



國泰產險

Cathay Century Insurance

# 國泰產險投票情形揭露報告

2019/04



# 聲明

國泰產險於2017年4月26日簽署臺灣證券交易所公司治理中心發布之「機構投資人盡職治理守則」，為臺灣產險業首家簽署之單位。

為發揮機構投資人之專業與影響力，善盡資產擁有人之責任，本公司承諾將考量環境、社會、公司治理(ESG)等企業永續經營因素，以增進公司本身、客戶及股東之長期價值，落實責任投資精神。

本報告係為國泰產險聲明遵循「機構投資人盡職治理守則」，並依據本公司「盡職治理守則」的「原則五：建立明確投票政策與揭露投票情形」，將於每年主動對外公開揭露。

## 關於國泰產險

國泰世紀產物保險股份有限公司成立於1993年7月，自2007年起穩居台灣第二大產物保險公司的地位，同時也不斷向外擴展經營版圖，分別於2008年及2010年成立大陸國泰產險和越南國泰產險，2016年9月大陸國泰產險以增資擴股方式引進阿里巴巴集團旗下的螞蟻金融服務攜手合作互聯網金融服務。

# 2018年投票情形揭露

- 截至2018/12/31，總計出席43家股東會、表決219項議案，投票情形依議案類型表示如下：

類型	議案數	贊成	反對	棄權
財務報告相關	39	39	0	0
資本相關	55	55	0	0
營運管理	60	60	0	0
董監事：選任相關	21	0	0	21
董監事：非選任相關	37	37	0	0
薪酬	2	2	0	0
併購/企業重組	2	2	0	0
其他	3	3	0	0
總計	219	90.4%	0.0%	9.6%

註1：上表為本公司依據外部法令規範及所訂投票政策行使表決權之統計結果。

註2：依保險法第146-1條及第146-5條規定，保險業不得行使對被投資公司董事、監察人選舉之表決權，故董監事選任相關之議案採棄權方式處理。

註3：本公司亦透過電話會議、座談會，參與法說會或及派員參加股東會等方式與被投資公司經營階層溝通，2018年共計拜訪101家公司，140次。



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# Cathay Century Insurance Proxy Voting Report

2019/02

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## Statement

Cathay Century Insurance became the first non-life insurance company endorsed Taiwan Stewardship Principles for Institutional Investors on April 26th 2017.

Cathay Century Insurance will apply its expertise and influence, fulfill its duties as an asset owner, and take into consideration environmental, social and governance (ESG) issues so as to enhance long-term value for itself, its clients, and shareholders and practice responsible investment.

This document is our proxy voting report following “Principle 5: Establish clear voting policies and disclose voting results” of Cathay Century Insurance Stewardship Principles. Cathay Century Insurance expects to publish proxy voting report annually.

## About Cathay Century Insurance

Cathay Century Insurance was established in 1993 and secured the position as the second largest non-life insurer in Taiwan since 2007. We are also keen on expanding our business into China and Vietnam market.

Cathay Insurance (China) increased its capital and that Ant Financial, an affiliate of Alibaba Group Holding Ltd., the sole subscriber for all of the new capital issued in 2016. Through cooperation with Ant Financial, Cathay Insurance (China) and Ant Financial will enter the internet-related insurance, including in the areas of e-commerce and internet finance.

# 2018 Voting Summary

During the period from 1/1/2018 to 31/12/2018, Cathay Century Insurance voted at a total of 43 of shareholder meetings, covering 219 resolutions. The following table indicates votes on resolutions per proposal category.

Category	Resolutions	Votes For	Votes Against	Abstentions
Financial Reports	39	39	0	0
Capitalization	55	55	0	0
Routine Business	60	60	0	0
Directors Related: Election	21	0	0	21
Directors Related: Other	37	37	0	0
Remuneration	2	2	0	0
Reorganization and Mergers	2	2	0	0
Other	3	3	0	0
<b>Total</b>	<b>219</b>	<b>90.4%</b>	<b>0.0%</b>	<b>9.6%</b>

\*Subject to Article 146-1 and Article 146-5 of Insurance Act in Taiwan, insurance companies cannot cast a vote in the election of directors or supervisors at the company being invested.

\*\*We also communicates with top management of the investee companies in the forms of telephone conferences, forums, company results meetings, or attending shareholders' meetings. We visited 101 companies with a total of 140 meetings in 2018.



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