amount that the Board of Directors' meeting has resolved to distribute employees' bonus on earnings for FY 2004 is NT$ 22,374,391.

註6：高雄市政府法人代表之盈餘分配酬勞，依規繳交高雄市政府。
The remunerations paid on earnings distributions to the juridical representative of Kaohsiung City Government were submitted to the Kaohsiung City Government under governing acts.

註7：其他報酬：提供董事長座車1部，成本2,050,000 元，房租94年279,839元；提供總經理座車1部，成本1,300,000元。
Other remunerations ：The cost of a car provided to the Chairman is NT$ 2,050,000. The house rental is NT$ 279,839 in FY2005. The cost of a car provided to the President is NTS 1,300,000.

註8：94年6月本行董事及監察人改選，故該年度董事及監察人酬金新、卸任者，均列入計算。
Directors and supervisors of the Bank were reelected in June 2005. Therefore, the remuneration paid to new and discharged directors and supervisors were included in the calculation.

給付本行各個董事酬金級距 Range		董事人數 Numbers	
		94年度 FY 2005	
		本行 BOK	合併報表內所有公司 All companies in the consolidated statement
低於NT$ 2,000,000元	under NT$ 2 million	11	11
NT$ 2,000,000元(含)－NT$ 5,000,000元	NT$ 2 million (included)－NT$ 5 million	0	0
NT$ 5,000,000元(含)－NT$ 10,000,000元	NT$ 5 million (included)－NT$ 10 million	1	1
NT$ 10,000,000元(含)－NT$ 50,000,000元	NT$ 10 million (included)－NT$ 50 million	0	0
NT$ 50,000,000元以上	over 50 million	0	0
總計	Total	12	12

單位：新台幣元；NT$ at 2005.01.01 - 2005.12.31

Employees' Bonus on Earnings Distribution				前四項總額 Total		總額占稅後純益之比例 % of Total to Net Income		取得員工認股權憑證數額 Employees Shares Options		其他報酬 Other Remunerations	
合併報表內所有公司 All companies in the consolidated statement				本行 BOK	合併報表內所有公司 All companies in the consolidated statement	本行 BOK	合併報表內所有公司 All companies in the consolidated statement	本行 BOK	合併報表內所有公司 All companies in the consolidated statement	本行 BOK	合併報表內所有公司 All companies in the consolidated statement
現金股利 Cash Dividends	股票股利 Stock Dividends										
	股數 Shares	市價 Market Value	金額 Amount								
40,499	0	18.06	0	14,025,756	14,025,756	3.59	3.59	0	0	3,629,839	3,629,839

項目 Item / 年度 FY	支付董事酬金總額占稅後純益之比例 % of Remunerations of Directors to Net Income	
	本行 BOK	合併報表內所有公司 All companies in the consolidated statement
2005	3.59	3.59
2004	3.58	3.58
增減比率 Comparison	0.01	0.01

說明 Remarks

1. 本行給付酬金之政策：秉公司治理，依公司法規定，並經本行股東會及董事會之決議辦理。
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. 本行給付酬金之標準與組合：(1)本行董事、監察人每月報酬：依股東會決議合計最高限額NT$2,400,000元，至於其每人每月報酬支給標準，授權董事會決定。(2)盈餘分配：依「本行公司章程」辦理。(3)董事兼員工之員工分紅依「本行從業人員紅利分配辦法」辦理。
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. 本行訂定酬金之程序：經股東會及董事會審議通過後實施。
The bank's procedure for fixing compensation: to be enforced upon approval of the shareholders' meeting and board of directors.

4. 本行給付酬金與經營績效之關聯性：有關董事及監察人盈餘分配、董事兼員工之員工分紅與本行經營績效具有關聯性。
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.

（2）監察人之酬金 Remunerations of Supervisors

職稱 Title	姓名 Name	車馬費 Transportation Allowances		報酬 Remunerations Paid		盈餘分配之監察人酬勞
		本行 BOK	合併報表內所有公司 All companies in the consolidated statement	本行 BOK	合併報表內所有公司 All companies in the consolidated statement	本行 BOK
常駐監察人等 Resident Supervisor and etc.	張　繁等共3人 Fan Chang and etc.	414,000	414,000	867,441	867,441	1,065,447

註1：監察人姓名，請參閱第 12 頁。
The list of Supervisors, please refer to page 12.

註2：監察人之車馬費、報酬、盈餘分配之酬勞及其他報酬情形，以彙總方式揭露。
A summary disclosed transportation allowances, remunerations ,remunerations paid on earnings distribution, and other remunerations.

註3：高雄市政府法人代表之盈餘分配酬勞，依規繳交高雄市政府。
The remunerations paid on earnings distributions to the juridical representative of Kaohsiung City Government were submitted to the Kaohsiung City Government.

給付本行各個監察人酬金級距 Range		監察人人數 Numbers	
		94年度 FY 2005	
		本行 BOK	合併報表內所有公司 All companies in the consolidated statement
低於NT$ 2,000,000元	under NT$ 2 million	3	3
NT$ 2,000,000元(含)－NT$ 5,000,000元	NT$ 2 million (included)－NT$ 5 million	0	0
NT$ 5,000,000元(含)－NT$ 10,000,000元	NT$ 5 million (included)－NT$ 10 million	0	0
NT$ 10,000,000元(含)－NT$ 50,000,000元	NT$ 10 million (included)－NT$ 50 million	0	0
NT$ 50,000,000元以上	over 50 million	0	0
總計	Total	3	3

單位：新台幣元；NT$ at 2005.01.01 - 2005.12.31

Remunerations Paid on Earnings Distribution	前三項總額 Total		總額占稅後純益之比例 % of Total to Net Income		其他報酬 Other Remunerations	
合併報表內所有公司 All companies in the consolidated statement	本行 BOK	合併報表內所有公司 All companies in the consolidated statement	本行 BOK	合併報表內所有公司 All companies in the consolidated statement	本行 BOK	合併報表內所有公司 All companies in the consolidated statement
1,065,447	2,346,888	2,346,888	0.60	0.60	0	0

項目 Item / 年度 FY	支付監察人酬金總額占稅後純益之比例 % of Remunerations of Supervisors to Net Income		說明 Remarks
	本行 BOK	合併報表內所有公司 All companies in the consolidated statement	
2005	0.60	0.60	1. 本行給付酬金之政策：秉公司治理，依公司法規定，並經本行股東會及董事會之決議辦理。 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. 本行給付酬金之標準與組合：(1)本行董事、監察人每月報酬：依股東會決議合計最高限額NT$2,400,000元，至於其每人每月報酬支給標準，授權董事會決定。(2)盈餘分配：依「本行公司章程」辦理。(3)董事兼員工之員工分紅「依本行從業人員紅利分配辦法」辦理。 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 thousand 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. 本行訂定酬金之程序：經股東會及董事會審議通過後實施。 The bank's procedure for fixing compensation: to be enforced upon approval of the shareholders' meeting and board of directors. 4. 本行給付酬金與經營績效之關聯性：有關董事及監察人盈餘分配、董事兼員工之員工分紅與本行經營績效具有關聯性。 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.
2004	0.60	0.60	
增減比率 Comparison	0	0	

(3)總經理及副總經理之酬金 Remunerations of President & Exec. Vice President

職稱 Title	姓名 Name	薪資 Salaries		獎金及特支費 Bonus and Special Expenditure		盈餘分配之員工紅利金額			
						本行 BOK			
							股票股利 Stock Dividends		
		本行 BOK	合併報表內所有公司 All companies in the consolidated statement	本行 BOK	合併報表內所有公司 All companies in the consolidated statement	現金股利 Cash Dividends	股數 Shares	市價 Market Value	金額 Amount
總經理等 President and etc.	莊信雄等共4人 Shin-Hsiung Chuang and etc.	10,237,392	10,237,392	3,605,338	3,605,338	304,947	0	18.06	0

註1：總經理及副總經理姓名，請參閱第 15 頁。
The list of president & exec. vice president, please refer to page 15.

註2：總經理及副總經理之薪資、獎金、特支費及員工紅利，以彙總方式揭露。
A summary disclosed the salaries, bonus, special expenditure and employees' bonus on earnings distribution paid by president & exec. vice president.

註3：總經理及副總經理領取之員工紅利金額，併列於「(4)配發員工紅利之經理人姓名及配發情形」。
The amount of employees' bonus obtained by president & exec. vice president were listed in "Employees' bonus to officers".

單位：新台幣元；NT$ at 2005.01.01 - 2005.12.31

給付本行各個總經理及副總經理酬金級距 Range		總經理及副總經理人數 Numbers	
		94年度 FY 2005	
		本行 BOK	合併報表內所有公司 All companies in the consolidated statement
低於NT$ 2,000,000元	under NT$ 2 million	0	0
NT$ 2,000,000元(含)－NT$ 5,000,000元	NT$ 2 million (included)－NT$ 5 million	3	3
NT$ 5,000,000元(含)－NT$ 10,000,000元	NT$ 5 million (included)－NT$ 10 million	1	1
NT$ 10,000,000元(含)－NT$ 50,000,000元	NT$ 10 million (included)－NT$ 50 million	0	0
NT$ 50,000,000元以上	over 50 million	0	0
總計	Total	4	4

單位：新台幣元；NT$ at 2005.01.01 - 2005.12.31

Employees' Bonus on Earnings Distribution				前三項總額 Total		總額占稅後純益之比例 % of Total to Net Income		取得員工認股權憑證數額 Employees Shares Options		其他報酬 Other Remunerations	
合併報表內所有公司 All companies in the consolidated statement											
現金股利 Cash Dividends	股票股利 Stock Dividends			本行 BOK	合併報表內所有公司 All companies in the consolidated statement	本行 BOK	合併報表內所有公司 All companies in the consolidated statement	本行 BOK	合併報表內所有公司 All companies in the consolidated statement	本行 BOK	合併報表內所有公司 All companies in the consolidated statement
	股數 Shares	市價 Market Value	金額 Amount								
304,947	0	18.06	0	14,147,677	14,147,677	3.62	3.62	0	0	0	0

項目 Item / 年度 FY	支付總經理及副總經理酬金總額占稅後純益之比例 % of Remunerations of President & Exec. Vice President to Net Income	
	本行 BOK	合併報表內所有公司 All companies in the consolidated statement
2005	3.62	3.62
2004	3.56	3.56
增減比率 Comparison	0.06	0.06

說明 Remarks

1. 本行給付酬金之政策：本行總經理秉承董事長之命及董事會決議綜理行務，副總經理輔佐總經理辦理行務，有關給付其酬金均依本行相關規章辦理。
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. 本行給付酬金之標準與組合：(1)薪資：總經理支付標準，依本行第6屆董事會第8次臨時會議決議辦理。副總經理部分，依「本行從業人員職等職級核敘及薪給支給要點」及「本行主管職務加給支給表」辦理。(2)獎金：依「本行核發經營獎金實施要點」辦理。(3)員工紅利：依「本行從業人員紅利分配辦法」辦理。
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. 本行訂定酬金之程序：經提本行董事會審議通過後實施。
The bank's procedure for fixing compensation: to be enforced upon approval of the bank's board of directors.

4. 本行給付酬金與經營績效之關聯性：獎金及員工紅利與經營績效具有關聯性。
Correlation of the bank's payment of compensation and business performance: There is some correlation between reward / employees' bonus and business performance.

(4)配發員工紅利之經理人姓名及配發情形 Employees' Bonus to Officers

單位：新台幣元；NT$ at 2005.01.01－2005.12.31

職稱 Title	姓名 Name	股票紅利 Stock Bonus			現金紅利 Cash Bonus	總計 Total	總額占稅後純益之比例 % of Total to Net Income
		股數 Shares	市價 Market Value	金額 Amount			
總經理等 President and etc.	莊信雄等共46人 Shin-Hsiung Chuang and etc.	0	0	0	2,162,646	2,162,646	0.55

註1：配發員工紅利之經理人姓名，請參閱補充資料。
The officers who were distributed employees' bonus, please refer to supplement.
註2：2005年度盈餘擬議配發之員工紅利，僅分配現金股利，未分配股票股利。
The Bank distributed employees' bonus for 2004 in the form of cash dividend only.
註3：2005年度盈餘擬議配發之員工紅利，以彙總方式揭露。
A summary disclosed the employees' bonus for 2004.

（三）董事、監察人、經理人及依銀行法第25條第3項規定應申報股權者之股權變動情形
Change of Shares which Belong to Directors, Supervisors, Officers and Shareholders Who Shall Report Their Shares under Clause 25, Item 3 in the Banking Law of the Republic of China

職稱 Title	姓名 Name	2005.01.01-2005.12.31		2006.01.01-2006.3.31	
		持有股數增（減）數 Change in Shareholding	質押股數增（減）數 Increase (decrease) on Pledged Shares	持有股數增（減）數 Change in Shareholding	質押股數增（減）數 Increase (decrease) on Pledged Shares
董事 Director	陳瑞芳 Juei-Fang P. Chen	(10,000)	0	(10,000)	0
顧問 Consultant	柯俊清 Chun-Ching Ko	15,000	0	0	0
經理 General Manager	蔡金錶 Jin-Biau Tsai	413	0	0	0
經理 General Manager	謝燕卿 Yen-Ching Hsien	(15,035)	0	0	0

註1：主要股東係指持有本行股份總額超過1%之股東。
Major shareholder, who owns more than 1% of the Bank's outstanding shares.
註2：最近年度及截至2006年3月止，股權移轉之相對人均非關係人，且無股權質押之情事。
The counterparties of share transfer in the past two years and up to the March 2006 of this report are not related parties, no case of share pledges in the same time.
註3：本行董事、監察人、經理人及依銀行法第25條第3項規定應申報股權者，除上列人員股權變動外，其餘人員均未發生股權移轉。
Others than the above-mentioned directors, supervisors, managers and personnel who shall declare the rights letter pursuant to Paragraph 3 of Article 25 of the Banking Law did not transfer their stocks.

（四）本行及董事、監察人、總經理、副總經理、協理、各部門及分支機構主管及銀行直接或間接控制之事業對同一轉投資事業之持股數及綜合持股比例

The Syndicated Share Holding of an Identical Invested Business Held by Business which the Bank, Directors, Supervisors, President, Exec. Vice President, Assistant Manager, and Heads of Departments and Branches Directly or Indirectly Govern

2005.12.31

轉投資事業名稱 Name	本行投資 Bank' s Investments		董事、監察人、總經理、副總經理、協理、各部門及分支機構主管及銀行直接或間接控制事業之投資 Investment of Business which the Bank, Directors, Supervisors, President, Vice President, Assistant Manager, Heads of Departments and Branches and the Bank Directly or Indirectly Govern		綜合投資 Syndicated Investments	
	股　數 Shares	持股比例 Shareholding（%）	股　數 Shares	持股比例 Shareholding（%）	股　數 Shares	持股比例 Shareholding（%）
台北外匯經紀（股）公司 Taipei Forex Inc.	700,000	3.53	－	－	700,000	3.53
臺灣期貨交易所（股）公司 Taiwan Futures Exchange Corporation	600,000	0.30	－	－	600,000	0.30
台灣票券金融（股）公司 Taiwan Finance Corporation	51,616,500	10.00	－	－	51,616,500	10.00
國票綜合證券（股）公司 Waterland Securities Co.,Ltd.	50,000,000	4.93	－	－	50,000,000	4.93
台灣金聯資產管理（股）公司 Taiwan Asset Management Corporation	10,000,000	0.57	－	－	10,000,000	0.57
台灣金融資產服務（股）公司 Taiwan Financial Asset Services Co.,Ltd.	5,000,000	2.94	－	－	5,000,000	2.94
台陽證券投資信託（股）公司 Sunrise Asset Management Co.,Ltd.	6,000,000	20.00	－	－	6,000,000	20.00
高雄捷運（股）公司 Kaohsiung Rapid Transit Corporation	5,000,000	0.50	－	－	5,000,000	0.50
高銀財產保險代理人（股）公司 Kaohsiung Bank General Insurance Agency Co.,Ltd.	500,000	100.00	－	－	500,000	100.00
高銀人身保險代理人（股）公司 Kaohsiung Bank Insurance Agency Co.,Ltd.	300,000	100.00	－	－	300,000	100.00
財金資訊（股）公司 Financial Information Services Co.,Ltd.	4,550,000	1.13750	－	－	4,550,000	1.13750
台灣票券集中保管結算（股）公司 Debt Instruments Depository and Clearing Co., Taiwan	2,000,000	0.9976	－	－	2,000,000	0.9976

註：「台灣票券集中保管結算（股）公司」於95年3月27日與「台灣證券集中保管（股）公司」合併，存續公司爲「台灣證券集中保管（股）公司」並更名爲「台灣集中保管結算所（股）公司」。

Note：The Debt Instruments Depository and Clearing Co., Taiwan merged with Taiwan Seturicies Central Depository Co., Ltd. on March 27, 2006. The existing company was Taiwan Seturicies Central Depository Co., Ltd. and its name was changed to Taiwan Depository & Clearing Corporation at the same time.

三、股份及股利 Stocks & Dividends

（一）股本來源 Source of Capital

1. 股本 Capital

單位：新台幣元；Unit：NT$

年月日 Year / Month / Date	發行價格 Issue Price	核定股本 Authorized Capital		實收股本 Paid-in Capital		備註 Remark	
		股數 Shares	金額 Amount	股數 Shares	金額 Amount	股本來源 Source	其他 Others
2006.03.31	—	1,500,000,000	15,000,000,000	503,423,804	5,034,238,040	原始資本及歷年現金增資、資本公積、特別公積轉增資及盈餘轉增資。 Initial capital and capital increase by cash, by capital reserve, special reserve, and by earnings in the past years.	—

2.歷年增資生效（核准）日期與文號 Capital Increase Information

單位：新台幣元；Unit：NT$

會計年度 FY	核定資本額 Authorized Capital 實收資本額 Paid-in Capital	備註 Remark	主管機關核准文號 Authorized by the Competent Authority
1983	— 450,000,000	原始資本 Initial capital	財政部70.07.08台財融18127號函 MOF,Tai-Tsai-Rong-No.18127（Jul.8,1981）
1988	— 650,000,000	現金增資2億元 capital increase NT$ 200 million by cash	財政部77.02.26台財融770059046號函 MOF,Tai-Tsai-Rong-No.770059046（Feb.26,1988）
1989	— 850,000,000	現金增資2億元 capital increase NT$ 200 million by cash	財政部77.11.23台財融770430291號函 MOF,Tai-Tsai-Rong-No.770430291（Nov.23,1988）
1990	— 1,050,000,000	現金增資2億元 capital increase NT$ 200 million by cash	財政部80.03.02台財融800078016號函 MOF,Tai-Tsai-Rong-No.800078016（Mar.2,1991）
1994	— 1,534,740,000	1. 特別公積轉增資19,000萬元。 capital increase NT$ 190 million by special reserve 2. 現金增資29,474萬元。 capital increase NT$ 294 million and 740 thousand by cash	財政部84.03.27台財融84707685號函 MOF,Tai-Tsai-Rong-No.84707685（Mar.27,1995）
1996	— 2,153,079,500	現金增資61,833.95萬元。 capital increase NT$ 618 million and 339.5 thousand by cash	財政部84.09.06台財融84377510號函 MOF,Tai-Tsai-Rong-No.84377510（Sep.6,1995）
1997 (1997.06.04)	— 2,367,968,260	現金增資21,488.876萬元。 capital increase NT$ 214 million and 888.76 thousandby cash	財政部86.03.11台財融86056443號函 MOF,Tai-Tsai-Rong-No.86056443（Mar.11,1997）
1998 (1997.10.09)	— 3,867,968,260	現金增資150,000萬元(公開募股)。 capital increase NT$ 1.5 billion by cash (Public solicit)	財政部86.06.10台財融86164514號函 MOF,Tai-Tsai-Rong-No.86164514（Jun.10,1997）
1999 (1999.03.01)	— 4,486,843,180	特別公積轉增資61,887.492萬元。 capital increase NT$ 618 million and 874.92 thousand by special reserve	財政部87.12.30台財融87419912號函 MOF,Tai-Tsai-Rong-No.87419912（Dec.30,1998）
2002 (2002.08.19)	— 4,576,580,040	盈餘轉增資8,973.686萬元。 capital increase NT$ 89 million and 736.86 thousandby earnings	財政部91.07.10台財融0910030462號函 MOF,Tai-Tsai-Rong-No-0910030462（Jul.10,2002）
2004 (2004.08.16)	— 5,034,238,040	資本公積轉增資45,765.80萬元。 capital increase NT$ 457 million and 658 thousand by capital reserve	財政部93.06.28台財融(二)字第0930020109號函 MOF,Tai-Tsai-Rong-(2)-No.0930020109（Jun.28,2004）
2005 (2005.06.23)	15,000,000,000 5,034,238,040	增訂額定資本額。 Register authorized capital	行政院金融監督管理委員會94.07.27金管銀(二)字第0948010949號函 FSC,Jin-Kuan-Yin-(2)-No.0948010949(Jul.27,2005)

3.核定股本內容 Authorized Capital

2006. 03. 31

股份種類 Definition of Capital	核定股本 Authorized Capital			備 註 Remark
	流通在外股份 Outstanding Stocks	未發行股份 Non-Issued Stocks	合 計 Total	
普通股 Common stocks	503,423,804	996,576,196	1,500,000,000	上市 Listed on the TSE

註：本行未申請核准以總括申報制度募集發行有價證券。
The bank never applies for offering and issuing securities by the shelf registration system.

（二）股東結構 Stockholders Structure

2005.12.31

股東結構 Structure / 數 量 Amount	政府機構 Governments	金融機構 Financial Institutions	其他法人 Juridicial Person	個 人 Private	外國機構及外國人 Foreign Institutions & Foreigners	合 計 Total
人 數 Members	7	2	50	20,680	74	20,813
持有股數 Shares	245,967,393	816,000	12,546,665	115,894,148	128,199,598	503,423,804
持股比例 Shareholding（%）	48.86	0.16	2.49	23.02	25.47	100.00

（三）股權分散情形（每股面額10元）Diversification of Shares (Par Value in NT$10)

1.普通股 Common Stock

2005.12.31

持股分級 Shares	股東人數 Members	持有股數 Total Shares	持股比例 Shareholdings（%）
1－ 999	8,740	1,807,586	0.36
1,000－ 5,000	8,348	23,803,171	4.73
5,001－ 10,000	1,776	13,453,708	2.67
10,001－ 15,000	717	8,624,853	1.71
15,001－ 20,000	362	6,763,635	1.34
20,001－ 30,000	328	8,267,395	1.64
30,001－ 50,000	220	8,850,894	1.76
50,001－ 100,000	133	9,516,637	1.89
100,001－ 200,000	87	11,483,910	2.28
200,001－ 400,000	27	7,434,907	1.48
400,001－ 600,000	12	5,733,967	1.14
600,001－ 800,000	11	7,494,860	1.49
800,001－1,000,000	5	4,305,202	0.86
1,000,001以上 over 1,000,001	47	385,883,079	76.65
合 計 Total	20,813	503,423,804	100.00

2.特別股 Preferred stocks ：無 none 。

（四）主要股東名單 Major Shareholders

2005.12.31

主要股東名稱Major Shareholders's name / 股 份 Stocks	持有股數 Shares	持股比例 Shareholdings（%）
高雄市政府 Kaohsiung City Government	232,920,160	46.27
中華郵政股份有限公司 Chunghua Post Co., Ltd.	12,409,000	2.47
香港上海匯豐銀行台北分行受託保管茵德斯亞太基金有限公司投資專戶 Indus Asia Pacific Fund,Ltd.	11,254,200	2.24
余美園 Yu Mei-yuan	9,066,554	1.80
中央信託局受託保管王者資產管理有限合夥經理之艾肯國際基金投資專戶 Columbia Acorn Trust-Columbia Acorn International	8,470,000	1.68
香港上海匯豐銀行台北分行受託保管德意志銀行美國信託公司經理之金字塔新興市場證券基金專戶 Bt Pyramid Emrg Mkts Equity Fund	7,868,000	1.56
美商花旗銀行台北分行受託保管荷蘭金屬工人退休基金投資專戶 Stichting Pensioenfonds Metaal en Techniek	5,672,000	1.13
香港上海匯豐銀行台北分行受託保管美林國際公司投資專戶 Merrill Lynch Intl-Main Tradind	5,649,000	1.12
香港上海匯豐銀行台北分行受託保管茵德斯亞太基金有限合夥投資專戶 Indus Asia Pacific Fund, L.P.	5,339,600	1.06
施純津 Chun-Chin Shih	5,306,229	1.05

註：主要股東係指持有本行股份總額超過1%或占前10名之股東。
Major shareholder, who owns more than 1% of the Bank's outstanding shares or is one of the top ten shareholders.

（五）最近2年度每股市價、淨值、盈餘、股利及相關資料
Market Price, Equity, Earnings, Dividends Per Share & Relatives for the Past Two Years

單位：新台幣元；Unit：NT$

項 目 Item	年 度 Year		2004	2005	2006.03.31 (Published Date)
每股市價（註1） Market Price Per Share（Note 1）	最高 Highest		27.70	25.70	18.00
	最低 Lowest		18.10	17.65	13.50
	平均 Average		23.37	21.11	15.64
每股淨值（註2） Equity Per Share（Note 2）	分配前 Before Distribution		20.43	20.65	20.87
	分配後 After Distribution		19.88	—	—
每股盈餘 Earnings Per Share	加權平均股數 Weighted Average Shares		503,423,804	503,423,804	503,423,804
	每股盈餘 Earnings Per Share		0.78	0.78	0.22
每股股利 Dividends Per Share	現金股利 Cash Dividend		0.50	0.50	—
	無償配股 Stock dividends	盈餘配股 Stock Dividends Appropriated from Retained Earnings	—	—	—
		資本公積配股 Stock Dividends Appropriated from Capital Reserve	—	—	—
	累積未付股利 Accumulated Unappropriated Dividends		—	—	—
投資報酬分析 Investment Return Analysis	本益比（註3）P/E Ratio（Note 3）		29.96	27.06	—
	本利比（註4）Price-Dividend Ratio（Note 4）		46.74	42.22	—
	現金股利殖利率（註5）Cash Dividend Yield（Note 5）（%）		2.14	2.37	—

註1：各年度最高及最低市價，及按各年度成交值與成交量計算之各年度平均市價。
Note 1 : The highest and lowest market prices each year. The average market price each year is computed with trading value and volume of the corresponding year.
註2：以年底已發行之股數爲準並依據次年度股東會決議分配之情形填列。
Note 2 : The computation is based on the total shares outstanding at the end of the year and approved appropriation in the subsequent Shareholders' Meeting.

註3：本益比＝當年度每股平均收盤價／每股盈餘。
Note 3 : Price-earnings ratio = Average closing price of the current year / Earnings per share.
註4：本利比＝當年度每股平均收盤價／每股現金股利。
Note 4 : Price-dividend ratio = Average closing price of the current year / Cash dividends per share.
註5：現金股利殖利率＝每股現金股利／當年度每股平均收盤價。
Note 5 : Cash dividend yield = Cash dividend per share / Average closing price per share of the current year.

（六）股利政策及執行狀況 Dividend Policy and Execution Status

1. 本行股利政策：請參閱第 78 頁，本公司「財務報表附註18.盈餘分配」。
Our dividend policy ：Please refer to page 78 for "Notes to Financial Statements 18.RETAINED EARNINGS".
2. 2006年度股東會擬議之股利分配情形：2005年度股東股利，擬以期初未分配盈餘及2005年度盈餘爲分配來源，每股擬分配現金股利0.5元，董監事酬勞及員工紅利均以現金分配。
The FY 2006 shareholders' meeting has resolved to distribute dividends in the following order ：We expect to distribute a cash dividend of 0.5 per share to shareholders for FY 2005.Remuneration to directors, supervisors and employees' bonus shall be disributed by way of cash.

（七）2006年股東會擬議之無償配股對營業績效及每股盈餘之影響：無。
The Impact of Dividend Distributions and the Issuance of Bonus Shares Resolved by the FY 2006 Shareholders' Meeting on Our Operating Performance and Earnings Per Share：none.

（八）員工分紅及董事、監察人酬勞 Employees' Bonus & Remunerations to Directors & Supervisors

1. 本行章程所載員工分紅及董事、監察人酬勞之成數或範圍：請參閱第78頁，本公司「財務報表附註18.盈餘分配」。
The percentages or coverage of employee' bonus, and remunerations to directors & supervisors stated in Articles of Incorporation please refer to page 78 for "Notes to Financial Statements 18. RETAINED EARNINGS".
2. 董事會通過之擬議配發2005年員工分紅之資訊：
The information about the Board of Directors' meeting has resolved to distribute employees' bonus for FY 2005.
(1) 配發員工現金紅利、股票紅利及董監事酬勞金額：
The amount distributed employees' cash bonus, employees' stock bonus and remunerations to directors and supervisors
員工現金紅利 22,374,391 元。 Employees' cash bonus：NT$ 22,374,391.
員工股票股利 0元。 Employee' stock bonus：NT$ 0.
董監事酬勞 5,593,597 元。 Remunerations to directors and supervisors ：NT$ 5,593,597.
(2) 2005年考慮擬議配發員工紅利及董監事酬勞後設算每股盈餘：
Earnings Per Share after the Distribution of Employees' Bonus and Remuneration to Directors and Supervisors for FY2005 :

設算基本稅後每股盈餘
Proforma Basic Earnings Per Share (EPS) after tax

單位：新台幣元；Unit：NT$

項目 Item	金 額 Amount
2005年度本期稅後純益 (A) Net income (loss) after tax for FY 2005	390,488,421
2005年度全數以現金發放之員工紅利及董監事酬勞(B) Employees bonus & Directors & Supervisors' remuneration-Cash for FY 2005	27,967,988
2005年度普通股加權平均流通在外股數(仟股) (C) Weighted average of outstanding common stocks (thousand shares) for FY 2005	503,424
設算基本稅後每股盈餘 (A－B) / C Proforma Basic earnings per share after tax	0.72

3. 2004年度盈餘用以配發員工紅利及董事、監察人酬勞情形，與原董事會通過之擬議分配情形相符。
Earnings distribution to employees' bonus & remunerations to directors and supervisors for FY 2004 corresponded with the decision of the Board of Director.

(1) 2004年度盈餘配發員工紅利計22,374,391元，其中經理人配發名單如后：
Earnings distribution for employee bonus amounted to NT$ 22,374,391 for FY 2004. Name list of managers entitled for the distribution were as follows :

職稱 Title	姓名 Name	職稱 Title	姓名 Name	職稱 Title	姓名 Name
總經理 President	莊信雄 Shin-Hsiung Chuang	經理 General Manager	陳美伶 Mei-Ling Chen	經理 General Manager	陳守仁 J.C. Shou-Jen Chen
副總經理 Exec. Vice President	賴光二 Kuang-Erh Lai	經理 General Manager	黃慶堯 Don Huang	經理 General Manager	王業興 Yeh-Shing Wang
副總經理 Exec. Vice President	劉芳男 Fang-Nan Liou	經理 General Manager	謝燕卿 Yen-Ching Hsien	經理 General Manager	張美珠 Mei-Chu Chang
副總經理 Exec. Vice President	黃識強 Shih-Chiang Huang	經理 General Manager	藍健成 Chien-Cheng Lan	經理 General Manager	蔡登崑 Duncan Tsai
總稽核 Chief Auditor	劉興地 Shing-Dieh Liu	經理 General Manager	黃秋琴 Chiu-Chin Huang	經理 General Manager	許月雲 Anna Hsu
顧問 Consultant	柯俊清 Chun-Ching Ko	經理 General Manager	陳慶讚 Ching-Tsan Chen	經理 General Manager	沈武彬 Taloe Shen
財務管理處處長兼OBU分行經理 Senior Vice President, Treasury Dept, Adjunct Manager,OBU	洪梅菊 Margie Hong	經理 General Manager	林英忠 Ying-Chung Lin	經理 General Manager	蘇文略 Wen-Lueh Su
經理 General Manager	蔡金錶 Jin-Biau Tsai	經理 General Manager	劉秀慧 Shiu-Hui Liu	經理 General Manager	王忠輝 Jong-Huei Wang
經理 General Manager	柯碧蓉 Pi-Jung Ko	經理 General Manager	嚴惠芬 Hueng-Fen Yen	經理 General Manager	洪淑梅 Shw-Mei Hong
經理 General Manager	徐連德 Lien-Te Hsu	經理 General Manager	盧如珍 Ju-Chen Lu	經理 General Manager	陳清助 Ching-Juh Chen
經理 General Manager	蔡秀珍 Shiow-Jen Tsai	經理 General Manager	王月娥 Yueh-O Wang	經理 General Manager	沈桂菘 Kuei-Song Shen
經理 General Manager	向元慶 Yuan-Chin Shiang	經理 General Manager	李華仁 Hwa-Jen Lee	經理 General Manager	劉安和 An-Ho Liu
經理 General Manager	吳敏成 Min-Cheng Wu	經理 General Manager	游禎言 Cheng-Yen Yu	經理 General Manager	萬德慶 Te-Ching Wan
經理 General Manager	黃清誥 Chin-Gaw Huang	經理 General Manager	顏景瑞 Chin-Tzay Yan	經理 General Manager	陳威綸 Chuck Chen
經理 General Manager	陳舜華 Shuen-Hwa Chen	經理 General Manager	蔡居勝 Chu-Sheng Tsai	經理 General Manager	林啓仁 Chi-Jen Lin
經理 General Manager	高全斌 Chuan-Pin Kao				

(2) 2004年度盈餘配發董事及監察人酬勞計 5,593,597元。
Remuneration to directors and supervisiors appropriated from retained earnings for FY 2004 amounted to NT$ 5,593,597 。

（九）本行買回本行股份情形：無。
Execution of Treasury Stock of the Bank：none.

四、金融債券、特別股、海外存託憑證、員工認股權憑證、併購或受讓其他金融機構之辦理情形
Financial Bonds、Preferred Stocks、Overseas Depository Receipts、Employees Share Options Receipts、Merger & Acquisitions

（一）金融債券發行情形 Financial Bonds

單位：新台幣元；Unit：NT$

金融債券種類 Item	第1次金融債券 1st Issued	第2次金融債券 2nd Issued
中央主管機關核准日期、文號 Date & No Approved by the Central Competent Authotity	財政部2001.09.27台財融（二）字第0900000727號 MOF, Tai-Tsai-Rong-（2）No.090000072（Sep.27,2001）	財政部2001.09.27台財融（二）字第0900000727號 MOF, Tai-Tsai-Rong-（2）No.0900000727（Sep.27,2001）
發行日期 Trade Date	2001.11.26 Nov. 26, 2001	2002.08.19 Aug. 19, 2002
面額 Par	500萬元及1,000萬元 NT$ 5 &10 million	100萬元及1,000萬元 NT$ 1 &10 million
發行及交易地點 Issue & Trade Place	—	—
幣別 Currency	新台幣 New Taiwan Dollars	新台幣 New Taiwan Dollars
發行價格 Issue Price	按面額十足發售 100%	按面額十足發售 100%
總額 Nominal Amount	10億5,000萬元 1 billion & 50 million	20億元 2 billion
利率 Interest	3%	3.43%
期限 Tenor	5年期,到期日：2006.11.26 5 years, payment date：Nov. 26, 2006	5年期,到期日：2007.08.19 5 years, payment date：Aug. 19, 2007
受償順位 Senior/ subordinate debt	首順位 Senior debt	次順位 Subordinate debt
保證機構 Assurer	無 none	無 none
受託人 Trustee	無 none	無 none
承銷機構 Underwriter	自行銷售 deal by the Bank	群益證券股份有限公司 Capital Securities Ltd.
簽證律師 Independent Lawyers	無 none	無 none
簽證會計師 Independent Auditors	蘇炳章、謝仁耀 Ping-Chang Su, Ren-Yau Shie	蘇炳章、謝仁耀 Ping-Chang Su, Ren-Yau Shie
簽證金融機構 Certification Institution	第一商業銀行信託部 Trust Dept., First Commercial Bank	第一商業銀行信託部 Trust Dept., First Commercial Bank
償還方法 Repay Order	自發行日起屆滿3、4、5年各還本30%、30%、40% 30%、30% and 40% of the principal are repaid when the 3rd,4th and 5th annual interest payments are paid, respectively	自發行日起屆滿2、3、4、5年各還本40%、20%、20%、20% 40%、20%、20% and 20%of the principal are repaid when the 2nd, 3rd, 4th and 5th annual interest payments are paid, respectively
未償還餘額 Non-repaid Balance	4億2,000萬元 NT$ 0.4 billion & 20 million	8億元 NT$ 0.8 billion
前一年度實收資本額 2000 Paid-in Capital	44億8,700萬元 NT$ 4.4 billion & 87 million	44億8,700萬元 NT$ 4.4 billion & 87 million
前一年度決算後淨值 2000 Total Stockholders' Equity	103億5,500萬元 NT$ 10.3 billion & 55 million	103億8,700萬元 NT$ 10.3 billion & 87 million
履約情形 Performance	正常 normal	正常 normal
贖回或提前清償之條款 Redemption or Early Exercise Term	無 none	無 none
轉換及交換條件 Convertible & Swap Term	無 none	無 none
限制條款 Bound Term	無 none	無 none
資金運用計畫 Fund Utilization Plans	配合高雄市政府辦理專案貸款 cooperate with Kaohsiung City Government to offer project loans	配合高雄市政府辦理專案貸款 cooperate with Kaohsiung City Government to offer project loans
申報發行金額加計前已發行流通在外之餘額占發行前一年度決算後淨值之比率 Ratio of the Registered Value of Issue plus Outstanding Balance against the Net Value after Settlement of the Year previous to the Year of Issue（%）	10.14%	29.36%
是否計入合格自有資本及其類別 Whether Include Qualified Capital and the Corresponding Category	否 no	第二類資本 tier 2
信用評等機構名稱、評等日期及其評等等級 Credit Rating Agency & Ratings	中華信用評等公司2006 / 1 / 9 twA Taiwan Ratings Corporation, Ratuing : twA, Jan. 9, 2006	中華信用評等公司2006 / 1 / 9 twA Taiwan Ratings Corporation, Ratuing : twA, Jan. 9, 2006

（二）特別股、海外存託憑證、員工認股權憑證、併購或受讓其他金融機構之辦理情形：無
Preferred Stocks、Overseas Depository Receipts、Employees Share Options Receipts、Merger & Acquisitions：none.

營運概況

Buniness Review and Achievements

一、業務內容 Business Description

(一) 各主要資產（收入）佔總資產（總營業收入）之比重及其變化情形
Weightings and Changes of Key Assets (Revenue) against Total Assets (Total Operating Revenue)

單位：新台幣百萬元，%；Unit : NT$ Million,%

年度 Year / 業務別 Item	2005 資產/收入 Assets/ Revenues		2004 資產/收入 Assets/ Revenues		增減率 Comparison %	主要業務 Major Business
	金額 Amount	占總資產/總營業收入比例 Comparison to Total Asset / Total Operating Revenue	金額 Amount	占總資產/總營業收入比例 Comparison to Total Asset / Total Operating Revenue		
放款業務 Loan Business	101,525	66.20	103,852	68.44	(2.24)	一般企業貸款、消費性貸款及房貸等 Corporate loan,consumer loan , mortgage loan and etc.
投資業務 Investment Business	16,265	10.61	14,693	9.68	0.93	買入定期存單、票券及長期股權投資 Bills,time deposits purchased & long-term investment
利息收入 Interest Income	3,230	75.50	3,459	82.51	(7.01)	融資、授信等利息收入 Interest income on loans
手續費收入 Commission & Service Fees	282	6.59	335	7.99	(1.40)	匯費、保證費、代理費等收入 Gain on remittance, guarantee & agency
買賣票券利益 Gain in Trading Bills & Securities	690	16.13	338	8.06	8.07	買賣各種有價證券、票券收益 Gain on trading marketable securities & bills
長期股權投資利益 Gain on Long-Term Stock Investment	14	0.33	25	0.60	(0.27)	轉投資之利益 Gain on long-term investment
兌換利益 Gain on Foreign Exchange	28	0.65	21	0.50	0.15	匯差之收入 Gain on foreign exchange spread

(二)2006年度經營業務計劃：請參閱「致股東報告書」。
Business Plan for 2006：Please refer to "Message to Our Shareholders".

