

九十一年年報
Annual Report 2002

台中商業銀行
Taichung Commercial Bank

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辦理股票過戶機構

STOCK REGISTRATION AGENT

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壹、致股東報告書

親愛的股東先生、女士：

今年適逢本行創行五十週年，舉辦各項慶祝活動紀念五十年來辛勤耕耘的成果。今年是金融業的關鍵年，本行以「主動、負責、活化、創新」，期勉全體同仁在未來的五十年中，創造嶄新的台中銀行，迎向未來更艱鉅的挑戰。

回顧過去，國內情勢面臨經濟不景氣、百業蕭條、產業外移、失業率竄升等不利因素；而國際情勢由於美、伊戰爭影響以及高科技產業的需求已趨近飽和，又受 SARS 疫情衝擊，導致全球經濟泡沫化等。當社會大眾籠罩在一片陰霾與不確定之際，幸賴本行全體行員勤奮努力、客戶愛護、及各位股東女士、先生支持下，各項業務均能持續穩定成長。惟面對金融環境的不變，大型化、百貨化之金融控股公司相繼成立，加諸政府金融改革措施不斷，更加深本行因應同業競爭與威脅之壓力。唯本行亦展開各項制度改革如成立區域中心與票管中心並加強多項金融商品行銷。未來我們將積極朝向大眾化型消費金融領域邁進，並以經營合理化、降低不良資產比率、以及加強金融商品的開發擴大市佔率為營運重點，我們堅信，今後的台中銀行將更加茁壯與成長。

I. Message to Our Shareholders

Dear Shareholders,

This the 50th anniversary, we will have a myriad of activities to celebrate the outstanding results we have accrued due to hard work. This is the “key” year for the financial industry. Four characteristics define our bank: 1) spontaneity, 2) responsibility, 3) flexibility, and 4) innovation. I encourage you to scale the career ladder as we enter into another 50 year period of growth, a time in which we will create a “new” Taichung Commercial Bank.

Looking at the past, the economy has been sluggish at times. Domestically, many industries have closed, many businesses have moved to other countries, and the unemployment rate has increased. Internationally, the American-Iraq war has, and will continue to have, influenced world financial markets. Besides, there is a decreased demand for products using high technology. In addition, there is a shock for Severe Acute Respiratory Syndrome. Due to these factors, a world-wide economic depression is likely. Taiwan people, when faced with such a dark and foreboding situation, the bank has been fortunate enough to maintain a steady growth pace on all of its operations, thanks to the bank employees' hard work, the bank customers continued patronage, and, most of all your valuable support. This, coupled with the mushrooming financial holdings companies, leaves no doubt that the bank will need to confront the challenges and threats peers backed by a greater capitalization and product line. We are fully convinced that the Taichung Commercial Bank will be able to surpass many of the hurdles that lie ahead to recreate a milestone in its glorious history with the assistance and exaltation of everyone. Despite not yet transforming into a financial holdings company, it does not mean that bank offers anything less to the public than the very best financial services. Therefore, we believe that the bank is perfectly capable of offering many of the services currently proffered by financial holding companies through our retail banking. What we envision is a fully integrated bank that is compact yet solid, together with a focal emphasis on a rationalized management approach, reduction of non-performing assets and a stepped-up development of innovative financial products. This will no doubt continue to magnify the excellence the present Taichung Commercial Bank to become even stronger and a growing enterprise.

本行九十一年全年各項業務概況報告分述如下：

一、存款業務：

截至九十一年底，本行存款總餘額達二千零七十二億七千二百九十七萬元，較九十年度增加六十二億六千九百九十七萬元，成長率達 3.12%。其中活期性存款為六百七十億一千九百四十八萬元，占存款總餘額 32.33%。定期性存款為一千四百零二億五千三百四十九萬元，占存款總餘額 67.67%。

二、放款業務：

截至九十一年底，本行放款總餘額為一千三百四十三億三百零八萬元，較九十年度增加二十六億九千七百五十八萬元，成長率為 2.04%。就放款結構分析，無擔放款一百四十六億九千八百七十八萬元，佔總放款比率為 10.94%；擔保放款為一千一百九十六億四百二十九萬元，佔總放款比率為 89.06%。

三、消費金融業務：

消費金融業務之比重，在各金融同業中逐漸受到重視，銀行業者為求能在短期中獲得利潤且能吸引客戶，並建立其企業形象，紛紛將主要業務及經營方向，朝向消費金融業務推展，本行遂於九十年十一月成立消費金融部，專職消費性貸款及信用卡業務。

截至九十一年底，本行信用卡總發卡量為二十八萬零四百九十八卡，累計有效發卡量為十七萬五千九百九十九卡，較九十年底增加一萬七千八百六十二卡，成長率為 11.30%。消費金額方面，九十一年度總計為三十億零八百萬元，較九十年度減少一千一百萬元；循環利息收入為一億零七百五十二萬元，較九十年度增加一百七十三萬元，成長率為 1.64%；手續費收入（銷售點業務及預借現金）為五千四百四十三萬元，較九十年度增加一千三百零八萬元，成長率為 24.03%。

Looking into the year 2002, the key operating focuses would be as follows:

1. Saving Operations:

As of the end of 2002, the bank boasts a saving reserve totaling NT\$207,272,970,000, up by nearly NT\$6,269,970,000 from that of 2001 with a growth rate 3.12%. Among them, demand deposit totaling NT\$67,019,480,000, or 32.33% over the total savings; time deposits totaling NT\$140,253,490,000 or 67.67% over the total savings.

2. Lending Operations:

As of the end of 2002, the bank boasts a loan reserve totaling NT\$134,303,080,000, up by nearly NT\$2,697,580,000 from 2001, with the growth rate of 2.04%. Lending structure, non-secured loans totaling NT\$14,698,780,000, or 10.94% against the total loans; secured-loans totaling NT\$119,604,290,000, or 89.06% against the total loans.

3. Consumer Banking Services:

The significance of consumer banking services is embarking to gain more attention among other banking business. Other bank organizations try to establish their positive reputation in order to attract customers and obtain profit. They aim their main banking services and business direction toward consumer banking service. Therefore, the Taichung Commercial Bank established the Consumer Banking Department in November 2001, focusing on consummating loans and the credit card business.

To the end of 2002, the bank has issued a total of 280,498 credit cards, and effectuated cards has accumulated to 175,999, increase of 17,862 from 2001 with a growth rate of 11.30%. To the end of 2002, the total consumer loan amount reached NT\$3,008,000,000, a decrease of NT\$11,000,000, as compared to 2001; the circulated interest income was NT\$107,520,000, up by NT\$1,730,000 or 1.64% from 2001; and the operation fee income was NT\$54,430,000, up by NT\$13,080,000, or 24.03% from 2001.

