



## 2020 年度盡職治理報告

法商法國巴黎人壽保險股份有限公司台灣分公司(以下簡稱本公司)主要業務為人身保險業務，係屬「機構投資人盡職治理守則」所規定「機構投資人」中之「資產擁有人」。本公司聲明遵循「機構投資人盡職治理守則」， 遵循聲明如下：



### **Compliance Statement on “Stewardship Principles for Institutional Investors”**

Cardif Assurance Vie, Taiwan Branch’s main business is life insurance and is an asset owner of the institutional investors according to “Stewardship Principles for Institutional Investors”.

Cardif Assurance Vie, Taiwan Branch hereby represents to comply with “Stewardship Principles for Institutional Investors”. Compliance with the 6 principles is detailed below:

#### **Principle 1: Establish and disclose stewardship policies**

Operational objective of Cardif Assurance Vie, Taiwan Branch is to achieve maximum benefits for the clients and shareholders through conducting the businesses of life insurance. To achieve such an objective, the policies set forth by BNP Paribas Cardif include but are not limited to its responsibilities to clients and shareholders and disclosure of fulfillment of duties. A special focus is given to sustaining activities for environmental protection, social responsibilities and corporate governance (ESG policy). Please visit website for further information. <https://www.bnpparibascardif.com/en/web/corporate/un-assureur-engage>

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

To ensure that Cardif Assurance Vie, Taiwan Branch executes its businesses in the interest of its clients, BNP Paribas establishes policies on managing conflicts of interest, including types of conflicts of interest and management approach. Please visit website for details of policy content on managing conflicts of interest and handling of material conflicts of interest. <https://group.bnpparibas/en/group/governance-compliance/compliance>

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

To ensure that sufficient and valid information can be obtained by Cardif Assurance Vie, Taiwan Branch for assessing the nature, timeline and degree of dialogue and interaction with investee companies and to form a sound basis for investment decisions of Cardif Assurance Vie, Taiwan Branch focuses on issues regarding the investee companies, such as related news, financial performance, industry profile, operational strategy, activities for environmental protection, social responsibilities and corporate governance (ESG standards).

#### **Principle 4: Maintain an appropriate dialogue and interaction with investee companies**

Through appropriate dialogue and interaction with investee companies, Cardif Assurance Vie, Taiwan Branch will further understand the risks faced by industry and strategies adopted, and strive to reach consensus with the investee companies on creating long-term values. Cardif Assurance Vie, Taiwan Branch communicates with management of investee companies through conference calls and participation in institutional investors’ roadshows. If it is likely that an investee company may violate principles of environmental protection, social responsibilities or corporate governance (ESG)



on specific issues or damage long-term values of clients and shareholders of Cardif Assurance Vie, Taiwan Branch will, when considered necessary, inquire with management of the investee company about compliance handling and does not give up its rights to act collectively with other investors to protect their interests.

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

In order to achieve maximum benefits for clients and shareholders, BNP Paribas Cardif has established a clear voting policy and is a proactive voter at shareholders' meetings. BNP Paribas Cardif's voting policy covers the following:

- approval of the financial statement and appropriation of earning;
- appointment and dismissal of company executives;
- compensation;
- shareholders' rights - share issue and buyback programme;
- regulated agreements;
- decisions involving the amendment of the articles of association;
- good governance practices;
- initiatives in support of the energy transition.

Cardif Assurance Vie, Taiwan Branch does not necessarily support proposals made by management of investee companies. Please refer to website for details of voting policies.

<https://www.bnpparibascardif.com/en/web/corporate/un-assureur-engage>

**Principle 6: Periodically disclose the status of fulfilment of stewardship responsibilities**

The activities are disclosed by Cardif Assurance Vie, Taiwan Branch on its website on a regular basis, including this statement, attendance at shareholders' meetings of investee companies, voting activities, and other material matters.

**Signatory Cardif Assurance Vie, Taiwan Branch**

**September 22<sup>nd</sup> 2020**

經檢視遵循聲明中六項原則之遵循情形，本年度並未發現無法遵循之情事，遵循情形說明如下：



### 原則一 盡職治理政策

本公司主要業務為人身保險業務，為追求客戶與股東之最大利益，本公司遵循盡職治理政策，內容如下：

1. 法國巴黎人壽，隸屬於法國第一大銀行集團 BNP PARIBAS 法國巴黎銀行集團，目前法國巴黎人壽台灣分公司在台灣已有超過 300 多位員工，並擁有 20 家以上的金融機構合作夥伴。2020 年，法國巴黎人壽台灣分公司的總保費收入約為新台幣 444 億元。
2. 法國巴黎人壽台灣分公司長期致力於實踐企業社會責任。公司多年來曾投入環境保護、理財教育及社區關懷等公益活動。
3. 考量本公司之投資鏈角色係屬「機構投資人盡職治理守則」所規定「機構投資人」中之「資產擁有人」，為保障客戶及股東權益，本公司投資政策明訂，投資股票必須透過共同基金或 ETF 形式，並不會直接投資單一個股。
4. 本公司之被投資標的企業，須善盡環境保護、企業誠信與社會責任。必須符合集團 CSR 政策的排除清單，除了這份清單外，並排除所有在於草業的投資。
5. 本公司之被投資標的企業須落實執行防制洗錢及打擊資恐，本公司於投資標的，必須符合集團的排除清單。
6. 本公司依相關法令規定，定期或不定期揭露公司財務、業務等重大訊息。
7. 本公司每年於本公司官方網站上，揭露盡職治理報告。

### 原則二 利益衝突管理政策

為確保本公司基於客戶利益與股東權益執行相關業務，本公司訂有相關人員自律規範及避免利益衝突之政策，包括執行職務應遵守原則及規定，並遵守相關法令規定，相關內容如下：

1. 利益衝突之態樣可能包括：
  - (1) 公司與員工間之利益衝突：  
本公司投資政策並未開放投資單一個股。
  - (2) 公司與關係企業間之利益衝突：  
以較差之費率與關係企業交易，有損公司股東權益。
2. 為避免及管理利益衝突，本公司相關措施如下：
  - (1) 本公司國內股權商品投資相關人員應盡忠實誠信原則，並遵循「保險業資產管理自律規範」。
  - (2) 本公司國內股權商品投資相關人員於每月填具「申報交易聲明書」與「從事國內股權投資人員之個人投資行為交易情形申報表」，申報本人之國內股權商品交易情形。



本公司相關人員皆遵守相關自律規範及避免利益衝突之政策，本年度並無發生重大利益衝突事件。

**原則三 持續關注被投資公司**

為確保本公司取得充分且有效之資訊，以建立良好之投資決策基礎，針對被投資公司之相關新聞、財務表現、產業概況、經營策略、環境保護作為、社會責任與公司治理等議題，持續予以關注。

**原則四 適當與被投資公司對話及互動**

本公司投資政策並未開放投資單一個股。

**原則五 建立並揭露明確投票政策與投票情形**

本公司投資政策並未開放投資單一個股。

**原則六 定期向客戶或受益人揭露履行盡職治理之情形**

本公司每年於公司網站 <https://life.cardif.com.tw/> 彙報履行盡職治理之情形，包括遵循聲明、盡職治理報告或其他重大事項。

聯絡管道 官方網站：<https://life.cardif.com.tw/>

公司地址：110 台北市信義區信義路五段 7 號 80 樓

服務電話：0800-012-899