(三)市場分析：

隨著總體經濟環境的趨穩，加上各家銀行積極打銷壞帳的努力，已使本國銀行體系之逾放比率自2001年底11.27%高峰逐步下降至2005年12月底之2.24%。同期間內備抵呆帳覆蓋率則由13.57%躍升爲49.89%，資產品質持續改善中。2006年可預見的是部份金融同業將因其積極拓展風險較高的消費金融客

Market Analysis

Following the overall economic environment that is growing stably and the banks' efforts to offset bad debt, the local banks' non-performing loans ratio has declined from 11.27% at the end of 2001 to 2.24% at the end of December 2005. At the same time, the coverage ratio for credit loss allowance rose from 13.57% to 49.89%. The quality of assets is being improved on an on-going basis. In 2006, we can foresee that some providers in the same trade will face the new challenges brought by "dual-card" assets because

層而面臨新的雙卡資產挑戰，所幸金融同業均以積極態度進行催理，可望降低對資產品質之負面影響，預計整體本國銀行體系2006年的資產品質應可大致維持在與2005年相當。

本國銀行過度零散且由於所提供的銀行商品同質性相當高，使全體競爭力與獲利能力均未臻理想，2005年又逢雙卡卡債風暴打擊，致使本國銀行平均資產報酬率爲0.3%，平均淨值報酬率4.81 %，均屬偏低水準，預計在有效的市場整併成果出現前，該等報酬率上升幅度尚屬有限。

大多數本國銀行長期且高度倚賴利息收入作爲其主要的營收來源。2005年度全體本國銀行利息收入占營業收入比重高達76.63%，遠較2004年73.23%提高，偏高之比重，顯示經營風險未能明顯分散。未來大型金控公司之整併更將全面升高金融市場競爭態勢，而個別銀行間風險承擔能力更是永續經營觀察重點之一。

主管機關持續執行金融監理一元化政策，強調「立法從寬、執法從嚴」之差異化監理模式，對於守法優秀之業者給予自由而彈性之發展環境，對於體質較差之業者則逐漸引導其退出市場。精進而具效率之監理機制，對市場之發展則有正面助益。

面對諸多有利不利因素，本行將以穩健之徵授信政策及嚴密之追蹤管理制度，維持資產品質於水準之上；持續強化本行各項財務結構、獲利能力以及產品研發能力，不斷提升資產報酬率及淨值報酬率；拓增非利息收入之來源，用以改善營收結構；全面提昇本行人力素質，期以提供優質服務爲目標。

they develop the consumers products with higher risk. Fortunately, the providers in the same trade tend to collect credit actively and, therefore, it is expected that the negative impact to be brought to the quality of assets will be diluted. It is anticipated that the asset quality of the overall local banking system in 2006 may remain the same as it was in 2005.

Given that the local banks are dispersed excessively and the banking products provided by them are very similar in nature, the banks' overall competitive strength and profitability are not idealistic. In addition to the "dual-card" debt risk in 2005, the rate of return on total asset was 0.3%, and the average return on equity was 4.81%, which appears to be low. Given this, it is expected that the growth of such rates of return is still limited, before the effective result of mergers and reorganization of markets is produced.

Most of the local banks are used to depending on the interest income as their major revenues. In 2005, the interest income of all local banks accounted for 76.63% of their revenues, which is more than 73.23% in 2004. Such percentage reflects that the operating risk was not dispersed obviously. The future mergers and reorganization of large-sized financial holding companies will enhance the competition in the financial market, and the individual bank's ability to bear risk will be one of the key factors to their perpetual operation.

The competent authority continuously enforces the unified policy for financial supervision and highlights the discrimate supervisory model for "leniency in business and strictness in fiscal affairs". That is, it offers outstanding providers that comply with laws with a freeer and more flexible development environment, while it tends to persuade the providers that are poorer in quality to withdraw from the market step by step. The precise and efficient supervisory mechanism benefits the development of the market positively.

Facing the various favorable and unfavarable factors, the bank will maintain the quality of its assets by means of stable crediting policies and strict follow-up management systems, continuously strengthen its financial structures, profitability and R&D ability to upgrade the rate of return on total assets and return on equity thereof, and increase the non-interest income to improve its revenue structures, as well as upgrade the quality of its human resources in order to provide top-quality services.

(四)金融商品研究與業務發展概況 Overview of Research and Business Development of Financial Products

1. 最近2年度主要金融商品及增設之業務部門及其規模與損益情形
The Scale and Performance of Major Financial Products and Corresponding New Functional Units in The Past Two Years

(1)主要金融商品 Major Financial Products

業務別 Business Item	金融商品 Financial Products
存款業務 Deposit Business	活期性存款、定期性存款、綜合存款、可轉讓定期存單等。 Demand Deposits, Time Deposits, Omnibus Deposits, Negotiable Certificated of (Time) Deposits etc.
授信業務 Loan Business	企業金融商品：週轉資金貸款、資本支出貸款、專案貸款、中小企業週轉金貸款、開發國內外信用狀、保證及承兌業務等。 Corporate Banking Product：Operating Fund Financing, Loans for Capital Expenditure, Project Loans, Working Capital Loans for Small & Medium Enterprises, Issue Local and Overseas Letters of Credit, Guarantees and Acceptances etc. 消費金融商品：房屋貸款、週轉金貸款、個人消費性貸款、就學貸款、信用卡業務等。 Consumer Banking Product：Mortgage Loans, Operating Fund Financing, Individual Credit Loans, Tuition Loan, Credit Cards etc.
外匯業務 Foreign Exchange Business	進出口結匯、國外匯兌、預購(售)遠期外匯、換匯交易、外匯保證金、外幣組合式商品及國際金融業務等。 Import / Export Business, Remittances & Deposits, Outright Forward, FX Margin Trade, FCY Structured Products, Offshore Banking Business etc.
信託業務 Trust Business	不動產信託、有價證券信託、金錢信託、以信託方式辦理全權委託投資業務；代理有價證券發行、轉讓、登記及股息紅利之發放事項；有價證券發行、募集之顧問服務；受託保管證券投資信託基金、有價證券簽證業務、保管業務及保管箱出租業務等。 Trust of Real Estate, Trust of Securities, Money Trust, Discretionary Investment Business, Act as Agent for Issuance, Transfer and Registration of Marketable Securities, and Payment and Distribution of Dividends, Interests and Bonus, Provide Advisory Service on Issuance and Offering of Marketable Securities, Act as Custodian of Marketable Securities Investment Fund, Subscription Business of Portfolio, Custody Services, Safe-Deposit Box Rental Service etc.
其 他 Other Business	買賣商業本票、短期票券簽證承銷、買賣政府債券及承銷有價證券等，代售黃金業務、財富管理業務、財務顧問業務。 Purchasing and Selling Service of Commercial Papers, Short-Term Commercial Paper Certification & Underwriting, Purchase and Sell of Government Bonds, Undertake Marketable Securities Underwriting, Acting as the Agent for Sales of Gold, Wealth Management Business, Financial Consultant Business etc.

(2)增設業務部門：業務管理處財富管理科及企業金融處第二辦公室。
New Business Units：Wealth management section of Business Management Dept. and 2nd office of Corporate Banking Dept.

2. 最近2年度研究發展支出、成果及未來發展計畫
Expenditure & Results of R & D in The Past Two Years and Future Plans

(1)研究發展支出Expenditure of R & D

單位：新台幣百萬元；Unit : NT$ Million

年度 Year	2005	2004
金額 Amount	7.43	6.96

(2)研究發展成果 Results of R & D

業務別 Business Item	金融商品 Financial Products
存款業務 Deposit Business	開辦媒體交換自動轉帳（ACH）及代售黃金業務等。 Automated Clearing House, Agent for Sales of Gold.
授信業務 Loan Business	開辦「微型企業創業貸款」、「中小企業週轉金簡便貸款」、「好事成雙優惠房貸專案」、「應收帳款債權融資」業務等。 Micro-Business Start-Up Loan, Working Capital Loans for Small & Medium Enterprises, Preferential House Loan Project, Factoring etc.
外匯業務 Foreign Exchange Business	開辦「外幣外銷貸款」、「無本金交割美元對人民幣遠期外匯交易」、「新台幣匯率選擇權」及「外幣組合式商品業務」；OBU委由DBU代辦境外客戶之存、放款及匯款業務等。 Foreign Currency Export Loans, USD : CNY Non-Delivery Forward Business, NTD Exchange Options, Foreign Currency Structured Product, OBU Outsources Deposits, Loans and Remittances of Offshore Banking Customers to DBU.
信託業務 Trust Business	開辦「特定金錢信託投資國內外有價證券-指數股票型基金（ETFs）」業務、不動產(房屋合建)信託、不動產(財產管理)信託、單獨管理運用金錢信託、公寓大廈管理基金信託及信託資金集合管理運用帳戶業務等。 Processing the business for "specific money trusts earmarked for investing in foreign and local securities-ETFs", Real estate trust for co-construction of houses and property management, independent management and employment of money trust, trust of administrative fund of apartment buildings and collective trust fund management and employment account.
電子化業務 Electronic Business	晶片金融卡業務、市庫電子支付業務、全國性繳費稅業務及共同基金語音服務業務等。 Chip Combo Card, Electronic Payment System of Kaohsiung Municipal Treasury, National Tax Payment Business, Mutual Fund Telephone Voice Service etc.

(3)未來研究發展計畫

A.積極開發新種業務

為因應金融自由化與國際化的發展，並提供客戶多樣化、全方位的金融服務，將持續進行新種業務與金融商品的開發，如：利率交換、利率選擇權、利率期貨、遠期利率協定等，並積極向台商推展OBU業務，以增進本行金融商品競爭力與獲利能力。

B.電子化業務之拓展

為順應電子商務業務之快速發展，落實政府政策推動電子商務金流，配合行政院「知識經濟發展方案」建立網路跨行支付之環境計劃，提供更完整之電子商務環境。

C.積極研發具發展潛力之信託業務

研議開發子女教育及創業信託、

Future Plans of R & D

A.Positively Develop New Financial Business

With liberalization and internationalization of financial circumstance and for offering customers various and comprehensive financial services, we will continuously exert our efforts in developing new business and new financial products, such as Interest Rate Swap, Interest Rate Option, Interest Rate Futures, Forward Rate Agreement and expand OBU businesses, to improve the Bank's competitiveness and profitability.

B.Expand E-Commerce Business

With the rapid development of e-commerce business, hoping to following the "Knowledge-base Economy Development Plan" proposed by Executive Yuan, which is aimed at building an Internet network for inter-bank payment, we are committed to fulfilling the government policy and introducing electronic collection and payment, and offer a much more complete environment for E-Commerce.

C.Positively Develop Potential Trust Business

退休安養信託、遺囑信託、員工持股信託、不動產證券化、集合管理運用金錢信託等信託商品，使本行信託業務更多元化及靈活性，提供客戶更完善之信託服務，強化競爭力。

D.致力於財富管理業務之提昇

致力推行財富管理業務之集中化、賡續辦理理財專員之職能培訓計劃、研發更新財富管理資訊系統，以協助理財專員掌握即時、正確的理財資訊及提供更完備之客製化服務。以創造本行與客戶雙贏局面。

Making studies to develop such trust products as education and business starting trust, retirement pension trust, testamentary trust, Employee Stock Ownership Trust, real estate securitization and collective management and employment trust, in order to make the bank's trust business more diversified and flexible and to provide customers with more perfect trust services to enhance its competitive strength.

D.Improve Wealth Management Business

Dedicated to promoting the centralization of wealth management business, continuously carrying out the training plans for financial management specialists, researching and developing more up-to-date wealth management information system, so as to help financial management specialists control real-time and accurate financial management information and provide more well-founded customized service, and to create a win-win situation for the bank and customers.

(五)長短期業務發展計劃：

1. 信託業務

(1)短期業務發展計劃：

除積極拓展現有之信託業務，以增加本行無風險手續費收入外，並積極開發子女教育及創業信託、退休安養信託、集合管理運用金錢信託等業務。

(2)長期業務發展計劃：

視市場需求及本行信託業務發展，擬研發遺囑信託、員工持股信託及不動產證券化等信託業務。

2. 企業金融業務：

(1)加強中小企業放款：

配合行政院金融監督管理委員會「本國銀行加強辦理中小企業放款方案」，責成分行成立中小企業專案小組，全力拓展中小企業放款。

Plans for Business Development：

1. Trust Business:

(1) Short-Term Plans for Business Development :

Develop the existing trust business to increase the bank's income for risk-free handling fees, and also develop the education and business start trust, retirement pension trust and collective management and employment trust.

(2)Long-Term Plans for Business Development :

Scheduled to research and develop the business fortestamentary trust, Employee Stock Ownership Trust and real estate securitization, subject to the demands of the market and the development of the bank's trust business.

2. Corporate Financial Business :

(1)Strengthen Granting of Loans to Small and Medium Enterprises:

To cope with the "Project for Strengthening the Granting of Local Banks' Loans to Small-and Medium - size Enterprises" of Financial Supervisory Commission, Executive Yuan, the bank instructed its branches to establish dedicated taskforces responsible for small-and medium-size enterprises projects, so as to develop the granting of loans to small-and medium-size enterprises.

(2)持續研推及修正各種企金授信商品：

除對現行既有之各項企業授信產品，視市場變化適時予以修正外，將持續研推新種企業授信商品，同時檢討改進現行作業流程，強化本行業務競爭力。

(3)提升行員專業能力：

授信業務的推展，有賴於素質優良、專業能力足夠之行員，始能提供客戶適當之資訊及產品，並能掌握客戶現況。爲使本行擁有優良企金授信行員，對現任行員加強教育訓練，以建立行員正確的作業方式及強化專業能力。

3. 財務管理業務

(1) 短期投資：

包括買賣股票、基金、買賣指標公債以及外匯市場匯率操作，順應市場短線波動，以賺取價差爲主。

(2)中期投資：

以增加收益爲主，投資工具以5年期以下之公債、公司債、高股息股票，逢低買入持有以賺取利息爲目標。

(3)長期投資：

以債券爲標的，視利率回升至合理價位時，長線佈局高收益之金融商品，並隨時尋找市場上之新種商品，如不動產證券化、新種衍生性金融商品等，伺機投資，以提高收益率，增加本行盈餘。

(2) Continuously Release and Modify The Various Corporate Financial Crediting Products:

The bank will modify the existing corporate creditingproducts subject to the change in the market, and will continuously release new corporate crediting products, discuss and improve the existing operational procedure, to enhance the bank's competitive strength.

(3) Upgrading The Staff's Specialty:

The development of the credit business depends on the staff with fine quality and specialty. Therefore, proper information and products may be provided to customers, and the customers' status can be controlled. In order to enable the bank to possess fine crediting staff, the bank will strength the training of the existing staff with correct operation procedure and strengthen their specialties.

3. Financial Management Business :

(1) Short-Term Investment:

Including transactions of stock, funds, on-the-run issues and exchange rate operation to cope with the short-term trend in the market, so as to earn the price difference.

(2) Mid-Term Investment :

Primarily for the purpose of increasing revenues, the investment tools include bonds of less than a five-year period, debenture stock and high-yield shares, which are purchased at a low price to earn interest.

(3) Long-Term Iinvestment :

Focusing on bonds, the bank will buy financial products with high profitability when the interest rate rises to the reasonable price, and looks for new products available in the market from time to time, such as real estate securitization, new financial derivatives, so as to make investment in good time to upgrade its profitability and increase its earnings.

二、最近2年度及截至2006年3月止從業員工人數、平均服務年資、平均年齡、學歷分布比率、持有專業證照及進修訓練情形
Number of Employees, Average Years of Service, Average Age, Education, Certificated Professions License, Education & Training of Employees Employed for the Past Two Years & Up to March 2006

(一)最近2年度及截至2006年3月止從業員工資料
Information of Employees for the Past Two Years & Up to March 2006

年 度 Year			2004	2005	2006/03/31
員工人數(人)	Number of Employees (Person)		860	848	848
平均年歲(歲)	Average Age (Years old)		39.90	40.89	41.12
平均服務年資(年)	Average Years of Service (Year)		13.50	14.67	14.62
學歷分布比率 Level of Education (%)	博　士	Ph.D.	0	0	0
	碩　士	Master Degree	3.95	4.72	5.07
	大　專	Bachelor Degree / Associate Diploma	82.09	81.25	81.37
	高　中	Senior High School	12.91	12.97	12.62
	高中以下	Under Senior High School	1.05	1.06	0.94
員工持有專業證照之名稱(人) Name of Employees With Certificates, Licenses and Qualifications (Person)	證券投資分析人員	Securities Investment Analyst	1	1	1
	證券商業務員	Securities Specialist	56	49	49
	證券商高級業務員	Senior Securities Specialist	173	175	175
	投信投顧業務員	Securities Investment Trust and Consulting Professionals	77	79	80
	期貨交易分析人員	Analysts of futures trading	0	1	1
	期貨商業務員	Futures Specialist	129	131	130
	票券商業務員	Bill Finance Specialist	168	180	180
	信託業督導人員	Trust Supervisor	12	12	14
	信託業管理人員	Trust Manager	326	329	331
	信託業業務人員	Trust Operations Personnel	544	555	554
	銀行內部控制基本測驗合格	Basic test for bank internal control	590	598	597
	財產保險代理人	Non-Life Insurance Agent	1	1	1
	財產保險經紀人	Non-Life Insurance Broker	1	1	1
	人身（投資型）保險業務員	Life (Investment Link) Insurance Sales Agents	631	623	627
	財產保險業務員	Non-Life Insurance Sales Agents	515	537	537
	會計師	Certified Public Accountants	2	2	2

註：「員工人數」不含下列部分工時工讀生：
Note：The following number of part-time students was not included in the above-mentioned number of employees.

年　度 Year	2004	2005	2006/3/31
部分工時工讀生人數（人）Number of Part-time Students (Person)	34	28	27

(二)員工進修及訓練情形

1. 員工進修：為鼓勵從業人員利用公餘時間進修，充實自我並增進業務知能，凡就讀與業務相關之大專院校進修部或大學、研究所科系者，予以補助學分費1/2。2005年度計補助84人次。
2. 員工訓練：為充實從業人員專業智能、培育各項業務儲備人才，以提升人力素質，增進服務效能，本行持續進行各項業務訓練課程。2005年度辦理情形如下：
   (1)行內施訓部分(含委訓)：2005年度計開辦「理財專員進階班」等40班次，計2,549人次參訓，課程範圍涵蓋各項基礎業務訓練課程、各項金融業務進階課程、法令宣導課程、新種金融商品(及推廣)課程、理財及保險或行銷技巧研習課程等。
   (2)行外派訓部分：為業務需要，不定期遴派從業人員參加相關教育訓練機構舉辦之相關專業訓練課程。2005年度計遴派771人次參訓。
   (3)出國研習考察：為吸取國際金融管理知識及經驗，2005年度計遴派12人次出國研習考察。

Employees' Further Education and Training

1. For the purpose of encouraging employees to undertake further studies in off-work hours, we have a policy of reimbursing half of the tuition fees for any employees undertaking further studies relevant to their work at universities, colleges or graduate schools of universities. We have sponsored 84 person-times in FY 2005.
2. In order to advance the professionalism and skills of our employees, develop future human resources in all kinds of business and with the aim of improving employee quality and enhancing our service quality, we continually plan for the various training programs from time to time. Details of training programs for FY 2005 are as follows :
   (1)Internal Training(Include Commissioned Training) : In 2005, 40 class-times of "Advanced program for financial management specialists" were offered and a total of 2,549 person-times attended the training, which covered the various fundamental sales training courses, advance finance and sales courses, regulations educational courses, new financial products (and promotion) courses and financial management and insurance or marketing techniques seminars.
   (2)External Training: Due to business requirements, we send employees from time to time to attend the relevant training programs organized by other related educational training institutions. In FY 2005, we have sent a total of 771 person-times to participate in such training programs.
   (3)Overseas Educational Visits / Seminar: In FY 2005, we have sent a total of 12 person-times abroad to undertake educational visits to absorb global financial management knowledge and experience.

三、企業責任及道德行為

本行除致力提昇經營績效以創造股東價值外，更積極參與「愛心捐血活動」、贊助高雄市青少年服務協會舉辦之「2005港都心關懷情、嘻哈藝文系列活動」、高雄市聲暉協會舉辦「高雄市聽障者朗讀、書法....等」活動、台灣無障礙協會舉辦「無障礙大使選拔輪椅先生及輪椅小姐」。等各項公益與學術文化活動，以提昇本行之形象。

Social Responsibility and Moral Behavior of the Enterprise

In addition to being dedicated to upgrading its business performance to create value for shareholders, the bank also actively takes part in the "Blood donation charity event" and sponsors the "2005 Kaohisung heartwarming care and hip-pop art series events" held by Iclub, the events for "Deaf persons' declaim, calligraphy... in Kaohsiung City" held by Kaohsiung City Shanhwe Association, and "Barrier-free ambassador contest for Mr. and Mrs. Wheelchair" held by Taiwan Disability-Free Association, in order to upgrade the bank's image.

四、資訊設備

(一)主要硬(軟)體設備及維護

本行主要資訊系統硬體設備有IBM台幣交易主機、磁碟機、傳輸控制主機、外匯交易主機、亂碼主機各二套；台幣主機系統軟體採用IBM VSE/ESA 2.6，外匯主機系統軟體採用IBM OS/400 V5R2。均與相關廠商訂有維護合約。

(二)未來開發或購置計劃

1. 爲提供客戶完整性之電子化服務，更新提昇本行語音及網路銀行之服務功能，並整合本行各項自動化交易管道，提供客戶各項金流及訊息通知等多元化服務。
2. 增加網路ATM服務系統，將實體ATM功能運用在網路上，透過晶片金融卡多重加密機制，提供本行及非本行晶片金融卡客戶進行查詢、轉帳及網路購物等功能，建立更完整電子商務環境。

(三)緊急備援與安全防護措施

1. 開發與測試系統除平時作爲開發測試外，兼具正式作業系統備援功能，備援範圍包括作業主機、磁碟機、通信控制機，正式作業硬體亂碼系統則由兩台亂碼主機互爲備援。
2. 每半年進行作業主機、通訊控制機、及亂碼系統備援演練。磁碟機備援演練則每年1次。
3. 與財金公司簽訂資訊系統災變異地備援合約，每年至該公司實施異地備援演練2次。
4. 爲確保資訊設備穩定運作及人員安全，資訊大樓設有門禁管理，並備有發電機一套，不斷電設備及自動化空調主機各二套，每半年進行消防演練1次。

Information Technology and Computer Facility

I. The Core Hardware / Software and Maintenance

The current hardware of the core IT system contains IBM NTD transaction server, disk, transmission control server, foreign exchange transaction server and two cryptosystem servers, and the software in service are IBM VSE / ESA 2.6 for core banking system and IBM OS / 400 V5R2 for the foreign exchange system. We engage maintenance contracts with both systems.

II. Plan for Development or Purchases in the Future

1. For the purpose of comprehensive electronic services to customers, we are committed to improve and upgrade facilities supporting telephone voice and internet banking service and will further integrate the current automatic marketing channels in order to offer payment / collection and notification services to customers.
2. Developing web-ATM service. With the multiple encryption mechanism provided with chip combo cards, applying functionality of physical ATM cards to online services, our service enables chip combo cardholders, either our customers or other banks' customers, to request inquiries, fund transfers and online shopping, and ensures them a more complete e-commerce experience.

III. Emergency Backup and Security Protection

1. Developing and testing systems function not only for implementation and testing on a daily basis but also the backup systems for operating systems, such as operation server, disk, and communication control server. The two cryptosystem servers are the backup for the cryptosystem systems of operation hardware.
2. We conduct backup drill for operation mainframe, communication control server, and cryptosystem systems on a six-month basis. As to backup drill for disk storages, we have it once each year.
3. We entered into a remote backup contract with FISC, which requires us to conduct remote backup drills twice a year in FISC.
4. To ensure the IT facility is functioning well and the safety of employees, we impose entrance control in the IT building and have a generator, two sets of uninterruptible power system, and two sets of air conditioning machines. We also conduct a fire drill every six months.

五、勞資關係

(一)員工福利措施、退休制度、勞資間協議及員工權益維護措施執行情形

1. 員工福利措施：爲安定從業人員之生活，提高工作士氣，本行訂有經營獎金及分紅制度、員工團體保險、補助進修學分費、福利金、子女教育獎助金等福利措施。
2. 員工退休制度：爲辦理從業人員之退休，本行訂定「高雄銀行從業人員退休撫卹及資遣要點」，並依「勞動基準法」規定按月提撥勞工退休準備金及依「勞工退休金條例」按月提繳勞工退休金。
3. 勞資間之協議：爲保障從業人員權益，促進勞資關係和諧，業與本行產業工會訂定團體協約。
4. 員工權益維護措施：本行訂有工作規則以明確規範勞資雙方之權利義務。其他諸如升遷、考核、輪調、獎懲、獎金及紅利之發放皆分別訂定規章，以維護從業人員權益。

(二)最近2年度及截至2006年3月止因勞資糾紛所遭受之損失：無。

(三)目前與未來可能發生勞資糾紛之因應措施：請參閱第 87頁，本公司「財務報表附註24. 重大承諾事項及或有事項(3)」。

Relations between Management & Labor

Ⅰ.Employees' Benefits, Retirement, Labor-capital Agreement and Fulfillment of Labor Rights

1. Employees' benefits: in order to ensure better living for our employees and encourage their working spirit, they are eligible for performance incentives and bonuses, group insurance, subsidies of credit points for further education, welfare funds, and scholarships for their children's education.
2. Retirement: we conduct retirement of bank employees in accordance with the "Rules Governing Retirement, Pension and Layoff of Bank of Kaohsiung" and contribute to the Workers', and contributes monthly Workers' Retirement Reserve Funds pursuant to the Labor Standard Act and provides the laborers' retirement pension on a monthly basis pursuant to the Labor Pension Act.
3. Labor-Capital Agreement: We have an agreement with the Bank of Kaohsiung Workers Union for protecting labor rights and ensuring the relationship is in harmony.
4. Fulfillment of labor rights: We have rules to clearly specify rights and obligations between the employer and employees. Those rules stipulate promotion, assessment, position rotation, reward and penalty, and bonuses respectively for securing rights of employees.

Ⅱ. The Bank has Suffered Any Loss Arising from Labor Disputes for the Past Two Years and up to Published date ; none.

Ⅲ. Reponses to Current and Potential Disputes that May Occur in the Future ：Please refer to page 87 for "Notes to Financial Statements 24. COMMITMENTS AND CONTINGENT LIABILITIES (3)".

六、重要契約 Significant Contracts ：

契約性質 Nature of Contract	當 事 人 Contracting Party	契約期間 Duration of Contract	主要內容 Major Contents	限制條款 Restriction Clause
委外契約 Outsourcing contract	本公司與林瑩蓉律師 The company and Lin Ying-Jung, Attorney-at-Law	92. 11. 26起 as of Nov. 26, 2003	與前行員之給付工資及確認僱傭關係等案 Payment of salary to ex-staff and confirmation of employment relationship	無 None
委外契約 Outsourcing contract	本公司與秦德進律師 The company and Chin Te-Chin, Attorney-at-Law	93.10.29起 as of Oct. 29, 2004	訴請客戶塗銷所有權移轉登記案 Requesting customers to cancel the registration for transfer of ownership	無 None
委外契約 Outsourcing contract	本公司與財金資訊(股)公司 The company and Finical Information Service Co., Ltd.	起日：91. 06. 03 迄日：97. 06. 03 from: June 3, 2002 to: June 3, 2008	信用卡服務業務 Credit card service	無 None
委外契約 Outsourcing contract	本公司與電資系統(股)公司 The company and Electronic Data Systems Taiwan Corporation	起日：91. 10. 28 迄日：97. 04. 01 from: Oct. 28, 2002 to: April 1, 2008	信用卡服務業務 Credit card service	無 None
委外契約 Outsourcing contract	本公司與安豐企業(股)公司 The company and An Feng Enterprise Corporation	起日：95. 02. 01 迄日：96. 01. 31 from: Feb. 1, 2006 to: Jan 31, 2007	自動櫃員機服務 ATM service	無 None
委外契約 Outsourcing contract	本公司與衛豐保全(股)公司 The company and Wei Feng Security Corporation	起日：95. 02. 01 迄日：97. 01. 31 from: Feb. 1, 2006 to: Jan. 31, 2008	現鈔護送服務等 Cash escort	無 None
委外契約 Outsourcing contract	本公司與立保保全(股)公司 The company and Li Pao Security Corporation	94. 05. 05起 as of May 5, 2005	現鈔護送服務等 Cash escort	無 None
委外契約 Outsourcing contract	本公司與中華郵政(股)公司台北郵局 The company and Chunghwa Post Co., Ltd., Taipei Post Office	起日：93. 10. 2 迄日：95. 10. 01 from: Oct. 2, 2004 to: Oct. 1, 2006	就學貸款通知 Notice of student loan	無 None
委外契約 Outsourcing contract	本公司與中華郵政股份有限公司高雄郵局 The company and Chunghwa Post Co., Ltd., Kaohsiung Post Office	起日：94. 10. 05 迄日：95. 10. 05 from: Oct. 5, 2005 to: Oct. 5, 2006	特定金錢信託資金投資對帳單列印、封裝、郵寄 Printing, packing and mail of statement of account for specific money trust investment	無 None
委外契約 Outsourcing contract	本公司與拓宇科技國際(股)公司 The company and ToYou International Inc.	93. 11. 22起 as of Nov. 22, 2004	語音服務及電子銀行業務系統 Voice mail service and electronic banking systems	無 None
工程合約 Construction contract	本行與石昭永建築師事務所、達茂營造股份有限公司 The bank and Shih Chao-yung Architect Office and Ta Mao Construction Corporation.	起日：94. 06. 22 迄日：95. 12. 23 from: June 22, 2005 to: Dec. 23, 2006	本行分行暨傳票疏散倉庫興建工程 Construction project for the bank's branch and warehouse for storing vouchers	無 None
代理市庫契約 City treasury agency contract	本行與高雄市政府財政局 The bank and The Bureau of Finance of Kaohsiung City Government	89. 02. 09起 as of Feb. 9, 2000	委託本行代理高雄市庫 The bank was entrusted to be the agent of Kaohsiung City Treasury.	無 None

七、2005年度依金融資產證券化條例或不動產證券化條例申請核准辦理之證券化商品類型及相關資訊：無

Information on Securitization Products Issued in FY2005 Permitted under "Financial Assets Securitization Provision" or "Real Estate Securitization Provision" : none.

資金運用計畫執行情形

Fund Utilization Plans

一、計劃內容

爲強化資本結構，提高資本適足率與支應政策性貸款，本行分別於2001年11月26日發行一般金融債券10億5千萬元、2002年8月19日發行第2期次順位金融債券。2005年資金狀況十分寬鬆，爰無申請發債，未來將視本行資本結構與整體存、放款之資金需求後再行評估。

二、執行情形

本行依原訂發行條件，於2005年8月19日與11月26日分別償還次順位金融債券本金4億元、一般金融債券本金3億1千5百萬元。本計畫除發揮穩定本行中長期資金之效益外，也提高本行資本適足率。

Plans

In order to strengthen its capital structure, upgrade the capital adequacy ratio and cope with the loans under policies, the bank issued the general financial bonds in the amount of NT$ 1.05 billion on November 26, 2001 and the junior financial bond of the 2nd term on August 19, 2002. The bank had plenty of funds in 2005 and, therefore, did not apply for issuing bonds. In the future, the bank will conduct further assessment subject to its capital structure and demands for depositing and lending funds.

Results

The bank repaid the principal of junior financial bonds in the amount of NT$ 400,000,000 and the principal of the general financial bonds in the amount of NT$ 315,000,000 on August 19, 2005 and Nov. 26, 2005 respectively. The project not only produced the effect of stabilizing the bank's mid-term and long-term capital but also upgraded the bank's capital adequacy ratio.

財務概況

Financial Summary

一、最近五年度簡明資產負債表及損益表
Condensed Balance Sheets and Statements of Income for the Past Five Years

(一)簡明資產負債表 Condensed Balance Sheets

單位：新台幣百萬元；Unit：NT$ Million

項目 Item ＼ 年 度 Year		最近5年度財務資料 Financial Information for the Past Five Years				
		2005/12/31	2004/12/31	2003/12/31	2002/12/31	2001/12/31
現金及約當現金、存放央行及銀行同業 Cash & cash equivalents, Due from CBC & banks		19,254	27,920	21,901	19,907	23,952
買入票券及證券—淨額、附賣回債票券投資 Bills & securities purchased －net, Bills and bonds purchased under resale agreements		24,763	12,445	13,090	14,808	8,064
應收款項	Accounts receivable	904	1,038	828	1,005	1,528
買匯、貼現及放款淨額	Bills purchased, discounts & loans	101,526	103,852	113,365	136,437	165,047
長期投資	Long-term investments	3,662	2,663	1,399	1,343	1,239
固定資產淨額	Property, plant & equipment－net	2,373	2,514	2,556	2,606	2,636
其他資產淨額	Other assets	871	1,306	1,611	1,978	2,229
央行及銀行同業存款	Due to CBC & banks	17,024	18,021	23,068	30,913	25,850
存款及匯款	Deposits & remittances	117,819	113,455	111,529	126,527	163,164
央行及同業融資、應付金融債券 Financing activities with CBC & banks, financial bonds payable		3,620	4,213	6,954	7,582	1,283
應付款項	分配前 Before distribution	3,530	4,317	2,452	2,632	3,527
	分配後 After distribution	－	4,596	2,706	2,886	4,185
其他負債 Other liabilities		962	1,445	617	538	484
股本 Capital	分配前 Before distribution	5,034	5,034	4,577	4,577	4,487
	分配後 After distribution	－	5,034	5,034	4,577	4,577
資本公積 Capital Reserve	分配前 Before distribution	2,543	2,543	3,000	3,001	3,001
	分配後 After distribution	－	2,543	2,543	3,001	3,001
保留盈餘 Retained earnings	分配前 Before distribution	2,821	2,710	2,571	2,314	2,899
	分配後 After distribution	－	2,431	2,317	2,060	2,151
未提列退休金成本淨損失 Net loss of unrecognized for pension costs		－	－	(18)	－	－
資產總額 Total Assets		153,353	151,738	154,750	178,084	204,695
負債總額 Total Liabilities	分配前 Before distribution	142,955	141,451	144,620	168,192	194,308
	分配後 After distribution	－	141,730	144,874	168,446	194,966
股東權益總額 Total Stockholders' Equity	分配前 Before distribution	10,398	10,287	10,130	9,892	10,387
	分配後 After distribution	－	10,007	9,876	9,638	9,729

註(note)：1.上列財務資料係會計師簽證數據。
The financial information listed above has been audited by our independent auditors.
(1)會計師姓名：蘇炳章、蔡淑滿。
Independent auditors：Ping-Chang Su and Shu-Man Tsai.
(2)查核意見：修正式無保留意見。
Auditors' opinion：a modified opinion.

(二)簡明損益表 Condensed Statements of Income

單位：新台幣百萬元；Unit：NT$ Million

項目 Item / 年 度 Year		最近5年度財務資料 Financial Information for the Past Five Years					
		2006/01/01 -2006/03/31	2005/01/01 -2005/12/31	2004/01/01 -2004/12/31	2003/01/01 -2003/12/31	2002/01/01 -2002/12/31	2001/01/01 -2001/12/31
營業收入	Operating revenue	1,112	4,278	4,192	5,358	9,004	12,136
營業費用	Operating expenses	944	3,535	3,625	4,754	8,757	11,149
營業利益	Operating gain	168	742	567	604	247	987
營業外收入及利益	Non-Operating income and gain	5	10	3	4	20	49
營業外費用及損失	Non-Operating expenses and loss	(93)	(238)	(22)	(33)	(36)	(25)
稅前損益	Income / loss before tax	80	514	548	575	231	1,011
稅後損益	Net income after tax	111	390	393	511	163	779
每股盈餘（元） Earnings per share（NT $）	追溯前 Before retroactive adjustment	0.22	0.78	0.78	1.12	0.36	1.74
	追溯後 After retroactive adjustment	0.22	0.78	0.78	1.02	0.33	1.55

註(note)：1.上列財務資料係會計師簽證數據
The financial information listed above has been audited by our independent auditors.
2.會計師姓名：蘇炳章、蔡淑滿。
Independent auditors：Ping-Chang Su and Shu-Man Tsai.
3.查核意見：修正式無保留意見。
Auditors' opinion：a modified opinion.

二、最近五年度財務分析 Financial Analyses for the Past Five Years

金額單位：新台幣百萬元；Amount Unit：NT$ Million

分析項目 Item		年 度 Year	最近5年度財務分析 Financial Analyses for the Past Five Years					
			2006/03/31	2005	2004	2003	2002	2001
經營能力 Operating Efficiency	存放比率	Loans to deposits ratio（%）	86.62	80.45	83.62	90.84	95.20	87.26
	逾放比率	Ratio of NPL（%）	1.57	1.67	1.60	1.64	2.38	2.86
	利息支出占年平均存款餘額比率 Interest expenses to average deposit balances (%)		1.27	1.12	0.99	1.45	2.50	4.23
	利息收入占年平均授信餘額比率 Interest Income to average loan balances (%)		2.97	2.96	2.87	3.66	5.52	6.93
	總資產週轉率（次）	Total assets turnover ratio (times)	0.01	0.03	0.03	0.03	0.05	0.06
	員工平均營業收入	Operating revenue per employee	1.31	5.04	4.87	6.30	10.63	14.87
	員工平均獲利額	Earnings per employee	0.13	0.46	0.46	0.60	0.19	0.95
獲利能力 Profitability	第一類資本報酬率	Return on Tier 1 capital	—	4.97	5.36	5.74	2.28	9.94
	資產報酬率	Return on total assets (%)	0.07	0.26	0.26	0.31	0.09	0.40
	股東權益報酬率	Return on equity (%)	1.07	3.78	3.85	5.11	1.61	7.51
	純益率	Net profit margin (%)	10.02	9.12	9.37	9.53	1.81	6.42
	每股盈餘（元）	Earnings per share (NT$)	0.22	0.78	0.78	1.02	0.33	1.55
成長率 Growth Rate	資產成長率	Asset growth rate (%)	—	1.06	(1.95)	(13.10)	(13)	8.47
	獲利成長率	Earnings growth rate (%)	—	(6.23)	(4.71)	214.07	(79.11)	192.53
流動準備比率		Liquidity reserve ratio (%)	18.84	25.52	21.50	16.71	12.70	11.87
資本適足性 Capital Adequacy	第一類資本總額	Tier 1 capital	—	10,398	10,287	10,148	9,891	10,387
	自有資本淨額	Capital	—	9,589	9,786	10,053	10,241	9,276
	風險性資產總額	Risk weighted assets	—	87,758	83,438	80,673	78,856	79,736
	資本適足率	Capital adequacy ratio (%)	—	10.93	11.73	12.46	12.99	11.63
	第一類資本占風險性資產之比率 Tier 1 capital as a percentage of risk weighted assets (%)		—	11.85	12.33	12.58	12.54	13.03
	第二類資本占風險性資產之比率 Tier 2 capital as a percentage of risk weighted assets (%)		—	0.66	1.07	1.62	2.15	0.08
	第三類資本占風險性資產之比率 Tier 3 capital as a percentage of risk weighted assets (%)		—	0	0	0	0	0.09
	普通股權益占總資產比率 Common stock's equities as a percentage of total assets (%)		—	6.78	6.78	6.55	5.55	5.07
利害關係人擔保授信總餘額 Total Secured Loans to Related Parties			665	678	795	879	1,000	1,116
利害關係人擔保授信總餘額占授信總餘額之比率 Total Secured Loans to Related Parties as a Percentage of Total Loans (%)			0.59	0.62	0.71	0.71	0.68	0.65
營運規模 Operating Scale	資產市占率	Asset market share (%)	0.49	0.52	0.51	0.55	0.69	0.80
	淨值市占率	Equity market share (%)	0.57	0.59	0.58	0.62	0.61	0.58
	存款市占率	Deposit market share (%)	0.54	0.56	0.56	0.60	0.72	0.94
	放款市占率	Loan market share (%)	0.61	0.59	0.66	0.79	1.00	1.13

最近2年各項財務比率變動原因：第二類資本占風險性資產之比率，2005年0.66%較2004年之1.07%減少0.41%，減少比率38.32%，主要係長期次順位債券得列爲第2 類資本之數額，由8億元減少爲4 億元。

Analyses of Changes：Tier 2 capital as a percentage of risk weighted assets was 0.66% of 2005. It decreased 0.41% from 1.07% of 2004. The decline ratio of 38.32% mainly due to that the amount of Tier 2 capital from a long-term bonds of subordinate debt decreased to NT$ 400 million from NT$ 800 million.

註(note)：1.上列財務資料，除營運規模外，均係會計師簽證數據。
The financial information listed above audited by our independent auditors, excluding the information of operating scale.
2.國際清算銀行（BIS）規定之資本適足率標準爲8%。
The Bank for International Settlements(BIS)prescribes a standard capital adequacy ratio of 8%。
3.遵照行政院金融監督管理委員會檢查局查核意見，本行2004年資本適足率由12.06%修正爲11.73%。
In accordance with the opinion of Financial Examination Bureau of Financial Supervisory Commission, Executive Yuan, the bank's Risk-Based Capital Adequacy Ratio for 2004 was amended from 12.06% to 11.73%.