信用卡業務已是消費金融個人必備的支付工具，為提升信用卡的附加價值，本行持續推出及研發專案企劃，如：(一) 溫泉卡專案 (二) 溫泉養生護照，宣傳「泡好湯、享健康」全省泡透透的休閒養生觀念，以配合政府推廣的「國民旅遊卡」(三) 藥師尊榮卡 (四) 外勞卡 (五) 促銷活動：「過年拚現金」、「刷卡 999，好禮抽久久」(六) 以信用卡繳交九十年度個人綜合所得稅 (七) 建置 PRISM 詐欺偵測風險管理系統等，期能創造更符合市場需求的信用卡商品，以滿足社會大眾需求及提高本行市場佔有率。

截至九十一年底，本行消費性貸款餘額十億五千八百七十一萬元，較九十年底增加六億二千一百五十二萬元，成長率為 142.16%。截至九十一年底，本行消費性貸款佔全行總放款餘額之 0.68%，預計未來逐年提高比重及餘額，期能增加本行消費金融業務之手續費收入及利息收入，創造更佳之盈收。

為因應消費金融市場之競爭，滿足客戶小額循環信用貸款之需要，本行於九十一年六月起推出「財吉宝現金卡」業務，提供客戶『理財』、『即(吉)時』、『便利』及最有效率之理財工具，同時結合本行各項產品，予以組合、行銷，並配合 VISA DEBIT 金融卡之發行，全力衝刺發卡量，提高動用餘額。截至九十一年底，財吉宝現金卡累計發行卡數共一萬二千五百一十九卡，手續費收入及利息收入合計一千零七十二萬元，佔全行手續費收入及利息收入之 0.22%。

The credit card business has become necessary for consumer finance. Therefore, Taichung Commercial Bank will have different projects such as (1) the Spa Card, (2) a combination of the Spa card and the Citizen Traveling Card, (3) the Herb Honor Card, (4) the Foreign Laborers Card, (5) the “On Sale” Card, such as “Cash for New Year”, “999” consumer credit card and free gifts,” (6) Paying income tax of 2001 with credit cards, (7) Established PRISM fraud risk managing system, etc. And expecting the bank would contrive the kind of credit card product, which is not just meet the market demand, but also satisfy the public’s need and attain more market share.

Up to end 2002, our bank’s balance of loan for consumption amounted to NT\$1,058,710,000 in comparison to that of end 2001; it increased NT\$621,520,000 with growth rate of 142.16%. At end 2002, our loan for consumption accounted for 0.68% of total bank loan balance. It is expected that we will raise the weight and balance year by year in the future so as to increase our bank’s service fees and interest charges of the consumption banking business to create better surplus.

To meet the severe competition with other banking organizations, and fulfill the small amount circulated credit loans, at June, 2002, the bank instituted the “Chai Chi Bau cash credit card” project. It provides “finance management”, “immediacy”, and “convenience”, the most efficient financial managing tool, which is the combination of association, marketing, and other credit products. Besides this, this project also goes with VISA DEBIT financial cards to increase the issued cards amount. To meet the competition of the consumer banking market, as well as small credit loans for customers, the bank established the “Thsi Chi Bau Cash Card” service as a financial managing tool for customers. In addition, it combines with the VISA DEBIT card in order to provide more services for customers. At the end of 2002, we issued 12,529 “Thsi Chi Bau Cash Cards.” Income from the interest and operation fees totaled NT\$10,720,000, or 0.22% against the total.

四、信託業務：

1. 指定用途信託資金投資國外共同基金業務

截至九十一年底，共計代理怡富、富達、德盛、富蘭克林、大聯、景順等六家國外基金公司旗下合計一百八十九檔基金，累計收受信託餘額為新台幣六十五億二千七百八十七萬元，較九十年底增加十二億四千四百六十三萬元，成長率為23.56%，手續費收入共二千五百五十七萬元。

2. 證券簽證業務

本行九十一年度受理簽證金額達二十二億一千零三十五萬元，較九十年度，減少十五億五千九百三十二萬元，件數共計九十六件，手續費收入六十四萬四千元。

五、外匯業務：

九十一年度全年外匯實際承作額為十八億六千九百一十七萬美元，較九十年度增加四億二千七百六十萬美元，成長率達29.66%。另九十一年十二月底止，外匯總存款金額為八千九百七十六萬美元，較九十年底增加五十一萬美元，成長率為0.57%；外匯總放款金額為九千四百九十五萬美元，較九十年底增加八百八十四萬美元，成長率為10.27%。

六、收支與盈餘：

本行九十一年度提列前盈餘實際有二十六億餘元，因轉銷呆帳七十五億七千三百八十五萬元，增提七十一億三千七百三十四萬元之呆帳準備用以改善經營體質，使得稅前虧損四十五億三千四百零七萬元，稅後虧損四十億六千四百零七萬元。就收支內容而言，全年營業收入一百零五億八千二百八十七萬元，營業外收入三千七百四十七萬元，營業支出一百五十一億三千九百二十一萬元，營業外支出一千五百二十一萬元。

4. Trust Operations

i. Designated trust funds for investing in local and foreign mutual funds. At the end of 2002, the bank's mutual fund underwriting covered some 189 funds, offered by major foreign organizations, including Prudential, Fidelity, Dresdner, Franklin, Global, and ING. This carried a total trust underwriting of NT\$6,527,870,000, an increase from last year by NT\$1,244,630,000. These figures signal a 23.56% rate of growth, with processing fees totaling NT\$ 25,570,000.

ii. Securities underwriting

Securities underwriting in 2002 totaled NT\$ 2,210,350,000, a decrease of NT\$1,559,320,000, from 2001, in which a total of 96 cases were recorded, yielding NT\$ 644,000 in billed service fees.

5. Foreign Exchange Operations

In 2002, the recorded foreign exchange volume totaled US\$1,869,170,000, an increase of US\$ 427,600,000 from 2001, or a 29.66% growth. In addition, at the end of 2002, the total foreign deposits stood at US\$89,760,000, up by US\$ 510,000 from 2001, a 0.57% growth; the foreign currency lending totalled US\$94,950,000, an increase of US\$8,840,000, or a 10.27% growth from 2001.

6. Revenue and Surplus:

To the end of 2002, the actual surplus reached over NT\$2,600,000,000, however, the pre-tax loss is NT\$4,534,070,000 because the write-off is NT\$7,137,340,000. The entire year operating revenue is NT\$10,582,870,000, the Non-operational revenue is NT\$37,470,000, operating expense is NT\$15,139,210,000, and non-operation expense is NT\$15,210,000.

本行九十二年度營運重點：

一、設立區域中心：

本行目前計劃將營運版圖分為八區，台中一、二區、彰化區及員林區已先行運作，而豐原區、台中港區、南投區、台北區等也將陸續逐步實施。區域中心的設置，可藉由統一的管理標準及工作事務上的專業化，提高本行授信品質、加強各面向的專業能力並加速案件處理速度提高營運效率。

二、增加手續費收入：

本行營收以存放利差為主，但是存款利率已無大幅向下的空間，加上放款利率在同業競爭下，向下的趨勢不減，存放利差越來越小。是故，本行極力轉型，增加手續費收入佔營收的比率。

依據資料顯示，美國去年業績最好的銀行，手續費收入佔其營收有 50%，而相對本行卻只有 2.26%。在日本，營收中手續費收入最好的銀行達 40%，其中 ATM 手續費收入佔大宗，因此本行計劃在各人潮匯聚地廣設 ATM。另外，對於共同基金、保險代理、財吉宝現金卡等業務均增加產品手續費收入之比重。

三、加強風險管理：

授信風險部分藉由區域中心全面實施，集中徵審作業，大幅減少核貸人數，嚴控授信品質。同時強化稽核及複審機制，以有效追蹤複查管理，並儘速完成建置風管及時系統，如授信戶集團歸戶、往來異常警示、產業別額度控管等。

Our Operation objectives in 2003:

1. Set up district center:

Our bank currently plans to divide operation territory into 8 districts, Taichung 1st and 2nd districts, Changhua district and Yuanlin district have been in operation, but Fengyuan district, Taichung Harbor district, Nantou district and Taipei district will carry out the measure gradually. The set-up of district centers may through unified management standard and business professionalism to raise our credit quality, enhance overall professional capability and speed up processing cases to raise operation efficiency.

2. Increase income of service charges:

Our operation income is mainly gained from interest differences between deposit and loan. Currently there is no broad downward space for deposit interest rate; plus downward tendency of loan interest rate under competition from the same trade, interest differences are becoming smaller and smaller. Therefore, we are giving every effort to shift operation direction to increase service charge income ratio of our operation income.

Information indicated, American's best corporate business achievement banks, 50% of its business income is from service charges; comparatively, we have only 2.26%. In Japan, the best service charge earnings banks of operation income reached 40%, among which ATM service charge earnings accounted for the large amount, therefore, we plan to set more ATMs at places full of stream of people. Aside from this, we plan to increase service charge earning weight on other products like mutual fund, insurance agency representation, Tsai-Gee-Bao card, etc.

3. Enhance risk management:

Through district centers we will generally bring into practice of credit risk portion to centrally examine our operations, to largely reduce credit and loan staff and strictly control credit quality. In the meantime to strengthen inspection and audit functions for efficiently trace and reexamination management, and to speedily complete the establishment of prompt risk management system, such as group up the creditors, warning of unusual transactions, credit line control of business categories, etc.

市場交易風險則透過核定各項投資部位、交易權限及風險指標（停損、類股比重、部位警示），交易部門每日呈核控管。同時，運用資金小組定期檢討台幣利率 / 匯率變動情形、投資部位、股匯及資金市場走勢預測等。

其他如流動性風險、法令風險及資訊風險等，則由專責部門負責監督，並定期開會檢討。

四、控制成本提升效率：

為求有效控制成本並改善生產力及提升效率：

1. 檢視分行作業部門人員編制，以每人盈餘效益額訂定。
2. 業務區域重疊之分行，予以裁併或整合。
3. 降低不良資產餘額。
4. 利用自動化設備使業務集中處理，改善效率。
5. 人力統籌規劃、調用、培訓及考評，強化人力資源部門。
6. 成立區域中心，使人力集中，有效縮減徵審時間及控制授信品質。
7. 實施分行作業標準化及績效量化，簡化事務流程。

五、業務發展多元化：

1. 有效分析客戶特性，確實經營目標客群－建立顧客關係管理系統，訂定行銷策略，掌握既有客戶，加深往來實績。
2. 增加廣告媒體通路，提高行銷績效，提升企業形象。
3. 加強推廣網路銀行等低成本之 e 化服務平台－加速完成第三階段網路銀行系統，擴大交易功能。

Business transaction risks will be daily reported for approval and control through various invested portion, transaction limits of authority and risk indicator (loss borderline, category of shares weight, type of warning) . In the meantime, the cash management team will periodically review NT\$ and foreign interest rate/foreign currency exchange rate alteration situation, invested target, stock and foreign exchange and fund market trend forecast, etc.

Others such as floating risks, statute risks and information risks, etc. will be supervised by the designated departments and review meetings will be held periodically.

4. Control cost to promote efficiency:

So as to effectively control cost and improve productivity and promote efficiency :

- 1) Review branch office operation department staff allocation system, based on personal profitability amount.
- 2) District branches with business overlapped, will be cut down and merged or integrated.
- 3) Lower bad assets balance.
- 4) Make use of automation equipment to centralize business operation to improve efficiency.
- 5) Overall planning of human resources, transfer, training and evaluation so as to strengthen human resources department.
- 6) Establish district centers to centralize work force so as to effectively reduce credit review time and control credit quality.
- 7) Implement branch offices business operation standardization and achievements to simplify administrative procedures .

5. Diversification of business department:

- 1) Effectively analyze clients' characteristics to make good management of targeted client group – set up client relationship management system, to make marketing strategy, master existing clients and reinforce transaction accomplishment.
- 2) Increase advertising media channels, to increase marketing achievements so as to improve corporate image.
- 3) Reinforce e-service platform, such as net banking – accelerate completion of the 3rd stage net banking system so as to broaden the scope of transaction functions.

最後，本行仍將貫徹對客戶提供「優質服務、以客為尊」，對同仁要求「務實經營、以行為榮」的經營信念，促使各項業務均能於穩健中求發展，永續為社會大眾提供最佳的金融服務。懇請各位股東女士、先生們繼續給予本行鞭策與鼓勵，以求創造佳績與價值，呈獻給股東分享。

最後祝福各位

身體健康、財運昌隆、萬事如意

董事長

Chairman of the Board

總經理

President

We aim to continue our steady business growth with a very sound, financial foundation. Customer orientation will remain a company philosophy as we strive to provide a better quality of service to every valued customer, supported by a solid management with great integrity. We pledge to continue providing more multi-oriented and diversified products to the public. We look forward to any constructive criticism you might have in order to maintain our standard of service.

Best Wishes

Chairman of the Board

President

貳、公司概況

一、公司簡介

本行前身爲台中區合會儲蓄公司，於四十二年四月奉准設立，八月開始營業，主要辦理合會業務，營業區域遍佈於台中縣市、彰化縣及南投縣，六十四年銀行法修訂公布實施，將合會儲蓄公司正式納入銀行體制，改制爲中小企業銀行，爲配合法令及業務發展之需，經過三年的努力，於六十七年正式改制爲「台中區中小企業銀行」。而爲了擴大經營規模並使資本大眾化，本行股票於七十三年五月公開上市，逐步奠定了堅實的基礎。創立初期資本額僅五十萬元，嗣後爲健全經營體質，強化資本結構，經數度增資，目前實收資本額爲一百五十三億八千萬。

五十年來，在全體同仁的努力下，漸次奠定穩定的經營基礎，業務成長迅速，營業單位由初創時之五處分公司，擴增至七十九處分支機構，服務網路已由點、線而逐步遍及全省各地，目前除設立信託部、國外部及國際金融業務分行，並設有八家外匯指定分行，以提供客戶完整之商業銀行服務。近年來本行業績蒸蒸日上，八十六年十二月獲准變更登記爲商業銀行，已於八十七年度正式改制爲「台中商業銀行」，正式邁入全國性商業銀行。

II. Company Profile

1. Company History

Formerly Taichung Mutual Loans & Savings Company, the company has a long standing history with its licensing first approved in April 1953 and business operations commenced in August of the same year, primarily offering credit union services to cover Taichung City and County, Changhwa County and Nantou County. A subsequent revision of the Banking Law enlisted in 1975 that stipulates all Mutual Loans and Savings companies be streamlined under the banking system for incorporation into business banks has the bank undergone a major revamp over a three-year period and formally become the Taichung Business Bank as of 1978. In search of expanding the organization's operating scale and securitizing the company's capitalization, our stocks finally went public in May 1984, with which to gradually develop a sound foundation, where the bank has began with an initial capital of half a million to undergo several capital reinvestments to amass a substantial capitalization amounting to NT\$15.38 billion at the present day, aiming to strengthen its operating structure and building up its financial coffers.

For one year shy of half a century, the bank has enjoyed a steadfast growth in its business thanks to the efforts of all bank employees as its business branches expanded from the initial stage of five to now ninety seven, with which the bank's service network has gradually encompassed spread from select points to regions to across the island. Currently, there are more than Trust Department, International Banking Department and Offshore Banking branch, but also a total of 8 appointed foreign branches, where a host of commercial banking functions are on hand to satisfy our diverse customers. Owing to a thriving business, the bank has since December 1997 been approved for a full upgrade as a commercial bank, and has subsequently undergone a reorganization and formally renamed as the Taichung Commercial Bank, setting out to be a national commercial bank.