分析項目之計算公式如下

1. 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（含催收款）

(3)利息支出占年平均存款餘額比率＝利息支出總額／年平均存款餘額。

(4)利息收入占年平均授信餘額比率＝利息收入總額／年平均授信餘額。

(5)總資產週轉率＝營業收益淨額／資產總額

(6)員工平均營業收入＝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

2. 獲利能力

(1)第1類資本報酬率=稅前損益／平均第1類資本總額

(2)資產報酬率＝稅後損益／平均資產總額

(3)股東權益報酬率＝稅後損益／平均股東權益淨額

(4)純益率＝稅後損益／營業收益淨額

(5)每股盈餘＝（稅後淨利－特別股股利）／加權平均已發行股數

3. 成長率

(1)資產成長率=（當年度資產總額－前一年度資產總額）／前一年度資產總額。

(2)獲利成長率=（當年度稅前損益－前一年度稅前損益）／前一年度稅前損益。

4. 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

The aforementioned ratios are calculated as follows :

1. Operating Efficiency

(1) Loans to deposits ratio = Total loans / Total deposits

(2) Ratio of NPL = (Non-performing loans + Overdue accounts) / Total loans

(3) Interest expenses to average deposit balances = Total interest expenses / Annual average deposit balances

(4) Interest Income to average loan balances = Total interest income / Annual average loan balances

(5) Total assets turnover ratio = Net operating revenue / Average total assets

(6) Operating revenue per employee = Operating revenue / Total number of employees

(7) Earnings per employee = Net income / Total number of employees

2. Profitability

(1) Return on Tier 1 capital= Income before tax / Average total Tier 1 capital

(2) Return on total assets = Net income / Average total assets

(3) Return on equity = Net income / Average Net shareholder equity

(4) Net profit margin = Net income / Net operating revenue

(5) Earnings per share = (Net income – Preferred stock dividends) / Weighted average outstanding shares

3. Growth Rate

(1) Asset growth rate = (Current total asset – Last year's total asset) / Last year's total asset

(2) Earnings growth rate = (Current total earnings – Last year's total earnings) / Last year's total earnings

4. Liquidity Reserve Ratio = Current assets required by the CBC / Deposits for which the various current reserve shall be provided

5. 資本適足性

(1) 自有資本淨額＝第一類資本＋第二類資本＋第三類資本－資本減除項目

(2) 風險性資產總額＝信用風險加權風險性資產＋市場風險之資本計提 ×12.5

(3) 資本適足率＝自有資本淨額／風險性資產總額

(4) 第一類資本占風險性資產之比率＝第一類資本／風險性資產總額

(5) 第二類資本占風險性資產之比率＝第二類資本／風險性資產總額

(6) 第三類資本占風險性資產之比率＝第三類資本／風險性資產總額

(7) 普通股權益占總資產比率＝普通股權益／總資產

6. 營運規模

(1) 資產市占率＝資產總額／可辦理存放款業務之全體金融機構資產總額

(2) 淨值市占率＝淨值／可辦理存放款業務之全體金融機構淨值總額

(3) 存款市占率＝存款總額／可辦理存放款業務之全體金融機構存款總額

(4) 放款市占率＝放款總額／可辦理存放款業務之全體金融機構放款總額

註：負債總額係扣除保證責任準備、買賣票券損失準備、違約損失準備及意外損失準備。

5. Capital Adequacy

(1) Capital base = Tier1 capital + Tier2 capital + Tier3 capital – Capital deduct item

(2) Risk weighted assets = Credit risk weighted assets + Capital appropriation of market risk ×12.5

(3) Capital adequacy ratio = Capital base / Risk weighted assets

(4) Tier 1 capital as a percentage of risk weighted assets = Tier 1 capital / Risk weighted assets

(5) Tier 2 capital as a percentage of risk weighted assets = Tier 2 capital / Risk weighted assets

(6) Tier 3 capital as a percentage of risk weighted assets = Tier 3 capital / Risk weighted assets

(7) Common stock's equities as a percentage of total assets = Common stock's equities / Total assets

6. Operating Scale

(1) Asset market share = Total assets / Total assets of financial institutes which can operate deposits / loans business

(2) Equity market share = Total equities / Total equities of financial institutes which can operate deposits / loans business

(3) Deposit market share = Total deposits / Total deposits of financial institutes which can operate deposits / loans business

(4) Loan market share = Total loans / Total loans of financial institutes which can operate deposits / loans business

Remark : Total liabilities are net of reserves for losses on guarantees, losses on security trades, losses on breach of contracts, and accidental loss.

三、2005年度財務報告之監察人審查報告

Supervisors' Report for FY 2005.

高雄銀行股份有限公司監察人審查報告書

董事會造送經建興聯合會計師事務所查核簽證之本公司九十四年度財務報表、本公司與子公司九十四年度合併財務報表暨營業報告書及盈餘分派之議案等表冊，業經本監察人等審查完竣，認爲尚無不合，爰依照公司法第二百一十九條之規定備具報告。

The Board of Directors have compiled and submitted to us the Bank's 2005 Business Report, Financial Statements, Consolidated Financial Statements and statement of distribution of retained earning which are audited by the CPA firm of Horwath Chien Hsing, We have completed our examinations and found them to meet the requirements of applicable laws and regulations. This report is hereby prepared in according to Article 219 of the Company Law and submitted for your approval.

此　致

本公司九十五年度股東常會

常駐監察人
Resident Supervisor　張　繁

監察人
Supervisor　郝建生

監察人
Supervisor　蘇裕惠

中華民國九十五年四月七日

April 7, 2006

（本刊內容與審查報告原本相符）
(The content of the report is conformity with the audit report)

四、2005年度財務報表

Financial Statements for FY 2005

建興聯合會計師事務所
HORWATH CHIEN HSING
Certified Public Accountants
A member of Horwath International

高雄市林森二路21號12樓
12F, 21 Linshen 2nd Road
Kaohsiung, Taiwan, R.O.C.
電話：(07)3312133代表號
傳真：(07)3331710

高雄銀行股份有限公司
會計師查核報告

高雄銀行股份有限公司公鑒：

高雄銀行股份有限公司民國94年12月31日及民國93年12月31日之資產負債表，暨民國94年1月1日至12月31日及民國93年1月1日至12月31日之損益表、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，本會計師之責任則爲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及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一般公認會計原則及公開發行銀行財務報告編製準則編製，足以允當表達高雄銀行股份有限公司民國94年12月31日及民國93年12月31日之財務狀況，暨民國94年1月1日至12月31日及民國93年1月1日至12月31日之經營成果及現金流量。

如財務報表附註3.所述，高雄銀行股份有限公司自民國94年度起，採用財務會計準則公報第35號「資產減損之會計處理準則」之規定。是項會計準則之採用，使民國94年12月31日之非營業資產淨額減少152,812仟元，民國94年度之稅前純益減少152,812仟元。

高雄銀行股份有限公司已編製民國94年度之合併財務報表，並經本會計師出具修正式無保留意見查核報告在案，備供參考。

建興聯合會計師事務所
會計師：蘇炳章 蘇炳章
會計師：蔡淑滿 蔡淑滿
民國95年2月27日
核准文號: (91)台財證(六)第168354號

Report of Independent Auditors

The Board of Directors and Shareholders Bank of Kaohsiung Co., Ltd.

We have audited the accompanying balance sheets of Bank of Kaohsiung Co., Ltd. as of December 31, 2005 and 2004, and the related statements of income, changes in shareholders' 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 the "Guidelines for Certified Public Accountants' Examination and Reports on Financial Statements", and generally accepted auditing standards in the Republic of China. 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 the Bank of Kaohsiung Co., Ltd. as of December 31, 2005 and 2004, and the results of its operations and its cash flows for the years then ended in conformity with the "Rules Governing the Preparation of Financial Statements of Public Issued Banks" and generally accepted accounting principles in the Republic of China.

As stated in Note 3. to the financial statement, Bank of Kaohsiung Co., Ltd. has adopted Statement of Financial Accounting Standards No. 35 with respect to the "Accounting principle for impairment of assets" as of 2005. Because of the adoption of the said accounting principle, the bank's net non-operating assets decreased by NT$ 152,812 thousand at Dec. 31, 2005, and its net income before tax for 2005 has decreased by NT$ 152,812 thousand.

We have also audited the consolidated financial statements of Bank of Kaohsiung as of and for the year ended December 31, 2005, and have expressed a modified opinion on such financial statements.

HORWATH CHIEN HSING

CPA : Ping-Chang Su Su Ping Chang

CPA : Shu-Man Tsai TSAI - SHU - MAN

Kaohsiung, Taiwan, Republic of China February 27, 2006

(本刊中文內容與查核報告原本一致)
(The content of the report is conformity with the audit report)
(中英文版如有出入，中文版爲準)
The Chinese version rules if any contradiction in meaning exists between the Chiinese version and English version

Notice to Readers:
The accompanying financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying financial statements and report of independent auditors are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

高雄銀行股份有限公司

資產負債表

民國94年12月31日及民國93年12月31日

資產 ASSETS			2005.12.31		2004.12.31	
代號 A/C No	會計科目 Account	附註 Note	金額 Amount	%	金額 Amount	%
1100	現金及約當現金 Cash & cash equivalents	4	$ 11,755,220	7.67	$ 2,644,113	1.75
1110	存放央行及銀行同業 Due from CBC & banks	5	7,498,940	4.89	25,276,150	16.66
1130	買入票券及證券淨額 Bills & securities purchased-net	2.6	12,602,841	8.22	12,030,140	7.93
1140	應收款項淨額 Accounts receivable-net	2.7	904,462	0.59	1,037,951	0.68
1220	附賣回債票券投資 Bills and bonds purchased under resale agreements	2	12,159,460	7.93	415,102	0.27
13XX	買匯貼現及放款淨額 Bills purchased, discounts & loans-net	2.8	101,525,402	66.20	103,851,580	68.44
	長期投資 Long-term investments					
144101	採權益法之長期投資 Equity method		$ 91,844	0.06	$ 100,009	0.07
144102	採成本法之長期投資 Cost method		1,294,665	0.84	1,294,665	0.85
1444	長期債券投資 Long-term bonds investments		1,775,460	1.16	1,067,271	0.70
1457	其他長期投資 Other long-term investments		500,211	0.33	200,880	0.13
14XX	長期投資合計 Long-term iInvestments	2.9	$ 3,662,180	2.39	$ 2,662,825	1.75
	固定資產 Property & equipment cost					
1501	土地 Land		$ 1,231,286	0.80	$ 1,302,310	0.86
1521	房屋及建築 Buildings		1,153,807	0.75	1,153,807	0.76
1531	機械設備 Machinery & equipment		577,432	0.38	576,228	0.38
1541	交通及運輸設備 Transportation equipment		39,281	0.03	40,706	0.03
1551	雜項設備 Miscellaneous equipment		104,758	0.06	109,770	0.07
1553	租賃權益改良 Leasehold improvement		180,456	0.12	179,938	0.12
15X1	成本合計 Total cost		$ 3,287,020	2.14	$ 3,362,759	2.22
15X2	減：累積折舊 Less ; accumulated depreciation		(915,779)	(0.60)	(876,550)	(0.58)
1570	未完工程及訂購機件 Construction in progress & ordering machine parts		2,039	0.00	27,409	0.02
15XX	固定資產淨額 Property, plant & equipment-net	2.10	$ 2,373,280	1.54	$ 2,513,618	1.66
18XX	其他資產淨額 Other assets	2.11	$ 871,378	0.57	$ 1,306,064	0.86
1XXX	資產總計 Total assets		$153,353,163	100.00	$ 151,737,543	100.00

董事長：王高津

經理人：莊信雄

BANK OF KAOHSIUNG CO.,LTD.
BALANCE SHEETS
DECEMBER 31, 2005 and 2004

單位：新台幣仟元；Unit : NT$ Thousand

負債及股東權益 LIABILITIES & STOCKHOLDERS' EQUITY			2005.12.31		2004.12.31	
代號 A/C No	會計科目 Account	附註 Note	金額 Amount	%	金額 Amount	%
2110	央行及銀行同業存款 Due to CBC & banks		$ 17,024,083	11.10	$ 18,020,710	11.88
2140	應付款項 Accounts payable	12	3,530,284	2.30	4,316,577	2.84
2105	附買回債票券負債 Bills and bonds sold under repurchase agreements	2	466,765	0.30	891,826	0.59
2250	預收款項 Accounts collected in advance		52,426	0.03	39,522	0.03
2300	存款及匯款 Deposits & remittances	13	117,818,657	76.83	113,454,525	74.77
24XX	央行及同業融資 Funds borrowed from CBC and other banks		2,400,195	1.57	2,278,355	1.50
2370	應付金融債券 Financial bonds payable	14	1,220,000	0.80	1,935,000	1.28
2517	應計退休金負債 Pension pabable	2.16	114,227	0.07	89,593	0.05
28XX	其他負債 Other liabilities	2.15	328,739	0.21	424,456	0.28
2XXX	負債合計 Total liabilities		$ 142,955,376	93.21	$ 141,450,564	93.22
	股東權益 Stockholders' equity					
3101	股本 Capital	17	$ 5,034,238	3.28	$ 5,034,238	3.31
3200	資本公積 Capital surplus		$ 2,542,403	1.66	$ 2,542,403	1.68
	保留盈餘 Retained earnings					
3301	法定公積 Legal reserve		$ 2,139,520	1.40	$ 2,021,614	1.33
3302	特別公積 Special reserve		210,065	0.14	210,065	0.14
3310	未分配盈餘 Unappropriated earnings	18	471,561	0.31	478,659	0.32
33XX	保留盈餘合計 Total stockholders' equity		$ 2,821,146	1.85	$ 2,710,338	1.79
3XXX	股東權益合計 Total stockholders' equity		$ 10,397,787	6.79	$ 10,286,979	6.78
	負債及股東權益總計 Total liabilities & stockholders' equity		$ 153,353,163	100.00	$ 151,737,543	100.00

（請參閱建興聯合會計師事務所民國 95年2月27日查核報告書及財務報表附註）
The accompanying notes are an integral part of these financial statements. Please refer to Horwath Chien Hsing' report dated February 27, 2006

會計主管：張榮泰

高雄銀行股份有限公司 BANK OF KAOHSIUNG CO.,LTD.

損益表 STATEMENTS OF INCOME

民國94年及93年1月1日至12月31日 FOR THE YEARS ENDED DECEMBER 31, 2005 and 2004

單位：新台幣仟元；Unit : NT$ Thousand

代號 A/C No	項目 Item	附註 Note	本期 2005.01.01—2005.12.31 金額 Amount	%	上期 2004.01.01—2004.12.31 金額 Amount	%
	營業收入 Operating revenue					
4501	利息收入 Interest income	2	$ 3,230,304	75.52	$ 3,459,398	82.51
4516	手續費收入 Commission & service fees	2	282,136	6.60	334,547	7.98
4531	買賣票券利益淨額 Gain on trading bills & securities-net	2	689,638	16.12	337,832	8.06
4532	採用權益法認列之投資利益 Gain on equity method investments	9	13,749	0.32	24,535	0.59
4534	兌換利益淨額 Gain on foreign exchange - net	2	27,792	0.65	21,334	0.51
4609	其他營業收益 Other operating revenue		33,886	0.79	14,695	0.35
4100	營業收入 Total operating revenue		$ 4,277,505	100.00	$ 4,192,341	100.00
	營業費用 Operating expenses					
5501	利息費用 Interest expenses		$ 1,847,531	43.19	$ 1,602,236	38.22
5516	手續費費用 Commission & service expenses		23,295	0.54	21,917	0.52
5535	各項提存 Provisions expenses	2	25,707	0.61	224,982	5.37
5811	業務及管理費用 Selling & administrative expenses		1,625,816	38.01	1,763,687	42.07
5830	其他營業費損 Other operating expenses		12,873	0.30	12,496	0.30
	營業費用 Operating expenses		$ 3,535,222	82.65	$ 3,625,318	86.48
6100	營業利益 Operating income		$ 742,283	17.35	$ 567,023	13.52
4999	營業外收入及利益 Non-operating revenue		10,428	0.24	3,251	0.08
	營業外費用及損失 Non-operating expenses					
5927	減損損失 Loss on asset impairment	3.11	$ 152,812	3.57	$ -	-
5929	什項費用 Miscellaneous expenses		85,896	2.01	22,136	0.53
5999	營業外費用及損失 Non-operating expenses		$ 238,708	5.58	$ 22,136	0.53
6300	稅前淨利 Net income before tax		$ 514,003	12.01	$ 548,138	13.07
6400	所得稅（費用）利益 Income tax expense	2.20	(123,515)	(2.89)	(155,115)	(3.70)
6900	本期淨利 Net income		$ 390,488	9.12	$ 393,023	9.37
7000	基本每股盈餘(元) Basic earnings per common share (NT$)					
	稅前淨利 Net income before tax	21	$ 1.02		$ 1.09	
	稅後淨利 Net income after tax	21	$ 0.78		$ 0.78	

（請參閱建興聯合會計師事務所民國95年2月27日查核報告書及財務報表附註）

The accompanying notes are an integral part of these financial statements. Please refer to Horwath Chien Hsing' report dated February 27, 2006

董事長：王高津　　經理人：莊信雄　　會計主管：張榮泰

高雄銀行股份有限公司 BANK OF KAOHSIUNG CO.,LTD.

現金流量表 STATEMENTS OF CASH FLOWS

民國94年及93年1月1日至12月31日 FOR THE YEARS ENDED DECEMBER 31, 2005 and 2004

單位：新台幣仟元；Unit : NT$ Thousand

項　目	Item	本期 2005.01.01—2005.12.31	上期 2004.01.01—2004.12.31
營業活動之現金流量：	Cash flows from operating activities		
本期淨利	Net (loss) income	$ 390,488	$ 393,023
調整項目：	Adjustments to reconcile net (loss) income to net cash provided by operating activities		
折舊及攤提費用	Depreciation & amortization	119,095	306,014
資產減損損失	Loss on asset impairment	152,812	-
依權益法之現金股利	Cash dividends by equity method	24,514	29,239
依權益法認列投資利益	Recognized investment gain by equity method	(13,749)	(24,535)
長期債券投資溢價攤銷	Long-term bond investment premium amortization	12,103	5,561
提存各項準備	Provisions for credit losses	46,561	243,266
收回已沖銷之呆帳	Recovered charge-off bad debt	301,407	256,134
處分固定資產（利益）損失	Loss (gain) on disposal of property and equipment	3,718	1,584
處分其他資產（利益）損失	Loss (gain) on disposal of other assets	59,140	-
應收款項減少（增加）	Decrease (increase) in accounts receivable	132,501	(209,765)
遞延所得稅資產（增加）減少	Decrease (increase) on deferred income tax assets	17,675	147,354
應付款項增加（減少）	Increase (decrease) in accounts payable	(786,293)	1,864,710
預收款項增加（減少）	Increase (decrease) in advance receivable	12,904	(16,267)
營業活動之淨現金流入（流出）	Net cash provided by / (used in) operating activities	$ 472,876	$ 2,996,318
投資活動之現金流量：	Cash flows from investing activities		
買匯貼現及放款減少（增加）	Decrease (increase) in bills purchased, discounts & loans	$ 2,000,052	$ 9,032,967
存放央行及銀行同業減少（增加）	Decrease (increase) in due from CBC & banks	17,777,210	(5,934,635)
增購長期投資	Increase in long-term investments	(1,022,223)	(1,273,712)
買入票券及證券（增加）減少	Decrease (increase) in bonds & securities purchased	(572,701)	1,059,714
附賣回債票券投資（增加）減少	Decrease (increase) in bills and bonds purchased under resale agreements	(11,744,358)	(415,102)
出售固定資產價款	Porceeds from disposal of property, plant & equipment	208	12
出售其他資產價款	Porceeds from disposal of other assets	117,890	-
增購固定資產	Acquisition of property, plant & equipment	(36,960)	(76,135)
其他資產（增加）減少	Decrease (increase) in other assets	141,447	(31,130)
投資活動之淨現金流入（流出）	Net cash provided by / (used in) investing activities	$ 6,660,565	$ 2,361,979
融資活動之現金流量：	Cash flows from financing activities		
央行及銀行同業存款增加（減少）	Increase (decrease) in due to CBC & banks	($ 996,627)	($ 5,047,645)
附買回債票券負債增加（減少）	Increase (decrease) in bills and bonds sold under repurchase agreements	(425,061)	891,826
存款及匯款增加（減少）	Increase (decrease) in deposits & remittances	4,364,132	1,925,790
央行及同業融資增加（減少）	Increase (decrease) in funds borrowed from CBC & other banks	121,840	(1,625,518)
金融債券增加（減少）	Increase (decrease) in financial bonds payable	(715,000)	(1,115,000)
其他負債增加（減少）	Increase (decrease) in other liabilities	(91,938)	(48,431)
現金股利	Cash dividends	(251,712)	(228,830)
董監事酬勞	Directors & Supervisors' remunerations	(5,593)	(5,085)
員工紅利	Employees' bonus	(22,375)	(20,340)
融資活動之淨現金流入（流出）	Net cash (used in) / provided by financing activities	$ 1,977,666	($ 5,273,233)
本期現金及約當現金增加（減少）數	Net increase (decrease) in cash & cash equivalents	$ 9,111,107	$ 85,064
期初現金及約當現金餘額	Balance of cash & cash equivalents at the beginning of year	2,644,113	2,559,049
期末現金及約當現金餘額	Balance of cash & cash equivalents at the end of year	$ 11,755,220	$ 2,644,113
現金流量資訊之補充揭露：	Supplementary disclosures of cash flow information		
本期支付利息（不含資本化利息）	Interest paid during the period excluding interest capitalized	$ 1,804,013	$ 1,683,266
本期支付所得稅	Income tax paid during the period	$ 75,505	$ 27,281
不影響現金流量之投資及融資活動	Investment and financing activities that do not affect cash flow		
固定資產轉列其他資產	Fixed assets transferred to other assets	$ 71,024	$ -

（請參閱建興聯合會計師事務所民國95年2月27日查核報告書及財務報表附註）
The accompanying notes are an integral part of these financial statements. Please refer to Horwath Chien Hsing' report dated February 27, 2006.

董事長：王高津　經理人：莊信雄　會計主管：張榮泰

高雄銀行股份有限公司
股東權益變動表
民國94年1月1日至94年12月31日及民國 93年1月1日至93年12月31日

項　目 Item	普通股 Common Stock	資本公積 Capital Reserve
93.1.1 餘額 Balance, January 1, 2004	$ 4,576,580	$ 3,000,061
盈餘指撥及分配 Appropriation & distribution of earnings		
提列法定公積 Provision for legal reserve	—	—
提列特別公積 Provision for special reserve	—	—
現金股利 Cash dividends	—	—
股票股利 Stock dividends	457,658	(457,658)
董監事酬勞 Directors & Supervisors' remunerations	—	—
員工紅利 Employees' bonus	—	—
稅後純益 Net income for 2004	—	—
未認列退休金成本淨損失 Unrealized loss on costs of pension funds	—	—
93.12.31 餘額 Balance, December 31, 2004	$5,034,238	$ 2,542,403
盈餘指撥及分配 Appropriation & distribution of earnings		
提列法定公積 Provision for legal reserve	—	—
現金股利 Cash dividends	—	—
董監事酬勞 Directors & Supervisors' remunerations	—	—
員工紅利 Employees' bonus	—	—
稅後純益 Net income for 2005	—	—
94.12.31 餘額 Balance, December 31, 2005	$ 5,034,238	$ 2,542,403

（請參閱建興聯合會計師事務所民國95年2月27日查核報告，及財務報表附註）
The accompanying notes are an integral part of these financial statements. Please refer to Horwath Chien Hsing' report dated February 27, 2006.

董事長：王高津　　經理人：莊信雄

BANK OF KAOHSIUNG CO.,LTD.
STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2005 and 2004

單位：新台幣仟元；Unit : NT$ Thousand

	保留盈餘 Retained Eamings		
法定公積 Legal Reserve	特別公積 Special Reserve	未分配盈餘 Unappropriated Earnings	未認列退休金成本淨損失 Unrealized Loss on Costs of Pension Fund
$ 1,868,057	$ 191,656	$ 511,857	($ 18,409)
			—
153,557		(153,557)	—
—	18,409	(18,409)	
—	—	(228,830)	—
—	—	—	—
—	—	(5,085)	—
—	—	(20,340)	—
—	—	393,023	—
—	—	—	18,409
$ 2,021,614	$ 210,065	$ 478,659	$ —
117,906	—	(117,906)	—
—	—	(251,712)	—
—	—	(5,593)	—
—	—	(22,375)	—
—	—	390,488	—
$ 2,139,520	$ 210,065	$ 471,561	$ —

會計主管：張榮泰

高雄銀行股份有限公司

財務報表附註

民國94年12月31日及

民國93年12月31日

(金額除特別註明外，均以新台幣仟元爲單位)

1.公司沿革

(1)本公司係依銀行法特許設立之商業銀行，於70年12月取得設立許可、71年1月取得公司執照，經營業務如下：

(A) 代理市庫。

(B) 經理市公債。

(C) 銀行法所規定商業銀行得以經營之業務。

(D) 各種儲蓄、信託業務。

(E) 經主管機關核准辦理之其他有關業務。

本公司除於總行設有營業部、公庫部、國外部及信託部外，並設有國內分行及簡易分行35家，國際金融業務分行一家。

本公司上市申請案件經台灣證券交易所股份有限公司於87年4月27日台證(87)上字第11281號函核准，並於87年5月18日正式掛牌上市。

本公司民營化之執行方案，業經民營化推動小組第十六次會議審議通過，並依高雄市政府88.8.3高市府財三字第23963號函核准執行；本公司民國88年9月6日取得高雄市政府授權本公司辦理有關民營化公開承銷釋股之授權書後，與承銷商簽訂相關之承銷契約；於88年8月17日本公司之民營化釋股公開招募案獲經財政部證券暨期貨管理委員會申報生效，正式以88年9月27日爲本公司民營化基準日。

(2)本公司於94年12月31日及93年12月31日止，員工人數分別爲848人（不含部分工時工讀生28人）及860人（不含部分工時工讀生34人）。

BANK OF KAOHSIUNG CO., LTD.

Notes to Financial Statements

December 31, 2005 and 2004

(Expressed in New Taiwan Thousand Dollars Unless Stated Otherwise)

1. HISTORY AND ORGANIZATION

(1) Bank of Kaohsiung Co., Ltd. is a commercial bank formed and registered in accordance with the provisions of the Banking Law of the Republic of China. The Bank obtained its registration approval in December 1981 and the Certificate of Business Registration in January the following year. The Bank's main business activities are as follows :

(A) Agent for the Kaohsiung City Treasury.

(B) Management of Kaohsiung Municipal Bond.

(C) Other relevant commercial bank businesses authorized under the Banking Law.

(D) Savings and trust operations.

(E) Other relevant businesses authorized by the Central Competent Authority.

The Bank operates with four departments under the Head Office namely, Business, Municipal Treasury, International Banking and Trust departments with an additional of 35 local branches and mini- branches and an Offshore Banking Unit (OBU).

Taiwan Stock Exchange Corporation (TSE) approved the Bank' application to seek listing on the Taiwan Stock Exchange and issued the approval document (Tai Jeng (87) Shan No. 11281) on April 27, 1998. The Bank was officially listed on the Taiwan Stock Exchange on May 18, 1998.

The proposal for the privatization of the Bank was approved upon assessment by the Task Force for the Privatization of Public-Owned Enterprises in its 16th Meeting and the proposal was executed on August 3, 1999 in accordance with approval document (Kaohsiung City Government Tsai 3 No. 23963). The Bank signed the relevant Underwriting Agreement with securities brokers after obtaining the letter of authorization from the Kaohsiung City Government to release its shares on September 6, 1999 and publicly solicit buyers for them. The offering of the Bank's shares to the public as part of the privatization policy of government-owned banks came into effect on August 17, 1999 upon approval by the Securities and Futures Commission of the Ministry of Finance. The Bank was officially reorganized as a private enterprise on September 27, 1999.

(2) The Bank employs a total of 848 employees (exclusive 28 part-times) as of December 31, 2005 and 860 employees (exclusive 34 part-times) as of December 31, 2004.

2.重要會計政策之彙總說明

本財務報表係依照公開發行銀行財務報告編製準則及一般公認會計原則編製。重要會計政策彙總說明如下：

(1)財務報表彙總原則

本財務報表包括本公司國內總分行處及國際金融業務分行之帳目。國內總分行處及國際金融業務分行間之內部往來、聯行往來及內部收支等帳目均於彙編財務報表時予以銷除。

(2)以外幣爲準之交易事項

以外幣爲準之交易事項係按原幣金額列帳。外幣損益項目按結帳日之匯率折算爲新台幣列帳。非屬遠期外匯買賣及外匯換匯合約所產生之外幣資產及負債，於每月底按即期匯率折算調整，因而產生之兌換差額列爲當月份損益。

(3)買入票券及證券

買入票券係包括政府公債、短期票券、金融債券、上市（櫃）股票及受益憑證等有價證券（約當現金除外），均以取得成本爲入帳基礎，期末並按成本與市價孰低法評價。成本與市價孰低之比較係採總額比較法。出售時股票及受益憑證、債券係以加權平均法計算成本，票券則以個別辨認法計算成本。

(4)債票券附條件交易

債票券以附買回或賣回爲條件之交易，係按融資法處理，分別帳列附賣回債票券投資及附買回債票券負債。

(5)買匯貼現及放款、收益認列與呆帳提列

A.買匯貼現及放款

買匯貼現及放款按流通在外之本金入帳，不計入尚未賺得之收益，利息收入按權責發生基礎認列。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accompanying financial statements are prepared in accordance with the "Rules Governing the Preparation of Financial Statements of Published Issued Banks" and generally accepted accounting principles in the Republic of China. A summary of significant accounting policies of the Bank is as follows :

(1) Basis of Financial Statements:

The accompanying financial statements include the accounts of the head office, the OBU and all branches and representative offices. All inter-office balances and transactions have been eliminated.

(2) Foreign Currency Transactions:

Transactions of the Bank denominated in currencies other than the functional currency of location of the transacting individual operating unit (the "foreign currency") are recorded in their respective functional currencies at the exchange rates prevailing on the transaction date. Income and expense items are translated into New Taiwan Dollars at the rates of exchange prevailing on dates when the transactions occur. The balances of the foreign currency-denominated assets and liabilities (other than those arising from forward exchange contracts) are adjusted at the end of every month to reflect the prevailing month-end exchange rate with the related exchange gains or losses included in income.

(3) Bills and Securities Purchased

Securities purchased, including marketable securities (exclude cash equivalents) such as government bond, short-term bills, financial bond, listed (OTC) stocks and beneficiary certificates are stated at cost and the total value of these securities are revalued using the lower of cost and market value method at the end of the accounting period. Costs of securities sold are determined using the specific identification method except stocks, beneficiary certificates and bonds, which are determined using the weighted-average method.

(4) Repo Trade of Bonds, Notes and Bills

The RP or RS trade of bonds, notes and bills is handled in accordance with the financing method and recorded as the investment for RS trade and debt for RP trade in the account.

(5) Bills Purchased, Discounts and Loans, Recognition of Revenue and Provision for Credit Loss

A. Bills Purchased, Discounts and Loans

Bills purchased, discounts and loans are stated at the issued principal amount. Unearned revenue is

買匯貼現及放款符合下列情況之一者即停止計提應收利息：

(1)管理當局認爲本金或利息很可能無法依約清償或支付。

(2)清償期屆滿6個月者。

停止計提應收利息期間之利息於收現時認列收入。

B.呆帳提列及沖銷

本公司就買匯貼現及放款等，分別對特定債權無法收回之風險及全體債權組合之潛在風險，評估適當之備抵呆帳。

債權無法收回之風險乃是按本公司規定，對債權預期違約之可能性加以評估。

全體債權組合之潛在風險係依過去經驗評估。

本公司通常對超逾6個月以上未支付本息，且經評估收回無望之買匯貼現及放款等債權，經核准後予以沖銷。

(6)長期投資

A.長期股權投資

以取得成本爲入帳基礎，持有被投資公司有表決權之比例在20%以下且對被投資公司無重大影響力者，如被投資公司爲上市（櫃）公司，期末按成本與市價孰低法評價，市價低於成本而產生之未實現跌價損失列股東權益減項；如被投資公司爲非上市（櫃）公司，按成本法評價，若有充分證據顯示投資之價值確已減損，且回復之希望甚小時，即承認投資損失。

持有被投資公司有表決權之比例達20%以上或未達20%但對被投資公司具有重大影響力者，採權益法評價。如投資成本與按股權比例計算之被投資公司淨值間有差額，按

not recorded and interest income is accounted for on the accrual basis.

Accrual for interest receivable on bills purchased, discounts and loans shall be terminated immediately in any of the following event:

(1) The Governing Authority is of the opinion that it is highly likely that the principal or interest will not be repaid in accordance with the contracted terms.

(2) 6 months have lapsed since the repayment due date.

Interests during the period where no accruals are being made are recognized as income upon receiving cash.

B. Provision for Credit Loss and Bad Debts Write-Offs

The Bank makes provision for credit loss based on evaluation of specific identified risk and general risk of collectibility over bills purchased, discounts and loans .

Risk for uncollectable credit are evaluated internally based on the Bank's policy with an evaluation on the likelihood of debts falling overdue.

The inherent risks of the overall credit portfolios are evaluated based on past experience.

Credits of which the principal and interest repayments are 180 days overdue or are deemed uncollectable upon assessment by the management may be written off subject to prior approval.

(6) Long-Term Investments

A. Long-Term Stock Investments

Long-term investments are stated at the lower of cost or market value for listed companies and at cost for unlisted companies if the Bank owns less than 20% of the voting rights of the investee and has no significant influence on the investee's operational decisions. Unrealized loss resulting from the decline in market value of listed investees is deducted from stockholders' equity. However, when it becomes evidently clear that there has been a permanent impairment in value of investments in unlisted investees and the change of recovery is minimal, such loss is recognized in the current year's net income.

Long-term investments are accounted for using the equity method: (1) If the Bank owns at least 20% of the voting rights of the investee companies or; (2) If the Bank owns less than 20% of the investee companies but has significant influence over the investee companies' operational decisions. The excess of the acquisition cost over the investee companies net asset value is amortized over five

5年平均攤銷，列爲投資損益。與被投資公司間相互持股之損益，採庫藏股票法計算。因認列被投資公司之虧損，而可能使對該被投資公司之長期股權投資帳面餘額爲負數時，其投資損失之認列，以使對該公司投資之帳面餘額降至零爲限；唯若本公司對被投資公司有財務上之承諾，或被投資公司之虧損係屬短期性質者，按持股比例繼續認列投資損失，因此而對該公司投資之帳面價值發生貸方餘額時，即沖轉對該公司之其他投資或列爲負債。

取得股票股利時僅註記增加之股數，重新計算每股成本。股票出售或移轉時，按加權平均法計算成本及出售損益。

本公司與採權益法評價之被投資公司間交易所產生之損益尚未實現者予以遞延，於實現年度再予認列。交易損益如屬折舊或攤銷性質所產生者，依其效益年限逐年承認。

B.長期債券投資

債券投資按成本評價，其溢折價則於債券剩餘期平均攤銷，作爲利息收入之調整項目。到期或出售時其成本係按加權平均法計算。

(7)固定資產

固定資產一般均於購建時按取得成本入帳，屬重大修理及改良，作爲資本支出，亦列入固定資產；一般修理及維護支出，則作爲費用處理。

固定資產累計折舊除租賃權益改良係按5年或租期之較短者提列外，餘係按其成本並預留殘值1年，依所得稅法耐用年數表規定年數，以直線法計算提列。另折舊性資產耐用年限屆滿仍繼續使用者，估計其尚可使用之年

years and is recognized as gain / loss on investments. Gain or loss on long-term investments of mutual holding is accounted by using the Treasury Stock Method.

The recognition of an investee's loss which is likely to lead the book balance of the long-term investment to be negative should lead such book balance to be no less than zero, provided that if the company has granted any financial commitment to the investee or the investee's loss is identified as short-term loss, the loss in investment should be recognized subject to the shareholding percentage, and the credit to the book value of the investment in the investee, if any, should be transferred to the investee's other investment or liability.

Upon acquisition of any stock dividends, only increased shares should be noted and the cost per share should be re-calculated. For sale or transfer of shares, the cost and profit/loss should be calculated according to the weighted averages method.

Any unrealized profit/loss gained from the trades between the company and investee valued by the equity method should be deferred and then recognized in the year of realization. Where the profit / loss arises due to depreciation or amortization, they should be recognized year by year according to their profit life.

B. Long-Term Bond Investments

Bond investments are valued at the cost and the bond discount and premium is amortized throughout the residual period on average and is booked as an adjustment to "interest income". Bond cost is calculated by weighted averages method on the due date or at the time of sale.

(7) Property, Plant and Equipment

Property, plant and equipment are booked at the cost at the time of construction or acquisition. The expenditures for substantial improvement and betterment will be capitalized and booked as fixed assets. The expenditure for general repair and maintenance will be booked as expense.

For the accumulated depreciation of property, plant and equipment, except if rental improvement is depreciated in five years or the rental period, whichever is shorter, and the rest is depreciated at the cost with one-year residual value reserved and calculated in accordance with the useful years stipulated by Income Tax Law and the Straight Line Method. If the assets remain in use at the end of the estimated useful years, they are to be depreciated in accordance with the

限，按帳面價值繼續提列折舊，未繼續使用者，按淨變現價值或帳面價值之較低者評價並轉列適當科目。固定資產處分時沖轉有關帳列價值及累計折舊科目，出售固定資產損益列爲當年度之損益科目。

(8)退休金

本公司自87年度起，對於確定給付之職工退休辦法改按財務會計準則公報第18號「退休金會計處理準則」認列退休金成本。

又本公司於88年9月27日完成民營化，依相關規定發放予所有員工截至該基準日止之退休人員退休金、離職人員離職給與及留用人員之年資結算給與。並依財政部函示，將本公司增加負擔之員工退休及權益補償金自88年10月1日起分五年攤銷。留用員工年資將重新起算，並適用勞動基準法退休金規定。本公司並按精算結果認列退休金費用。

屬確定提撥退休辦法之退休金，係於員工提供服務之期間，將應提撥之退休基金數額認列爲當期費用。

(9)保證責任準備

本公司就應收保證款項、應收信用狀款及應收承兌票款期末餘額，評估其發生呆帳之可能性，予以酌提保證責任準備。

(10)意外損失準備

係依照證券商管理規則之規定，其自行買賣有價證券利益額超過損失額時，應按月就超過部分提列百分之十，做爲買賣損失準備，並於實際發生自行買賣有價證券淨損失月份予以沖回；惟若累積提列已達新台幣二億元者，得免繼續提列。

(11)利息收入及手續費收入之認列

利息收入，係按應計基礎估列；惟放款

estimated residual useful years and the book value. If the assets are not remaining in use, they are to be valued in accordance with the net cash value or book value, whichever is lower, and transferred to the proper account thereafter. Upon the disposition of property, plant and equipment, the book value and accumulated depreciation accounts are to be posted and transferred accordingly. The gain / loss from the sales of property, plant and equipment is to be booked in the Income Statement of the year.

(8) Pension Plan

Since 1998, the Bank has set up a defined pension plan covering all regular employees pursuant to the provisions of the Statement of Financial Accounting Standards No. 18 "Accounting for Pensions".

As part of its privatization on September 27, 1999, the Bank made full payment of its entire pension obligations to all employees (including retired, terminated and retained) based on their service years pursuant to the relevant regulations. The portion of the payments made pertaining to unfunded pension obligations and compensation payments were deferred and amortized over five years starting October 1, 1999 in accordance with the directive of the MOF. Retained employees' service years will start afresh and the regulations governing the pension plan prescribed by the Labor Standards Law will apply. The Bank computes the net pension cost based on an actuarial valuation.

The retirement pension confirmed to be contributed pursuant to the rules of retirement should be recognized as the current period expenses in the duration of the employee's service.

(9) Reserve for Guarantees Responsibility

The reserve for guarantees responsibility is determined based on the balance of guarantees receivable expected payments due to letters of credit and acceptances at the end of the accounting period and the likelihood of these payments becomes bad debts.

(10)Reserve for Loss

According to the Regulations Governing Securities Firms, for a securities firm trading securities for its own account, if the profit for trading securities exceeds the amount of loss, it shall allocate 10% of the portion in excess on a monthly basis as the trading loss reserve, and offset the amount in the month in which the net loss of the trading securities for its own account takes place, provided that where the accumulated allocation amounts up to NT$ 200 million, it is not necessary to continue the allocation.