展望未來，本行希望成爲一家多元化的綜合性銀行，並在全體股東、董監事之支持及全體同仁之努力下，持續各項業務穩定之成長，並建立「客戶導向」之行銷策略，以「優質服務、以客爲尊」、「務實服務、以行爲榮」爲全體行員共同信念，持續爲社會大眾提供最佳的服務。

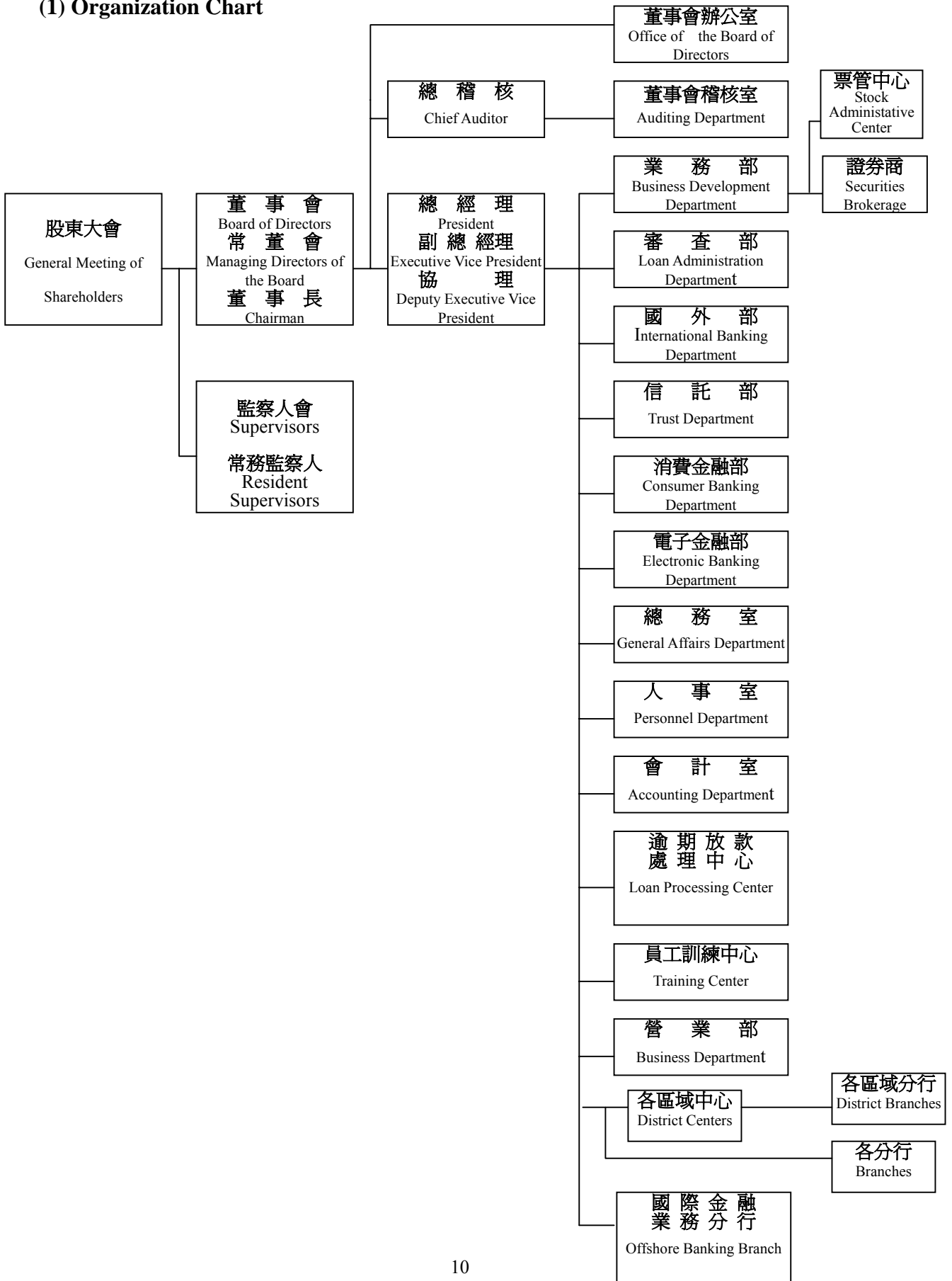
Looking out to the future, becoming diversified international bank is priority in the bank's management strategy as we anticipate a steadfast growth projection supported by a unified operating team fully supported by our valued share investors, Board of Directors and Supervisors and the entire staff, where we aim to continue steadfast business growth built upon a very sound foundation. Customer orientation will remain a crucial company philosophy as we strive to provide better quality of service to every valued customer, supported by solid management of great integrity as our service pledge to continue providing more multi-oriented and diversified products to the public.

二、公司組織

2. Company Organization

《一》組織系統圖

(1) Organization Chart



《二》董事、監察人資料及主要經理人

91.12.31

職 稱	姓 名	選(就)任日期	任期	現在持有股份	配偶與未成年子女持有股份	主要經(學)歷
董事長	蔡裕芳	91.05.18	三年	14,602,106	3,403,453	台中企銀總經理
常務董事	黃允良	91.05.18	三年	5,261,992	1,586,139	台中企銀副總經理
常務董事	廖英彥	91.05.18	三年	5,799,022	1,076,039	台中企銀副總經理
常務董事	楊澤民	91.05.18	三年	11,502,934	1,587,473	加州大學柏克萊分校博士
常務董事	佳誼實業(股)公司 代表人：蔡鎮宇	91.05.18	三年	200,000	0	國泰建設董事長
董事	蔡裕彰	91.05.18	三年	6,000,320	27,000	台中銀行總經理
董事	裕泰投資(股)公司 代表人：蔡裕宗	91.05.18	三年	20,000,567	0	台中實業(股)公司董事
董事	陳千惠	91.05.18	三年	7,836,506	1,227,050	日本國立千葉大學
董事	威東投資(股)公司 代表人：劉蔡月嬌	91.05.18	三年	5,000,363	0	台中實業(股)公司董事
董事	達富國際(股)公司 代表人：周錫金	91.05.18	三年	8,061,000	0	台中銀行人事室協理
董事	廖燈賢	91.05.18	三年	4,241,626	0	台中企銀董事
董事	磐亞(股)公司 代表人：莊銘山	91.05.18	三年	7,385,000	0	磐亞(股)公司總經理
董事	佳誼實業(股)公司 代表人：林壯淇	91.05.18	三年	200,000	0	恆耀實業(股)公司董事長
董事	陳明本	91.05.18	三年	339,894	55,551	台中銀行協理
董事	吳傳森	91.05.18	三年	10,018,174	0	台中銀行證券商經理
常務監察人	一榮投資(股)公司 代表人：陳希哲	91.05.18	三年	25,691,708	6,536,673	台中企銀總經理
監察人	萬達投資(股)公司 代表人：陳欽明	91.05.18	三年	5,138,000	0	彥成投資(股)公司董事長
監察人	林倍源	91.05.18	三年	5,860,976	316,538	達音實業公司董事
監察人	洪國顯	91.05.18	三年	5,474,407	0	大台北瓦斯董事
監察人	梁德二	91.05.18	三年	346,572	94,322	台中銀行總稽核
總經理	蔡裕彰	91.10.29		6,000,320	27,000	台中銀行董事
副總經理	游輝照	91.10.29		29,605	0	美國銀行台北分行 副總經理
副總經理	陳明本	91.10.29		339,894	55,551	台中銀行董事
副總經理	林安峰	91.10.29		54,858	0	台中銀行電金部協理

(2) Board of Directors, Supervisors and Key Managers

Dec. 31, 2002

Position	Name	Date of Appointment	Duration	Shareholding	Current Shares of Spouse and Minors	Education/Career
Chairman	Yu-fang Tsai	5/18/02	3 yrs.	14,602,106	3,403,453	President, Taichung Business Bank
Managing Director	Yun-liang Huang	5/18/02	3 yrs.	5,261,992	1,586,139	Executive Vice President, Taichung Business Bank
Managing Director	Ying-yen Liao	5/18/02	3 yrs.	5,799,022	1,076,039	Executive Vice President, Taichung Business Bank
Managing Director	Tze-min Yang	5/18/02	3 yrs.	11,502,934	1,587,473	Ph.D., University of California in Berkeley, USA
Managing Director	Chia Yi Industry Co., Ltd., delegate of Chen-yu Tsai	5/18/02	3 yrs.	200,000	0	Chairman, Cathay Real Estate
Director	Yu-chang Tsai	5/18/02	3 yrs.	6,000,320	27,000	President, Taichung Business Bank
Director	Yu Tai Investment Co., delegate of Yu-tsung Tsai	5/18/02	3 yrs.	20,000,567	0	Director, Taichung Industrial Co., Ltd.
Director	Chien-hui Chen	5/18/02	3 yrs.	7,836,506	1,227,050	National Chiba University, Japan
Director	Wei Dong Investment Co., delegate of Yueh-chiao Liu Tsai	5/18/02	3 yrs.	5,000,363	0	Director, Taichung Industrial Co., Ltd.
Director	Top Image Int'l Co., Ltd., delegate of Hsi-chin Chou	5/18/02	3 yrs.	8,061,000	0	Deputy Executive Vice President of Personnel Dept., Taichung Industrial Co., Ltd.
Director	Teng-hsien Liao	5/18/02	3 yrs.	4,241,626	0	Director, Taichung Business Bank
Director	Pan Asia Corporation, delegate of Ming-shan Chuang	5/18/02	3 yrs.	7,385,000	0	President, Pan Asia Corporation
Director	Chia Yi Industry Co., Ltd., delegate of Chuang-chi Lin	5/18/02	3 yrs.	200,000	0	Chairman, Heng Yao Enterprise Co., Ltd.
Director	Ming-pen Chen	5/18/02	3 yrs.	339,894	55,551	Deputy Executive Vice President, Taichung Commercial Bank
Director	Chuan-sen Wu	5/18/02	3 yrs.	10,018,174	0	Manager of Securities Brokerage, Taichung Commercial Bank
Resident Supervisor	I Jung Investment Co., delegate of Hsi-che Chen	5/18/02	3 yrs.	25,691,708	6,536,673	President, Taichung Business Bank
Supervisor	Wan Ta Investment Co., Ltd., delegate of Chin-ming Chen	5/18/02	3 yrs.	5,138,000	0	Chairman, Yen Cheng Investment Co., Ltd.
Supervisor	Pei-yuan Lin	5/18/02	3 yrs.	5,860,976	316,538	Director, Da Yin Enterprise Co., Ltd.
Supervisor	Kuo-hsien Hung	5/18/02	3 yrs.	5,474,407	0	Director, Great Taipei Gas Company
Supervisor	Te-erh Liang	5/18/02	3 yrs.	346,572	94,322	Chief Auditor, Taichung Commercial Bank
President	Yu-chang Tsai	10/29/02		6,000,320	27,000	Director, Taichung Commercial Bank
Executive Vice President	Hanson Yu	10/29/02		29,605	0	Executive Vice President, Taipei Branch, Bank of America
Executive Vice President	Ming-pen Chen	10/29/02		339,894	55,551	Director, Taichung Commercial Bank
Executive Vice President	An-feng Lin	10/29/02		54,858	0	Deputy Executive Vice President of Electronic Banking Dept., Taichung Commercial Bank

《二》法人股東之主要股東

91年12月31日

法人股東名稱	法人股東之主要股東
裕泰投資股份有限公司	蔡裕芳、蔡裕宗、蔡篤昀
威東投資股份有限公司	劉邦棟、劉邦樑
達富國際股份有限公司	莊震光、周季平、周子騫、周佩玲、周伯鍊
一榮投資股份有限公司	陳希哲、陳怡仁、陳丁清霜、陳怡德
佳誼實業股份有限公司	---
萬達投資股份有限公司	---
磐亞股份有限公司	中國人造纖維、勝仁針織廠、嘉鴻投資(股)公司

(2) Major Corporate Investors

Dec. 31, 2002

Corporate Investors	Shareholding Held by Major Corporate Investors
Yu Tai Investment Co.	Yu-fang Tsai, Yu-tsung Tsai, Tu-yun Tsai
Wei Dong Investment Co.	Pang-tung Liu, Pang-liang Liu
Top Image Int'l Co., Ltd.	Chen-kuang Chuang, Chi-ping Chou, Tzu-chien Chou, Paggy Chou, Po-lien Chou
I Jung Investment Co.	Hsi-che Chen, Yi-jen Chen, Ching-shuang Chen Ting, Yi-te Chen
Chia Yi Industry Co., Ltd.	---
Wan Ta Investment Co., Ltd.	---
Pan Asia Corporation	China Man-Made Fiber, Sheng Jen Knitting Factory, Chia Hung Investment Co., Ltd.

三、公司資本及股份、公司債、特別股及參與海外存託憑證、認股憑證、庫藏股之執行情形

3. Capital, Shares, Corporate Bonds, Special Shares & Participation in the Issuance of Global Depository Receipts, Stock Certificates and Treasury stocks

(一) 公司資本及股份：

本公司實收資本額為 15,380,144,000 元

種類	核 定 股 本				
	已 發 行 股 份			未發行股份	合 計
	已 上 市	未上市	合 計		
記名式 普通股	1,538,014,400 股	---	1,538,014,400 股	0 股	1,538,014,400 股

(1) Capital & Shares:

Total Collected Capital: NT\$15,380,144,000.00

Type	Authorized Capital				
	Shares Issued			Outstanding Shares	Total
	Listed	Unlisted	Total		
Nominal Common Shares	1,538,014,400 shares	---	1,538,014,400 shares	0 share	1,538,014,400 shares

(二) 公司債、特別股及參與海外存託憑證、認股憑證之發行情形：

→ 無

(2) Issuance of Corporate Bonds, Special Shares and Participation in the Issuance of Global Depository Receipts (GDR) and Stock Certificates

→ Nil

(三) 庫藏股執行情形

91年12月31日

買回期次	第 1 次	第 2 次
買回目的	轉讓股份予員工	轉讓股份予員工
買回期間	89.11.29 ~ 90.01.28	90.05.23 ~ 90.07.22
買回區間價格	2.57 ~ 10.00	2.28 ~ 10.00
已買回股份種類及數量	0	普通股：30,760 張
已買回股份金額	0	123,543,247 元
已辦理銷除及轉讓之股份數量	0	0
累積持有本公司股份數量	0	30,760 張
累積持有本公司股份數量占 已發行股份總數比率 (%)	0	0

(3) Operation of Treasury stocks

Buying Period	First Time	Second Time
Buying Purpose	Shares Transferred to Employees	Shares Transferred to Employees
Buying Period	Nov. 29, 2000 to Jan. 28, 2001	Nov. 29, 2000 to Jan. 28, 2001
Buying Section Price	2.57 ~ 10.00	2.28 ~ 10.00
Already Purchased Shares Type and Amount	0	Common Share : 30,760
Already Purchased Shares Amount	0	123,543,247 dollars
Already Managed Shares Transferred	0	0
Continually owned the company Shares Amount	0	30,760
Continually owned the company Shares Amount against total issued shares rate (%)	0	0

參、營運概況

一、業務內容

(一) 業務範圍

本行目前辦理之營業項目如下：

1. 收受支票存款。
2. 收受其他各種存款。
3. 辦理放款。
4. 辦理票據貼現。
5. 投資公債、股票及短期票券等業務。
6. 辦理國內外匯兌。
7. 辦理商業匯票承兌。
8. 簽發國內信用狀。
9. 辦理國內保證業務。
10. 代理收付款項。
11. 辦理出租保管箱業務。
12. 辦理信用卡業務。
13. 代客買賣有價證券。
14. 辦理有價證券買賣融資融券業務。
15. 收受、經理及運用各種信託資金，但以非保本保息者為限。
16. 辦理自行買賣政府債券業務。
17. 擔任債券或股票發行簽證人。
18. 受託經管各種財產。
19. 辦理短期票券經紀、自營業務。
20. 辦理與業務有關之倉庫、保管及代理服務業務。
21. 出口外匯業務。
22. 進口外匯業務。
23. 外匯存款。
24. 外幣貸款。
25. 外幣擔保付款之保證業務。