(11)Recognition of Interest Income and Service Fees

Interest revenue on loans is recorded at accrual

因逾期未獲清償而轉列催收款項者，自轉列之日起對內停止計息，俟收現時始予認列收入。

因紓困及協議展期而同意記帳之利息，依財政部之規定，自開始記帳日起,列爲遞延收益(帳列其他負債)，俟收現時始予認列收入。

手續費收入於收現且獲利過程大部分完成時認列。

(12)所得稅

依財務會計準則公報第22號「所得稅之會計處理準則」之規定作跨期間與同期間之所得稅分攤。將應課稅暫時性差異所產生之所得稅影響數認列爲遞延所得稅負債；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爲遞延所得稅資產，再評估其遞延所得稅資產之可實現性，估列其備抵評價金額，遞延所得稅資產或負債依據其所屬資產負債表科目性質或預期實現期間之長短劃分爲流動或非流動項目。

以前年度溢估、低估之所得稅，列爲當年度所得稅費用之調整項目。

本公司所得稅抵減之會計處理係依財務會計處理準則公報第12號「所得稅抵減之會計處理準則」之規定處理，因購置設備或技術、研究發展、人才培訓及股權投資等所產生之所得稅抵減採當期認列法處理。

自87年7月1日適用兩稅合一制度後，本公司當年度依稅法規定調整之稅後盈餘於次年股東會未作分配者，該未分配盈餘應加徵10%營利事業所得稅，列爲股東會決議年度之所得稅費用。

(13)遠期外匯交易

非避險之遠期外匯買賣合約之外幣資產及負債，係按訂約日約定之遠期匯率入帳，於合

basis. No interest revenue is accrued on loans and other credits extended by the Bank classified as overdue loans commencing from the date of such classification. The interest revenue on those loans is recognized only upon collection.

Pursuant to the Regulations of MOF, interest on loans or credits extended by the Bank to borrowers for the purpose of overcoming financial difficulties and where loan extension agreements have been signed shall be classified as deferred income (classified as "Other Liabilities") from the date of recognition provided that both parties agree to the recording of such interest. The interest revenue on those loans is recognized only upon collection.

Service fees are recorded as income when received or when the services are rendered.

(12) Income Tax

According to FAS No. 22, "Accounting for Income Tax," tax is provided based on accounting income after adjusting for permanent differences and inter-and intra-period allocations. The income tax effect of taxable temporary differences was recorded as a deferred income tax liability; losses available for carry forward and income tax credits were recorded as deferred income tax assets, for which a valuation allowance is provided for deferred tax assets that are not certain to be realized. Deferred income tax assets or liabilities are further classified into current or non-current items on the basis of the nature of the accounts or the length of the period before the items are realized.

Overestimate or underestimate provision of previous year's income tax liabilities is included in current year's income tax as adjustment.

According to FAS No. 12, "Accounting for income tax credits", the Bank's income tax credits generated from the acquisition of eligible equipment or technology, expenses for research and development and losses carried forward are recognized in the period when the tax credits arise.

Subsequent to the introduction of the imputation tax system on July 1, 1998, an additional 10% corporate income tax on earnings, which are not distributed in the following year, is included as income tax expense in the year when the stockholders resolved to retain the earnings.

(13) Foreign Exchange Forwards

Assets or liabilities resulting from foreign exchange forward contracts for trading purposes are recorded at their contracted forward rates. The gains or losses, computed by multiplying the foreign

約到期收付結清時，因與當時即期匯率不同所產生之損失或盈益，列爲收付結清期間損益。買賣合約於期末尚未到期者，則依合約剩餘期間之遠期匯率予以換算調整，因而產生之兌換差額，列爲當期損益。

(14)外匯換匯交易

爲支應不同幣別資金之需求而從事之外匯換匯交易所產生之外幣資產及負債屬即期部位者，按訂約日之即期匯率入帳，屬遠期部位者，則以約定之遠期匯率入帳，即期與遠期匯率間之差額則於合約期間平均攤銷，列爲利息收入或費用。

(15)資產交換交易

非以交易爲目的之資產交換交易係以某一特定債券爲標的，於該債券流通期間以其票面固定利率及債券到期贖回價差與交易相對人就市場浮動利率作交換，本行於約定結算日及資產負債表日就結算應收取或給付市場浮動利率與票面固定利率所計算之利息差額，作爲該債券固定利息收入之調整。

(16)選擇權交易

爲配合客戶交易之需求及軋平本行之部位所從事之賣出外匯選擇權收取之權利金列爲負債，買入選擇權付出之權利金則列爲資產。買賣合約於資產負債表日尚未到期者，則依權利金市價調整，因而產生之損失或盈益，列爲當期損益。因履約而產生之損失或利益，列爲履約當期損失或利益。

以避險爲目的之賣出選擇權收取之權利金列爲負債，買入選擇權付出之權利金列爲資產，因履約而產生之損失或利益作爲被避險項目收益或成本之調整。

currency amounts of the contracts and the differences between the contracted forward rates and the spot rates at maturity, are credited or charged to the current period's income. The gains or losses of outstanding forward contracts, computed by multiplying the foreign currency amounts of the contracts of the open contracts and the differences between contracted forward rates and the prevailing forward rates (for the remaining term of the contracts), are credited or charged to the current period's income.

(14) Foreign Currency Swaps

In relation to foreign currency swap contracts entered into for the Bank's fund requirements in different types of foreign currencies, amounts exchanged at the inception of the swaps are recorded at their spot rates and amounts to be exchanged at the settlement dates are recorded using the forward rates. Gains or losses arising from the differences between spot rates and contracted rates are amortized using the straight-line method over the term of the contract and are credited or charged to interest income or expense.

(15) Asset Swaps

The underlying securities of assets swap transactions entered into for hedging purposes are specific bonds. The contracts involve the exchanging of interest payments on fixed-rate bonds and the price spread upon redemption with interest payments based on a floating rate. The Bank makes adjustments for the gains or losses arising from the differences between these rates against interest income on the bonds on the contracted settlement date or balance sheet dates.

(16) Options

Premiums received for foreign exchange options written for trading or balancing purposes are accounted for as liabilities, while premiums paid for options bought are accounted for as assets. Unrealized gains and losses arising from adjustments to the premiums of outstanding option contracts against the market value at the balance sheet dates are included in the current period's income. Gains or losses arising from performing the contracts are credited or charged to income in the period in which the contract is performed.

Premiums received for foreign exchange option contracts written for hedging purposes are accounted for as liabilities while premiums paid for options bought are account for as assets. Gains or losses arising from performing the contracts are credited or charged to income or the purchase price.

(17) 資產減損

當環境變更或某些事件發生而顯示公司所擁有的資產其可回收金額低於其帳面價值時，公司應認列減損損失。可回收金額是指一項資產的淨公平價值或其使用價值，兩者較高者。淨公平價值是指一項資產在公平交易的情況下可收到的淨處分金額，而使用價值是指一項資產在未來可使用年限內可產生的預計現金流量予以折現計算。

當以前年度認列資產減損的情況不再存在時，則可在以前年度提列損失金額的範圍內予以迴轉。已認列之商譽減損損失不得迴轉。

(17) Asset Impairment

Where some environmental change or incident reflects that the recoverable amount for the assets owned by the company is less than their book value, the company should recognize the impairment loss. The recoverable amount means the higher of the net fair value or value in use of an asset. The net fair value means the collectable net amount upon disposal of an item of assets in a fair transaction, and the value in use means the discounted cash flow estimated to be produced by an asset in its life circle.

When the loss of assets recognized in the previous year doesn't exist any longer, such loss may be reversed insofar as it does not exceed the amount of loss provided in the previous year. The recognized loss of goodwill should not be reversed.

3.會計原則變動之理由及其影響

如財務報表附註2.(17)所述，本公司自94年度起，採用財務會計準則公報第35號「資產減損之會計處理準則」之規定，是項會計準則之採用，使94年12月31日之非營業資產淨額減少152,812仟元，94年度之稅前純益減少152,812仟元。

3. REASONS AND IMPACTS OF ACCOUNTING PRINCIPLE CHANGES

As stated in Note 2.(17) to the financial statement, the company has adopted Statement of Financial Accounting Standards No. 35 with respect to the "Accounting Principle for Impairment of Assets" as of Dec. 31, 2005. Because of the adoption of the said accounting principle, the bank's net non-operating assets decreased by NT$ 152,812 thousand on Dec. 31, 2005, and its net income before tax for 2005 has decreased by NT$ 152,812 thousand.

4.現金及約當現金 CASH & CASH EQUIVALENTS

項 目	Item	2005.12.31	2004.12.31
庫存現金	Cash on hand	$ 999,470	$ 1,048,820
庫存外幣	Cash on hand-Foreign currency	106,267	108,111
買入定期存單	Certificates of deposits	9,300,000	1,100,000
待交換票據	Checks for clearance	1,349,483	387,182
合 計	Total	$ 11,755,220	$ 2,644,113

5.存放央行及銀行同業 DUE FROM THE CENTRAL BANK & BANKS

項 目	Item	2005.12.31	2004.12.31
存放央行	Due from CBC	$ 1,362,957	$ 15,570,272
存放央行－存款準備金	Reserve for deposits-Type B	2,832,441	2,775,318
跨行業務結算擔保專戶	Inter-Bank fund cleaning account	139,228	136,803
存放銀行同業	Due from banks	514,314	697,848
拆放銀行同業	Lend to banks	2,650,000	6,095,909
合 計	Total	$ 7,498,940	$ 25,276,150

本公司依銀行法及中央銀行法規定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。截至民國94年12月31日及93年12月31日止存放央行之存款準備金－乙戶分別爲2,832,441仟元及2,775,318仟元，依規定非於每次調整準備金時，不得動用。

The reserve for deposits, as required by the Banking Law and the Central Bank Law, is calculated by applying the statutory rates to the average monthly balances of the various types of deposit accounts. The balance of the Bank's Reserve for Deposits- Type B as of December 31, 2005 and 2004 were NT$ 2,832,441 thousand and NT$ 2,775,318 thousand respectively. By law, the Bank is not permitted to utilize the reserve unless at the time when the balance of the reserve is adjusted.

6.買入票券及證券－淨額 BILLS & SECURITIES PURCHASED-NET

項 目	Item	2005.12.31	2004.12.31
債券	Bonds	$ 11,010,100	$ 9,959,131
上市（櫃）公司股票	Securities purchased	506,522	487,181
基金	Funds	1,056,412	1,159,367
商業本票	Commercial papers	29,807	29,826
國庫券	Treasury bonds	—	394,635
合 計	Total	$ 12,602,841	$ 12,030,140
減 備抵跌價損失	Less : allowance for decline in market value	—	—
淨 額	Net	$ 12,602,841	$ 12,030,140

(1)截至94年12月31日及93年12月31日止，買入票券中提供附買回交易面額分別爲407,560仟元及780,900仟元。

As of Dec. 31, 2005 and Dec. 31, 2004, the par value of purchased notes and bills under repurchase agreements was NT$ 407,560 thousand and NT$ 780,900 thousand respectively.

(2)買入票券及證券爲各項業務擔保之情形詳附註23.。

Please refer to Note 23 for the guarantee of the various businesses by purchased notes and securities.

7.應收款項淨額 ACCOUNTS RECEIVABLE-NET

項 目	Item	2005.12.31	2004.12.31
應收帳款	Accounts receivable	$ 153,307	$147,935
應收收益	Income receivable	229,908	185,710
應收承兌票款	Acceptances receivable	217,657	368,710
應收利息	Interest receivable	239,128	275,570
應收遠匯款	Forward exchange contract receivable	5,607	7,964
應收退稅款	Income tax refundable	55,619	30,293
其他應收款	Other receivable	11,047	28,592
小 計	Sub-total	$ 912,273	$1,044,774
減 備抵呆帳	Less : provision for credit loss	(7,811)	(6,823)
應收款項淨額	Net	$ 904,462	$1,037,951

8.買匯貼現及放款淨額 BILLS PURCHASED, DISCOUNTS & LOANS -NET

項 目	Item	2005.12.31	2004.12.31
買匯及貼現	Bills purchased & discounts	$ 31,097	$ 7,830
短期放款及透支	Short-term loan & overdrafts	35,219,478	32,853,913
短期擔保放款及透支	Short-term secured loan & overdrafts	5,894,249	4,838,713
中期放款	Medium-term loans	6,376,527	11,131,710
中期擔保放款	Medium-term secured loans	7,110,949	6,205,103
長期放款	Long-term loans	17,284,059	21,099,129
長期擔保放款	Long-term secured loans	28,950,657	26,801,347
催 收 款	Overdue loans	1,576,308	1,676,544
短期墊款	Short-term advances	36,613	39,326
小 計	Sub-total	$ 102,479,937	$ 104,653,615
減：備抵呆帳	Less ：provision for credit loss	(954,535)	(802,035)
淨 額	Net	$ 101,525,402	$ 103,851,580

A.買匯貼現及放款依授信對象列示如下：
Bills Purchased, Discounts & Loans were Made Out to the Following Parties

項 目	Item	2005.12.31	2004.12.31
國內放款及墊款	Loan & advances-domestic		
民營企業	Private enterprises	$ 35,049,160	$ 30,936,706
公營企業	Government-owned enterprises	5,199,547	4,957,208
政府機關	Government organizations	23,965,335	33,098,709
非營利團體	Not-for-profit organizations	493,814	13,833
私 人	Individuals	35,851,052	33,926,557
其 他	Other	36,613	39,325
小 計	Sub-total	$ 100,595,521	$ 102,972,338
國外放款及墊款	Loan & advance-overseas		
金融機構	Financial institutions	$ 723,906	$ —
非金融機構	Non-financial institutions	1,160,510	1,681,277
小 計	Sub-total	$ 1,884,416	$ 1,681,277
合 計	Total	$ 102,479,937	$ 104,653,615

停止計提應收利息之放款及墊款於94年12月31日及93年12月31日金額分別爲 1,612,921仟元及1,715,870仟元，未計提之應收利息於94.1.1~94.12.31止及93.1.1~932.12.31止分別爲59,213仟元及66,373仟元。

The Bank has not accrued any interest on overdue loans and advances, which amounted to NT$ 1,612,921 thousand and NT$ 1,715,870 thousand as of December 31, 2005 and 2004, respectively. The unrecognized interest revenue on the above loans amounted to NT$ 59,213 thousand and NT$ 66,373 thousand for years ended December 31, 2005 and 2004, respectively.

B.備抵呆帳 Provision for Credit Loss

	2005.01.01-2005.12.31		
	特定債權無法收回之風險 Risks of non-collectibility of specific loans	全體債權組合之潛在風險 Inherent risk of the overall loan portfolio	合計 Total
期初餘額 Balance, January 1, 2005	$ 758,222	$ 50,636	$ 808,858
本期提列（轉迴）呆帳費用 Provisions （reversal）	(62,859)	88,566	25,707
沖銷買匯貼現及放款金額 Written-offs	(173,676)	—	(173,676)
收回已沖銷之買匯貼現及放款金額 Recovery of written-off credit	301,407	—	301,407
匯　差 Exchange rate differences	—	50	50
期末餘額 Balance, December 31, 2005	$ 823,094	$ 139,252	$ 962,346

	2004.01.01-2004.12.31		
	特定債權無法收回之風險 Risks of non-collectibility of specific loans	全體債權組合之潛在風險 Inherent risk of the overall loan portfolio	合計 Total
期初餘額 Balance, January 1, 2004	$ 842,382	$ 62,636	$ 905,018
本期提列呆帳費用 Provisions	236,066	(11,854)	224,212
沖銷買匯貼現及放款金額 Written-offs	(576,360)	—	(576,360)
收回已沖銷之買匯貼現及放款金額 Recovery of written-off credit	256,134	—	256,134
匯　差 Exchange rate differences	—	(146)	(146)
期末餘額 Balance, December 31, 2004	$ 758,222	$ 50,636	$ 808,858

9.長期投資 LONG-TERM INVESTMENTS

被投資公司名稱 Name	2005.12.31 股數(仟股) Shareholding (Thousand Shares)	帳面金額 Book Value	持股比例 Shareholding (%)
（一）長期股權投資－權益法評價 Equity Method			
高銀人身保險代理人(股)公司 Kaohsiung Bank Insurance Agency Co.,Ltd.	300	$ 21,517	100.00%
高銀財產保險代理人(股)公司 Kaohsiung Bank General Insurance Agency Co.,Ltd.	500	6,873	100.00%
台陽證券投資信託(股)公司(原名國票證券投資信託(股)公司) Sunrise Asset Management Co.,Ltd.	6,000	63,454	20.00%
小　計 Sub-total		$ 91,844	
（二）長期股權投資－成本法評價 Cost Method			
台北外匯經紀(股)公司 Taipei Forex Inc.	700	$ 7,000	3.53%
臺灣期貨交易所(股)公司 Taiwan Futures Exchange Corporation	600	6,000	0.30%
台灣票券金融(股)公司 Taiwan Finance Corporation	51,616	516,165	10.00%
國票綜合證券(股)公司(原國票聯合證券(股)公司) Waterland Securities Co.,Ltd.	50,000	500,000	4.93%
台灣金聯資產管理(股)公司 Taiwan Asset Management Corporation	10,000	100,000	0.57%
台灣金融資產服務(股)公司 Taiwan Financial Asset Service Corporation	5,000	50,000	2.94%
高雄捷運(股)公司 Kaohsiung Rapid Transit Corporation	5,000	50,000	0.50%
財金資訊(股)公司 Financial Information Service Co.,Ltd.	4,550	45,500	1.14%
台灣票券集中保管結算(股)公司 Debt Instruments Depository and Clearing Co. Taiwan	2,000	20,000	1.00%
小　計 Sub-total		$ 1,294,665	
（三）長期債券投資 Long-term bonds investments			
公司債 Corporate bonds		$ 1,775,460	
（四）其他長期投資 Other long-term investments			
受益證券 Beneficiary certificates		$ 299,331	
台灣高速鐵路(股)公司－特別股 Taiwan High Speed Rail Corporation –Preferred stocks	21,600	$ 200,880	0.39%
小　計 Sub-total		$ 500,211	
長期投資總額 Total long-term investments		$ 3,662,180	

被投資公司名稱 Name	2004.12.31 股數(仟股) Shareholding (Thousand Shares)	帳面金額 Book Value	持股比例 Shareholding (%)
（一）長期股權投資－權益法評價			
Equity Method			
高銀人身保險代理人(股)公司	300	$ 30,469	100.00%
Kaohsiung Bank Insurance Agency Co.,Ltd.			
高銀財產保險代理人(股)公司	300	3,586	60.00%
Kaohsiung Bank General Insurance Agency Co.,Ltd.			
國票證券投資信託(股) 公司	6,000	65,954	20.00%
Wateland Asset Management Co.,Ltd.			
小　計		$ 100,009	
Sub-total			
（二）長期股權投資－成本法評價			
Cost Method			
台北外匯經紀(股)公司	700	$ 7,000	3.53%
Taipei Forex Inc.			
臺灣期貨交易所(股) 公司	600	6,000	0.30%
Taiwan Futures Exchange Corporation			
台灣票券金融(股)公司	51,616	516,165	10.00%
Taiwan Finance Corporation			
國票綜合證券(股)公司(原國票聯合證券(股)公司)	50,000	500,000	4.93%
Waterland Securities Co.,Ltd.			
台灣金聯資產管理(股) 公司	10,000	100,000	0.57%
Taiwan Asset Management Corporation			
台灣金融資產服務(股) 公司	5,000	50,000	2.94%
Taiwan Financial Asset Service Corporation			
高雄捷運(股)公司	5,000	50,000	0.50%
Kaohsiung Rapid Transit Corporation			
財金資訊(股)公司	4,550	45,500	1.14%
Financial Information Service Co.,Ltd.			
台灣票券集中保管結算(股)公司	2,000	20,000	1.00%
Debt Instruments Depository and Clearing Co. Taiwan			
小　計		$ 1,294,665	
Sub-total			
（三）長期債券投資			
Long-term bonds investments			
公司債		$ 1,067,271	
Corporate bonds			
（四）其他長期投資			
Other long-term investments			
台灣高速鐵路(股)公司－特別股	21,600	$ 200,880	0.46%
Taiwan High Speed Rail Corporation –Preferred stocks			
長期投資總額		$ 2,662,825	
Total long-term investments			

(1)採權益法認列之長期股權投資及投資損益如下：
Long-term stock investments accounted for under the equity method and investment gains (losses)
2005. 12. 31

項　　目 Item	長期股權投資 Long-term stock investments	投資(損)益 Investment gains (losses)
依經會計師查核簽證之同期間財務報表 Based on audited financial statements for the same period	$ 84,971	$ 13,062
依免經會計師查核簽證之同期間財務報表（註） Based on unaudited financial statements for the same period (note)	6,873	687
合　　計 Total	$ 91,844	$ 13,749

2004.12.31

項　　目 Item	長期股權投資 Long-term stock investments	投資(損)益 Investment gains (losses)
依經會計師查核簽證之同期間財務報表 Based on audited financial statements for the same period	$ 96,423	$ 24,027
依免經會計師查核簽證之同期間財務報表（註） Based on unaudited financial statements for the same period (note)	3,586	508
合　　計 Total	$ 100,009	$ 24,535

(註)：上述被投資公司中之高銀財產保險代理人(股)公司之資本額未達3仟萬元且營業額未達5仟萬元，亦未達本公司營業收入10%，其財務報表可不必經會計師簽證。

As the aggregate par value of the outstanding capital stock of the aforementioned investee companies, Kaohsiung Bank General Insurance Agency Co., Ltd. was less than NT$ 30 million and the operating revenue was less than NT$ 50 million or less than 10% of the total operating revenues of the Bank, the carrying amount of the investments and the related investment gains (losses) were calculated based on unaudited financial statements.

(2)依新修訂財務會計準則公報第七號「合併財務報表」及行政院金融監督管理委員會函規定，本公司自94年度起將具有控制能力之被投資公司納入編製94年度合併報表。

According to Statement of Financial Accounting Standards No. 7 with respect to "consolidated financial statement and the requirements specified in the letter of Financial Supervisory Commission, Executive Yuan, the company has included its investees which possess controlling power into its consolidated financial statement for 2005 as of Dec. 31, 2005.

10.固定資產淨額 PROPERTY & EQUIPMENT-NET

(1)民國94年12月31日固定資產明細如下

Dec.31, 2005

項目 Item		成本 Cost	累計折舊 Accumulated Depreciation	未折減餘額 Book Value
土地	Land	$ 1,231,286	$ —	$ 1,231,286
房屋及建築	Buildings	1,153,807	239,392	914,415
機械設備	Machinery equipment	577,432	429,534	147,898
交通及運輸設備	Transportation equipment	39,281	30,818	8,463
雜項設備	Miscellaneous equipment	104,758	81,252	23,506
租賃權益改良	Leasehold improvement	180,456	134,783	45,673
未完工程及訂購機件 Construction in progress & ordering machine parts		2,039	—	2,039
合計	Total	$ 3,289,059	$ 915,779	$ 2,373,280

(2)民國93年12月31日固定資產明細如下

Dec.31, 2004

項目 Item		成本 Cost	累計折舊 Accumulated Depreciation	未折減餘額 Book Value
土地	Land	$ 1,302,310	$ —	$ 1,302,310
房屋及建築	Buildings	1,153,807	218,826	934,981
機械設備	Machinery equipment	576,228	438,871	137,357
交通及運輸設備	Transportation equipment	40,706	30,664	10,042
雜項設備	Miscellaneous equipment	109,770	82,144	27,626
租賃權益改良	Leasehold improvement	179,938	106,045	73,893
未完工程及訂購機件 Construction in progress & ordering machine parts		27,409	—	27,409
合計	Total	$ 3,390,168	$ 876,550	$ 2,513,618

(3)民國94年12月31日及93年12月31日固定資產投保金額分別爲1,397,394仟元及1,363,069仟元。

(4)截至民國94年12月31日止，本公司固定資產未曾辦理重估價。

(5)截至民國94年12月31日止，本公司固定資產未提供擔保。

(3) Insurance coverage for the Bank's fixed assets as of December 31, 2005 and 2004 were NT$ 1,397,394 thousand and NT$ 1,363,069 thousand, respectively.

(4) The Bank's fixed assets have not been appraised as of December 31, 2005.

(5) No collateral has been assumed on the Bank's fixed assets as of December 31, 2005.

11.其他資產 OTHER ASSETS

項　目	Item	2005.12.31	2004.12.31
遞延費用	Deferred expenses	$ 41,557	$ 51,737
存出保證金	Refundable deposits	66,955	153,670
非營業資產	Non-operating assets	845,873	951,703
減：累計減損	Accumulated loss on impairment	(152,812)	—
遞延所得稅資產	Deferred income tax assets	32,636	50,311
預付稅款	Income tax prepaid	—	25,325
其　他	Other	37,169	73,318
合　計	Total	$ 871,378	$ 1,306,064

(1) 有關遞延所得稅資產之說明，詳附註20.

(2) 非營業資產94年度依其可回收金額評估提列減損損失152,812仟元（帳列營業外費損項下），截至94年12月31日止，累計減損金額爲152,812仟元。

(1)Refer to Note 20 for descriptions of deferred income tax assets.

(2) According to their recoverable amount, the loss of the non-operating assets was assessed and recognized as NT$ 152,812 thousand (recorded under the loss of non-operating expenses). Until Dec. 31, 2005, the loss has totaled NT$ 152,812 thousand.

12.應付款項 PAYABLES

項　目	Item	2005.12.31	2004.12.31
應付代收款	Collections for customers	$ 86,331	$ 93,966
應付費用	Accrued expenses	141,949	138,939
應付所得稅	Income tax payable	36,140	5,805
應付利息	Interest payable	417,556	374,038
承兌匯票	Acceptance bills	219,513	370,231
待交換票據	Checks for clearance	1,349,483	387,182
應付遠匯款	Forward remittances payable	9,672	49,322
應付營業稅、印花稅	Value-added business taxes & stamp tax payable	15,433	15,964
應付機關國宅貸款融資	Public housing loans payable	—	1,580,000
應付機關、學校、公司劃帳發薪款	Payroll transfers payable	1,046,209	953,072
其他應付款	Other payables	207,998	348,058
合　計	Total	$ 3,530,284	$ 4,316,577

應付所得稅之計算，詳附註20.。Refer to Note 20 for detailed calculations on income tax payable.

13.存款及匯款 DEPOSITS AND REMITTANCES

項　目	Item	2005.12.31	2004.12.31
支票存款	Checking deposits	$ 2,105,090	$ 1,135,962
公庫存款	Treasury deposits	12,909,519	10,150,558
活期存款	Demand deposits	10,861,629	10,581,410
活期性儲蓄存款	Demand savings deposits	32,406,358	30,935,312
定期存款	Time deposits	16,358,607	15,255,272
定期性儲蓄存款	Time savings deposits	42,645,238	44,929,233
可轉讓定期存單	Negotiable certificate of deposit	529,100	463,600
應解匯款及匯出匯款	Remittances & drafts issued	3,116	3,178
合　計	Total	$ 117,818,657	$ 113,454,525

14.應付金融債券 FINANCIAL BONDS PAYABLE

項　目 Item	發行期間 / 利率 Term / Interest rate	2005.12.31	2004.12.31
90年度第一期第一次金融債券 First Bond, First Issue 2001	2001.11.26-2006.11.26 3%	$ 420,000	$ 735,000
90年度第一期第二次次順位金融債券 Subordinate Bond, First Issue 2001	2002.08.19-2007.08.19 3.43%	800,000	1,200,000
合　計 Total		$ 1,220,000	$ 1,935,000

15.其他負債 OTHER LIABILITIES

項　目 Item		2005.12.31	2004.12.31
保證責任準備	Reserve for losses on guarantees	$ 19,014	$ 19,014
意外損失準備	Reserve for accidental loss	19,800	23,579
撥入放款基金及備放款	Appropriated loan funds	263,050	359,345
存入保證金	Guarantee deposit received	26,849	22,502
其　他	Other	26	16
合　計	Total	$ 328,739	$ 424,456

上項撥入放款基金及備放款係本公司與中小企業發展基金管理運用委員會、行政院青年輔導委員會及行政院開發基金管理委員會聯合共同辦理各項專案貸款，而由各該委員會交付本行，以作爲專案貸款資金。

Appropriated loan funds mentioned above refer to the various special syndicated loans organized by the Bank, Small and Medium Enterprise Development Fund, the National Youth Commission of the Executive Yuan and the Development Fund of the Executive Yuan. The collected funds entrusted to the Bank from the respective committees to fund special project loans.

16.員工退休及權益補償金 EMPLOYEE PENSION PLAN & COMPENSATION PAYMENTS

(一)員工退休及權益補償金 Employee Pension Plan and Compensation Payments

本公司已於88年9月27日完成民營化，依據公營事業移轉民營條例之規定，給付員工退休及權益補償金(留用人員年資結算給與、權益補償暨離職人員離職給與)約1,635,996仟元，經減除業已提撥基金及已認列退休金負債後之差額約爲1,109,358仟元。依據財政部函示，本公司將該項金額自88年10月1日起分五年平均攤銷。

本公司留用員工領取年資結算給與後，年資重新起算，並適用勞動基準法退休金相關規定。

The Bank was privatized on September 27, 1999. Pursuant to the standard governing the privatization of government-owned enterprises, pension and compensation payments paid to employees (payments to retained employees based on their years of service including compensation payments and termination payouts to terminated employees) amounted to approximately NT$ 1,635,996 thousand; after deducting the reserve for pension funds and recognized pension liabilities, the balance amounted to approximately NT$ 1,109,358 thousand. In ccordance with a directive of the MOF, the Bank is required to amortize this amount on a straight-line basis over five years commencing from October 1, 1999.

Retained employees' service years will start afresh and the regulations governing the pension plan prescribed by the Labor Standards Law shall apply.

(二)退休金 Pension Plan

(1)本公司自88年9月27日起移轉民營化，改依勞基法之退休辦法提撥退休準備金存放中央信託局，其變動情形如下：

The Bank started to make contributions to a pension fund upon its privatization on September 27, 1999 in accordance with the Labor Standards Law, which is deposited with the Central Trust of China. Information on the pension plan is as follows :

項　目 Item		2005.01.01~2005.12.31	2004.01.01~2004.12.31
期初餘額	Opening balance	$ 187,931	$ 146,831
加：本期提存	Add : Provisions	44,344	43,059
利息收入	Interest revenue	3,031	1,984
減：本期支付	Less : Payment	(2,058)	(3,943)
期末餘額	Closing balance	$ 233,248	$ 187,931

(2)確定給付之退休金 Defined Benefit Pension Plan

(一)退休基金提撥狀況表 The funded status of the pension plan is as follows

項　目 Item	2005.12.31	2004.12.31
給付義務 Benefit obligation		
既得給付義務 Vested benefit obligation	($ 66,442)	($72,992)
非既得給付義務 Non-vested benefit obligation	(266,413)	(189,465)
累積給付義務 Accumulated benefit obligation	(332,855)	(262,457)
預計給付義務 Projected benefit obligation	(434,150)	(347,632)
提撥狀況 Funded status		
退休基金資產公平價值 Fair value of plan assets	233,248	187,931
退休基金提撥狀況 Funded status of pension plan	(200,902)	(159,701)
未認列過渡性淨給付義務(淨資產) Unrecognized transition obligation (net assets)	—	—
未認列退休金損(益) Unrecognized gain or loss	86,675	70,108
期末(應計退休金負債) / 預付退休金 Accrued pension payable / prepaid pension fund at the end of the period	(114,227)	(89,593)

(二)淨退休金成本 The components of net periodic pension costs are as follows

項　目 Item	2005.01.01~2005.12.31	2004.01.01~2004.12.31
a.服務成本 Service Costs	$ 62,748	$ 56,904
b.利息成本 Interest Costs	11,071	6,918
c.退休基金資產之預期報酬 Expected return on plan assets	(6,447)	(3,671)
d.未認列過渡性淨給付義務(淨資產)之攤銷 Amortization of unrecognized transition obligation (net assets)	—	—
e.未認列前期服務成本攤銷數 Amortization of unrecognized service costs for the previous period	—	—
f.未認列退休金損益攤銷數 Amortization of unrecognized gain or loss	2,158	3,090
g.淨退休金成本=a+b+c+d+e+f Net periodic pension costs	$ 69,530	$ 63,241
(三)既得給付 Vested Benefits	$ 70,753	$ 95,608

(四)計算淨退休金成本之精算假設如下
Actuarial Assumptions Used to Calculate Net Periodic Pension Costs are as Follows

項　目 Item	2005.12.31	2004.12.31
a.預計給付義務之折現率 Discount Rate of projected benefit obligation	每年3.0% 3.0% p.a.	每年3.0% 3.0% p.a.
b.薪資水準增加率 Rate of increase in salaries	每年2.0% 2.0% p.a.	每年2.0% 2.0% p.a.
c.退休基金資產之預計長期投資報酬率 Projected long-term rate of return on pension assets	每年3.0% 3.0% p.a.	每年2.0% 2.0% p.a.

(五)「勞工退休金條例」自94年7月1日起施行，係屬確定提撥退休辦法。勞工得選擇繼續適用「勞動基準法」有關之退休金規定，或適用該條例之退休金制度並保留適用該條例前之工作年資。依該條例規定，雇主每月負擔之勞工退休金提撥率，不得低於勞工每月工資6%。本公司94年度按勞工退休金條例提撥之退休金爲1,671仟元。

"Labor Pension Act" was enforced as of July 1, 2005, which is the confirmed rules governing contribution of retirement pension. Laborers may choose to continue applying the retirement provisions referred to in the "Labor Standards Act", or apply the retirement system referred to in the said Act and retain the seniority applicable to the said Act. According to the said Act, the percentage of the labor pension to be contributed by the employer on a monthly basis should not be less than 6% of the laboerr's monthly salary. The retirement pension contributed by the company in accordance with the said Act in 2005 was NT$ 1,671 thousand.

17.股本 CAPITAL

項　目 Item		2005.12.31	2004.12.31
額定股本	Authorized capital	$ 15,000,000	$ 5,034,238
實收股本	Paid-in capital	5,034,238	5,034,238
已發行普通股(仟股)	Common stocks issued (thousand shares)	503,424	503,424
每股面額	Par value	10	10

本公司於94年6月23日經股東常會通過修改額定股本爲15,000,000仟元。
Authorized capital NT$15 billions resolved in the FY 2004 regular shareholders' meeting on June 23, 2005.

18.盈餘分配

本公司章程規定，本銀行年終決算如有盈餘，於依法完納一切稅捐後應先彌補歷年虧損，再提30%爲法定盈餘公積，並得依法令規定及業務需要提列特別盈餘公積，如尚有餘額依下列百分比分配之：(1)董事及監察人酬勞2%(2)員工紅利8%(3)股東股利90%，前項盈餘分配，股東會得視未來業務需要及獲利情形，保留全部盈餘或部分盈餘不予分配。股東股利之分派，得視當年度盈餘情形及業務發展需要，經董事會提請股東會決議分配調整現金股利與股票股利比率，惟現金股利不低於當年度所發放股票股利5%。法定盈餘公積未達資本總額前，或自有資本與風險性資產之比率未達銀行法規定前，最高現金盈餘分配，依銀行法及主管機關之規定辦理。

(1)員工紅利及董監酬勞相關資訊：

A.本公司於94年6月23日由股東常會通過之93年度盈餘分配案中，有關員工紅利及董監酬勞之配發情形如下：

18.RETAINED EARNINGS

According to the company's articles of incorporation, if there are any retained earnings upon the bank's final account at the end of the year, they will be used to make up the loss of previous years upon payment of all payable taxes pursuant to laws, and 30% of the remainder will be contributed as the legal reserve, and special reserve should be provided pursuant to laws and subject to the needs of the business. The balance thereof, if any, should be distributed in the following manner: (1) 2% for compensation of directors and supervisors; (2) 8% for employees' bonus; (3) 90% for shareholders' dividends. The shareholders' meeting may retain the earnings in part or in whole subject to the future need for business and profitability. The distribution of shareholders' dividends may be made subject to the resolution of the shareholders' meeting with respect to the proposal submitted by the board of directors for distribution and adjustment of the percentage of cash dividend and stock dividend, provided that the cash dividend should not be less than 5% of the stock dividend offered in the current year. Before the legal reserve amounts to the gross capital, or the capital adequacy ratio meets the requirements under the Banking Act, the maximum distribution of cash earnings should be subject to the Banking Act and the competent authority's requirements.

(1)Information on employees' bonus and Directors and Supervisors' remuneration

A.Appropriations resolved in the FY 2004 regular shareholders' meeting on June 23, 2005

		金額 Amoun
員工紅利－以現金發放	Employees' bonus-cash	$ 22,375
董監酬勞－以現金發放	Directors & Supevisors' remuneration-cash	5,593
合　計	Total	$ 27,968

上述之分配情形與本公司94年3月24日之董事會決議並無差異。
The above appropriations are consistent with the amounts resolved in the Board of Directors' Meeting held on March 24, 2005.

B.截至95年2月27日止,本公司董事會尚未決議94年度之盈餘分配。

C.上述有關員工紅利及董監酬勞相關資訊可自公開資訊觀測站等管道查詢。

D.設算基本稅後每股盈餘：

假設在93年度即全數以現金發放上項A.所述項目，並以費用列帳，其93年度之每股盈餘如下：

B.Up until February 27, 2006 the Board of Directors has not approved the FY 2005 earnings appropriation proposal.

C.The relevant information on employees' bonus and Directors and Supervisors' remuneration is available on the "Market Post Observation System".

D.Basic Earnings Per Share (EPS) after tax

On the assumption that the FY 2004 retained earnings are distributed in cash for all items listed in A. and are recognized as expenses, basic earnings per share for FY 2004 as follow :

93年度本期稅後損益 Net income (loss) after tax for FY 2004	A	NT$ 393,023 thousand
93年度全數以現金發放之員工紅利及董監酬勞 Employees bonus & Directors & Supervisors' remuneration-Cash for FY 2004	B	NT$ 27,968 thousand
93年度普通股加權平均流通在外股數(仟股) Weighted aveage of outstanding common stocks (thousand shares) for FY 2004	C	503,424
設算基本稅後每股盈餘 Basic earnings per share after tax	(A-B)/C	NT$ 0.73

(2)本公司分別於94年6月及93年6月經股東會決議之93年度及92年度盈餘分配案及每股股利如下：

(2)The FY 2004 and FY 2003 retained earnings were appropriated as follows in accordance with the shareholders' meeting held on June 2005 and 2004 respectively.

		盈餘分配案 Retained Earnings (NT$ Thousand)		每股股利(元) Earnings Per Share (NT$)	
		2004.01.01~2004.12.31	2003.01.01~2003.12.31	2004.01.01~2004.12.31	2003.01.01~2003.12.31
法定公積	Legal reserve	$ 117,906	$ 153,557		
特別公積	Special reserve	—	18,409		
普通股現金股利	Cash dividend-common stock	251,712	228,830	$0.5	$0.5
董監事酬勞	Directors & Supervisors' remuneration	5,593	5,085		
員工紅利	Employees' bonus	22,375	20,340		
合　計	Total	$ 397,586	$ 426,221		

19.用人、折舊及攤提費用 LABOR, DEPRECIATION AND AMORTIZATION EXPENSES

項　目 Item		2005.01.01~2005.12.31	2004.01.01~2004.12.31
用人費用	Labor costs		
薪資費用	Wages & salaries	$ 937,847	$ 916,047
勞、健保費用	Health & labor insurance	40,906	38,203
退休金費用	Pension costs	71,201	63,241
其他費用	Other costs	6,603	13,197
折舊及攤提費用	Depreciation & amortization	119,095	306,014
合　計	Total	$ 1,175,652	$ 1,336,702

20.所得稅 INCOME TAX

(1)遞延所得稅資產(負債)淨額 Deferred Income Tax Assets (Liabilities) – Net

項　目 Item		2005.12.31	2004.12.31
暫時性差異	Temporary differences		
未實際支付之退休金	Unrealized expense on provision of employees' pension	$ 27,686	$ 22,398
意外損失準備	Reserve for accidental loss	4,950	5,895
投資抵減	Investment tax credits	—	22,018
合　計	Total	$ 32,636	$ 50,311
減：備抵評價	Less ：allowance for decline in market value	—	—
淨　額	Net	$ 32,636	$ 50,311

(2)所得稅費用(利益) Income Tax Expense (Benefit)

項　目 Item		2005.01.01~2005.12.31	2004.01.01~2004.12.31
當期所得稅費用	Income tax payable	$ 57,900	$ —
分離課稅稅款	Tax on income separately taxed	47,940	468
未分配盈餘加徵10%稅款	Additional 10% tax levied on unappropriated retained earnings	16,839	13,353
投資抵減抵減加徵10%稅款	Free of Additional 10% tax levied from investment tax credits	(16,839)	(6,677)
遞延所得稅費用(利益)	Deferred income tax expense (benefit)	17,675	147,354
以前年度所得稅調整	(Over) / under provision of income tax of prior years	—	617
所得稅費用(利益)	Income tax expense (benefit)	$ 123,515	$ 155,115

(3) 應付所得稅 Income Tax Payable

A.當期應付(退)所得稅 Income Tax Payable (Refundable) Current Period

項　目 Item		2005.12.31	2004.12.31
當期所得稅費用	Income tax expenses in the current period	$ 57,900	$ —
未分配盈餘加徵10%稅款	Additional 10% tax levied on unappropriated retained earnings	—	6,676
減:暫繳及利息扣繳稅款	Less ：temporary tax payment & interest withholding tax	(21,760)	(32,001)
當期應付(退)所得稅	Income tax payable (refundable)	$36,140	($ 25,325)

B.應付所得稅 Income Tax Payable

項　目 Item		2005.12.31	2004.12.31
當期應付所得稅	Income tax payable in the current period	$ 36,140	$ —
以前年度所得稅餘額	Income tax of prior years	—	5,805
期末應付所得稅	Income tax payable at the end of the period	$ 36,140	$ 5,805

(4) 損益表所列稅前淨利依規定稅率應計之所得稅與依稅法規定計算之課稅所得當期所得稅費用，其差異說明如下：
Reconciliation of Income Tax Payable

項　目 Item	2005.01.01~2005.12.31	2004.01.01~2004.12.31
稅前淨利應計所得稅 Income tax payable	$ 128,500	$ 137,035
虧損扣抵節省當期所得稅 Income tax credits derived by loss	—	(95,932)
投資抵減節省當期所得稅 Income tax credits derived by investment tax credits	(4,066)	—
未實現意外損失準備提列（轉回） Reserve for unrealized accidental loss（reversal）	(945)	308
未實現退休金費用 Unrecognized pension costs	5,288	4,571
權益法認列投資收益 Investment income accounted for under the equity method	(3,437)	(6,134)
短期票券利息收入 Interest income in short-term bills	(61,127)	(598)
國際金融業務分行免稅盈餘 Net income derived by the OBU-tax exempt	(35,569)	(50,138)
現金股利 Cash dividends	(16,279)	(8,489)
證券交易損失(所得) (Gain) loss on securities	(5,493)	19,533
其他免稅所得 Other tax credits	12,554	—
資產減損 Asset Impairment	38,203	—
其他稅額調整 Other tax adjustments	271	(156)
當期所得稅費用 Income tax expense	$ 57,900	$ —

(5) 截至民國94年12月31日止，本公司之所得稅結算申報已核至91年度。
The Bank's income tax returns for the years up to and including FY 2002 have been assessed and approved by the Tax Authority.

(6) 兩稅合一相關資訊： Imputation Tax System and Related Information

項　目 Item	2005.12.31	2004.12.31
股東可扣抵稅額帳戶餘額 Imputed tax credit for stockholders	$ 31,388	$ 6,003
87年度(87.6.30以前)以前未分配盈餘 Unappropriated earnings-before June 30, 1998	—	—
88年度(87.7.1以後)以後未分配盈餘 Unappropriated earnings-July 1, 1998 & thereafter	471,561	478,659

項　目 Item	2005.01.01~2005.12.31	2004.01.01~2004.12.31
盈餘分配之稅額扣抵比率 Ratio of deductible tax credit for the appropriation of earnings	6.66% (預計)(Estimated)	10.93% (實際)(Actual)

由於本公司得分配予股東之可扣抵稅額，應以股利分配日之股東可扣抵稅額帳戶之餘額爲計算基礎。因此94年度預計盈餘分配之稅額扣抵比率可能會因本公司依所得稅法規定預計可能產生之各項可扣抵稅額與實際不同而須調整。

The tax credits allocable to shareholders are based on the balance of the Imputation Credit Account (ICA) on the dividend distribution date. Accordingly, the estimated ratio of deductible tax credit for FY 2005 may change because the actual tax credits may differ from the tax credit projected by the Bank in accordance with the Income Tax Act.

(7) 截至94年12月31日止，本公司所得稅抵減之明細：無。
Up to December 31, 2005 details of the Bank's unused tax credits ： none.

21.基本每股盈餘 BASIC EARNINGS PER SHARE

項　目 Item	2005.01.01~2005.12.31	2004.01.01~2004.12.31
稅前淨利(A) Income before income tax	$ 514,003	$ 548,138
本期淨利(B) Net income	390,488	393,023
本期流通在外加權平均股數(仟股)(C) Weighted aveage outstanding common stocks (thousand shares)	503,424	503,424
稅前每股盈餘(元) (A/C) Earnings per share - income before tax	1.02	1.09
稅後每股盈餘(元) ((B/C) Earnings per share - net income	0.78	0.78

22.關係人交易 RELATED PARTY TRANSACTIONS

本公司與關係人間之重大交易事項，彙總如下：
Significant Transactions Between the Bank and Related Parties are Summarized as Follows

(1) 關係人之名稱及關係 Names and Relationships of Related Parties

關係人名稱 Name of the related parties	與本公司之關係 Relationships with the Bank
高雄市政府 Kaohsiung City Government	本公司主要之大股東 The Bank's major shareholder
高銀人身保險代理人(股)公司 Kaohsiung Bank Insurance Agency Co., Ltd.	本公司之子公司 Subsidiary of the Bank
高銀財產保險代理人(股)公司 Kaohsiung Bank General Insurance Agency Co., Ltd.	本公司之子公司 Subsidiary of the Bank
其他關係人 Other related parties	本公司主要股東、董事、監察人、經理人、其親屬暨其所屬事業及實質關係人 The Bank's major shareholder, Director, Supervisor, Manager, their relatives, their enterprises and the related parties

(2)與關係人間之重大交易事項 Significant Transactions with Related Parties

A.授信 Credit / Loan

	2005.01.01~2005.12.31		
關係人名稱 Name of Related Party	期末餘額 12/31 Balance	利息與手續費收入 Interest income, commission & service fees	利率區間 Interest rate
高雄市政府 Kaohsiung City Government	$ 23,787,652	$ 698,372	1.23%-3.945%
其他關係人 Other related parties	478,860	5,459	1.95%-14%

	2004.01.01~2004.12.31		
關係人名稱 Name of Related Party	期末餘額 12/31 Balance	利息與手續費收入 Interest income, commission & service fees	利率區間 Interest rate
高雄市政府 Kaohsiung City Government	$ 32,988,542	$ 1,047,437	1.00%-3.525%
其他關係人 Other related parties	490,495	5,963	1.675%-14%

94.1.1-94.12.31及93.1.1-93.12.31上開對關係人之授信，依放款性質、用途之不同，其利率區間如上所示，而對非關係人(除協議戶外)授信之利率區間分別爲1.47%-16%及1.20%-16%。

Interest rates of credit approval extended by the Bank to the aforementioned related parties for 2005.1.1-2005.12.31 and 2004.1.1-2004.12.31 are shown as above depending on the nature and purposes of these loans; but, the average interest rate ranges to non-related parties (except for pre-agreed accounts) were between 1.47% and 16% for 2005.1.1-2005.12.31 and 1.20% and 16% for 2004.1.1-2004.12.31.

B.存款 Deposits

	2005.01.01~2005.12.31		
關係人名稱 Name of Related Party	期末餘額 12/31 Balance	利息支出 Interest expenses	利率區間 Interest rate
高雄市政府 Kaohsiung City Government	$ 12,909,519	$ 65,119	0%-2.15%
其他關係人 Other related parties	3,122,195	31,876	0%-13%
高銀人身保險代理人(股)公司 Kaohsiung Bank Insurance Agency Co., Ltd.	23,809	60	0.15%
高銀財產保險代理人(股)公司 Kaohsiung Bank General Insurance Agency Co., Ltd.	7,310	69	0.15%-1.90%

	2004.01.01~2004.12.31		
關係人名稱 Name of Related Party	期末餘額 12/31 Balance	利息支出 Interest expenses	利率區間 Interest rate
高雄市政府 Kaohsiung City Government	$ 10,150,558	$ 54,899	0%-2.35%
其他關係人 Other related parties	1,996,994	18,033	0%-13%
高銀人身保險代理人(股)公司 Kaohsiung Bank Insurance Agency Co., Ltd.	39,868	78	0.15%
高銀財產保險代理人(股)公司 Kaohsiung Bank General Insurance Agency Co., Ltd.	6,365	55	0.15%-1.30%

a. 上開關係人之存款，依存款性質之不同，其利率區間如上，而非關係人存款，其利率區間爲0%-13%。

b.行員(非關係人)之存款利率最高爲13%，其他關係人之存款利率依存款性質而定，最高係比照行員存款利率。

a.Interest rates on the above related parties' deposits are shown as above depending on the nature the deposits; the average interest rates on third-party deposits were between 0% and 13%.

b.The maximum interest rate on employees' (non-related parties) deposit accounts was 13%, which was also the maximum interest rate paid on related parties' deposit accounts depending on the nature of the deposit accounts.

C.應收款項 Accounts Receivable

關係人名稱 Name of Related Party	94年12月31日 Dec. 31, 2005	93年12月31日 Dec. 31, 2004
其 他 Other related parties	$ 5,108	$ 17,702

D.租賃事項 Lease

本公司向高雄市政府承租營業場所其明細如下：

Details of the premises leased by the Bank from the Kaohsiung City Government

a.2005.01.01－2005.12.31

租賃標的物 Leased Asset		租賃期間 Lease Term	付款方式 Payment Method	租金支出 Rental Expense
小港分行行舍	Hsiao Kang Branch	2004.1.1-2005.12.31 (註)	每半年支付租金 half yearly	$ 139
鹽埕簡易型分行行舍	Yen Cheng Mini-Branch	2005.1.1-2007.12.31	每半年支付租金 half yearly	723
灣內分行行舍	Wan Nei Branch	2004.1.1-2005.12.31 (註)	每半年支付租金 half yearly	829
市府分行行舍	Shih Fu Branch	2004.1.1-2005.12.31 (註)	每半年支付租金 half yearly	253
左營分行行舍	Tso Ying Branch	2004.1.1-2005.12.31 (註)	每半年支付租金 half yearly	657
桂林分行行舍	Kwei Lin Branch	2005.1.1-2006.12.31	每半年支付租金 half yearly	304
			合 計 Total	$ 2,905

（註）期滿已續約至96年12月31日。

（Note）The contract is renewed until Dec. 31, 2007 upon expiration

b.2004.01.01 —2004.12.31

租賃標的物 Leased Asset		租賃期間 Lease Term	付款方式 Payment Method	租金支出 Rental Expense
小港分行行舍	Hsiao Kang Branch	2004.1.1-2005.12.31	每半年支付租金 half yearly	$ 139
鹽埕簡易型分行行舍	Yen Cheng Mini-Branch	2004.1.1-2005.12.31	每半年支付租金 half yearly	724
灣內分行行舍	Wan Nei Branch	2004.1.1-2005.12.31	每半年支付租金 half yearly	835
市府分行行舍	Shih Fu Branch	2004.1.1-2005.12.31	每半年支付租金 half yearly	253
左營分行行舍	Tso Ying Branch	2004.1.1-2005.12.31	每半年支付租金 half yearly	657
桂林分行行舍	Kwei Lin Branch	2003.1.1-2004.12.31	每半年支付租金 half yearly	308
			合　計 Total	$ 2,916

c.租賃型態：營業租賃。
Type of Lease : operating lease.

d. 上開租金決定依據：依土地公告地價及房屋課稅現值調整。
Determination of the Aforementioned Rental Expenses: adjusted according to the published land values and the present value of the building tax for the respective leased property.

E.本公司對關係人之保險手續費收入如下： Commission Incomes Received from Related Party

94年度： FY 2005

關係人名稱 Name of the Related Party		金額 Amount
高銀人身保險代理人(股)公司	Kaohsiung Bank Insurance Agency Co., Ltd.	$ 27,524
高銀財產保險代理人(股)公司	Kaohsiung Bank General Insurance Agency Co., Ltd.	1,724

93年度： FY 2004

關係人名稱 Name of the Related Party		金額 Amount
高銀人身保險代理人(股)公司	Kaohsiung Bank Insurance Agency Co., Ltd.	$ 51,952
高銀財產保險代理人(股)公司	Kaohsiung Bank General Insurance Agency Co., Ltd.	946

F. 利害關係人爲借款人、保證人、擔保品提供人之交易資訊：
Trade Information of the Related Party who is the Borrower, Guarantor, or the Collateral Provider

2005.12.31

單位：新台幣仟元；Unit ：NT$ thousand at Dec. 31, 2005

	戶數 No.	期末總金額 Amount	評估有無可能遭受損失(註三) Evaluation of potential loss (Note 3)
消費者貸款(註一) Consumer loans (Note 1)	33	41,976	—
行員購屋貸款 Employees' loans for residential houses	25	42,606	—
其他利害關係人爲借款人之授信交易(註二) Loans trade of other related party who is a borrower(Note 2)	14	309,770	—
利害關係人爲保證人之授信交易 Loans trade of related party who is a guarantor	31	69,874	—
利害關係人爲擔保品提供人之授信交易 Loans trade of related party who is a collateral provider	12	35,057	—

2004.12.31

單位：新台幣仟元；Unit ：NT$ thousand at Dec. 31, 2004

	戶數 No.	期末總金額 Amount	評估有無可能遭受損失(註三) Evaluation of potential loss (Note 3)
消費者貸款(註一) Consumer loans (Note 1)	28	28,855	—
行員購屋貸款 Employees' loans for residential houses	23	46,867	—
其他利害關係人爲借款人之授信交易(註二) Loans trade of other related party who is a borrower(Note 2)	12	305,064	—
利害關係人爲保證人之授信交易 Loans trade of related party who is a guarantor	34	63,213	—
利害關係人爲擔保品提供人之授信交易 Loans trade of related party who is a collateral provider	17	40,876	—

說明：本表所稱利害關係人，係指銀行法第三十三條之一規定之有利害關係者。
The so-called related party in the table means for the related party defined in the Banking Act of the Republic of China Article 33.1.

註(Note)：一、係指銀行法第三十二條規範之消費者貸款。
It means for the consumer loans defined in the Banking Act of the Republic of China Article 32.

二、係指除消費者貸款及行員購屋貸款以外之其他利害關係人爲借款人之授信交易。
It means for the loan trades of the related party who is a borrower except for the consumer loans and employees' loans for residential houses'.

三、如有可能遭受損失，請列出評估可能遭受損失之金額。
Please list out the estimated loss amount if there is any.

23.質押之資產 PLEDGED ASSETS

本公司已提供作爲存出保證之資產如下：
Details of the Bank's Assets Pledged as Collateral are As Follows

	2005.12.31	2004.12.31
買入票券及證券(面額) Bills & securities purchasws (par value)	$ 318,600	$ 553,100
合　計 Total	$ 318,600	$ 553,100

買入票券及證券主要係作爲各項業務保證金及繳存法院作爲對債務人財產執行假扣押之保證金等。另供作中央銀行作爲日間透支之擔保，截至94年12月31日止無透支餘額，然尚未解除質押設定之央行定期存單計5,000,000仟元。

Bills and securities purchased were: (1) Provided as guarantee deposits for the various businesses; (2) deposited with the Court as guarantee to perform provisional seizure on the assets of the Bank's debtors; and (3) deposited with the Central Bank to provide security on overdrafts. Up to December 31, 2005, the overdraft balance of the Bank was nil but pledged certificate of time deposits amounted to NT$ 5 billion.

24.重大承諾事項及或有事項COMMITMENTS AND CONTINGENT LIABILITIE

截至94年12月31日止，本公司重大之承諾事項如下：

Up to December 31, 2005 major commitments of the Bank are as follow

(1)期收、期付、代收、保證及保管

Receivables and Payables under Forward Contracts, Collections, Guarantee and Accounts Under Custody

保證款項	Guarantees	$ 5,655,281
應收信用狀款項	Accounts receivable under letter of credit	1,043,269
保管有價證券	Payables on marketable securities under custody	28,535,610
受託代售旅行支票	Payables on travelers' checks consigned-in	182,271
受託代收款項	Collections payable	8,848,142
受託代放款	Payables on joint loans	19,270,296
受託承銷印花稅票	Revenue stamps consigned-in	275,208
信託資產	Trust assets	9,692,487
受託承銷有價證券	Payables on underwritten marketable securities consigned-in	120,000
撥交備售印花稅票	Payables on revenue stamps consigned-in	72,257
約定融資額度	Pre-agreed credit limit	7,748,556
附買回條件賣出票券及債券	Bills & bonds sold under repurchase agreements	468,446
附賣回條件購入票券及債券	Bills & bonds purchased under resell agreements	12,167,380

(2)租賃契約

本公司以營業租賃方式承租營業場所，截至94年12月底止之存出保證金爲57,398仟元，其中包括46,000仟元係以押租方式承租，除押租部分不另支付租金外，依約未來五年應支付租金如下：

Lease Agreements

The Bank leased its office premise under several operating leases. Up to December 31, 2005, security deposits for the various lease agreements amounted to NT$ 57,398 thousand, of which NT$ 46,000 thousand serve as the Bank's rental payments. Amounts payable under the Bank's lease agreements (excluding those whereby the refundable deposits serve as the rental payments) for the next five years are as follows

年度 Fiscal Year	金額 Amount
2006	$ 60,990
2007	49,205
2008	39,577
2009	24,368
2010	18,678

(3)本公司離職員工林崇雄等10人向法院提出民事確認僱傭關係存在訴訟，業經臺灣高等法院高雄分院於95年1月3日以94年重勞上更（一）字第1號民事判決改判本行全部勝訴在案，惟該10人不服已提出第三審上訴，截至95年2月27日止，林崇雄等10人與本行之訴訟仍在最高法院審理中。

With respect to the proceeding for declaration of employment relationship filed by the company's ten resigned employees including Lin Chung-hsiung with the court, Taiwan High Court Kaohsiung Branch Court rendered another civil judgment under (94) Chung-Lao-Shang-keng (1) No. 1 dated January 3, 2006 in favor of the bank. However, they filed an appeal against the judgment later. The case between the bank and them is still pending examination of the Supreme Court until Feb. 27, 2006.

(4) 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財產目錄如下：
Balance sheet of trust account and the property list of the trust account are disclosed as follows pursuant to Article 17 of the "Rules Governing the Implementation of the Trust Business Law"

信託帳資產負債表 Balance Sheet of Trust Account

信託資產 Trust Asset	2005.12.31	2004.12.31	信託負債 Trust Liabilities	2005.12.31	2004.12.31
銀行存款 Deposits	$ 58,931	$ 10,325	信託資本 Trust Capital		
短期投資 Short-term investments			信託資本 Trust Capital	$ 9,672,191	$ 8,809,837
基金投資 Trust investments	9,323,952	8,571,565	累積盈虧 Accumulated income	20,296	(10,743)
長期投資 Long-term investments					
長期權益投資 Long-term Stock investments	92,400	—			
不動產 Real estate					
土地 Land	213,404	213,404			
在建工程 Construction in progress	3,800	3,800			
信託資產總額 Total Trust Asset	$ 9,692,487	$8,799,094	信託負債總額 Total Trust Liabilities	$ 9,692,487	$ 8,799,094

信託帳財產目錄 Property Llist of Trust Account

投資項目 Investments		2005.12.31	2004.12.31
短期投資	Short-term investments		
基金投資	Funds	$ 9,323,952	$ 8,571,565
長期投資	Long-term investments		
權益投資	Stock investments	$ 92,400	$ —
不動產	Real estate		
土地	Land	$ 213,404	$ 213,404
在建工程	Construction in progress	3,800	3,800
小計	Sub-total	$ 217,204	$ 217,204
合計	Total	$ 9,633,556	8,788,769

25.其他

(一) 高雄銀行關於各類孳息資產與付息負債平均值及當期平均利率之揭露詳附註29.(2) 市場風險說明。

(二) 本公司關於資產及負債之到期分析如下：

本公司資產及負債之到期期間，按資產負債表日至到期日之剩餘期間認定。資產及負債有約定到期日者，按約定到期日作到期分析，無約定到期日者，則以該資產預期變現或該負債預期償還之日期爲其假設之到期日，作到期分析。

25. OTHER INFORMATION

(1) Average balance and average interest rate of interest-earning assets and liabilities of Bank of Kaohsiung Co., Ltd., please refer to notes 29.(2) "Market risks" for further details.

(2) Maturity analysis of the Bank's assets and liabilities :

The maturity of the Bank's assets and liabilities is determined based on the remaining period from balance sheet dates. Maturity analysis of assets and liabilities was conducted based on the contracted maturity dates. For assets and liabilities of which a maturity date has not been specified, the maturity analysis assumed the dates on which the assets are expected to be liquidated or the liabilities are to be repaid as the maturity dates.

	2005.12.31			
	六個月以內 Due in 6 months	超過六個月至一年 Due between 6 months & 1 year	超過一年以上 Due after 1 year	合計 Total
	金額 Amount	金額 Amount	金額 Amount	金額 Amount
資產 Assets				
現金及約當現金 Cash & equivalents	$ 11,755,220	$ —	$ —	$ 11,755,220
買入票券及證券 Bills & securities purchased	2,736,569	893,357	8,972,915	12,602,841
附賣回債票券投資 Bills and bonds purchased under resale agreements	12,159,460	—	—	12,159,460
存放央行及銀行同業 Due from CBC & banks	7,498,940	—	—	7,498,940
買匯貼現及放款 Bills purchased, discounts & Loans	35,963,757	9,958,275	56,557,905	102,479,937
長期債券投資 Long-term bonds investments	—	606,954	1,168,506	1,775,460
合計 Total	$ 70,113,946	$ 11,458,586	$ 66,699,326	$ 148,271,858
負債 Liabilities				
央行及銀行同業存款 Due to CBC & banks	$ 11,720,489	$ 5,303,594	$ —	$ 17,024,083
附買回債票券負債 Bills and bonds sold under repurchase agreements	466,765	—	—	466,765
公庫存款 Treasury deposits	11,519,177	1,390,342	—	12,909,519
定期存款 Time deposits	31,499,719	23,703,773	3,800,353	59,003,845
可轉讓定期存單 Negotiable certificate of deposit	288,700	240,400	—	529,100
應付金融債券 Financial bonds payable	—	820,000	400,000	1,220,000
央行及同業融資 Funds borrowed from CBC & other banks	2,400,195	—	—	2,400,195
合計 Total	$ 57,895,045	$ 31,458,109	$ 4,200,353	$ 93,553,507

	2004.12.31			
	六個月以內 Due in 6 months	超過六個月至一年 Due between 6 months & 1 year	超過一年以上 Due after 1 year	合計 Total
	金額 Amount	金額 Amount	金額 Amount	金額 Amount
資產 Assets				
現金及約當現金 Cash & equivalents	$ 2,444,113	$ 200,000	$ —	$ 2,644,113
買入票券及證券 Bills & securities purchased	2,149,199	754,119	9,126,822	12,030,140
附賣回債票券投資 Bills and bonds purchased under resale agreements	415,102	—	—	415,102
存放央行及銀行同業 Due from CBC & banks	25,076,150	200,000	—	25,276,150
買匯貼現及放款 Bills purchased, discounts & Loans	33,221,935	5,771,690	65,659,990	104,653,615
長期債券投資 Long-term bonds investments	—	—	1,067,271	1,067,271
合計 Total	$ 63,306,499	$ 6,925,809	$ 75,854,083	$ 146,086,391
負債 Liabilities				
央行及銀行同業存款 Due to CBC & banks	$ 10,685,112	$ 7,177,123	$ 158,475	$ 18,020,710
附買回債票券負債 Bills and bonds sold under repurchase agreements	891,826	—	—	891,826
公庫存款 Treasury deposits	8,318,025	1,832,533	—	10,150,558
定期存款 Time deposits	29,191,373	27,130,546	3,862,586	60,184,505
可轉讓定期存單 Negotiable certificate of deposit	227,500	236,100	—	463,600
應付金融債券 Financial bonds payable	—	715,000	1,220,000	1,935,000
央行及同業融資 Funds borrowed from CBC & other banks	2,278,355	—	—	2,278,355
合計 Total	$ 51,592,191	$ 37,091,302	$ 5,241,061	$ 93,924,554

26.附註揭露事項

1. 重大交易事項相關資訊

(1)累積買進或賣出同一轉投資事業股票之金額達新台幣三億元或實收資本額百分之十以上者：無。

(2)取得不動產之金額達新台幣三億元或實收資本額百分之十以上者:無。

(3)處分不動產之金額達新台幣三億元或實收資本額百分之十以上者：無。

(4)與關係人交易之手續費折讓合計達新台幣五佰萬元以上者：無。

(5)應收關係人款項達新台幣三億元或實收資本額百分之十以上者：附表一。

(6)出售不良債權達新台幣五十億元以上者：無。

(7)其他足以影響財務報表使用者決策之重大交易事項：無。

2. 轉投資事業相關資訊：附表二。

3. 大陸投資資訊:無。

27.會計科目重分類

爲配合94年度財務報表之表達，茲將93年度財務報表部份會計科目予以重分類。

26. SUPPLEMENTARY DISCLOSURE

1.Related Information on Significant Transactions

(1)Cumulative balance of transfer investments stocks purchased or sold greater than NT$ 300 million or 10% of paid-in capital: none.

(2)Acquisition of fixed assets greater than NT$ 300 million or 10% of paid-in capital: none.

(3)Disposal of fixed assets greater than NT$ 300 million or 10% of paid-in capital: none.

(4) The handling charges for the trade with the related parties are equivalent to an amount over NT$ 5 million: none.

(5)Receivables from related parties greater than NT$ 300 million or 10% of paid-in capital: Appendix 1.

(6)The sale of bad credit for an amount over NT$ 5 billion : none.

(7)Other significant trades that may affect the decision-maker who use the financial statements : none.

2.Information on Investee Companies: Appendix 2.

3.Investments in Mainland China: none.

27.RECLASSIFICATION

Certain accounts of the FY 2004 financial statements have been reclassified to conform to the presentation of financial information in the FY 2005 financial statements.

附表一
Appendix 1

高雄銀行股份有限公司 Bank of Kaohsiung Co., Ltd.
應收關係人款項 Receivables From Related Parties
民國94年12月31日 December 31, 2005

單位:新台幣仟元；Unit：NT$ thousand

帳列應收款項之公司 Creditor	交易對象 Debtor	關係 Relationship of the Debtor with the Bank	應收關係人款項餘額 Balance of Receivables from Related Parties	週轉率 Turnover Rate	逾期應收關係人款項 Overdue Receivables from Related Parties		應收關係人款項期後收回金額 Amount of Receivables Collected from Related Parties Subsequent to the Event	提列備抵呆帳金額 Provision for Credit Loss
					金額 Amount	處理方式 Handling Procedure		
高雄銀行 Bank of Kaohsiung Co., Ltd.	高雄市政府 Kaohsiung City Government	本公司主要大股東 Major shareholders of the Bank	23,787,652	金融業不適用 Non applicable	無 None	不適用 Not applicable.	截至95年2月27日止已收回6,068,180仟元，餘尚未到期。NT$ 6,068,180 thousand have been collected up to Feb. 27, 2006. The remaining balance has not matured yet.	無 None

附表二
Appendix 2

高雄銀行股份有限公司　Bank of Kaohsiung Co., Ltd.
轉投資事業相關資訊　Information on Investee Companies
民國94年12月31日　December 31, 2005

單位:仟股；新台幣仟元；Unit：thousand shares ; NT$ thousand

投資公司名稱 Investor	被投資公司名稱 Name of investee company	所在地區 Location	主要營業項目 Main business	原始投資金額 Original investment amount		期末持有 Shares held by the Bank at Dec 31, 2005			被投資公司本期(損)益 The net income (loss) of the investee company	本期認列之投資(損)益 The income (loss) recognized in this period	備註 Note
				本期期末 Dec 31, 2005	上期期末 Dec 31, 2004	股數 Number of shares	比率 Percentage	帳面金額 Book value			
高雄銀行(股)公司 Bank of Kaohsiung Co., Ltd.	高銀人身保險代理人(股)公司 Kaohsiung Bank Insurance Agency Co., Ltd.	高雄市 Kaohsiung City	人身保險代理人 Life Insurance Agency	2,000	2,000	300	100%	21,517	12,780	12,562	經會計師查核之同期間財務報表 Based on audited financial statements for the same periods.
	高銀財產保險代理人(股)公司 Kaohsiung Bank General Insurance Agency Co., Ltd.	高雄市 Kaohsiung City	財產保險代理人 Non-life Insurance Agency	5,600	3,000	500	100%	6,873	898	687	免經會計師查核之同期間財務報表 Not based on audited financial statements for the same periods.
	台陽證券投資信託(股)公司(原名國票證券投資信託(股)公司) Sunrise Asset Management Co., Ltd.	台北市 Taipei City	證券投資信託業 Securities Investment Trust Enterprise	60,000	60,000	6,000	20%	63,454	3,569	500	經會計師查核簽證之同期間財務報表. Based on audited financial statements for the same periods .

28.金融商品之揭露事項

(一) 衍生性金融商品

本行以交易爲目的訂定之遠期外匯、外匯換匯、外匯選擇權合約及期貨選擇權等衍生性金融商品交易,主要係爲配合客戶交易之需求並用以軋平本行之部位及支應不同幣別資金之需求。又本行非以交易目的而訂定之利率交換、資產交換及外匯選擇權等衍生性金融商品合約,主要係爲規避資產或負債,因利率及匯率變動所產生之風險。本行之避險策略係以達成能夠規避大部分市場價格風險爲目的。本行以與被避險項目公平價值變動呈高度負相關之衍生性金融商品作爲避險工具,並作定期評估。

信用風險係指若交易對象違約,則本行將產生之損失。惟本行與客戶交易前,須經徵信及授信程序,徵提適足之擔保品,授與信用額度後,方可於該額度內交易,並視客戶信用情形收取適當之保證金;與銀行間之交易,則依該行之世界排名及信用評等授與外匯交易額度,並於該額度內承作,且將該信用風險列入提列備抵呆帳或損失準備之考量。

茲將本行之衍生性金融商品交易之合約金額(名目本金)、信用風險及公平價值列示如下:

28.FINANCIAL INSTRUMENTS

(1)Financial Derivatives

Derivative transactions such as forward foreign exchange contracts, foreign exchange swaps, foreign exchange options and future options transactions undertaken by the Bank for trading purposes are primarily intended for meeting client needs and balancing the Bank's trading positions as well as supporting the Bank's various foreign currency funding requirements. Derivative transactions entered into for hedging purposes such as interest rate swaps, asset swaps and foreign exchange option contracts are primarily used to hedge the Bank's exposure in assets and liabilities arising from interest rate and currency exchange rate fluctuations. The Bank adopted hedging strategies that were effective in hedging against most of the market risks. The Bank used financial derivatives of which the changes in their fair value displayed significantly negative relationships to those of the hedged assets or liabilities. Periodic evaluations were also undertaken to review these positions.

Credit risk refers to the potential loss that may be suffered by the Bank in the event of a default by the counterparty to the transaction. Prior the entering into transactions with customers, the Bank undertakes the credit check and credit approval procedures and ensures that a sufficient amount of collateral is provided over the assets. Upon granting of the credit limit, the customers are then allowed to undertake transactions within the prescribed limit. An appropriate amount of guarantee deposit is also collected from customers depending on their individual credit status. The credit limit for foreign exchange transactions between the Bank and other banks is assigned in accordance with the global ranking list and the banks' credit rating and all transactions are undertaken within the credit limit. A provision for credit loss or a reserve for loss has also been provided taking into account the Bank's credit risk.

The contract amount (notional principal), credit risk and fair value of the Bank's financial derivatives are listed as follows

	2005.12.31			2004.12.31		
	合約金額(名目本金) Contract Amount (Notional Principal)	信用風險 Credit Risk	公平價值 Fair Value	合約金額(名目本金) Contract Amount (Notional Principal)	信用風險 Credit Risk	公平價值 Fair Value
以避險爲目的 For hedging purposes						
資產交換合約 Asset swaps	345,515	5,276	6,849	816,146	1,426	7,330
利率交換合約 Interest rate swaps	271,740	6,610	5,251	86,060	86	3,133
以配合客戶交易需求及軋平部位爲目的 For trading purposes						
遠期外匯合約 Forward exchange contracts	213,428	2,134	(1,752)	1,291,615	7,599	(32,640)
外匯換匯合約 Foreign exchange swaps	1,220,811	2,981	(2,238)	625,483	1,320	(9,836)

本銀行94年12月31日及93年12月31日所從事之信用連結債券合約名目本金分別爲1,477,575仟元及1,362,885仟元。本公司從事信用連結債券之交易目的，主要係爲追求較高之債券收益率及提高資金運用效益。

本行係以路透社或彭博(Bloomberg)資訊系統顯示之各項外匯交易匯率及報價資料，就個別合約計算公平價值。

本行從事之許多衍生性金融商品交易，其合約之名目本金通常係用以計算交易雙方應收付金額之基礎，因是名目本金並非實際交付之金額，亦非本行之現金需求。由於本行所發行或持有之衍生性金融商品，無法於市場以合理價格出售之可能性極小，故預計合約到期時不致有重大之現金需求。

The notional amount of the credit linked notes engaged in by the bank on Dec. 31, 2005 and Dec. 31, 2004 was NT$ 1,477,575 thousand and NT$ 1,362,885 thousand. The bank engaged in the credit linked notes in order to pursue higher yield rates for notes and to upgrade the efficiency of working capital.

The Bank calculates the fair value of each contract based on the various foreign exchange rates and quotes reported by Reuters or the Bloomberg Information System.

The Bank engages in numerous financial derivative transactions and the contract amount or notional principal is often used to calculate the settlement amounts payable and receivable by the buyer and seller. Therefore, the notional principal is neither the actual settlement amount nor the cash requirement of the Bank. The likelihood of being unable to sell the financial derivatives issued or held by the Bank is very low. Therefore, the Bank does not anticipate substantial cash flow requirements upon the maturity of the contracts.

本行從事衍生性金融商品之損益明細如下：
Details of the Gains and Losses on the Derivative Transactions of the Bank are As Follows

		2005.01.01~2005.12.31	2004.01.01~2004.12.31
遠期外匯合約	Foreign exchange forward		
－帳列兌換利益(減項)	- Exchange gain (deduction)	8,907	(522)
外匯換匯合約	Foreign exchange swap		
－帳列利息收入	- Interest revenue	14,054	10,036
－帳列利息費用	- Interest expense	1,923	1,575
資產交換合約	Asset swap		
－帳列利息收入	- Interest revenue	29,498	42,054
利率交換合約	Interest rate swap		
－帳列利息收入	- Interest revenue	4,883	3,891
信用連結債券	Credit linked bonds		
－帳列買賣票券及證券利益	-Gain on bills and securities purchased	67,603	31,563
外匯選擇權合約	Foreign exchange option		
－帳列衍生性商品利益	- Gain on derivative instruments	104	—
期貨選擇權合約	Future option		
－帳列衍生性商品利益(損失)淨額	- Net gain (loss) on derivative instruments	—	(460)

(二)非衍生性之金融商品公平價值
Fair Value of Non-Derivative Financial Instruments

		2005.12.31	
	資產 Asset	帳面價值 Book Value	公平價值 Fair Value
現金及約當現金	Cash & cash equivalents	$ 11,755,220	$ 11,755,220
存放央行及銀行同業	Due from CBC & banks	7,498,940	7,498,940
買入票券及證券－淨額	Bills and securities purchased - net	12,602,841	12,729,563
應收款項－淨額	Accounts receivable - net	906,462	906,462
附賣回債票券投資	Bills and bonds purchased under resale agreements	12,159,460	12,159,460
買匯貼現及放款－淨額	Bills purchased, discounts & Loans - net	101,525,402	101,525,402
長期投資	Long-term investments	3,662,180	3,685,238
	負債 Liabilities		
央行及銀行同業存款	Due to CBC & banks	17,024,083	17,024,083
附買回債票券負債	Bills and bonds sold under repurchase agreements	466,765	466,765
應付款項	Accounts payable	3,530,284	3,530,284
存款及匯款	Deposits and remittances	117,818,657	117,818,657
應付金融債券	Financial bonds payable	1,220,000	1,220,000
央行及同業融資	Funds borrowed from CBC and other banks	2,400,195	2,400,195

		2004.12.31	
	資產 Asset	帳面價值 Book Value	公平價值 Fair Value
現金及約當現金	Cash & cash equivalents	$ 2,644,113	$ 2,644,113
存放央行及銀行同業	Due from CBC & banks	25,276,150	25,276,150
買入票券及證券－淨額	Bills and securities purchased - net	12,030,140	12,260,564
應收款項－淨額	Accounts receivable - net	1,037,951	1,037,951
附賣回債票券投資	Bills and bonds purchased under resale agreements	415,102	415,102
買匯貼現及放款－淨額	Bills purchased, discounts & Loans - net	103,851,580	103,851,580
長期投資	Long-term investments	2,662,825	2,693,118
	負債 Liabilities		
央行及銀行同業存款	Due to CBC & banks	18,020,710	18,020,710
附買回債票券負債	Bills and bonds sold under repurchase agreements	891,826	891,826
應付款項	Accounts payable	4,316,577	4,316,577
存款及匯款	Deposits and remittances	113,454,525	113,454,525
應付金融債券	Financial bonds payable	1,935,000	1,935,000
央行及同業融資	Funds borrowed from CBC and other banks	2,278,355	2,278,355

本公司估計金融商品公平價值所使用之方法及假設如下：

1. 短期性之金融商品以其在資產負債表上之帳面價值估計其公平價值，由於此類商品到期日甚近或未來收付價格與帳面價值相

The Bank adopted the following methods and assumptions in estimating the fair value of the financial instruments :

1.The book value of short-term financial products in the balance sheet is used as the approximation of their fair value. Due to the short maturity of these instruments, this

近，其帳面價值應屬估計公平價值之合理基礎。此方法應用於現金及約當現金、存放央行及銀行同業、應收款項、附賣回債票券投資、附買回債票券負債、央行及銀行同業存款、應付款項及央行及同業融資。

2. 買入票券及證券暨長期投資如有市場價格可循時，則以此市場價格爲公平價值。若無市場價格可供參考時，則依財務或其他資訊估計公平價值。
3. 買匯貼現及放款、存款及匯款及應付金融債券因皆爲附息之金融資產與負債，故其帳面價值與目前之公平價值相近。

approximation approach is considered reasonable. This method shall be applied to accounts including: cash & cash equivalents, due from CBC & banks, accounts receivable, bills and bonds purchased under resale agreements, bills and bonds sold under repurchase agreements , due to CBC & banks, accounts payable and funds borrowed from CBC and other banks.

2. Market prices for bills and securities purchased and long-term investments are used as the fair values for these instruments where available or other financial information is used to estimate the fair value.

3. Bills purchased, discounts & Loans, deposits, remittances and Financial bonds payable are interest-bearing assets and liabilities. In the majority of the cases. Therefore, the book values of these instruments are close to the approximation of their fair values.

29.對於信用風險、市場風險、流動性風險、作業風險及法律風險等各類風險之管理政策與實務，以及主要風險之曝險情形：

Management Policy and Practice of Credit Risk, Market Risk, Liquidity Risk, Operational & Legal Risk; also, the Exposure of Major Risks

(1)信用風險 Credit Risk

A.放款資產品質 Loans Quality

單位：新台幣仟元，%；Unit：NT$ thousand,%

		2005.12.31	2004.12.31
逾期放款	Non-performing loans	1,709,887	1,676,544
催收款	Overdue accounts	1,576,308	1,676,544
逾放比率	Ratio of Non-peforming loans	1.67	1.60
應予觀察放款	Loans subject to observation	不適用(註3) No applicable.	736,229
應予觀察放款占總放款比率	Loans subject to observation as a percentage of total loans	不適用(註3) No applicable.	0.70
帳列放款及催收款損失準備	Reserve for loans & overdue accounts	954,535	802,035

註(Note)：1. 94.6.30前之逾期放款係依財政部83.2.16臺財融第832292834號函及財政部86.12.1臺財融第866565464號函規定之列報逾期放款金額。

94.7.1後之逾期放款係依財政部93.1.6臺財融（一）字第0928011826號令規定之列報逾期放款金額。

Non-performing loans before June 30, 2005 are the amount of non-performing loans reported in accordance with the requirement of the Ministry of Finance Tai-tsai-jung No. 832292834 Letter dated February 16, 1994 and the Ministry of Finance Tai-tsai-jung No. 866565464 Letter dated December 1, 1997.

Non-performing loans after July 1, 2005 are the amount of non-performing loans reported in accordance with the requirement of the Ministry of Finance Tai-tsai-jung（1） No. 0928011826 Order dated January 6, 2004.

2. 逾放比率＝ 逾期放款/（放款總額＋ 催收款)

Ratio of NPL = Non-performing loans / (Total loans + Overdue accounts)

3. 應予觀察放款僅適用於94.6.30以前係中長期分期償還放款逾三個月但未滿六個月、其他放款本金未逾期三個月而利息未按期繳納逾三個月但未滿六個月、已達列報逾放而准免列報者(包括協議分期償還放款、已獲信保基金理賠及有足額存單或存款備償放款、921震災經合意展延者、擔保品已拍定待分配款及其他經專案准免列報者)。

The loan subject to observation means for the mid-term and long-term loans that are 3 months to 6 months overdue; other loans that with the principal less than three months overdue but with interest 3 months to 6 months overdue; overdue accounts that are exempted from reporting (including installment payment negotiated, settlement with trust insurance fund and with sufficient amount of time deposit or deposit reserve for the loans, 921 earthquake loan extension, collateral auctioned and with proceeds ready for distribution, and other specially granted exemptions).