III. Operations Profile

1. Contents of Business

(1) Scopes of Business

The business items we serve are as follows:

1. Checking deposits
2. An assortment of other deposits
3. Corporate and consumer loans
4. Bills and notes discounting
5. Investment in government bonds, stocks and short-term bills
6. Domestic remittances
7. Bankers acceptances
8. Issuance of domestic letter of credit
9. Domestic bank guarantees
10. Agent of collection and bill clearance
11. Rental of safety deposit boxes
12. Issuance of credit cards
13. Agent in the purchasing and sales of marketable services
14. Margin loans and other short-sell stock financing
15. Underwriter to various trust funds without guaranteeing the collection of principle or revenue
16. House trading on government bonds
17. Certification of bonds and stocks
18. Properties trust under writing
19. Dealer and broker for short-term securities
20. Safekeeping to businesses listed above
21. Export financing
22. Import financing
23. Foreign currency deposits
24. Foreign currency loans
25. Foreign currency guarantee services

26.辦理買賣外幣現鈔及旅行支票業務。

27.境外之企業及個人存款、放款、保證、進出口及匯兌等業務。

26.Purchase and sales of foreign currencies in cash and traveler's checks

27.Offshore institutional and individual deposits, loans, guarantees, export/import, and remittances

(二) 業務概況

存款業務

經過九十年美國聯準會大幅降息，使得全球存款利率大幅下降，九十一年度存款利率仍持續下探，面對國內產業景氣低迷情形，本行除了密切關注市場動態調整存、放款利率外，並以增加手續費收入及處理剩餘資金為重點業務目標。

在業務方面，本行九十一年度針對校園金融服務專案，與 7-11 配合辦理全省 7-11 超商學雜費代收服務。目前已代收共計 12 家高中、職及國中、小學，代收金額每學期可達 3 億元。

截至九十一年底，本行存款總餘額達二千零七十二億七千二百九十七萬元，較九十年度增加六十二億六千九百九十七萬元，成長率達 3.12%。其中活期性存款為六百七十億一千九百四十八萬元，占存款總餘額 32.33%【活期性存款包括支票存款二十七億一千八百七十萬元、活期存款（含外匯活期存款）二百一十一億九千七百零六萬元、活期儲蓄存款四百三十一億零三百七十二萬元】。定期性存款為一千四百零二億五千三百四十九萬元，占存款總餘額 67.67%【定期性存款含包括定期存款二百五十八億七千六百三十一萬元、定期儲蓄存款一仟一百四十三億七千七百一十八萬元】。

放款業務

九十一年度之經濟情勢由於受到全球股市下挫、國內景氣持續低迷的影響，產業界及不動產市場均蒙受相當程度的衝擊，放款業務推展諸多不易，因而未能有大幅之成長。然由於政府目前積極推動加強內需方案並提出「兆元計畫」以促進經濟活絡及產業復甦，因此未來放款業務仍有相當成長空間。本行除仍配合行政院開發基金推動輔導中小

(2) Business Recapitulation

Saving Operations

After the economy improved, news was announced in America that globally, interest rates had decreased. Toward the end of 2002, the interest was still decreased. Facing the sluggish economy in Taiwan, we pay close attention to the situation and adjust the saving and loan interest. In addition, we charge higher interest and take care of left capital.

At banking services, the Taichung bank established particular project to serve students on campus, and cooperate with convenient stores like 7-11 to receive tuition fees for students. So far, the bank has provided to 12 schools, including senior high schools, vocation schools, junior schools, and elementary schools; the amount is NT\$ 300 millions.

As of the end of 2002, the bank boasts a saving reserve totaling NT\$20,727,290,000, up by nearly NT\$6,269,970,000 than that in 2001 and the growth rate of 3.12%. In terms of savings structure, demand deposit savings totaled NT\$67,019,480,000, 32.33% against the total savings, than a year before. In which, checking savings totaled to NT\$2,718,700,000 against the total savings; flexible savings totaling NT\$43,103,720,000 against the total savings; time deposits savings totaling NT\$140,253,490,000 or 67.677% against the total savings (total saving including time deposit totaling NT\$25,876,310,000, time saving deposit NT\$114,377,180,000).

Loan Operations

During fiscal 2002, as the economy was affected by the globally stock market downgrade, sluggish domestic economy; meanwhile, industries and real estate market had suffered quite a negative impact. Therefore, the expanding of lending operation was not a easy task, and it did not have large scope growth. Yet as many of the economic revival plans are being sought by the government to revive the industry and jump-start the economy-project "1000

企業升級貸款及傳統產業優惠貸款等策略性貸款協助傳統中小企業轉型升級外，自九十年代起也與行政院勞委會簽約辦理「輔助勞工建構住宅貸款」，並繼續配合內政部兩千億元專案辦理優惠購屋房貸。另外爲了順應金融產品之演變潮流，本行特於 91 年 9 月中起開辦「利率指數型房貸」，受到市場相當熱烈之反應，短短三個多月承做額即達百餘億元之規模，嘉惠不少購屋民眾圓滿達成「住者有其屋」的夢想。

本行過去一向對於扶植、協助中小企業均不遺餘力，只要客戶有融資規劃諮詢的需求，本行均竭盡所能提供專業上的資訊與建議。各分行主管平時也分組帶隊針對營業區域內的客戶進行深耕拜訪與了解，即時提供協助，達到客戶與銀行雙贏之局面。在秉持「服務顧客就是創造盈餘」的理念下，爲了解決一般中小企業辦理中短期週轉金融資常面對擔保品不足之困擾，本行積極與財團法人中小企業信用保證基金合作推動以移送該基金辦理保證承做之「金簡便」貸款，不但經評鑑爲承辦該項目之績優金融機構並獲得公開表揚，更嘉惠不少中小企業能迅速藉由此方式取得所需之週轉金，使資金調度更爲靈活，競爭力益加提升。

另外爲提升本行徵、授信品質及改善作業流程，本行將成立八個區域中心以統合辦理轄下各分行之放款業務，達成流程標準化、作業專業化之目標。目前台中一區及台中二區兩個區域中心已實際投入運作，並預計於 92 年中再陸續成立彰化區域中心及員林區域中心。相信未來待八個區域中心皆發揮其應有之功能後，本行各項放款業務不論在質與量上將能有更佳之表現。

billion project” to improve economy , backed by several supportive policies and an expanded internal supply, the bank’s lending operations are expected to pick up as the local and world economies continue to rebound. To which, the bank not only actively support the government’s move in underwriting the small business upgrade loan, and traditional industries favored loan, it assisted conventional medium small size business upgrade. Since year 2002, the bank has contract with the Council of Labor Affairs to work on “Assist labors housing loan” project, and continually work on the 20 billion housing loan project. For meeting the need for financial products trend, the bank established “interest rate housing loan” by September, 2002. It was highly Acceptable by the public. During a very short 3 months period, the housing project has helped many home buyers achieve their goals of owning their dream homes. The bank has always assisted the small, medium business; whenever,

Any costumer needs advice about financial plan, the bank would provide professional suggestion and information. by the Executive Yuan’s National Fund, but also in full support of strategic loans such as the \$450 billion incentive loan to the brick-and-mortar sector, with which to assist small and medium businesses upgrade and deep-root in Taiwan, but also with active efforts support the governments \$20 billion incentive housing loan project, with a contact formally entered with the Council of Labor Affairs in 2001 to begin offering workers housing loans, in addition to house-funded starter housing loan, helping many home buyers achieve their goals of owning their dream home.