B.授信風險集中情形 Concentration of Loans

單位：新台幣仟元，%；Unit：NT$ thousand,%

		2005.12.31		2004.12.31	
對利害關係人授信金額 Loans amount to the related party		394,352		380,786	
利害關係人授信比率 Loans ratio of the related party		0.36		0.34	
股票質押授信比率 Loans ratio of the stock mortgaged		0.76		0.69	
特定行業授信集中度(該等行業授信金額占總授信金額比率之前三者) Concentration of loans to specific industry (the ratios of the "loans to the specific industry" to the total loans – the top three ratios)	行業別 Classification	比率 %	行業別 Classification	比率 %
	私人 Individuals	33.21%	私人 Individuals	30.47%
	政府機關 Government organizations	21.91%	政府機關 Government organizations	29.73%
	製造業 Manufacturers	16.76%	製造業 Manufacturers	15.67%

註(Note)：

一、授信總額包括買匯、放款及貼現、應收承兌票款及應收保證款項。
Total losns including bills purchased, loans, discounts, acceptances receivable and guarantees receivable.

二、利害關係人授信比率＝對利害關係人授信金額／授信總額。
Loans ratio of the related party = Loans amount to the related party / Total loans.

三、股票質押授信比率＝承作以股票爲擔保品之授信金額／授信總額。
Loans ratio of the stock mortgaged = Loans amount that is with the collateral of stock / Total loans.

C.放款、催收款及投資損失準備提列政策：

請參閱附註2.重要會計政策之彙總說明。

C.Reserve Policy for Loans, Overdue Accounts & Investment Loss：

please refer to notes 2 "SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES".

D.具有資產負債表外信用風險之金融商品

本公司由於承作貸款，故有大量的授信承諾，授信貸款利率區間除協議戶外，餘爲1.47%至16%。本公司亦提供保證及開發商業信用狀擔保客戶對第三者履行義務，其到期日並未集中於特定時間。

D.Financial Instruments with Off-Balance Sheet Credit Risks

The Bank has a substantial sum of credit commitments pertaining to loans granted to customers. Interest rates on loans are between 1.47% and 16%, except otherwise separately negotiated. The Bank also provides guarantees and issues a letter of credit to guarantee the performance of customers' obligations to third parties. The maturity dates of these guarantees are not concentrated in one specific period.

本公司94年12月31日具資產負債表外信用風險之金融商品合約金額如下

The contract amounts of financial instruments with off-balance sheet credit risks as of December 31, 2005 are as follows

		2005.12.31
貸款承諾	Loan commitments	$ 7,748,556
保證及開發信用狀	Guarantees and L / C	6,698,550

上述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完全失去其價值時，信用風險金額與合約金額相符，亦即此爲其可能發生之最大損失。

本行於提供貸款承諾、保證及開發商業信用狀時，均需作嚴格之信用評估。本行之策略爲在撥付放款之前，均依授信條件於必要時要求提供適當之擔保品。爲放款保證及開發信用狀所要求提供之擔保品通常爲不動產、現金、存貨、有價證券或其他財產等。倘客戶違約時，本行將依情況需要強制執行其擔保或行使其他擔保之權利，以保障債權。

The total contract amount does not necessarily represent future cash outflows as the majority of the aforementioned commitments are not expected to be utilized upon maturity. This means that the amount of future cash requirements is less than the contract amount. Assuming that the credit has been fully utilized and the value of the collateral or other guarantee is impaired, the credit risk is essentially the contract amount, which represents the maximum possible loss that may be suffered by the Bank.

The Bank evaluates the credit worthiness of each credit application strictly prior to granting a loan, guarantee or issuing a letter of credit. The Bank has a policy in place which may require appropriate forms of collateral from customers depending on the credit status of each customer prior to disbursing the funds. Collateral provided for loans and a letter of credit are often in the form of real estate, cash, inventory, marketable securities or other assets. The Bank reserves the right to dispose the collateral in the event of customer default in order to secure its credit.

E. 信用風險顯著集中之資訊

當金融商品交易相對人顯著集中於一人，或金融商品交易相對人雖有若干，但大多從事類似之商業活動，且具有類似之經濟特質，使其履行合約之能力受經濟或其他狀況之影響亦相類似時，則發生信用風險顯著集中之情況。本公司金融商品交易中僅對高雄市政府之授信有信用風險顯著集中，其94年12月31日及93年12月31日之授信餘額及佔授信總餘額之比例分別爲23,787,652仟元；23%，及32,988,542仟元；32%。惟高雄市政府亦同時有存款存放於本公司，其94年12月31日及93年12月31日之存款餘額分別爲12,909,519仟元及10,150,558仟元。本公司認爲對高雄市政府之授信產生信用風險之可能性極微。

E.Information Regarding Concentration of Credit Risks

The concentration of credit risks exists when financial instruments are significantly exposed to a single customer or a group of counterparties that engage in similar business activities of a similar economic nature, making the inability to fulfill their contractual obligation during an economic downturn or other similar situations. Only the financial instrument transaction, which the Bank undertakes with the Kaohsiung City Goverment, have the concentration of credit risks. As of December 31, 2005 and 2004, the balance of loans to the Kaohsiung City Government aggregated to NT$ 23,787,652 thousand and NT$ 32,988,542 thousand, respectively, representing 23% and 32% of the total outstanding loans of the Bank, respectively. The Kaohsiung City Government has deposits at the Bank totaling NT$ 12,909,519 thousand and NT$ 10,150,558 thousand as of December 31, 2005 and 2004, respectively. The Bank is of the opinion that the level of credit risk associated with loans to the Kaohsiung City Government is extremely low.

(2)市場風險 Market Risk

A.孳息資產與付息負債之平均值及當期平均利率

Average Balance & Interest Rate of Interest-Earning Assets & Liabilities

單位：新台幣仟元，%；Unit：NT$ thousand,%

	2005.01.01~2005.12.31		2004.01.01~2004.12.31	
	平均值 Average Balance	平均利率 Average Interest Rate	平均值 Average Balance	平均利率 Average Interest Rate
孳息資產 Interest-earning assets				
存放央行 Due from CBC	5,258,707	1.09	15,618,606	1.06
買入票券－承兌匯票、商業本票 Bills purchased －bills against acceptance, commercial papers	1,306,245	1.36	204,128	1.12
附賣回債票券投資 Bills and bonds purchased under resale agreements	8,251,065	1.33	567,553	1.09
買入票券－債券 Bills purchased －bonds	12,079,123	3.89	10,914,823	3.26
存拆放銀行同業 Due from banks	2,755,855	1.88	4,166,814	1.24
買匯貼現及放款 Bills purchased, discounts & loans	101,229,767	2.96	111,452,886	2.87
付息負債 Interest-earning liabilities				
銀行同業存款 Due to banks	18,954,436	2.30	20,995,368	1.56
附買回債票券負債 Bills and bonds sold under repurchase agreements	677,356	1.05	1,051,095	0.89
公庫存款 Treasury deposits	10,616,074	0.61	8,810,801	0.62
活期存款 Demand deposits	42,768,923	0.69	39,694,064	0.66
定期存款 Time deposits	59,978,677	1.51	62,911,995	1.25
可轉讓定期存單 Negotiable certificate of deposits	549,112	1.00	1,751,608	0.90
應付金融債券 Financial bonds payable	1,761,863	3.25	2,735,260	3.26
央行及同業融資 Funds borrowed from CBC and other banks	2,130,612	3.19	3,333,438	1.42

B.利率敏感性資訊 Interest-Rate Sensitive Information

單位 / Unit：%

	2005.12.31	2004.12.31
利率敏感性資產與負債比率 The ratio of interest-rate sensitive assets & liabilities	100.58	104.51
利率敏感性缺口與淨值比率 The ratio of interest-rate sensitive gap & shareholder' equity	57.27	54.06

註（note）：

一、利率敏感性資產與負債係指其收益或成本受利率變動影響之生利資產及付息負債。
The interest-rate sensitive assets & liabilities means for the profitable assets and interest liabilities are with the income and / or cost affected by interest rate.

二、利率敏感性資產與負債比率 = 利率敏感性資產 ÷ 利率敏感性負債（指一年內新臺幣利率敏感性資產與利率敏感性負債）。
The ratio of interest-rate sensitive assets & liabilities =Interest-rate sensitive assets / Interest-rate sensitive liabilities

三、利率敏感性缺口 = 利率敏感性資產 - 利率敏感性負債（利率敏感性缺口指總缺口）。
Interest-rate sensitive gap (Total gap)=Interest-rate sensitive assets – Interest-rate sensitive liabilities

C.主要外幣淨部位 Major Foreign Currencies' Position

單位：外幣仟元 / 新台幣仟元；Unit：Foreign Cunrency Thousand / NT$ Thousand

2005.12.31			2004.12.31		
	原幣 Original currency	折合新台幣NT$		原幣 Original currency	折合新台幣NT$
1.USD	3,831	125,803	1.USD	8,113	257,138
2.GBP	128	7,258	2.SEK	2,593	12,316
3.SEK	1,037	4,263	3.SGD	131	2,532
4.CHF	148	3,697	4.CHF	87	2,431
5.CAD	131	3,686	5.CAD	74	1,956

(3)流動性風險 Liquidity Risk

A.獲利能力 Profitability

單位 / Unit ：%

		2005.12.31	2004.12.31
資產報酬率	Return on total assets	0.34	0.36
淨值報酬率	Return on equity	4.97	5.37
純益率	Net profit margin	9.12	9.37

註(Note)：

一、資產報酬率＝稅前損益 ÷ 平均資產
Return on total assets = Income before income tax / Average total assets

二、淨值報酬率＝稅前損益 ÷ 平均淨值
Return on equity = Income before income tax / Average net equity

三、純益率＝稅後損益 ÷ 營業收益
Net profit margin = Net income ÷ Total operating revenue

四、稅前(後)損益係指當年一月累計至該季損益金額
Income before income tax (net income) means for the net income / loss amount accumulated from January of the year to the said quarter.

B.資產及負債之到期分析 Maturity Analysis of the Bank's Assets & Liabilities

單位：新台幣仟元；Unit：NT$ Thousand

項目 Item	合計 Total	距到期日剩餘期間金額 Amount of the Residual Period from Expiration Date				
		0至30天 0-30 days	31天至90天 31-90 days	91天至180天 91-180 days	181天至一年 181 days-1 year	一年以上 Over 1 year
資產 Asset	142,112,013	54,804,412	6,751,205	4,794,380	10,667,044	65,094,972
負債 Liability	139,060,506	26,031,190	22,162,436	27,711,982	42,153,570	21,001,328
缺口 gap	3,051,507	28,773,222	(15,411,231)	(22,917,602)	(31,486,526)	44,093,644
累積缺口 Accumulated gap	3,051,507	28,773,222	13,361,991	(9,555,611)	(41,042,137)	3,051,507

註：本表僅含總行及國內分支機構新臺幣部分(不含外幣)之金額。
The statement shows only the amount in New Taiwan Dollars (without the amount in foreign currency) of the Head Office and domestic business units.

(4)作業風險及法律風險 Operational Risk & Legal Risk

特殊記載事項 Special Notes

單位：新台幣仟元，％；Unit：NT$ Thousand, %

	案由及金額 Subject & amount （請簡要述明案情，若有涉及人名或公司者，請以×君或××公司表示） (Please state the case briefly and the name of the individual or organization involved should be addressed as "Mr. / Ms." or "XX Co".)
最近 年度負責人或職員因業務上違反法令經檢察官起訴者 Indictment by prosecutors against the responsible person or staff members for unlawful practices over the past year	無 none
最近 年度違反銀行法經處以罰鍰者 Penalty fine imposed because of violation of Banking Laws over the past year	無 none
最近 年度缺失經財政部嚴予糾正者 Stiff rectification imposed by the Ministry of Finance because of defects in business operation:	無 none
最近 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。 The major occasional frauds, contingencies or security accidents resulting from the Bank's failure in to abide by security instructions of financial institutions, or the incidents which resulted in loss over NT$ 50 million over the past years	無 none
其他 Others	無 none

(5)資本適足性 Capital Adequacy

單位/ Unit：%

		2005.12.31	2004.12.31
自有資本比率(註)	Capital adequacy ratio	10.93	11.73
負債占淨值比率	Liabilities as a percentage of equity	1,374.86	1,375.04

註：自有資本比率＝自有資本 ÷ 風險性資產，該項比率係依銀行法第四十四條及財政部92.12.9臺財融(一)第〇九二八〇一一六六八號函「銀行資本適足性管理辦法」所計算之比率。

Capital adequacy ratio = Capital base / Risk weighted assets. The ratio is calculated in accordance with the requirements of the Banking Act of the Republic of China Article 44 and the Ministry of Finance Tai-tsai-jung (I) No. 0928011668 Letter dated December 9, 2003 for "Regulations for the Bank Capital Adequacy Management".

30.部門別財務資訊

(1)產業別資訊

本銀行於國內經營銀行法第3條規定之業務，主要包括存款、放款、保證、外匯交易、儲蓄及信託等業務，係屬單一產業。

(2)地區別資訊：無。

(3)外銷銷貨資訊：無。

(4)重要客戶資訊

94年度 FY 2005

客戶 Customers	金額(註) Amount (Note)	占營業收入百分比 Percentage of Operating Revenue
高雄市政府 Kaohsiung City Government	$ 698,372	16.33%

93年度 FY 2004

客戶 Customers	金額(註) Amount (Note)	占營業收入百分比 Percentage of Operating Revenue
高雄市政府 Kaohsiung City Government	$ 1,047,437	24.98%

註(Note): 係利息及手續費收入。 Interest revenue and fee income.

30. SEGMENT INFORMATION

(1) Operations in Different Industries

The Bank engages in businesses prescribed by Article 3 of the Banking Law, which primarily include accepting deposits, extending loans, providing guarantee, foreign exchange transactions, accepting savings deposits and trust business. The Bank operates principally in one industry.

(2) Operations in Different Geographic Areas ： none.

(3) Export Sales: none.

(4) Information on Major Customers

五、2005年度經會計師查核簽證之母子公司合併財務報表
Audited Consolidated Financial Statements for FY 2005
（一）合併資產負債表
Consolidated Balance Sheets

高雄銀行股份有限公司
合併資產負債表
民國94年12月31日

BANK OF KAOHSIUNG CO.,LTD.
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2005

單位：新台幣仟元；Unit : NT$ Thousand

資產 ASSETS			2005.12.31		負債及股東權益 LIABILITIES & STOCKHOLDERS' EQUITY			2005.12.31	
代號 A/C No	會計科目 Account	附註 Note	金額 Amount	%	代號 A/C No	會計科目 Account	附註 Note	金額 Amount	%
1100	現金及約當現金 Cash & cash equivalents	4	$ 11,755,220	7.67	2110	央行及銀行同業存款 Due to CBC & banks		$ 17,024,083	11.11
1110	存放央行及銀行同業 Due from CBC & banks	5	7,498,940	4.89	2140	應付款項 Payables	12	3,532,721	2.30
1130	買入票券及證券淨額 Bills & securities purchased-net	2.6	12,602,841	8.22	2105	附買回債票券負債 Bill and bound sold under repurchase agreements		466,765	0.31
1140	應收款項淨額 Accounts receivable-net	2.7	904,160	0.59	2250	預收款項 Accounts collected in advance		52,426	0.03
1220	附賣回債票券投資 Bill and bounds purchased under resale agreements	2	12,159,460	7.93	2300	存款及匯款 Deposits & remittances	13	117,787,538	76.82
13XX	買匯貼現及放款淨額 Bills purchased, discounts & loans	2.8	101,525,402	66.21	24XX	央行及同業融資 Funds borrowed from CBC & other banks		2,400,195	1.57
	長期投資 Long-term investments				2370	應付金融債券 Financial bonds payable	14	1,220,000	0.80
144101	採權益法之長期投資 Equity method		$ 63,454	0.04	2517	應計退休金負債 Pension payable	2.16	114,227	0.07
144102	採成本法之長期投資 Cost method		1,294,665	0.84	28XX	其他負債 Other liabilities	2.15	328,739	0.21
1444	長期債券投資 Long-term bonds investments		1,775,460	1.16	2XXX	負債合計 Total liabilities		$ 142,926,694	93.22
1457	其他長期投資 Other long-term investments		500,211	0.33		股東權益 Stockholders' equity			
14XX	長期投資合計 Long-term investments	2.9	$ 3,633,790	2.37	3101	股本 Capital	17	$ 5,034,238	3.28
	固定資產 Property & equipment cost				3200	資本公積 Capital Reserve		$ 2,542,403	1.66
1501	土地 Land		1,231,286	0.80		保留盈餘 Retained earnings			
1521	房屋及建築 Buildings		1,153,807	0.75	3301	法定公積 Legal reserve		$ 2,139,520	1.40
1531	機械設備 Machinery & equipment		577,432	0.38	3302	特別公積 Special reserve		210,065	0.14
1541	交通及運輸設備 Transportation equipment		39,281	0.03	3310	未分配盈餘 Unappropriated earnings	18	471,561	0.30
1551	雜項設備 Miscellaneous equipment		104,758	0.07	33XX	保留盈餘合計 Total stockholders' equity		$ 2,821,146	1.84
1553	租賃權益改良 Leasehold improvement		180,456	0.12	3XXX	股東權益合計 Total stockholders' equity		$ 10,397,787	6.78
15X1	成本合計 Total cost		$ 3,287,020	2.15					
15X2	減：累積折舊 Less ：accumulated depreciation		(915,779)	(0.60)					
1570	未完工程及訂購機件 Construction in progress & ordering machine parts		2,039	0.00					
15XX	固定資產淨額 Property, plant & equipment-net	2.10	$ 2,373,280	1.55					
18XX	其他資產淨額 Other assets	2.11	$ 871,388	0.57					
1XXX	資產總計 Total assets		$ 153,324,481	100.00		負債及股東權益總計 Total liabilities & stockholders' equity		$ 153,324,481	100.00

（請參閱建興聯合會計師事務所民國95年2月27日查核報告書及財務報表附註）
The accompanying notes are an integral part of these financial statements. Please refer to Horwath Chien Hsing' report dated February 27, 2006.

董事長：王高津　　經理人：莊信雄　　會計主管：張榮泰

（二）合併損益表
Consolidated Income Statements

高雄銀行股份有限公司 BANK OF KAOHSIUNG CO.,LTD.
合併損益表 CONSOLIDATED INCOME STATEMENTS
民國94年1月1日至12月31日 FOR THE YEARS ENDED DECEMBER 31, 2005

單位：新台幣仟元；Unit : NT$ Thousand

代號 A/C No	項目 Item	附註 Note	金額 Amount	%
	營業收入 Operating revenue			
4501	利息收入 Interest income	2	$ 3,230,304	75.07
4516	手續費收入 Commission & service fees	2	320,604	7.45
4531	買賣票券利益淨額 Gain on trading bills & securities-net	2	689,638	16.03
4532	採用權益法認列之投資利益 Gain on equity method investments	9	500	0.01
4534	兌換利益淨額 Gain On foreign exchange-net	2	27,792	0.65
4609	其他營業收益 Other operating revenue		33,886	0.79
4100	營業收入 Total operating revenue		$ 4,302,724	100.00
	營業費用 Operating expenses			
5501	利息費用 Interest expenses		$ 1,847,402	42.94
5516	手續費費用 Commission & service expenses		40,752	0.95
5535	各項提存 Provisions expenses	2	25,707	0.60
5811	業務及管理費用 Selling & administrative expenses		1,628,922	37.86
5830	其他營業費損 Other operating expenses		13,091	0.30
	營業費用 Operating expenses		$ 3,555,874	82.65
6100	營業利益 Operating income		746,850	17.35
4999	營業外收入及利益 Non-operating revenue		10,428	0.24
	營業外費用及損失 Non-operating expenses			
5927	減損損失 Impairment loss	2.3	$ 152,812	3.55
5929	什項費用 Miscellaneous expenses		85,896	2.00
5999	營業外費用及損失 Non-operating expenses		238,708	5.55
6300	稅前淨利 Net income before tax		$ 518,570	12.04
6400	所得稅（費用）利益 Income tax expense	2.20	(127,871)	(2.97)
6900	合併總損益 Consolidated total profit / loss		$ 390,699	9.07
6901	合併淨損益 Consolidated net profit/loss		$ 390,488	9.07
6902	少數股權損益 Minor equity profit/loss		$ 211	0.00
			稅後 After tax	
7000	基本每股盈餘(元) Basic earnings per common share (NT$)	21	$ 0.78	

（請參閱建興聯合會計師事務所民國95年2月27日查核報告書及財務報表附註）
The accompanying notes are an integral part of these financial statements. Please refer to Horwath Chien Hsing' report dated February 27, 2006.

董事長：王高津 經理人：莊信雄 會計主管：張榮泰

（三）合併現金流量表
Consolidated Statements of Cash Flow

高雄銀行股份有限公司 BANK OF KAOHSIUNG CO.,LTD.
合併現金流量表 CONSOLIDATED STATEMENTS OF CASH FLOWS
民國94年1月1日至12月31日 FOR THE YEARS ENDED DECEMBER 31, 2005

單位：新台幣仟元；Unit : NT$ Thousand

項目	Item	2005.01.01-2005.12.31
營業活動之現金流量：	Cash flows from operating activities	
本期淨利	Net (loss) income	$ 390,488
調整項目：	Adjustments to reconcile net (loss) income to net cash provided by operating activities	
折舊及攤提費用	Depreciation & amortization	119,095
資產減損損失	Loss on asset impairment	152,812
依權益法之現金股利	Cash dividends by equity method	3,000
依權益法認列投資利益	Recognized investment gain by equity method	(500)
長期債券投資溢價攤銷	Long-term bond investment premium amortization	12,103
提存各項準備	Provisions for credit losses	46,561
收回已沖銷之呆帳	Recovered charge-off bad debt	301,407
處分固定資產（利益）損失	Loss (gain) on disposal of property and equipment	3,718
處分其他資產（利益）損失	Loss (gain) on disposal of other assets	59,140
應收款項減少(增加)	Decrease (increase) in accounts receivable	132,803
遞延所得稅資產（增加）減少	Decrease(increase) on deferred income tax assets	17,675
應付款項增加(減少)	Increase (decrease) in accounts payable	(783,856)
預收款項增加(減少)	Increase (decrease) in advance receivable	12,904
少數股權（純損）純益	(Net loss) net profit of minor equity	211
營業活動之淨現金流入(流出)	Net cash provided by / (used in) operating activities	$ 467,561
投資活動之現金流量：	Cash flows from investing activities	
買匯貼現及放款減少(增加)	Decrease (increase) in bills purchased, discounts & loans	$ 2,000,052
存放央行及銀行同業減少(增加)	Decrease (increase) in due from CBC & banks	17,777,210
增購長期投資	Increase in long-term investments	(1,019,623)
買入票券及證券（增加）減少	Decrease (increase) in bonds & securities purchased	(572,701)
附賣回債票券投資（增加）減少	Decrease (increase) in bills and bonds purchased under resale agreements	(11,744,358)
出售固定資產價款	Porceeds from disposal of property, plant & equipment	208
出售其他資產價款	Porceeds from disposal of other assets	117,890
增購固定資產	Acquisition of property, plant & equipment	(36,960)
其他資產（增加）減少	Decrease (increase) in other assets	141,437
投資活動之淨現金流入(流出)	Net cash provided by / (used in) investing activities	$ 6,663,155
融資活動之現金流量：	Cash flows from financing activities	
央行及銀行同業存款增加(減少)	Increase (decrease) in due to CBC & banks	($ 996,627)
少數股權增加（減少）	Increase (decrease) in Minor equity	(2,600)
附買回債票券負債	Increase (decrease) in bills and bonds sold under repurchase agreements	(425,061)
存款及匯款增加(減少)	Increase (decrease) in deposits & remittances	4,333,013
央行及同業融資增加(減少)	Increase (decrease) in funds borrowed from CBC & other banks	121,840
金融債券增加(減少)	Increase (decrease) in financial bonds payable	(715,000)
其他負債增加(減少)	Increase (decrease) in other liabilities	(91,938)
現金股利	Cash dividends	(251,712)
董監事酬勞	Directors & Supervisors' remunerations	(5,593)
員工紅利	Employees' bonus	(22,375)
融資活動之淨現金流入(流出)	Net cash (used in) / provided by financing activities	$ 1,943,947
子公司首次併入影響數	Effects firstly included by subsidiaries	$ 36,444
本期現金及約當現金增加(減少)數	Net increase (decrease) in cash & cash equivalents	$ 9,111,107
期初現金及約當現金餘額	Balance of cash & cash equivalents at the beginning of year	2,644,113
期末現金及約當現金餘額	Balance of cash & cash equivalents at the end of year	$ 11,755,220
現金流量資訊之補充揭露：	Supplementary disclosures of cash flow information	
本期支付利息（不含資本化利息）	Interest paid during the period excluding interest capitalized	$ 1,803,884
本期支付所得稅	Income tax paid during the period	$ 82,478
不影響現金流量之投資及融資活動	Investment and financing activities that do not affect cash flow	
固定資產轉列其他資產	Fixed assets transferred to other assets	$ 71,024

（請參閱建興聯合會計師事務所民國95年2月27日查核報告書及財務報表附註）
The accompanying notes are an integral part of these financial statements. Please refer to Horwath Chien Hsing' report dated February 27, 2006.

董事長：王高津　經理人：莊信雄　會計主管：張榮泰

（四）合併股東權益變動表
Consolidated Statements of Changes in Stockholders' Equity

高雄銀行股份有限公司 BANK OF KAOHSIUNG CO.,LTD.
合併股東權益變動表 CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
民國94年1月1日至94年12月31日 FOR THE YEARS ENDED DECEMBER 31, 2005

單位：新台幣仟元；Unit : NT$ Thousand

項目 Item	普通股 Common Stock	資本公積 Capital Reserve	保留盈餘 Retained Earnings		
			法定公積 Legal Reserve	特別公積 Special Reserve	未分配盈餘 Unappropriated Earnings
94.1.1餘額 Balance, January 1, 2005	$ 5,034,238	$ 2,542,403	$ 2,021,614	$ 210,065	$ 478,659
盈餘指撥及分配 Appropriation & distribution of earnings					
提列法定公積 Provision for legal reserve	—	—	117,906		(117,906)
現金股利 Cash dividends	—	—	—	—	(251,712)
董監事酬勞 Directors & Supervisors' remunerations	—	—	—	—	(5,593)
員工紅利 Employees' bonus	—	—	—	—	(22,375)
合併淨損益 Consolidated Net income	—	—	—	—	390,488
94.12.31餘額 Balance, December 31, 2005	$ 5,034,238	$ 2,542,403	$ 2,139,520	$ 210,065	$ 471,561

（請參閱建興聯合會計師事務所民國95年2月27日查核報告書及財務報表附註）
The accompanying notes are an integral part of these financial statements. Please refer to Horwath Chien Hsing' report dated February 27, 2006.

董事長：王高津

經理人：莊信雄

會計主管：張榮泰

六、2005年度及截至2006年3月止本行及關係企業發生之財務週轉困難情事：無
Financial Difficulties that Occurred to the Bank of Kaohsiung and the Related Parties for FY 2005 & up to March 2006 ：None.

財務狀況及經營結果之檢討分析與風險管理事項

Review & Analyses of Financial Position, of Operation Results and the Evaluation of Risk Management

一、財務狀況分析 Analyses of Financial Position

單位：新台幣百萬元；Unit：NT$ Million

分析項目 Item / 年度 Year		2005/12/31	2004/12/31	增減額 Comparison Amount	增減率 Comparison %
資產	Assets				
現金及約當現金、存放央行及銀行同業	Cash & cash equivalents, Due from CBC & banks	19,254	27,920	(8,666)	(31.04) (註1)
買入票券及證券淨額	Bills & securities purchased －net	12,603	12,030	573	4.76
買匯、貼現及放款淨額	Bills purchased, discounts & loans	101,526	103,852	(2,326)	(2.24)
應收款項淨額	Accounts receivable	904	1,038	(134)	(12.91)
附賣回債票券投資	Bills and bonds purchased under resale agreements	12,160	415	11,745	2,830.12 (註2)
長期投資	Long-term investments	3,662	2,663	999	37.51 (註3)
固定資產淨額	Property, plant & equipment－net	2,373	2,514	(141)	(5.61)
其他資產淨額	Other assets－net	871	1,306	(435)	(33.31) (註4)
資產總額	Total Assets	153,353	151,738	1,615	1.06
負債	Liabilities				
央行及銀行同業存款	Due to CBC & banks	17,024	18,021	(997)	(5.53)
應付款項	Accounts payable	3,530	4,317	(787)	(18.23)
附買回債票券負債	Bills and bonds sold under repurchase agreements	467	892	(425)	(47.65) (註5)
預收款項	Accounts collected in advance	52	40	12	30.00 (註6)
存款及匯款	Deposits & remittances	117,819	113,455	4,364	3.85
央行及同業融資	Financing activities with CBC & banks	2,400	2,278	122	5.36
應付金融債券	Financial bonds payable	1,220	1,935	(715)	(36.95) (註7)
應計退休金負債	Pension payable	114	90	24	26.67 (註8)
其他負債	Other liabilities	329	424	(95)	(22.41) (註9)
負債總額	Total Liabilities	142,955	141,451	1,504	1.06
股東權益	Stockholders' Equity				
股本	Capital	5,034	5,034	0	0
資本公積	Capital reserve	2,543	2,543	0	0
保留盈餘	Retained earnings	2,821	2,710	111	4.10
股東權益總額	Total Stockholders' Equity	10,398	10,287	111	1.08

註：最近2年度資產、負債及股東權益發生重大變動項目（前後期變動達20%以上，且變動金額達新台幣1千萬元者）之主要原因：
1. 主要係買入定期存單增加，及收回已到期央行定期存單所致。
2. 主要係本期增購附賣回債票券所致。
3. 主要係增購長期債券投資等。
4. 主要係處分非營業資產及提列資產減損損失所致。
5. 主要係本期從事對附買回債票券交易減少所致。
6. 主要係預收保證手續費及信用卡消費款增加所致。
7. 主要係償還已到期應付金融債券。
8. 主要係依精算師退休金報告認列。
9. 主要係撥入放款基金及備放款減少所致。

Note : Major changes in assets, liabilities, and stockholders' equity during the past two years (with a difference between the years of 20% or more, and with a difference in amount of NT$ 10 million or more), and major reasons for change :
1. Caused by increase of purchased time deposit and recall of matured time deposits of CBC.
2. Caused by additional purchase of RS bills and bonds.
3. Caused by additional purchase of long-term bond investment.
4. Caused by loss on disposal of non-operating assets and recognized assets impairment.
5. Caused by decrease of RP bond transactions.
6. Caused by increase in guarantee commission received in advance and credit card consumption recevied in advance.
7. Caused by repayment of matured financial bonds.
8. Caused by recognizing retirement pension subject to actuary's report.
9. Caused by decrease in funds for loan and reserve.

二、經營結果分析 Analyses of Results of Operation

單位：新台幣百萬元；Unit：NT$ Million

分析項目 Item / 年度 Year		2005/01/01-2005/12/31	2004/01/01-2004/12/31	增減額 Comparison Amount	增減率 Comparison %
營業收入	Operating revenue	4,278	4,192	86	2.05
營業費用	Operating expenses	3,535	3,625	(90)	(2.48)
營業利益	Operating gain	742	567	175	30.86(註1)
營業外收入及利益	Non-Operating income and gain	10	3	7	233.33(註2)
營業外費用及損失	Non-operating expenses and loss	(239)	(22)	(217)	(986.36)(註3)
繼續營業部門稅前淨利	Net profit before tax from continuing operation department	514	548	(34)	(6.20)
所得稅費用（利益）	Income tax expenses (gain)	124	155	(31)	(20.00)(註4)
繼續營業部門稅後淨利	Net profit after tax from continuing operation department	390	393	(3)	(0.76)

註：增減變動分析說明：
1. 主要係本期提列各項提存較上期減少所致。
2. 主要係本期IC晶片金融卡等獎勵金收入增加所致。
3. 主要係本期處分非營業資產損失及認列資產減損損失所致。
4. 所得稅：係因稅前淨利較上期減少所致。

Note : Analyes of changes ：
1. Caused by decrease in provision for loan loss provided in the current period compared with that of the previous period.
2. Caused by increase in incentive income for IC cards in the current period.
3. Caused by loss on disposal of non-operating assets and recognized assets impairment in the current period.
4. Caused by decrease of net profit before tax.

三、現金流量分析 Analyes of Cash Flows

（一）最近2年度流動性分析 Liquidity Analyses for the Past Two Years

單位 Unit：%

項目 Item / 年度 Year		2005	2004	增減率 Comparison %
現金流量比率	Cash flow ratio（%）	2.24	13.37	(83.25)
現金流量允當比率	Cash flow adequacy ratio（%）	60.75	159.55	(61.92)
現金再投資比率	Cash reinvestment ratio（%）	0.70	10.45	(93.30)

註：增減比例變動分析說明：
1.現金流量比率：主要係本期應付機關國宅貸款較上期減少，使營業活動現金流量較上期減少。
2.現金流量允當比率：同1.所述，使現金流量允當比率較上期減少。
3.現金再投資比率：同1.所述，現金再投資比率較上期減少。

Note : Analyes of changes ：
1.Cash flow ratio: due to decrease in the loan payable to the competent authority for public housing in the current period compared with that of the previous period that caused the decrease in the cash flow from operating activities compared with that of the previous period.
2.Cash flow sufficiency ratio: as stated in Paragraph 1, the cash flow sufficiency ratio decreases compared with that of the previous period.
3.Cash reinvestment ratio: as stated in Paragraph 1, the cash reinvestment ratio decreases compared with that of the previous period.

（二）未來1年現金流動性分析 Cash Liquidity Analyses for The Next Year

單位：新台幣百萬元；Unit ：NT$ Million

期初現金餘額（1） Cash at Beginning of the Year	全年來自營業活動淨現金流入(出)量（2） Net Cash Provided (Used) by Operating Activities	全年現金流出量（3） Used Cash in Investing Activities	預計現金剩餘（不足）數額（1）＋（2）－（3） Cash Surplus (Deficit)	現金不足額之補救措施 Remedial Measures	
				投資計劃 Investment Planning	理財計劃 Planning
11,755	7,253	16,361	2,647	—	—

1.本年度現金流量變動分析：
(1)營業活動：預估附賣回票券及債券投資減少所致。
(2)全年現金流出量：預估放款量增加、持有至到期日金融資產增加及同業存款減少所致。
2.預計現金不足額之補救措施及流動性分析：
(1)投資計劃：無。
(2)理財計劃：無。

1. Analysis on change of cash flow in the current year:
(1)Operating activities: due to decrease in RS notes and bonds investment
(2)Cash outflow: due to increase in estimated loans, increase in Held-to-Maturity financial assets and decrease in the inter-bank deposits
2.Correction action for deficit in cash and liquidity analysis:
(1)Investing plans: none
(2)Financing plans: none

四、2005年度重大資本支出對財務業務之影響
The Influence of Major Capital Expenditures on Financial Operations in FY 2005

（一）重大資本支出之運用情形及資金來源：

Utilization of material capital expenditure and source of funds:

單位：新台幣百萬元；Unit：NT$ Million

重大資本支出項目 Capital Expenditure Project	資金來源 Source of Fund	預定完工日期 Projected Completion Date	所需資金總額 Fund Needed	資金運用情形 Utilization of Fund		
				2005年度	2006年度	2007年度
行舍及傳票倉庫興建工程 Construction project for bank buildings and voucher warehouses	自有資金 Own Fund	2006.12.	85	2	83	—

（二）預計可能產生效益：

1.增加服務據點，加強競爭能力。

2.有效疏解市區營業據點帳簿、傳票及報表等倉儲壓力。

Estimated Potential Effects

1.Increase in service location and enhancement of competitive strength

2.Release city branches the pressure to store account books, vouchers and statements.

五、2005年度轉投資政策、其獲利或虧損之主要原因、改善計畫及未來一年投資計畫：
The Reason of Gain / Loss of Transfer Investment Policy in FY 2005, Corrective Action, and Investment Plan for the Next Year

（一）2005年度轉投資政策及未來一年投資計畫：

本行將秉持積極、穩健之投資政策方向，持續觀察、瞭解市場發展趨勢，視本行業務、整體產業發展需要，審慎評估成本效益後，於法令許可範圍內進行轉投資事宜。

The Transfer Investment Policy in FY 2005, and Investment Plan for the Next Year

The bank will continuously observe and understand the development trend of the market in accordance with active and stable investment policies, and proceed with trans-investment insofar as it is permitted by law upon appraisal of the cost benefit subject to the needs for the development of the bank's business and the whole industry.

（二）最近2年度轉投資事業獲利情形：

The gain on the Transfer Investment in the Last Two Years

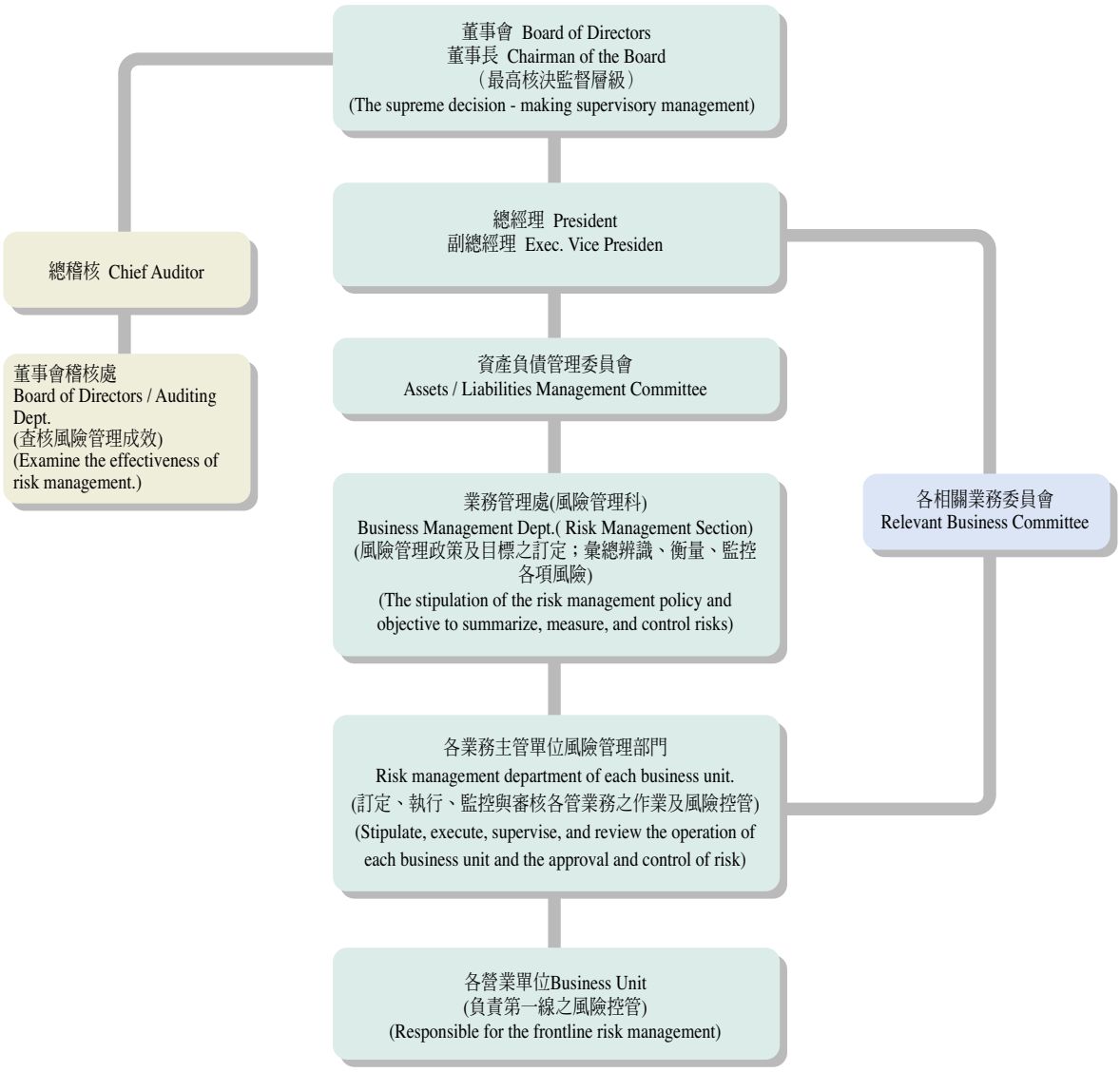
單位：台幣百萬元；Unit：NT$ Million

年度 FY	獲利金額 Amount	獲利來源 Source
2005	54	現金股利 Cash Dividends
2004	44	現金股利 Cash Dividends

六、風險管理事項之評估 The Evaluation of Risk Management

(一)風險管理組織架構及政策 Organization Structure & Policy of Risk Management

1. 風險管理組織架構 Organization structure



2. 風險管理政策

本行依據新巴塞爾資本協定，建立風險管理制度，並訂有「風險管理規則」及信用、市場、作業、法律、流動性、國家、資本風險等相關規範或權限。由各權責單位定期評估、更新及控管風險，並依照本行「遵守法令主管制度執行計畫實施要點」辦理風險管理法規之遵循，以提昇本行風險管理敏感度。

Risk management policy

According to the New Basel, Capital Accord, the bank stipulates risk management mechanism in accordance with the "Regulations Governing Risk Management". Provisions and / or authorization should be stipulated for the risk management of creditability, liquidity, market, operation, country, laws, and capital. Each competent authority department is to evaluate, update, and control risk periodically. Implement the compliance of the risk management regulations in accordance with the "Regulations for Complying With Regulations and Procedures", in order to upgrade the bank's risk management sensitivity.

(二)衡量與控管各風險方法及暴險量化資訊 Risk Measurement, Control Method and Quantified Data

1.一般定性揭露：各風險領域之風險管理目標及政策

General Disclosure: Risk management objective and policy of each risk category

領域 Category	信用風險 Credit Risks	市場風險 Market Risks	作業風險 Operational Risks	其他風險 Other Risks
策略及流程 Strategy and Flow	藉分層負責授信管理組織架構、本行「授信政策準則」、「投資政策準則」等規定之遵守，加強授信戶核貸、投資前之徵信評估，落實貸放、投資後之覆審等原則，控管信用風險。 Through the organizational structure of the decentralized loan management, the "Guidelines for Credit Policy", "Guidelines for Investment Policy", to reinforce the credit review and approval, creditability evaluation, and loans and investment review in order to control the credit risk.	各種交易活動，依據「流動性風險管理準則」、「外匯資金運用管理準則」、「辦理衍生性金融商品作業準則」、「投資有價證券處理辦法」等相關規範，以交易對象、交易限額、停損限額、風險或期限限制等機制，管理資產組合，定期或不定期評估、監控市場風險的變化。 All trading activities are with risk or deadline stipulated. Conduct risk control and evaluation in accordance with the "Guidelines for Liquidity Risk Management", "Guidelines for Foreign Exchange Capital Application", and "Guidelines for Derivative Financial Commodity" Defining the "Rules governing investment in securities", managing the asset portfolio in accordance with trading counterparts, trading limit, stop-loss limit, risk or deadline control, and assessing and supervising the change in market risk periodically or irregularly.	各項營運活動皆遵照主管機關所訂相關法令訂定嚴謹的處理程序、作業規範，並予制度化，以供各單位辦理業務之遵循。 All operating activities set forth strict procedures and operation requirements pursuant to the relevant laws defined by competent authorities, which are also institutionalized and are to comply with the various units in the processing business.	1.依本行「國家風險額度管理準則」，針對個別國家不同政治穩定度，經濟發展力、參考Moody's及S&P對各國長期外幣債信評等等訂定風險限額。 2.依本行「資本風險管理辦法」所訂資本適足率、存放比率等各項資本風險管理指標控管資本風險。 1.Define risk tolerance in accordance with the "Guidelines for National Risk Tolerance", the political stability and economic development of each nation, and Moody's and S&P evaluation system for long-term credit in foreign currency. 2.Control capital risk in accordance with the capital adequacy ratio by the "Regulations Governing Capital Risk Management" and deposit / loan ratio.
管理系統之組織與架構 Organization and Structure Of the Management System	1. 授信業務及投資政策最高決策單位為董事會。總經理以下各級主管人員得依董事會授權在其額度內核定授信及投資案件之准駁，並設置「授信審議委員會」審理副總經理以上權限之授信案件。 2. 企業金融處、消費金融處為企業授信及個人授信業務之管理單位；國際金融業務分行為境外授信業務之管理單位；財務管理處為投資業務之管理單位。	由財務管理處、國外部及國際金融業務分行各依權責控管資產負債表表內及表外部位，以避免因市場利率、匯率、股價及商品價格變動造成損失。	採逐級控管之架構，由業務管理處、財務管理處、企業金融處、消費金融處、資訊處、信託部、公庫部、國外部及國際金融業務分行，各依權責辦理所屬作業風險之控管及評估，積極管理作業風險。	財務管理處、企業金融處、國外部及國際金融業務分行執行國家風險之控管，並由財務管理處負責整合全行之國家風險控管；業務管理處檢視資本風險管理指標及控管資本風險。

領域 Category	信用風險 Credit Risks	市場風險 Market Risks	作業風險 Operational Risks	其他風險 Other Risks
管理系統之組織與架構 Organization and Structure 0f the Management System	1.Board of Directors is the superior authority for the decision of credit extending and investment policy. President and each department head may approve and / or reject credit extending and investment cases within authorization; also, set up a Credit Review Committee to review the credit case belonging to the authority of Vice President and higher up. 2.Corporate Banking Dept., and Consumer Banking Dept., are the governing units for industrial credit extending and personal credit extending business. Offshore Banking Unit governs offshore crediting business, and Treasury Dept. governs the investment business.	Treasury Dept., International Banking Dept. and Offshore Banking Unit are controlling the positions on the balance sheet and off the balance sheet subject to job responsibility, in order to prevent loss from being caused due to a change in the interest rate of market, exchange rate, share price and commodity price.	According to the job-division structure, the control and assessment of operation risk are handled by the Business Administration Dept., Treasury Dept., Corporate Banking Dept., Consumer Banking Dept., Technology Dept., Trust Dept., Municipal Treasury Dept., International Banking Dept. and Offshore Banking Unit respectively subject to their job responsibility, in order to manage the operating risk.	Treasury Dept., Corporate Banking Dept., International Banking Dept. and Offshore Banking Unit are responsible for the control of national risk; and the Treasury Dept. is responsible for integrating the bank's national risk control; Business management Dept. examines capital risk management index and controls capital risk.
風險報告及衡量系統之範圍與特點 Scope and Features of Risk Reporting and Measuring System	針對客戶別、集團別、行業別、同一人、同一關係企業或同一集團及利害關係人等，分別訂定授信限額，並持續監控、定期或不定期調整以控管其信用風險。 Setting forth the credit limit with respect to specific clients, groups, business, the same person, the same affiliate or same group and interested parties, and continuously monitoring or making adjustment on the limit periodically or irregularly.	就本行持有交易簿部位進行定期或不定期評估，機動調整，以加強市場風險管理。 Assessing the banking book positions held by the bank periodically or irregularly, and conducting mobile adjustment to strengthen the market risk management.	1. 經由內部控制、內部稽核及遵守法令主管制度的落實，確保作業風險管理之執行。 2. 建立損失事件及時通報制度，以減輕作業風險損失。 1.Fulfilling internal control, internal audit and compliance with regulatory systems under laws, to ensure the execution of operating risk management. 2. Establishing the immediate report system for loss, to mitigate the loss in operating risk.	
	各業務主管單位依業務權責按期（日、月、季等）將各風險管理相關報表陳送各級主管或首長核閱，並由業務管理處將各業務單位風險控管執行情形，定期陳報本行「資產負債管理委員會」及董事會，適時掌控各種風險狀況。 Submit risk management reports to each department head or manager for approval periodically (daily, monthly, and quarterly) in accordance with business operation. The competent authority of each department is to have the risk control status reported to Assets / Liabilities Management Committee and the Board of Directors for periodically in order to control risk properly.			

領域 Category	信用風險 Credit Risks	市場風險 Market Risks	作業風險 Operational Risks	其他風險 Other Risks
避險政策及監測避險持續有效性之策略與流程 Risk-Hedge Policy Strategy and Flow of Monitoring Risk-Hedge Effectiveness	1.每月檢視大額授信戶、主要往來集團企業之暴險額，檢討授信風險之集中度。 2.利用移送信用保證機構、保證人及擔保品管理，移轉部分信用風險。 3.建置授信案件異常通報作業機制，及時處理異常授信案件，以規避可能發生之風險。	1.依財務會計準則第34號公報辦理金融商品的評價。 2.對債券發行機構依評等等級高低設定由大到小的投資限額控管。 3.承作以避險爲目的之衍生性商品交易，以規避市場風險。	1.藉業務相互牽制、交易交割分人辦理、覆核機制，避免人爲疏失。 2.以投保「存款保險」、「銀行業綜合保險」、「電子設備險」及作業委外等方式移轉作業風險。	1.衡量風險承擔能力及視國際情勢演變，適時調整整體及個別國家風險限額，以規避國家風險。 2.當資本適足率低於一定水準時，適時根據潛在損失之增減變化，調整自有資本水準。
	1. Inspecting large accounts and major trading groups' / enterprises' credit exposure on a monthly basis, to discuss the centralization of credit risk. 2. Transfer partial credit risk to credit guaranty organizations, guarantors and collateral management. 3. Establishing reporting the operation mechanism for extraordinary crediting cases to cope with extraordinary crediting cases in time, so as to prevent potential risk.	1. Proceeding with the ratings of financial products pursuant to Statement of Financial Accounting Standards No. 34. 2.Setting the investment limit subject to the ratings of organizations offering bonds. 3.Try to avoid market risk through underwriting risk-hedge derivative financial products.	1. Preventing personal negligence by means of complementary business, trading and delivery handled by different staff, and checking mechanism. 2.Reduce operational risk by acquiring "Deposit Insurance", "Bank Comprehensive Insurance", and "Electronic Equipment Insurance" and outsourcing.	1.Evaluate the tolerability for risk and timely adjust total risk and individual country risk limit depending on global situation, so as to avoid country risk. 2.Adjust the capital level in accordance with the increase / decrease of potential loss once the capital adequacy ratio is below the threshold.

2.信用風險 Credit Risks

(1)表內項目—信用風險風險性資產額 On-Balance Sheet Items – Credit risk weighted assets

單位：新台幣百萬元；NT$ Million at 2005.12.31

項目 Item	適用之風險權數 Benchmark Risk Weight	風險性資產額 Risk Weighted Assets
對中央政府債權 Credit to Central Government	0%	0
對地方政府債權 Credit to local governments	10%	2,402
對本國銀行債權 Credit to local banks	20%	689
以住宅爲擔保之債權 Credit secured by house	50%	8,665
其他債權 Other credit	100%	65,624
合計 Total	—	77,380

(2)表外項目－信用風險風險性資產額 Off Balance Sheet Items – Credit risk weighted assets

單位：新台幣百萬元；NT$ Million at 2005.12.31

項目 Item	風險性資產額 Risk weighted assets
一般表外交易 General Off Balance Sheet Items	4,947
衍生性金融商品 Financial Derivatives	13
票債券附買回約定負債（RP） Bills & Bonds Sold Under Repurchase Agreements	0
附賣回約定票債券投資（RS） Bills & Bonds Purchased Under Resell Agreements	65
合　計 Total	5,025

(3)截至2005年12月31日止，從事資產證券化情形：無
Assets securitization information ：none (up to December 31. 2005).

3.市場風險：使用標準法計算。
Market Risks ： risk calculated in accordance with the standardized approach.

市場風險資本計提及風險性資產額
Market risk capital charge and risk weighted assets

單位：新台幣百萬元；NT$ Million at 2005.12.31

風險別 Item	應計提資本 Capital charge	風險性資產額（註） Risk weighted assets (Note)
利率風險 Interest Rate Risks	250.98	3,137.31
權益型證券風險 Equity Exposure	166.51	2,081.34
外匯風險 Foreign Exchange Risks	10.71	133.93
商品風險 Product Risks	0	0
選擇權採簡易法處理 Options (Simple Approach)	0	0
合計 Total	428.20	5,352.58

註：係應計提資本乘以12.5倍。
Capital charge by 12.5 times.

(三)國內外重要政策、法律變動及產業變化對本行財務業務之影響及因應措施

The Impact of International and Domestic Policies 、 Regulatory Changes and Industrial Changes on our Financial & Business and the Responsive Measures

變動 Changes	對本行財務業務之影響 Impact	因應措施 Responsive Measures
修正發布「上市上櫃金融機構實施庫藏股注意事項」，調整銀行實施庫藏股之資本適足率及備抵呆帳覆蓋率基準。 The FSC has amended the "Guidelines for Listed and OTC Financial Institutions to Implement the Plan of Treasury Stocks", adjust the capital adequacy requirements applying to banks, and introduce a new requirement concerning the coverage ratio of provision for credit loss.	截至目前爲止，本行尚無實施庫藏股之規劃，修正規定對本行財務業務尚無影響。 We have no plan to implement the Plan of Treasury Stocks, the amendments does not have any impact on us.	密切觀察並積極瞭解相關變動，以利日後作業參考。 Observe closely and participate in relevant studies for business reference.
修正發布「公開發行銀行財務報告編製準則」，以使我國財務會計準則與國際接軌，並整合公開揭露資訊。 FSC amends "Regulations Governing the Preparation of Financial Reports by Publicly Held Banks", in order to bring Taiwan's financial accounting standards in line with international standards and to harmonize disclosure requirements.	本行業依修正後準則編製本行財務報告。 The bank prepared its financial statement pursuant to the amended principles.	依規辦理。 Faithfully enforce the legal compliance.
金管會發布金融機構不良債權交易透明度具體措施： 1.公開發行之金融機構於董事會決議通過出售不良債權後，應即循程序於台灣證券交易所之公開資訊觀測站公開相關資訊。 2.金融機構標售不良債權之公告，須刊登於該金融機構業別之公會網站。 In a bid for increased transparency in the trading of the Non-performing assets of financial institutions, the FSC issued the following requirements: 1.After a publicly held financial institution's board of directors approves the sale of Non-performing assets, the institution must follow standard procedures in publicly disclosing related information on the Taiwan Stock Exchange's Market Observation Post System. 2.The public notice by which a financial institution announces a sale of Non-performing assets must be posted to the website of the professional association to which the financial institution belongs.	因應該具體措施，本行調整出售不良債權之作業程序，以符合不良債權交易透明化之規定。 In order to cope with the step, the bank adjusted the operational procedure for sale of bad credit to meet the requirement for transparent transactions of bad credit.	已於「本行出售不良債權處理準則」，增訂相關作業規定，以資因應。 The relevant operational requirements have been added into the bank's "Guidelines governing sale of bad credit".
訂定並施行「銀行、保險公司、保險代理人或保險經紀人辦理銀行保險業務應注意事項」。 FSC adopts "Directions for the Operation of Bank Insurance Business by Banks, Insurance Companies, Insurance Agents, and Insurance Brokers", to be implemented from November 1, 2005.	本行提供營業場所、辦公設備或人力從事招攬保險業務，均依主管機關規定辦理；修正規定對本行財務業務尚無影響。 The bank provides business places, OA or underwriting business in accordance with the competent authority's requirements. The amended requirements produce no effect on the bank's financial business.	依規辦理。 Faithfully enforce the legal compliance.
修正發布「銀行辦理財富管理業務應注意事項」。 FSC issued amendments to the Directions Governing Banks Engaging in Wealth Management Business.	本行業獲主管機關核准辦理財富管理業務。 We have granted by the FSC to work in Wealth Management Business.	積極規劃、拓展相關業務。 Progressively develop relevant business.
修正發布「金融機構設置簡易型分行管理辦法」，開放簡易型分行得辦理中小企業放款。 The FSC has amended the Regulations Governing the Establishment of Mini-branches by Financial Institutions. Mini-branches are now allowed to extend loans to small-and medium-size enterprises.	本行大昌及鹽埕簡易型分行業獲主管機關核准辦理中小企業放款業務。 Our Ta Chang Mini-Branch and Yen Cheng Mini-Branch have granted by the FSC to work in extending loans to small and medium enterprises.	積極規劃、拓展相關業務。 Progressively develop relevant business.
實施「本國銀行加強辦理中小企業放款方案」。 A task force spearheaded by the FSC formulated a Program to Encourage Financing of SMEs.	本行配合本方案全力推動中小企業放款業務，截至94.12.31止餘額爲13,327百萬元，經金管會評比績效本行在47家行庫中排名第13名。 The bank spares no effort to promote the business for financing to small-and medium-size enterprises. The balance of financing has been NT$ 13,327 million until December 31, 2005. Under the appraisal of the Financial Supervisory Commission, the bank's performance ranked 13th place among 47 banks.	積極規劃、拓展相關業務。 Progressively develop relevant business.

變動 Changes	對本行財務業務之影響 Impact	因應措施 Responsive Measures
修正發布「銀行內部控制及稽核制度實施辦法」。 The FSC has amended the Enforcement Regulations for Bank Internal Audit Control Systems.	本行已配合該辦法增修相關內部控制制度，以強化本行財務業務及股權管理績效，提昇獲利能力。 The bank has added and amended the relevant internal controlling systems in accordance with the rules to strengthen the bank's performance with respect to treasury business and equity management, so as to upgrade its profitability.	本行將持續督促各單位落實相關規範及內部控制制度之執行，並隨時檢討修正，以強化財務業務管理及健全銀行經營。 The bank will continuously urge the various units to fulfill the said requirements and execution of internal controlling systems, and proceed with discussion and modification from time to time, so as to strengthen its treasury business management and perfect the bank's operations.
金管會核准本行適用「加速降低本國銀行逾期放款措施」之獎勵措施。 The FSC approved the extension of preferential treatment to our bank, in accordance with the amended Directions Governing Measures to Accelerate Reduction of Non-performing Loans.	加速本行申請獎勵範圍內各項作業之流程，對於業務拓展助益良多。 We adopt all the preferential treatment in order to speed up the application process for the sake of business development.	善用獎勵措施，積極拓展獎勵業務。 Adopt the preferential treatment, and develop relevant business progressively.
修正發布「銀行負責人應具備資格條件準則」，以落實公司治理。 FSC promulgates amendments to the "Regulations Governing Qualification Requirements for Responsible Persons of Banks" to strengthen corporate governance.	有助本行對於經理人之遴派更具專業性。 It will be helpful for the bank to act more professionally in selection and appointment of managerial staff.	遴派優秀適任之經理人賦予經營之責任以提升營運績效。 Select and appoint competent managerial staff and confer them the authority to manage the business, to upgrade the bank's operating performance.
發布「銀行辦理金融相關業務負面表列規定」。 FSC makes big change to the prior-approval system by issuing "Directions Governing Use of the Negative List Approach by Banks in Conduct of Finance-Related Business".	本行辦理金融相關業務時，得由事先申請核准改採事後備查制，有利提升競爭力。 The new Directions allow our bank to switch from the prior-approval system to a file after implement system under certain circumstances.	善用優惠措施，積極拓展相關業務。 Adopt the preferential treatment, and develop relevant business progressively.
實施財務會計準則公報第35號「資產減損之會計處理準則」。 The FSC has issued a rule requiring publicly issued companies to comply with the Accounting Regulations Governing the Handling of Loss in Asset Value (published in No. 35 of the Statement of Accounting Standards).	2005年第1季提列資產（土地）減損62,280千元。 Decrease of NT$ 162,280 thousand in assets (land) was provided in the 1st quarter of 2005.	依規辦理。 Faithfully enforce the legal compliance.
修正「銀行辦理衍生性金融商品業務應注意事項」。 The FSC has amended the Guidelines Governing Financial Derivatives Activities Conducted by Banks.	有利強化本行風險管理制度及自律功能，加強消費者權益之保障。 The amendments can strengthen the risk management and self-regulatory capability of our bank, thereby safeguarding the rights and interests of consumers.	衍生性金融商品改以日評價，並採用評價模型評估公平價值，以加強商品之風險控管。 Financial derivatives are assessed on a daily basis, of which the fair value is appraised by the pricing model to strengthen the risk management of products.
修正「銀行年報應行記載事項準則」。 The FSC has revised the Regulations Governing the Annual Reports of Banks.	本行年報之編撰，悉依主管機關規定辦理；修正規定對本行財務業務尚無影響。 The bank's financial statement is prepared in accordance with the competent authorities' requirements. The amended requirements produce no effect on the bank's financial business.	依規辦理。 Faithfully enforce the legal compliance.
修正「公開發行公司出席股東會使用委託書規則」部分條文，落實委託書之管理。 To strengthen the management of Proxies used for attendance at shareholders meetings, the FSC partially amended the articles of the Rules Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies.	有利加強本行資訊揭露，落實公司治理及便利股東權之行使。 This is helpful to strengthen the bank's disclosure of information and fulfill the company's administration and shareholders' exercising of rights.	依規辦理。 Faithfully enforce the legal compliance.

(四)科技改變對本行財務業務之影響及因應措施
The Impact of Technology Development on our Finance & Business and the Responsive Measures

變動 Changes	對本行財務業務之影響 Impact	因應措施 Responsive Measures
資訊安全之重要性日益升高 The significant of the security on technology information.	有利防止資訊系統及客戶資料被不法入侵、破壞，以維護客戶權益及業務營運。 This is helpful to prevent information systems and clients' database from being intervened and destroyed illegally, to protect the clients' interest and business operation.	持續強化資訊安全管理機制及緊急應變措施。 Continuously strengthen the information security management mechanism and emergency coping measures.

(五)形象改變對本行之影響及因應措施

本行民營化以來，已逐步擺脫公營行庫僵化之窠臼，營運決策益發具有彈性，資產品質益形良好，營運績效益形提升。爲肆應經濟環境及金融市場日益激烈之競爭情勢，本行將賡續強化經營體質，期以清新的形象，專業的經營決策與方法，再創新猷。

The Impact of Image Change on Us and the Responsive Measures

We are able to shake off the stiff operation as a state-run bank since our bank was privatized. The operating policy has been made more flexible and with better assets quality and effective operation. In response to the severe competition in the economic environment and financial markets, we intend to reinforce operating constitution continuously and to reach another peak in business with a good image and professional operating decision and method.

(六)進行併購之預期效益及可能風險：無。

Expected Benefit and Potential Risk of Future Merger ：none.

(七)擴充營業據點之預期效益及可能風險

本行以調整據點方式擴充營業據點跨足全國，可提昇本行經營績效，創造盈餘。但仍考量大幅調整分支機構據點所帶來損及本行經營體質之風險。

Expected Benefit and Potential Risk of Expanding Business Stations

We will have business stations set up nationwide to improve our operating effectiveness and generate profits. The risk of damaging the operating constitution due to the setup of new branch offices is also considered.

(八)業務集中所面臨之風險

業務集中將面臨信用風險、市場風險及作業風險等諸多風險，爲降低該等風險之影響，將藉由營業據點、客層調整及產品多樣化等機制分散風險。

Risk of Centralized Business Operation

Centralized business faces the challenge of credit risk, market risk, and operational risk. For the sake of reducing the impact of the risks, the risk is to be decentralized through the mechanism of a business station, source of customers, and diversified product lines.

(九)經營權改變對本行之影響及風險：無。

The Impact and Risk of Business Ownership Change on Us ：none.

(十)訴訟或非訴訟事件

除業務衍生之訴訟及離職員工確認僱傭關係存在訴訟外，無重大訴訟或非訴訟事件。

Litigated or Non-Litigated Events

There were no major litigated or non-litigated event in progress other than business-related litigations and the legal suits filed by the bank former employees to ascertain their employer-employee relationship with the bank.

(十一)其他重要風險：無。

Other Significant Risks ：none.

七、危機處理應變機制

本行針對各項業務訂定規章並據以執行，期將日常作業風險降至最低，其他諸如授信審議委員會、業務研究發展小組、呆帳清理督導小組、資產負債管理委員會、人事評議委員會、長期股權投資審議小組、信託財產評審委員會及災害緊急應變小組等設置，以及經營信託業風險管理辦法、風險管理規則、投資政策準則、法律風險管理辦法，遵守法令主管制度執行計畫及災害防救作業要點及災害事故緊急應變對策手冊等規定，皆爲處理相關危機之應變機制。

Responsive Mechanism for Crisis Management

We have regulations stipulated and executed for business processes in order to minimize daily operational risk. The setup of Credit Screening Committee, Business R&D Workshop, Bad Credit Monitoring Workshop, Assets / Liabilities Management Committee, Personnel Evaluation Committee, Long-term Stock Investment Panel, Trust Property Evaluation Committee and Emergency coping team; also, the regulations of "Regulations Governing Trust Risk Management" "Regulations Governing Risk Management" "Regulations Governing Investment Policy" "Regulations Governing Legal Risk Management" "Regulations for Compliance of Regulations & System Execution and Planning" "Regulations for Disaster – Prevention and Rescue", and Manual for emergency coping measures are the responsive mechanisms for risk management.

八、其他重要事項：無。

Other Significant Events ：none.

公司治理運作情形

Corporate Governance Practices

公司治理運作情形Corporate Governance Practices

一、「銀行業公司治理實務守則」規定應揭露項目及本行公司治理運作情形，請瀏覽www.bok.com.tw（公開揭露事項—公司治理運作情形）。

For the Disclosures Required by the "Guidelines for Bank Corporate Governance" and the Company Regulations of our bank, Please Refer to www.bok.com.tw.

二、本行公司治理運作情形與主管機關規範之差異情形及原因

The Differences between the Corporate Governance Practice of our Bank and the Guidelines of the Competent Authority. Reasons for the Differences.

項目 Item	運作情形 Operation	規劃情形 Planning
銀行設置獨立董事之情形 Do We Set Seats for Independent Directors ?	否 None	行政院金融監督管理委員會95. 3. 28 金管證 字第0950001615號令發佈「公開發行公司獨立董事設置及應遵循事項辦法」及「公開發行公司審計委員會行使職權辦法」，並以95. 3. 28 金管 字第0950001616 號令規定，已依證券交易法發行股票之銀行應於章程規定設置獨立董事。 本行預定於96 年股東常會修改公司章程相關規定，並於97 年度改選第10 屆董監事時適用。 Financial Supervisory Commission, Jin-Kuan-Zheng-(1)-No.0950001615 (March 28, 2006) order publicized "The Regulations of Establishing Independent Directors for public offering company" and "Function Mechanism of Audit Commission for Public Offering Company", FSC Jin-Kuan-Zheng-(1)- No.0950001615 (March 28, 2006) order The Bank issuing stocks under Securities and Exchange Law should provide in its articles of incorporation to establish independent directors. Our bank will amend "Articles of Incorporation" in FY 2007 regular shareholders' meeting, and the amendment will be applied to the election of directors and supervisors of the 10th term in FY 2008.
銀行設置獨立監察人之情形 Do We Set Independent Supervisors ?	否 None	
銀行設置審計委員會等功能委員會之運作情形 Is there a Auditing Committee ?	否 None	

三、本行對社會責任（如員工權益、社區參與等）所採行之制度與措施及履行社會責任情形：請參閱第39頁，「(二) 員工進修及訓練情形」、「三、企業責任及道德行爲」。

The systems / measures adopted by the bank towards its social responsibility (such as employees' interests and rights, participating in community, etc.) and performance of its social responsibility: Please refer to Pages 39, namely "(2) Employees' advanced study and training", "3. Enterprise's responsibility and ethics".

四、其他與本行公司治理運作情形相關之重要資訊

Important Information Related to the Corporate Governance Practice of Us

(一) 董事及監察人進修情形：

請至www.bok.com.tw 瀏覽本行網頁「法定公開揭露事項」資訊。

(二) 董事出席及監察人列席董事會狀況：

2005年度董事出席率爲91.67%,監察人列席率爲90%。

(三) 風險管理政策及風險衡量標準之執行情形：請參閱第110頁「六、風險管理事項之評估」。

(四) 保護消費者或客戶政策之執行情形：爲加強客戶之服務與溝通，本行設有消費者申訴專線、以及授信、衍生性金融商品、消費金融案件債務協商機制等專屬服務窗口。

(五) 董事對利害關係議案迴避之執行情形：董事皆秉持高度之自律，對於董事會所列議案若有涉及董事本身利害關係者，即自行迴避，不加入表決。

(六) 銀行爲董事及監察人購買責任保險之情形：本行尚未編列相關預算。

(1) Advanced study of directors/supervisors:

Please visit www.bok.com.tw to view the bank's "Information disclosure".

(2) Attendance of directors and supervisors in a Board meeting: 91.67 % and 90% attendance rate of directors and supervisors, respectively, in 2005.

(3)Execution of risk management policies and risk measuring standards: Please see Page 110 "6. The Evaluation of Risk Management ".

(4)For the protection of consumers or execution of customers' policies: In order to improve the services provided to customers and communication with customers, we have a Toll Free Hot Line, and Customer Service Window setup exclusively for credit, financial derivatives and negotiation mechanisms for consumers' financial debt.

(5) The effort of directors in preventing a "conflict of interest": Directors are self-disciplined and will not cast their votes on the issues that may represent a "conflict of interest".

(6) Insurance acquired by us for directors and supervisors : No budget has been appropriated yet.

會計師資訊
CPA Information

會計師資訊 CPA Information

一、會計師公費資訊：未支付非審計公費，且支付審計公費較前一年度減少比率在15%以下，未達揭露標準。

Information Regarding Fee：No non-audit fee was paid, and the paid audit fee decrease below 15% compared with those paid in the preceding year. Therefore, this situation does not require disclosure.

二、更換會計師資訊：本公司因配合建興聯合會計師事務所職務輪調之需要，自94年度財務報表簽證起，簽證會計師由劉吉雄會計師及蔡淑滿會計師變更爲蘇炳章會計師及蔡淑滿會計師。

Alternation of CPA：To cope with the job assignment of Horwath Chien Hsing, the CPAs responsible for certification of the financial statement were changed from Chi-Hsiung Liu, CPA and Shu-Man Tsai, CPA into Ping-Chang Su, CPA and Shu-Man Tsai, CPA as from the certification of the FY 2005 annual financial statement.

三、董事長、總經理、負責財務或會計事務之經理人任職於簽證會計師所屬事務所或其關係企業情形：無。

Chairman, President or Managers Responsible for Financial or Accounting Business Assume Positions in the Office of CPA Certified the Bank's Financial Statement or in the Affiliates Thereof: none

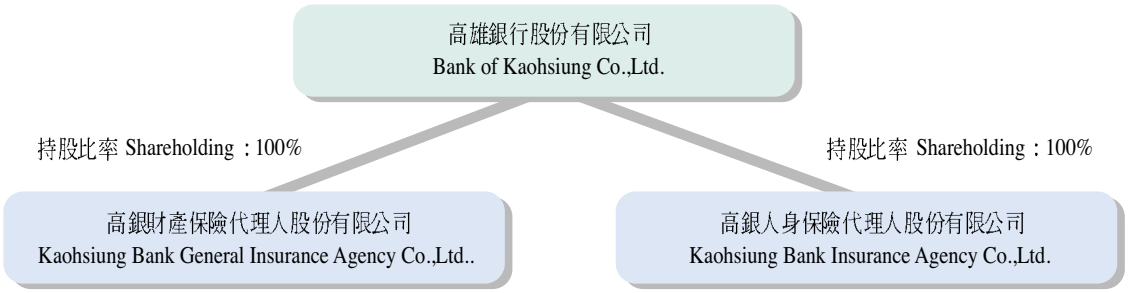
特別記載事項
Special Notes

一、關係企業相關資料 Related Information on Affiliated Enterprises

(一)關係企業合併營業報告書 Consolidated Statements of Operation of Affiliated Enterprises

1. 關係企業概況 Brief Introduction

(1)關係企業組織圖 Affiliated Enterprises Chart



(2)關係企業基本資料 Basic Details of Affiliated Enterprises

單位：新台幣百萬元；Unit：NT$ Million at 2006.03.31

企業名稱 Name	核准設立日期 Date of Incorporation	地址 Address	實收資本額 Paid-in Capital	主要營業 Primary Business Activities
高銀財產保險代理人股份有限公司 Kaohsiung Bank General Insurance Agency Co.,Ltd	2002.03.12	高雄市新興區六合一路27號3樓 3F,27 Liu Ho 1st Rd, Hsinhsing District, Kaohsiung City	5.00	財產保險代理人 Non-Liofe Insurance Agency
高銀人身保險代理人股份有限公司 Kaohsiung Bank Insurance Agency Co.,Ltd.	2002.10.11	高雄市新興區六合一路27號3樓 3F,27 Liu Ho 1st Rd, Hsinhsing District, Kaohsiung City	3.00	人身保險代理人 Life Insurance Agency

(3)推定爲有控制與從屬關係者其相同股東資料：無。

Our Shareholders Representing Both the Holding Company and Subordinates ：none.

(4)關係企業董事及監察人資料

Directors and Supervisors of Affiliated Enterprises

單位：股 / % ；Unit：Share / % at 2006.03.31

企業名稱 Name	職稱 Title	姓名或代表人 Company Name or Name of Representative	持有股份 Shareholding	
			股數 Shares	持股比率 Shareholding（%）
高銀財產保險代理人股份有限公司 Kaohsiung Bank General Insurance Agency Co., Ltd.		高雄銀行股份有限公司 Bank of Kaohsiung Co.,Ltd. 黃清詰 Chin-Gaw Huang	500,000	100.00
	董事長 Chairman	黃清詰 Chin-Gaw Huang	500,000	100.00
	董　事 Director	劉宜鏞 Yi-Jong Lieu	500,000	100.00
	董　事 Director	王進安 Jin-Ann Wang	500,000	100.00
	董　事 Director	洪梅菊 Margie Hong	500,000	100.00
	董　事 Director	陳美伶 Mei-Ling Chen	500,000	100.00
	監察人 Supervisor	周德琴 Te-Chin Chou	500,000	100.00
	監察人 Supervisor	林丁連 Ting-Lien Lin	500,000	100.00
高銀人身保險代理人股份有限公司 Kaohsiung Bank Insurance Agency Co., Ltd.		高雄銀行股份有限公司 Bank of Kaohsiung Co.,Ltd. 黃清詰 Chin-Gaw Huang	300,000	100.00
	董事長 Chairman	黃清詰 Chin-Gaw Huang	300,000	100.00
	董　事 Director	洪梅菊 Margie Hong	300,000	100.00
	董　事 Director	陳美伶 Mei-Ling Chen	300,000	100.00
	監察人 Supervisor	林丁連 Ting-Lien Lin	300,000	100.00

2.關係企業營運概況 Affiliated Enterprises Business Review & Achievements

單位：新台幣百萬元；Unit：NT$ Million at 2006.03.31

企業名稱 Name	資本額 Paid-in Capital	資產總額 Total Assets	負債總額 Total Liabilities	淨值 Stockholders' Equity	營業收入 Operating Revenue	營業利益 Operating Income	稅後損益 Net Income	稅後每股盈餘元 Earnings Per Share(NT$)
高銀財產保險代理人股份有限公司 Kaohsiung Bank General Insurance Agency Co.,Ltd	5.00	7.54	0.67	6.87	3.76	1.22	0.90	1.80
高銀人身保險代理人股份有限公司 Kaohsiung Bank Insurance Agency Co.,Ltd	3.00	25.95	4.43	21.52	63.96	16.69	12.78	42.6

(二)關係企業合併財務報表：請參閱第102頁，本公司「財務概況五、2005年度經會計師查核簽證之母子公司合併財務報表」。

Consolidated Financial Statements of Affiliated Enterprises ：Please refer to page 102 for "Financial Summary 5 Audited Consolideted Financial Statements for FY 2005".

(三)關係報告書 Affiliated Enterprises Report

1. 從屬公司與控制公司間之關係概況：請參閱第125頁，本公司「特別記載事項一、關係企業相關資料」。

Relation of the "parent company and wholly-owned subsidiary" : Please refer to page 125 for "Special Notes - Related Information on Affiliated Enterprises".

2.從屬公司與控制公司間之交易往來、財產交易、資金融通、資產租賃、背書保證情形：請參閱第82頁，本公司「財務報表附註22.關係人交易」。

Transactions, property trade, financing, assets rental, and endorsement between the parent company and wholly-owned subsidiaries ：Please refer to page 82 for "Notes to Financial Statements 22.RELATED PARTY TRANSACTIONS".

二、內部控制制度執行狀況 Implementation Status of the Internal Control System

(一)內部控制聲明書 Declaration on the Enforcement of the Internal Control System

高雄銀行內部控制制度聲明書
Bank of Kaohsiung
Declaration Enforcement of the Internal Control System
January 19, 2005
Attn ：Financial Supervisory Commission, Executive Yuan

謹代表高雄銀行聲明本銀行於94年1月1日至94年12月31日確實遵循「銀行內部控制及稽核制度實施辦法」，建立內部控制制度，實施風險管理，並由超然獨立之稽核部門執行查核，定期陳報董事會及監察人，兼營證券業務部分，並依據金融監督管理委員會證券期貨局訂頒「證券暨期貨市場各服務事業建立內部控制制度處理準則」規定之內部控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。經審慎評估，本年度各單位內部控制及法規遵循情形，均能確實有效執行；本聲明書將成爲本銀行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僞、隱匿等不法情事，將涉及證券交易法第20條、第32條、第171條及第174條等之法律責任。

We, the Undersigned, hereby on behalf of Bank of Kaohsiung declared that during the period beginning January 1, 2005 until December 31, 2005, we did faithfully build the internal control systems and enforce risk control in accordance with the "Enforcement Regulations for Bank Internal Audit Control System". Further through detached and independent Audit Department, we conducted audit with audit reports duly submitted to the board of directors and supervisors on a periodic basis. We evaluated the effectiveness of its Internal Control System in accordance with the Guidelines for the Establishment of the Internal Control System by Public Companies (the Guidelines) set forth by the Securities and Futures Commission of the Financial Supervisory Commission. Through prudent assessment, all units of the Bank did faithfully enforced the internal control and legal compliance. The Statement of the Internal Control System will be a prominent feature of our annual report and prospectus, and will be released to the public. Should any statement herein involve forgery, concealment or any other illegality, Articles 20, 32, 171 and 174 of the Security Transaction Act shall apply.

謹　　致
金融監督管理委員會

聲明人
Declarants

董事長
Chairman

總經理
President

總稽核
Chief Auditor

總機構遵守法令主管
The Head Office's
Legal Compliance Head

中　華　民　國　九　十　五　年　·　月　十　九　日

(本刊內容與聲明書原本一致)
(The content of the report is in conformity with the original Declaration)

高雄銀行以信託方式兼營全權委託投資業務內部控制制度聲明書
Declaration of Internal Control System Executed by Discretionary Investment Business
(表示設計及執行均有效)
(Effective in design and execution)

高雄銀行股份有限公司
內部控制制度聲明書

日期：95年1月19日

本公司民國94年1月1日至94年12月31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、本公司係依據行政院金融監督管理委員會訂頒「證券投資信託事業及經營接受客戶全權委託投資業務之證券投資顧問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，係爲依管理控制之過程，將內部控制制度劃分爲五個組成要素：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，認爲本公司上開期間的內部控制制度(含對子公司之監理)，包括知悉與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、本聲明書將成爲本公司募集基金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僞、隱匿、詐欺及足致他人誤信等不法情事，將涉及證券投資信託及顧問法第8條、第15條、第105條及第106條等之法律責任。另本聲明書將成爲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僞、隱匿等不法情事，將涉及證券交易法第20條、第32條、第171條及第174條等之法律責任。

七、本聲明書業經本公司民國95年1月19日董事會通過，出席董事11人中，無人持反對意見，均同意本聲明書之內容，併此聲明。

Bank of Kaohsiung Co., Ltd.
Statement of Internal Control System

January 19, 2006

We have conducted a self-assessment of internal controls for the period of January 1, 2005 to December 31, 2005. The results are as follows:

1. We acknowledge that the Board of Directors and management personnel are responsible for establishing, performing, and maintaining an Internal Control System. The said System has already been duly established. The purposes of the Internal Control System are to provide a reasonable assurance of achieving the operation goals of efficiency and effectiveness, such as profitability, performance and the safeguard of the assets, reliability of the financial reports and compliance with the applicable laws and regulations.
2. The Internal Control System has its inherent constraints, and it could only provide reasonable assurance of achieving the three goals mentioned above no matter how well it has been designed. The effectiveness of the Internal Control System could be changed due to changes of the environment and the situations. We have established an Internal Control System with the function of self-monitoring, which could undertake corrective actions whenever a shortcoming is identified.
3. We evaluate the effectiveness of its Internal Control System in accordance with the Guidelines governing Securities Investment Trust and Securities Investment Consulty with Discretionary Investment Business set forth by the Securities and Futures Commission of the Financial Supervisory Commission. The said Guidelines divide Internal Control System into five components: (1) Control Environment, (2) Risk Assessments, (3) Control Operations, (4) Information and Communication, and (5) Monitoring. Each component comprises certain factors. More information regarding the said factors is available in the aforesaid Guidelines.
4. We have assessed and evaluated the design and effectiveness in the design and performance of the aforementioned System.
5. On the basis of the self-assessment, we are of the opinion that the aforemen tioned Internal Control System (includes governance of subsidiaries), including the efficiency and effectiveness of operations, reliability of financial reports, and compliance with applicable laws and regulations, is effective and provides a reasonable assurance of achieving the aforementioned goals during the period of January 1, 2005 to December 31, 2005.
6. The Statement of the Internal Control System will be a prominent feature of our annual report and prospectus, and will be released to the public. Should any statement herein involve forgery, concealment or any other illegality, Articles 8,15,105 and106 of the Securities Investment Trust and Consulting Act. Articles 20, 32, 171 and 174 of the Security Transaction Act shall apply.
7. This Statement of the Internal Control System has been approved by our Board of Directors at the meeting of January 19. 2006 with 11 directors present at the meeting and none of them objecting to this Statement of the Internal Control System.