More than a host of the foregoing financing plans, and in light of an age of consumer spending, the bank has moved to introduce a consumer banking department with which to process individual consumer loans and credit card services, availing the consumers to more professional consumer financial services. Moreover, to assist small and medium firms obtain short-term and mid-term capital without having to worry posting sufficient collateral, an “Easy Loan,” a fund-backed loan program, has been introduced by the bank working with the Small business Credit Insurance Fund, favoring many medium and small businesses to quickly obtain capital.

截止至九十一年底，本行放款總餘額為 134,303,080 仟元。就放款結構分析，透支及進出口為 524,699 仟元，佔總放款比例為 0.39%；短期放款（含擔保）為 50,659,987 仟元，佔總放款比例為 37.72%；中期放款（含擔保）為 40,604,200 仟元，佔總放款比例為 30.23%；長期放款（含擔保）為 42,514,194 仟元，佔總放款比例為 31.66%。

就放款對象而言，製造業佔總放款比例為 13.85%，營造業佔總放款比例為 3.61%，商業佔總放款比例為 4.69%，金融、保險及不動產業佔總放款比例為 3.42%，個人佔總放款比例為 69.05%，非營利團體佔總放款比例為 0.01%，工商服務業佔總放款比例為 4.09%，礦業及土石採取業佔總放款比例為 0.13%，農林漁牧業佔總放款比例為 0.23%，運輸、倉儲及通信業佔總放款比例為 0.84%，水電燃料業佔總放款比例為 0.08%。

信託業務

1. 指定用途信託資金投資國外共同基金業務：

截至九十一年底計代理怡富、富達、德盛、富蘭克林、大聯、景順等六家國外基金公司旗下合計一百八十九種基金，累計收受信託餘額為新台幣六十五億二千七百八十八萬元，較九十年底增加十二億四千四百六十四萬元，成長 23.56%，手續費收入共二千六百零二萬元。

2. 證券簽證業務：

本行九十一年度受理證券簽證業務金額達二十二億一千零三十五萬元，較九十年三十七億六千九百六十七萬元，減少十五億五千九百三十二萬元，承辦件數九十六件，手續費收入六十四萬元。

信用卡業務

信用卡業務已是消費金融個人必備的支付工具，為提升信用卡的附加價值，本行持續推出及研發專案企劃，如：(一) 溫泉卡專案 (二) 溫泉養生護照，宣傳「泡好湯、享健康」全省泡透透的休

As of the end of 2002, the bank's total loans tallied to NT\$134,303,080,000. An analysis of the loan structure, overdraft and import/export loans totaled to NT\$524,699,000, or 0.39% against the total loans; short-term loans, including loans on collateral, NT\$50,659,987,000, or 37.72% against the total loan; mid-term loans, including loans on collateral, NT\$40,604,200,000, or 30.23% against the total loans; long-term loans, including loans on collateral, NT\$42,514,194,000, or 31.66% against the total loans.

In terms of the Bank's credit extension, the manufacturing sector 13.85%, construction sector for 3.61%, commerce 4.69%, financial industry, and realty 3.42%, individuals 69.05%, non-profit organizations 0.01%, industry and commerce service 4.09%, mining and quarry account for 0.13%, agriculture, forestry, fishery 0.23%, transportation, warehouse and telecommunications 0.84%, utilities and fuel trades 0.08%.

Trust Operations

i. Designated trust funds for investing in overseas mutual funds:

As of late 2002, the bank's mutual fund underwriting covers some 189 mutual funds offered by major foreign mutual funds including Prudential, Fidelity, Dresdner, Franklin, Global, ING, which carry a total trust underwriting of NT\$6,527,880,000, up by NT\$1,244,640,000 than a year ago, or a 23.56% growth from the end of 2001, with handling fees totaling NT\$26,020,000.

ii. Securities brokerage

Securities brokerage trading undertaken by the bank in 2002 totaled to NT\$2,210,350,000, down by NT\$1,559,320,000 when compared with NT\$3,769,670,000 recorded in 2001, in which a total of 96 transactions had been recorded, yielding NT\$640,000 from handling fees.

Credit Card Operations

The credit card business has become the essential tool for individual financial management. Therefore, the Bank will have different projects with credits to add extra value to the credit, such as (1) the Spa Card, (2) a combination of the Spa card and

閒養生觀念，以配合政府推廣的「國民旅遊卡」(三)藥師尊榮卡(四)外勞卡(五)促銷活動：「過年拚現金」、「刷卡 999，好禮抽久久」(六)以信用卡繳交九十年個人綜合所得稅(七)建置 PRISM 詐欺偵測風險管理系統等，期能創造更符合市場需求的信用卡商品，以滿足社會大眾需求及提高本行市場佔有率。

截至九十一年底，本行信用卡總發卡量為二十八萬零四百九十八卡，累計有效發卡量為十七萬五千九百九十九卡，較九十年底增加一萬七千八百六十二卡，成長率為 11.30%。消費金額方面，九十一年度總計為三十億零八百萬元，較九十年度減少一千一百萬元；循環利息收入為一億零七百五十二萬元，較九十年度增加一百七十三萬元，成長率為 1.64%；手續費收入（銷售點業務及預借現金）為五千四百四十三萬元，較九十年度增加一千三百零八萬元，成長率為 24.03%。

消費金融業務

消費金融業務之比重，在各金融同業中逐漸受到重視，銀行業者為求能在短期中獲得利潤且能吸引客戶，並建立其企業形象，紛紛將主要業務及經營方向，朝向消費金融業務推展，本行遂於九十年十一月成立消費金融部，專職消費性貸款及信用卡業務。

截至九十一年底，本行消費性貸款餘額十億五千八百七十一萬元，較九十年底增加六億二千一百五十二萬元，成長率為 142.16%。截至九十一年底，本行消費性貸款佔全行總放款餘額之 0.68%，預計未來逐年提高比重及餘額，期能增加本行消費金融業務之手續費收入及利息收入，創造更佳之盈收。

為因應消費金融市場之競爭，滿足客戶小額循環信用貸款之需要，本行於九十一年六月起推出「財吉寶現金卡」業務，提供客戶『理財』、『即(吉)時』、『便利』及最有效率之理財工具，同時結合本行各項產品，予以組合、行銷，並配合 VISA DEBIT 金融卡之發行，全力衝刺發卡量，提高動用餘額。

the Citizen Traveling Card, (3) the Pharmacist Honor Card, (4) the Foreign Laborers Card, (5) the Promotion, such as “Cash for New Year,” (6) Paying income tax of 2001 with credit cards, (7) Established PRISM, a risk managing system for detecting thieves

By the end of year 2002, the bank has totally issued 280,498 credit cards, accumulated effective cards for 175,999 cards, it has increased by 17,862 cards compared with last year, up by 11.30%. For consuming amount, it was NT\$ 3008,000,000 for year 2002, decreased NT\$ 1,100,000 than year 2001; revolving interest income was NT\$107,520,000, it has increased NT\$1730,000 than year 2001, and the growth ratio was 1.64%; handing fee income (sales and advance cash) was NT\$54,430,000, it has increased NT\$13,080,000, the growth ratio was 24.03%.

Consumer Banking Services:

The significance of consumer banking services is embarking to gain more attention among other banking business. Other banks try to establish their positive reputation in order to attract customers and obtain profit. They aim their main banking services and business direction toward consumer banking service. Therefore, the Bank established the Consumer Banking Department, focusing on consumer loans and the credit card business.

By the end of 2002, the bank has consumer loan for NT\$1,058,710,000, it has increased by NT\$621,520,000 compared with last year, the growth ratio was 142.16%. By the end of 2002, the consumer loan was 0.68% against the total loan. It is predicted that handing fee income and interest income will increase in the near future.