高雄銀行股份有限公司
Bank of Kaohsiung Co., Ltd.

董事長
Chairman

總經理
President

(本刊內容與聲明書原本一致)
(The content of the report is in conformity with the original Declaration)

(二)會計師專案審查內部控制制度之審查報告
Independent Auditor's Report on Internal Control System

建興聯合會計師事務所
HORWATH CHIEN HSING
Certified Public Accountants
A member of Horwath International

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12F, 21 Linshen 2nd Road,
Kaohsiung, Taiwan R.O.C.
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會計師檢查高雄銀行(股)公司報告

高雄銀行(股)公司董事會公鑑：

貴銀行民國94年度之財務報表，業經本會計師依照一般公認審計準則查核峻事，本會計師亦檢查　貴銀行民國94年度之主要經營業務內部控制之設計與執行、遵守法令主管制度執行情形、備抵呆帳提列政策之妥適性及申報主管機關表報資料正確性。董事會之責任在於監督管理階層建立並維持適當之內部控制制度。本會計師之責任在於依檢查之結果，對銀行是否依銀行主管機關之規定建立並維持有效的內部控制制度提出建議意見並出具檢查報告。

本會計師之檢查，係依據行政院金融監督管理委員會頒佈「銀行內部控制及稽核制度實施辦法」之規定，運用必要之檢查程序，包括評估　貴銀行之控制環境、主要經營業務風險、會計及其他管理紀錄之性質與內部控制制度之設計，並以適當之抽樣方式針對紀錄及控制進行測試、檢查、觀察、查詢與函證，以獲取足夠及適切之證據，俾對　貴銀行內部控制制度之設計及執行之有效性表示意見。本會計師認爲所採用之檢查程序足以爲本會計師之意見提供合理之依據。

除本檢查報告所列發現事實之建議事項外，依本會計師之意見，　貴銀行自民國94年1月1日至94年12月31日之主要經營業務之內部控制制度及遵守法令主管制度執行情形、備抵呆帳提列政策之妥適性、以及申報主管機關表報資料正確性等已建立適當之控制機制，並維持其設計及執行之有效性。

本檢查報告出具之目的係供銀行董事會監督管理階層作爲督導銀行內部控制改進之依據及銀行主管機關作爲例外管理之參考。

建興聯合會計師事務所

會計師：蘇炳章

會計師：蔡淑滿

民國95年2月27日

Bank of Kaohsiung Co., Ltd.
Independent Auditor's Report

Feb. 27, 2006

To: The Board of Directors of the Bank of Kaohsiung Co., Ltd.

We have audited the accompanying financial statements of Bank of Kaohsiung Co., Ltd. as of December 31, 2005 subject to generally accepted auditing standards. We have also examined the internal audit design and execution for business operation in FY 2005, the compliance with regulatory system, the appropriateness of allowance for credit loss, and the accuracy of statements and data filed with the competent authority. It is the responsibility of the Board of Directors to supervise the management in establishing and maintaining a proper Internal Control System, while our responsibility is to express opinions and issue a report on the Internal Control System based on our audits.

We conduct our audits subject to the "Enforcement Regulations for Bank Internal Audit Control System" that is published by the Ministry of Finance. The Measures require that we exercise the necessary inspection procedure including evaluating the controlled environment of the bank, major business risk, the nature of accounting and managing records and the design of Internal Control System; also, plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. We believe that our audits provide a reasonable basis for our opinion on the effectiveness of the Internal Control System.

Except for the potential improvements recommended for the findings in the report, in our opinion, based on our audits, the Internal Control System, the execution of regulatory requirements, the appropriateness of allowance for credit loss, and the accuracy of statements and data filed with the competent authority of the Bank of Kaohsiung are with a proper control mechanism installed and with an effective design and execution maintained as of December 31, 2005.

The audit report is issued to help the Board of Directors supervise the management of the Bank in improving internal control and for the reference of the bank component authority in extraordinary management.

HORWATH CHIEN HSING
Certified Public Accountants
A member of Horwath International

CPA : Ping-Chang Su

CPA : Shu-Man Tsai

(本刊內容與審查報告原本一致)
(The content of the report is in conformity with the audit report)

三、2005年度及截至2006年3月止，董事或監察人對董事會通過重要決議有不同意見且有記錄或書面聲明者，其主要內容：

The Documented Disagreement or Written Statement of the Directors or Supervisors Against the Important Resolutions Reached by the Board of Directors in FY 2005 and up to March 2006：

會議日期 Date	董事會通過重要決議概要 The Important Resolutions	董事或監察人不同意見概要 The Content of Objection
94.03.24	1.建興聯合會計師事務所查核簽證本行93年度財務報告案。 Horwath Chien Hsing audited and certifies the bank's financial statement 2004.	陳董事瑞芳針對支領勞工退休準備金專戶存款程序是否合乎規定等事項，持保留意見。 Director Jueifang P. Chen reserved his opinion on whether the procedure for disbursement of the exclusive account reserve for workers' retirement complied with the requirements.
	2.修訂本行「公司章程」部分條文案。 Discuss the amendment of "Articles of Incorporation".	陳董事瑞芳對第5條修正案，持保留意見。 Director Jueifang P. Chen reserved his opinion on the amendment to Article 5.
94.08.25	建興聯合會計師事務所查核簽證本行94年上半年度財務報告及本行與子公司合併核閱報告案。 Horwath Chien Hsing audited and certified the bank's financial statement for the first half year of 2005 and the consolidated statement of the bank and its affiliate.	陳董事瑞芳意見保留。 Director Jueifang P. Chen reserved his opinion in this regard.
95.03.30	1.建興聯合會計師事務所查核簽證本行94年度財務報告及本行與子公司合併財務報告案。 Horwath Chien Hsing audited and certified the bank's financial statement for 2005 and the consolidated financial statements of the bank and its affiliate.	劉董事芳男對資產減損部分意見保留。 Director Fang-Nan Liou reserved his opinion towards impairment of assets.
	2.本行股務代理繼續委託國票綜合證券（股）公司代理。 This Bank continued appointing Waterland Securities Co., Ltd. As Transfer Agent and Registrar.	陳董事瑞芳反對本案，主要面向有三： (1)關係密切度：該公司公司治理有嚴重問題。 (2)服務品質及專業能力。 (3)代理費價格。 Director Jueifang P. Chen opposed to the proposal, primarily on the ground of the following three factors: (1)Relationship: there was some serious problem on the company's administration. (2)Quality of service and expertise (3)Commission as charged

四、2005年度及截至2006年3月止，私募有價證券及子公司持有或處分本行股票情形：無。

Private Placement of Marketable Security and BOK Stocks Held or Disposed by the Subsidiary of Us in FY 2005 and up to March 2006 : none.

五、2005年及截至2006年3月止，股東會、董事會及臨時會之重要決議
Major Decisions Resolved in the Regular Shareholders' Meeting, Regular Board of Director's Meeting & Special Meeting as in FY 2005 and up to March 2006

(一) 董事會重要決議
Major Decisions Resolved in the Regular Board of Director's Meeting & Extraordinary Meeting

會議日期 Date	決議內容 The Content	
94.03.24	1.建興聯合會計師事務所查核簽證本行93年度財務報告。	1.Horwath Chien Hsing audited and certified the bank's financial statement for 2004.
	2.93年度盈餘分配草案。	2.Discuss FY 2004 distribution of earnings.
	3.修訂本行「公司章程」部分條文案。	3.The amendment of "Articles of Incorporation".
	4.訂定「高雄銀行董事會議事規則」草案。	4.Define the draft of "Rules Governing Procedures of the Board of Directors of Bank of Kaohsiung".
	5.訂期召開94年股東常會。	5.Discuss FY 2005 regular shareholders' meeting's date.
	6.擬請改選第9屆董事12席、監察人3席。	6. Scheduled to reelect 12 directors and 3 supervisors of the 9th term.
	7.本行未規劃使用之閒置土地，預估減損金額爲新台幣162,279,793元案。	7. The decrease in value of the idle land is estimated to be NT$162,279,793.
94.06.16	1.對轉投資事業「高銀財產保險代理人股份有限公司」增加持股20萬股，每股取得價格新台幣13元，總計投資金額最高新台幣260萬元。	1.Increase 200,000 shares in the trans-invested enterprise, "Kaohsiung Bank General Insurance Agency Co., Ltd.", at the price of NT$13 per share. The total investment thereof is NT$2,600,000.
	2.出售座落於高雄市苓雅區苓洲段264地號土地。	2.Sell the land located at No. 264, Ling Chou Section, Ling Ya District, Kaohsiung City
	3.原籬子內分行及九如分行押租行舍，未收回之押租金全數轉列爲損失。	3.The total unrecalled deposit and rental for the houses of Li Tze Nei Branch and Chiu Ju Branch are recorded as a loss.
94.07.06	1.選舉第9屆常務董事、董事長案。	1.Elect managing directors / chairman of the 9th term.
	2.訂定2004年現金股利分派之「除息基準日」案。	2.Define the "date for ex divide" for distribution of dividend for 2004.
94.08.25	1.建興聯合會計師事務所查核簽證本行94年上半年度財務報告及本行與子公司合併核閱報告案	1.Horwath Chien Hsing audited and certified the bank's financial statement for the first half year of 2005 and the consolidated statement of the bank and its affiliate.
94.12.21	審查95年度營業預算書。	Screen Business Budget for 2006
95.03.30	1.本行轉投資事業「台灣票券集中保管結算（股）公司」爲配合政府推動證券、金融周邊單位整合計劃，業於95年2月8日股東臨時會通過與「臺灣證券集中保管（股）公司」合併，並以95年3月27日爲合併基準日	1.TDCC trans-invested by this Bank has been merged with TSCD subject to the resolution of the preliminary shareholders' meeting on February 8, 2006 in order to cope with the Government's promotion of the integration of security and finance-related units, and March 27, 2006 was taken as the record date of the merger.
	2.修訂本行「董事會規程」部分條文。	2.This Bank's "articles of the board of directors" were amended in part.

（續前頁）

會議日期 Date	決議內容 The Content	
95.03.30	3.修訂本行「董事及監察人選舉辦法」部分條文。	3.This Bank's "Rules governing election of directors and supervisors" were amended in part.
	4.訂期召開95年股東常會。	4.Discuss FY 2006 regular shareholders' meeting's date.
	5.為加速處理本行閒置土地，擬出售高雄市楠梓區楠梓段三小段658、661地號等2筆土地。	5.Discuss the sale of the two lots of land located at No. 658, 661 3rd Sub-section, Nan Tzu Section, Nan Tzu District, Kaohsiung.
	6.建興聯合會計師事務所查核簽證本行94年度財務報告及本行與子公司合併財務報告案。	6.Horwath Chien Hsing audited and certified the bank's financial statement for 2005 and the consolidated financial statements of the bank and its affiliate.
	7.94年度盈餘分配草案。	7.Discuss FY 2005 distribution of earnings.
	8.本行轉投資事業「國票綜合證券股份有限公司」為彌補經營虧損、改善財務結構與提振每股盈餘，並配合國票金融控股（股）公司集團資本配置，於95年3月24日董事會議決議減資41.40億元,其中18.69億元彌補累積虧損，另退還股東股款22.71億餘元；資本總額自101.40億元降為60億元。	8.The board of directors of Waterland Securities Co., Ltd. which was trans-invested by this Bank resolved to decrease the capital by NT$ 4.140 billion on March 24, 2006, in order to make up the loss, improve financial structure and increase EPS, and to cope with the capital assignment of Waterland Financial Holdings. NT$ 1.869 billion out of NT$ 4.140 billion was used to make up accumulative loss and NT$ 2.271 billion was refunded to shareholders. The gross capital declined from NT$ 10.140 billion to NT$ 6 billion.
	9.配合政府政策，移轉不良債權本金347,135元，按其1%計價讓售予「陽光資產管理股份有限公司」，取得股權計3,471元。	9.In order to cope with the government's policy, this Bank sold the principal of bad credit totaling NT$ 347,135 to "Sunshine Assets Management Co., Ltd." at the price equivalent to 1% of the bad credit. The equity acquired totaled NT$ 3,471.

(二) 2005年股東會重要決議及其執行情形：

Major Decisions Resolved in the Regular Shareholders' Meeting and the execution of the resolutions reached：

決議內容 The Content	執行情形 The execution of the resolutions
1.93年度營業報告書及決算書表。 Business report and final report for 2004	
2.93年度盈餘分配案。 Discuss the distribution of earnings as at FY 2004.	93年度盈餘業依決議分配完妥 The earnings for FY 2004 have been distributed subject to the resolution.
3.本行「公司章程」部分條文修正案。 Discuss the amendment of "Articles of Incorporation".	本行「公司章程」修正案業於94.7.27奉主管機關核准。 The amendment of "Articles of Incorporation" has been approved by the competent authority on July 27, 2005.
4.本行未規劃使用之閒置土地，預估減損金額爲新台幣162,279,793元案。 The decrease in value of the idle land is estimated to be NT$ 162,279,793.	
5.本行與本行產業工會續簽團體協約案。 The bank renewed the group agreement with the bank's industry association.	本行已於94.7.12與本行產業工會簽妥團體協約，經報請主管機關於94.8.16生效。 The bank has entered into the group agreement with the bank's industry association on July 12, 2005, and reported it to the competent authority. The agreement became effective on August 16, 2005.
6.第九屆董事、監察人選舉案。 Election of directors / supervisors of 9th term	第9屆董事、監察人名單，請參閱第12-13頁。 The name list of directors / supervisors of the 9th term is shown on Pages 12-13.

六、最近2年度違法受處分及主要缺失與改善情形

Penalty Received for Unlawful Practices Over the Past Two Years, and Corrective Action Taken Against Major Defects

(一)負責人或職員因業務上犯罪經檢察官起訴者

Indictment by Prosecutors Against the Responsible Person or Staff Members because of A Crime Committed on Duty

1.案由

2003年度本行北高雄分行發生前曾姓行員利用職務之便，延遲解繳稅款及挪用支票存款，事後雖已歸墊入帳，惟本案經繼續追查，發現該員在2000~2001年任職南高雄分行期間，曾有冒貸消費性貸款之情事。全案經高雄地檢署偵查終結，分別於2003.10.28及2004.09.27起訴，業經高雄地方法院以業務侵占及貪污等罪名，科處有期徒刑3年2個月，褫

1.Subject

In FY 2003, a teller serving with the Pei Kaohsiung Branch surnamed Tzan took advantage of his duty by delaying the tax payment and embezzling client's checking deposit. He reimbursed the accounts in full afterwards. However, the further investigation reveals that the teller had taken a consumer loan unlawfully in FY 2000~2001 while working at Nan Kaohsiung Branch. Following conclusion of the investigation, the prosecutor prosecuted the teller on October 28, 2003 & September 27, 2004. Kaohsiung District Court rendered that the teller guilty in embezzlement and corruption with a total imprisonment of three years and two months in combination, plus

奪公權3年。

2.主要缺失

(1)非存摺帳務之現金收支交易，未留存原始及沖正交易紀錄。

(2)行員存款有由行員本身辦理核章、記帳及收付款之情形。

(3)對於行員本身所招攬之消費性貸款案件，未確實查證借戶職業身分，且由招攬行員自行辦理對保，有欠牽制。

(4)辦理存款開戶及領用金融卡作業，未確實核對存戶身分證及本人親簽，且未依規將「金融卡密碼通知書」面交存戶本人。

3.改善情形

(1)爲加強內部管理，防範不法冒貸，本行已增修「加強櫃員管理及收付作業應注意事項」、「加強控管代收稅費款作業流程」、「辦理消費性信用貸款應注意事項」及「防範僞冒開戶及領用金融卡應注意事項」等規範，並加強消費性貸款徵信及現職查證之作業，責成營業單位切實辦理。

(2)對支票存款開戶及領用支票作業流程加強控管，並在各類交易傳票加印戶名，以利勾稽審核。

(3)本行董事會稽核處分別於2003.09.05及2003.12.24對相關單位進行專案覆查，並辦理「存款開戶及消費性貸款應注意事項」指定自行查核，缺失事項業已確實改善。

deprivation of civil rights for three years.

2.Major Defects

(1)In cash receipt / payment without a passbook, the business units did not retain the original and did not write off the trading records.

(2)The tellers were found having taken charge of their own teller deposits in stamping, accounting and payments.

(3)For the consumer loan solicited by tellers, the occupation of the loaner has not been verified and the confirmation was completed by the tellers without any "check and balance" mechanism installed.

(4)For the opening of savings deposit and the collection of ATM card, the I.D. card and the signature of the account holders are not cross examined and the "ATM password notice" has not been handed over to the account holders in person.

3.Corrective Action

(1)To strengthen the internal management and prevent illegal loans, we additionally enacted "Guidelines for Reinforcing Teller Administration and Receipting / Payment Operations", "Guidelines for Operating Procedures for Strengthened Control Over Tax Collection", "Guidelines for Consumer Banking Credit Loan" and "Guidelines for Preventing Forged Accounts and ATM Card" and demand the business units to reinforce the credit check and employment conformation for granting consumer loans.

(2)To facilitate interal-checking, we have strengthened control over the procedures of checking account opening, the procedures to claim blank checks and have printed the account names onto various categories of trading vouchers.

(3)The Auditing Dept. of the Board of Directors conducted an extraordinary recheck on the defect in the present case on September 5, 2003 & December 24, 2003. Process the self-check task designated in the "Guidelines for Savings Deposit and Consumer Banking Loan". The results of the extraordinary recheck proved that corrective action had been duly completed.

(二)違反法令經行政院金融監督管理委員會處以罰鍰者：無。

Penalty Fine Imposed because of Violation of Acts：none.

(三)缺失經行政院金融監督管理委員會嚴予糾正者：

Stiff Rectification Imposed by the Financial Supervisory Commission, Executive Yuan because of Defects in Business Operation：

2004年度中央銀行對本行辦理一般業務檢查時，在某營業單位庫房鐵櫃內發現已蓋妥主管、會計及裝訂人員印章之保管有價證券封條共74張，因違反作業程序且易滋弊端，致遭央行及金管會糾正。本行已責成各單位主管加強督導及不定期抽查，並納入自行查核及內部稽核重點，加強查核。經本行進行專案覆查，查核結果缺失事項業已確實改善。

CBC inspected the business operation of our bank in 2004 and found 74 marketable securities seals-strips in the cabinet of vault that are stamped with the seal of supervisor, accounting clerk, and composer. The nonconformity was identified by CBC and FSC since it violated the operating procedure and may result in fraud. We have asked the supervisors to reinforce supervision and perform random inspection from time to time in order to reinforce internal control and prevent the said nonconformity from reoccurring. We had reviewed the corrective action performed for the said nonconformity and the nonconformity was indeed corrected.

(四)經行政院金融監督管理委員會依銀行法第61條之1規定處分事項：無。

Penalty Fine Imposed because of Violation of the Banking Act of the Republic of China Article 61-1：none.

(五)因人員舞弊、重大偶發案件（詐欺、偷竊、挪用及盜取資產、虛偽交易、偽造憑證及有價證券、收取回扣、天然災害損失、因外力造成之損失、駭客攻擊與竊取資料及洩露業務機密及客戶資料等重大事件）或未切實依照金融機構安全維護注意要點之規定致發生安全事故等，其各年度個別或合計實際損失逾5千萬元者，應揭露其性質及損失金額：無。

The Major Occasional Frauds, Contingencies (Fraud, Theft, Embezzlement, and Rubbery, False Transaction, Forged Document and Marketable Securities, Kick Back, Natural Disaster Loss, Loss from External Factors, Hacker Attack, Data Theft, and Disclosure of Confidential Information and Customer Data and Such Major Incidents) or Security Accidents Resulting from the Failure to Abide by Security Instructions of Financial Institutions, or the Incidents Which Resulted in Loss Over NT$50 Million Over the Past Two Years：none.

(六)其他經行政院金融監督管理委員會指定應予揭露之事項：無。

Disclosure of Other Events as Required by the Financial Supervisory Commission, Executive Yuan：none.

七、其他必要補充說明事項：無。

Other Supplementary Disclosure：none.

八、2005年度及截至2006年3月止，發生證券交易法第36條第2項第2款所定對股東權益或證券價格有重大影響之事項：無。

Occurrence of Substantial Impact on Shareholder's Equity or Security Price in FY 2005 and up to March 2006 that is Defined in Securities Transaction Act Article 36.2.2.：none.

資訊透明化揭露
Information Disclosure

資訊透明化揭露
Information Disclosure

序號 No	揭露項目 Item	參閱頁次或說明 Reference page or description
1	重要會計政策 Important Accounting Policy	60
2	會計原則與國內一般公認會計原則之一致性 The Consistence of the Accounting Principle and Generally Accepted Accounting Principle	60
3	財務報表之編製是否依據國際會計準則 Financial Statements are Compiled In Accordance With International Accounting Standards or Not	本國銀行，不適用國際會計準則。 Not applicable.
4	國內會計原則針對國際會計原則（或美國一般公認會計原則）所作之調節 The Accounting Principle Adjusted According to International Accounting Principles (or Generally Accepted Accounting Principles of the United States)	不適用。 Not applicable.
5	資產價值減損之會計處理 Accounting for Assets Impairment	66
6	固定資產折舊之方法及年限 Method and Term of Depreciation for Property, Plant and Equipment	62
7	資產負債評價科目提列方式之評估依據及基礎 Reference and Foundation of Evaluation for the Appropriation of Assets and Liabilities	60 - 66
8	揭露股票及存託憑證以外之金融商品公平價值使用之方法 The method of disclosures of the fair value of the financial instruments with the Exceptian of Stocks and Depsitory Receipts	請參閱第 95 頁財務報告附註28(二)非衍生性之金融商品公平價值。 Please refer to page 95 for "Notes 28 to Financial Statements - Fair Value of Non - Derivative Financial Instruments"
9	長短期投資互轉之相關資訊 Investment and Transfer of Long - Term and Short - Term investment	年度內未有長短期投資互轉情事。 No transfer of long-term and short-term investment has occurred in the year.
10	部門別之分析 Department Analysis	101
11	簽證會計師事務所之名稱及查核報告爲無保留意見 Name of the Certified Public Accountant Firm and An Unqualified Opinion is Expressed in the Independent Auditor's Report	52
12	給付同一簽證會計師及其所屬會計師事務所關係企業之其他非審計公費的金額與性質 The Amount and Nature of Non - Audit Fees Paid to the Certified Public Accountant and the Related Party of the CPA	年度內未給付建興聯合會計師事務所非審計公費。 No non-audit fee was paid to Horwath Chien Hsing in the fiscal year.
13	會計師公費資訊 Information Reqarding CPA Fee	123
14	關係企業組織圖及股權結構 Organizational Chart and Stock Structure of the Related Parties	125
15	關係企業之背書保證、資金貸與他人及從事衍生性商品交易資訊 The Endorsement, Guarantee, Loans to Others, and Derivative Commodity Transaction of the Related Parties	年度內未有相關交易。 No relevant transactions took place in the year.
16	關係人（含關係企業）交易資訊之揭露 The Transaction Information of Related Parties	82

序號 No	揭露項目 Item	參閱頁次或說明 Reference page or descriptiont
17	經營團隊對公司營運之檢討 Operating Review by the Management Team	1
18	總體經濟環境及公司所屬產業趨勢 Review of the Macro – Economy Environment and the Trend of Bank Industry	32 - 33
19	長短期業務發展計劃 The Long – Term and Short – Term Business Development Plan	36 - 37
20	研發投資之計畫 The R&D and Investment Plan	35
21	產品組合 The Products and Services	34
22	行業特殊性關鍵績效指標 Industrial Features Key Benchmark	請參閱第 48 頁，本行「資本適足率」及「逾放比率」。 Please refer to page 48 capital adequacy ratio and ratio of NPL.
23	歷史績效指標 The Historical Performance Index	請參閱第 48 頁，最近 5 年度財務分析。 Please refer to page 48 for "Financial Analyses for the Past Five Years".
24	風險管理政策 The Risk Management Policy	110
25	風險管理組織架構 Organizational Structure of Risk Management	110
26	適用避險會計之目標與方法 The Objective and Method of Risk – Hedge Accounting	64 - 65, 93
27	員工產值 The Production Value of Staffs	48
28	員工之進修與訓練 The Education and Training of Staffs	39
29	員工持有專業證照情形 Employees With Certificates, Licenses and Qualifications	38
30	員工行為或倫理守則 The Behavior and Ethics Codes of Staffs	本行為規範從業人員對於公務之基本態度與作為，訂定「高雄銀行從業人員服務規則」，俾利從業人員行為有所遵循。 We have the "Guidelines for the Staffs Services" stipulated for the reference of employees in regulating their attitudes and acts at work.

序號 No	揭露項目 Item	參閱頁次或說明 Reference page or description
31	工作環境與員工人身安全保護措施 Measure for Working Environment and Staffs' Safety Protection	一、為健全本行災害防救體系，強化災害預防措施，特訂定「高雄銀行災害防救作業要點」，並常設「緊急應變小組」，以強化突發事件處理能力，降低人員與財物之損失。 In order to substantiate the disaster rescue system and reinforce disaster preventive measures, the "Regulations for Disaster- Prevention and Rescue" is stipulated and with the "Emergency Rescue Team" organized to reinforce the ability in handling emergencies and to minimize the loss of lives and properties. 二、為防止職業災害，訂定「高雄銀行勞工安全衛生工作守則」，以落實保障員工安全與健康。 In order to prevent occupational hazards, the "Working Rules for Occupational Safety and Health" is stipulated to protect the safety and health of staffs substantively.
32	社會責任之履行 Social Responsibilities Performed	39
33	董監事名單、學經歷、持有股數及加入董事會之時間 Directors, Supervisors, and Their Education and Experience, Shareholdings, and the Elected Date	12 - 13
34	董監事獨立性相關資訊 The Independence of Directors and Supervisors	14
35	依擔任職務加以分類之董監事相關資訊 Classification of Directors and Supervisors by Job Responsibilities	12 - 13
36	依兼任其他公司職務加以分類之董監事相關資訊 Classification of Directors and Supervisors Serviced Concurrently with Other Company	本公司董監事相關資訊係依其擔任本公司職務加以分類，並揭示其兼任其他公司之職務，請參閱第12 - 13。 The relevant information of the company's directors and supervisors are classified subject to their job responsiblity, and moonlighting of other companys' position are also disclosed, please refer to page 12 -13.
37	董監事酬勞 The Remuneration of Directors and Supervisors	17 - 20
38	董監、經理人及大股東股權質押變動情形 The Pledged Shares of Directors, Supervisors, Officers, and Major Shareholders	23
39	董監事之訓練 The Training of Directors and Supervisors	請參閱www.bok.com.tw－法定公開揭露事項－其他－公司治理運作情形。 Please refer to our website.
40	公司治理狀況 Corporate Governance Practices	120
41	前十大取得員工分紅人士之姓名及職位及十大分紅總股數 Name and Title of the Top Ten Employees Who Were Distributed Employees' Bonus and the Total Shareholdings	請參閱附表。 Please refer to the appendix.
42	經理人名單、持有股數、學經歷、目前兼任其他公司職務及員工認股權持有數 List of officers, Shareholdings, Experence, Education, Moonlighting of Other Companys' Position, and Employees Warrant Holdings.	本行未發行員工認股權，餘請參閱第15 - 16 頁。 We don't issue Employees Share Options, and other information, please refer to page 15 - 16.
43	配發員工分紅配股（以市價計算）後設算之每股盈餘。 Earnings Per Share after Distribution Employees' Bonus from Net Income.	員工分紅皆以現金發放，請參閱第 79 頁配發員工紅利與董監事酬勞後之設算每股盈餘。 Employees' Bonus was paid in cash, please refer to page 79.
44	持股超過1%股東及其持有股數、比例 Shareholders Who Hold Over 5% and the Actual Shareholdings and Ratio	27
45	排名前十大股東及其持有股數、比例 The Top Ten Shareholders and the Actual Shareholdings and Ratio	27
46	配發員工紅利與董監酬勞後之設算每股盈餘 Earnings Per Share after the Distribution of Employees' Bonus and Remuneration to Directors and Supervisors	79
47	股東大會決議事項執行情形之探討 The Execution of the Resolutions Reached in Shareholder's Meeting	133

附表：本行前10大取得2004年盈餘員工分紅人士之姓名、職位及其持有股數
Appendix：Name and Title of the Top Ten Employees Who received Employees' Bonus and the Total Shareholdings

2004.12.31

排名 Rank	員工姓名 Name	職稱 Title	持有股數 Shareholding
1	莊信雄 Shin-Hsiung Chuang	總經理 President	120,502
2	劉興地 Shing-Dieh Liu	總稽核 Chief Auditor	2,208
3	賴光二 Kuang-Erh Lai	副總經理 兼業務管理處處長 Exec. Vice President and Head of Business Management Dept.	33,547
3	劉芳男 Fang-Nan Liou	副總經理 Exec. Vice President	25,132
3	黃識強 Shih-Chiang Huang	副總經理 兼研究發展處處長 Exec. Vice President and Head of R & D Dept.	1,122
6	許月雲 Anna Hsu	經理 General Manager	0
7	柯俊清 Chun-Ching Ko	顧問兼北區風險管理部經理 Consultant and Manager of North area Risk Management Dept.	0
8	陳六南 Liu-Nan Chen	人力資源處處長 Head of Human Resources Dept.	5,739
8	劉宜鐘 Yi-Jong Liou	資訊處處長 Head of Information Technology Dept.	0
8	蔡秀珍 Shiow-Jen Tsai	經理 General Manager	7,147
8	游禎言 Cheng-Yen Yu	經理 General Manager	9,244
8	盧泰揚 Thai-Iang Lu	副總稽核 Vice Chief Auditor	3,363
合計 Total			208,004

總行及國內外分支機構之地址及電話
Business Unit Directory

總行及國內外分支機構之地址及電話 Business Unit Directory

單　位 Unit	地　址 Address	電　話 TEL
總行 Head Office	高雄市左營區博愛二路168號 168 Po Ai 2nd Road, Tsoying District, Kaohsiung, Taiwan	(886)7-557-0535
營業部 Business Dept.	高雄市左營區博愛二路168號 168 Po Ai 2nd Road, Tsoying District, Kaohsiung, Taiwan	(886)7-557-0535
公庫部 Minicipal Treasury Dept.	高雄市苓雅區四維三路2號1樓 1F, 2 Su Wei 3rd Road, Lingya District, Kaohsiung, Taiwan	(886)7-336-0408
國外部 International Banking Dept.	高雄市苓雅區中華四路51號2樓 2F, 51 Chung Hwa 4th Road, Lingya District, Kaohsiung, Taiwan	(886)7-535-5375
信託部 Trust Dept.	高雄市新興區六合一路27號3樓 3F, 27 Liu Ho 1st Road, Hsinhsing District, Kaohsiung, Taiwan	(886)7-238-5188
六合分行 Liu Ho Branch	高雄市新興區六合一路27號1樓 1F, 27 Liu Ho 1st Road, Hsinhsing District, Kaohsiung, Taiwan	(886)7-238-4888
左營分行 Tso Ying Branch	高雄市左營區左營大路479號 479 Tsoying Ta Road, Tsoying District, Kaohsiung, Taiwan	(886)7-581-9131
國際金融業務分行 Offshore Banking Unit	高雄市左營區博愛二路168號5樓 5F, 168 Po Ai 2nd Road, Tsoying District, Kaohsiung, Taiwan	(886)7-557-0535
北高雄分行 Pei Kaohsiung Branch	高雄市左營區民族一路1012號 1012 Min Tsu 1st Road, Sanmin District, Kaohsiung, Taiwan	(886)7-359-9291
七賢分行 Chi Hsien Branch	高雄市前金區七賢二路396號 396, Chi Hsien 2nd Road, Chienchin District, Kaohsiung, Taiwan	(886)7-251-7012
前金分行 Chien Chin Branch	高雄市前金區六合二路145號 145 Liu Ho 2nd Road, Chienchin District, Kaohsiung, Taiwan	(886)7-286-1136
三民分行 San Min Branch	高雄市三民區博愛一路287號 287 Po Ai 1st Road, Sanmin District, Kaohsiung, Taiwan	(886)7-321-8813
灣內分行 Wan Nei Branch	高雄市三民區大順二路470號 470 Ta Shun 2nd Road, Sanmin District, Kaohsiung, Taiwan	(886)7-386-5905
九如分行 Chiu Ju Branch	高雄市三民區陽明路459號 459 Yang Min Road, Sanmin District, Kaohsiung, Taiwan	(886)7-381-2499
大昌簡易型分行 Ta Chang Mini-Branch	高雄市三民區大昌二路71號 71 Ta Chang 2nd Road, Sanmin District, Kaohsiung, Taiwan	(886)7-380-7306
明誠分行 Min Cheng Branch	高雄市三民區明誠一路168號 168 Ming Cheng 1st Road, Sanmin District, Kaohsiung, Taiwan	(886)7-359-5336
小港分行 Hsiao Kang Branch	高雄市小港區小港路158號2樓 2F, 158 Hsiao Kang Road, HsiaoKang District, Kaohsiung, Taiwan	(886)7-812-2268
桂林分行 Kwei Lin Branch	高雄市小港區桂陽路332號 332 Kwei Yang Road, HsiaoKang District, Kaohsiung, Taiwan	(886)7-793-1616
建國分行 Chien Kuo Branch	高雄市苓雅區建國一路199號1樓 1F, 199 Chien Kuo 1st Road, Lingya District, Kaohsiung, Taiwan	(886)7-223-0511
文化中心分行 Wen Hua Center Branch	高雄市苓雅區光華一路263號 263 Guang Hua 1st Road, Lingya District, Kaohsiung, Taiwan	(886)7-226-8105
三多分行 San To Branch	高雄市苓雅區三多二路171號 171 San To 2nd Road, Lingya District, Kaohsiung, Taiwan	(886)7-751-1168

單　位 Unit	地　址 Address	電　話 TEL
南高雄分行 Nan Kaohsiung Branch	高雄市苓雅區中華四路51號1樓 1F, 51 Chung Hua 4th Road, Lingya District, Kaohsiung, Taiwan	(886)7-330-1060
市府分行 Shih Fu Branch	高雄市苓雅區四維三路2號1樓 1F, 2 Su Wei 3rd Road, Lingya District, Kaohsiung, Taiwan	(886)7-335-0260
前鎮分行 Chien Chen Branch	高雄市前鎮區民權二路180號 180 Min Chuan 2nd Road, Chienchen District, Kaohsiung, Taiwan	(886)7-332-7131
草衙分行 Tsao Ya Branch	高雄市前鎮區漁港路52號 52 Yu Kang Road, Chienchen District, Kaohsiung, Taiwan	(886)7-841-3847
右昌分行 Yu Chang Branch	高雄市楠梓區軍校路780號之3 780-3 Chun Hsiao Road, Nantze District, Kaohsiung, Taiwan	(886)7-363-7478
楠梓分行 Nan Tze Branch	高雄市楠梓區建楠路141號 141 Chien Nan Road, Nantze District, Kaohsiung, Taiwan	(886)7-352-4391
鼓山分行 Ku Shan Branch	高雄市鼓山區九如四路1018號 1018 Chiu Ju 4th Road, Kushan District, Kaohsiung, Taiwan	(886)7-532-1001
鹽埕簡易型分行 Yen Cheng Mini Branch	高雄市鹽埕區大仁路6號 6, Ta Reng Road, Yencheng District, Kaohsiung, Taiwa	(886)7-551-1061
旗津分行 Chi Chin Branch	高雄市旗津區通山路54號 54, Thung Shian Road, Chichin District, Kaohsiung, Taiwan	(886)7-571-8263
鳳山分行 Feng Shan Branch	高雄縣鳳山市青年路二段362-6號 362-6, Ching Nien 2nd Road, Feng Shan City, Kaohsiung County, Taiwan	(886)7-776-3688
大發分行 Da Fa Branch	高雄縣大寮鄉鳳林三路480號1、2樓 1/2F, 480 Fong Lin 3rd Road, Ta Liao Hsiang, Kaohsiung County, Taiwan	(886)7-786-1899
屏東分行 Pin Tung Branch	屏東市中正路152號1樓 1F, 152 Chung Cheng Road, Pintung City, Taiwan	(886)8-736-8811
台北分行 Taipei Branch	台北市中山區松江路168號1、2樓 1/2F, 168 Sung Chiang Road, Chungsang District, Taipei, Taiwan	(886)2-2563-0101
信義分行 Shin Yi Branch	台北市大安區信義路二段134號 134, Shin Yi Road, Sec.2, Taan District, Taipei, Taiwan	(886)2-2356-4888
大直分行 Ta Chih Branch	台北市中山區敬業一路97號 97,Jingye 1st Road, Chungsang District, Taipei, Taiwan	(886)2-8502-1656
中和分行 Chung Ho Branch	台北縣中和市建一路198號 198 Chien Yi Road, Chung Ho City, Taipei County, Taiwan	(886)2-8227-1399
桃園分行 Tao Yuan Branch	桃園市民生路413、415、417號 413/415/417 Min Sheng Road, Tao Yuan City, Taiwan	(886)3- 338-1288
新竹分行 Hsin Chu Branch	新竹市民族路22號 22 Min Tsu Road, Hsin Chu City, Taiwan	(886)3-523-0333
台中分行 Tai Chung Branch	台中市南屯區惠中路三段69號1、2樓 1 / 2F, 69, Sec.3, Huei Chung Road, Nanthung District, Taichung City, Taiwan	(886)4-2252-2588
台南分行 Tai Nan Branch	台南市安平區慶平路191號 191 Cingping Road, Anping District, Tainan City, Taiwan	(886)6-295-5588

補充資料：

94年度盈餘分配經董事會通過擬議配發員工紅利之經理人姓名

職稱 Title	姓名 Name	職稱 Title	姓名 Name	職稱 Title	姓名 Name
總經理 President	莊信雄 Shin-Hsiung Chuang	經理 General Manager	陳美伶 Mei-Ling Chen	經理 General Manager	陳守仁 J.C. Shou-Jen Chen
副總經理 Exec. Vice President	賴光二 Kuang-Erh Lai	經理 General Manager	黃慶堯 Don Huang	經理 General Manager	王業興 Yeh-Shing Wang
副總經理 Exec. Vice President	劉芳男 Fang-Nan Liou	經理 General Manager	謝燕卿 Yen-Ching Hsien	經理 General Manager	張美珠 Mei-Chu Chang
副總經理 Exec. Vice President	黃識強 Shih-Chiang Huang	經理 General Manager	藍健成 Chien-Cheng Lan	經理 General Manager	蔡登崑 Duncan Tsai
總稽核 Chief Auditor	劉興地 Shing-Dieh Liu	經理 General Manager	黃秋琴 Chiu-Chin Huang	經理 General Manager	許月雲 Anna Hsu
顧問 Consultant	柯俊清 Chun-Ching Ko	經理 General Manager	陳慶讚 Ching-Tsan Chen	經理 General Manager	吳明宏 Ming-Hung Wu
財務管理處處長兼OBU分行經理 Senior Vice President, Treasury Dept, Adjunct Manager,OBU	洪梅菊 Margie Hong	經理 General Manager	林英忠 Ying-Chung Lin	經理 General Manager	蘇文略 Wen-Lueh Su
經理 General Manager	蔡金錶 Jin-Biau Tsai	經理 General Manager	劉秀慧 Shiu-Hui Liu	經理 General Manager	黃世宏 Shih-Hung Huang
經理 General Manager	柯碧蓉 Pi-Jung Ko	經理 General Manager	嚴惠芬 Hueng-Fen Yen	經理 General Manager	洪淑梅 Shw-Mei Hong
經理 General Manager	徐連德 Lien-Te Hsu	經理 General Manager	盧如珍 Ju-Chen Lu	經理 General Manager	顏姿丹 Tzu-Dan Yen
經理 General Manager	蔡秀珍 Shiow-Jen Tsai	經理 General Manager	王月娥 Yueh-O Wang	經理 General Manager	沈桂菘 Kuei-Song Shen
經理 General Manager	向元慶 Yuan-Chin Shiang	經理 General Manager	李華仁 Hwa-Jen Lee	經理 General Manager	劉安和 An-Ho Liu
經理 General Manager	吳敏成 Min-Cheng Wu	經理 General Manager	游禎言 Cheng-Yen Yu	經理 General Manager	萬德慶 Te-Ching Wan
經理 General Manager	陳麗華 Li-Hwa Chen	經理 General Manager	顏景瑞 Chin-Tzay Yan	經理 General Manager	陳威綸 Chuck Chen
經理 General Manager	陳舜華 Shuen-Hwa Chen	經理 General Manager	蔡居勝 Chu-Sheng Tsai	經理 General Manager	林啓仁 Chi-Jen Lin
經理 General Manager	佘文豪 Wen-Hau Sher				

高雄銀行股份有限公司

董事長 王方申

K.C. Wang

中華民國九十五年四月三十日刊印