To meet the competition of the consumer financial market, as well as small monetary loans for customers, the bank established the “Thsi Chi Bau VISA Card” service as a financial managing tool for customers. In addition, it combines with the VISA DEBIT card in order to provide more services for customers. By the end of 2002, we issued 12,519 “Thsi Chi Bau VISA Cards.” Income from the interest

截至九十一年底，財吉寶現金卡累計發行人數共一萬二千五百一十九卡，手續費收入及利息收入合計一千零七十二萬元，佔全行手續費收入及利息收入之 0.22%。

證券業務

本行目前有三家證券經紀商，經營上市上櫃股票經紀及融資融券業務，證券經紀業務九十一年全年成交營業額為四百二十八萬九千五百五十萬五千元，經紀費手續費收入為六千一百五十四萬一千元整。

外匯業務

九十一年度全球景氣溫和復甦，國內景氣呈現往上攀升態勢，我國外貿穩定成長，本行外匯業務亦有亮麗成長，展現前所未有佳績。截至九十一年底，本行共有八家外匯指定分行以及全省各分行均可辦理「買賣外幣現鈔及旅行支票業務」，服務廣大客戶。面對未來金融趨勢的發展，本行將提供更好的外匯服務，爭取更大的市場佔有率。

九十一年外匯存款餘額 89,755 仟美元，外匯放款餘額（含出口押匯）為 94,950 仟美元。而九十一年度的外匯業務實際承作量為 1,869,173 仟美元（其中進、出口業務承作量為 350,359 仟美元，佔 18.74%，匯出匯入業務承作量為 1,518,814 仟美元，佔 81.26%）。

and handing fees totaled NT\$10,720,000, 0.22% against the total interest and handing income.

Securities Brokerage Operations

The bank has three securities brokers, the main business are securities brokerage and share brokerage and financial services. The total value of securities brokerage trading undertaken for the entire year 2002 was NT\$4,289,555,000; brokerage and handing fees income was NT\$61,541,000.

Foreign Exchange Operations

The economy of year 2002 has improving, the foreign trade steady grow; there, the foreign exchange business has extremely outstanding performance in this bank. By the end of year 2002, this bank has 8 foreign exchange designated branches and customers can have business with the bank islandwide. Customers also can sell and buy foreign currency and traveler's checks in these branches. The bank will continually provide better services to solicit more foreign exchange customers and business.

The foreign exchange deposit was US\$89,755,000 and the foreign exchange loan was US\$ 94,950,000. The foreign exchange transactions undertaken came to US\$1,869,173,000 (Of this total, the import and export business accounted for US\$350,359,000 or 18.74% against the total; remittances handled accounted to US\$1,518,814,000, accounting for 81.26% of the total.

最近二年度業務量比較表：

Business turnover compare list in the recent two years:

單位：新台幣仟元 / Unit: NT\$1,000

營業項目 Item	91 年底營運量 Projected Figures for the End of Year 2002	90 年底營運量 Projected Figures for the End of Year 2001	91 與 90 年度比較 Difference	成長比率 Growth Rate
存款 Deposits	207,272,970	201,002,999	6,269,971	3.12%
放款 Loans	134,303,080	131,605,499	2,697,581	2.04%
外匯（美元） Foreign Exchange (US\$)	1,869,173	1,441,573	427,600	29.66%
信用卡（卡） Credit Card (s)	175,999	158,137	17,663	11.30%
買入票券 Marketable Bills & Securities	6,245,337	5,986,024	259,313	4.33%
海外共同基金 Overseas Mutual Funds	6,527,870	5,283,240	1,244,630	23.56%

二、市場分析

經濟成長

今年國內景氣也逐漸走出九十年低迷的陰霾，中華經濟研究院年初即預測九十一年經濟成長率為 3.1% 較九十年之負成長大幅改善。國內經濟亦隨外銷接單增加，第一季經濟成長率為 1.20%，第二季為 3.98%，第三季為 4.77%，第四季為 4.22%，全年經濟成長率為 3.54%，較原先預估值更為提昇，預估九十二年我國經濟成長率將可維持在 3.63% 左右之水準。

景氣動向

因九十年美國發生九一一恐怖攻擊事件，致使全球性經濟不景氣，也因此，九十一年整體經濟指標及多項景氣指標都較九十年大幅成長。其中，景氣綜合判斷分數更由九十年的 15 分增加至九十一年 24 分。同時，景氣燈號自九十一年四月份開始連續九個月維持綠燈。今年預期國際景氣將逐漸好轉，我國經濟亦可望緩步復甦，惟復甦力道仍顯薄弱，一月景氣燈號又轉為黃藍燈。

2. Marketing Analysis

Economic Outlook

The local economy has slightly improved from the previous sluggish economy, the economy was predicted to have positive 3.1% growth to compare with last year's negative growth. Q1 had 1.20% growth, Q2 had 3.98%, Q3 4.77%, and Q4 had 4.22% growth, the entire yearly growth was 3.54%, it was better performance than the prediction. Therefore, the domestic economy growth of Taiwan for year 2003 has predicted to have positive 3.63% growth.

Economic Trends

The globally economic trend in a severe slump of year 2001 was because the September 11 attack in America. And compared with last year, the general economic signal rating for year 2002 that had edged up 9 points from 15 points of year 2001 to 24 points of year 2002. Meanwhile, a blue light in the economic strategy signal has been showing for nine months since April of 2002. This year, as hopes are high anticipating the global economy to warm up in a gradual rebound, this is expected to excel Taiwan's economy, but noticeably marked by a weak recovery gain.

國民生產

九十一年我國民生產毛額為 2,902 億美元，較九十年增加 19 億美元，每人國民生產毛額為 12,900 美元，亦較九十年增加 24 美元。

物價動態

由於景氣趨緩，國內物價呈平穩走勢，消費者物價及躉售物價雙雙維持九十年之水平。九十一年躉售物價指數較九十年增加 0.05%；九十一年消費者物價指數較九十衰退 0.20%，再度呈現負成長。九十二年初躉售物價指數仍小幅上升，消費者物價指數則小幅下降。

對外貿易

九十一年出口及進口貿易總額分別為 1,305.9 億美元及 1,125.3 億美元，分別較上年成長 6.29% 及 4.94%，雙雙較九十年度小幅成長。全年貿易出超 180.6 億美元，較九十年成長 14.57%。惟九十二年初進、出口貿易額反向呈現小幅率退。

工業生產

九十一年全球景氣持續低迷，國際電子產品需求仍不見起色，加上國內廠商持續外移，我國工業生產較九十年同期小幅增加 7.44%。今年在全球景氣緩步回溫之下，我國製造業生產景氣，可望在國內外需求回穩下逐步回升。

金融情勢

1. 貨幣供給額：去年三項貨幣供給額 M1A、M1B 及 M2 年增加率分別為 8.59%、17.01% 及 3.54%。其中 M1A、M1B 年增加率較高，係因利率走低，導致存戶降低定期性存款與外匯存款之意願所致。累計 M2 年增加率平均為 3.54%，首度跌破央行貨幣成長目標區（5%---10%）。

Gross National Product

In year 2002, Taiwan's gross national product (GNP) has reached US\$290.2 billion, up by US\$1.09 billion than a year earlier, the average per capita to US\$12,900, which has increased US\$24 per capital compared with last year.

Consumer Price Index

As the economy of last year sagged, Taiwan's consumer price index had been stable, as same as the year earlier. The wholesale price index of year 2002, when compared with year 2001, had went up for 0.05%; the consumer price index had dropped for 0.20%, it appeared the negative growth again. Overall, the wholesale price had went up slightly, and the consumer price index had dropped slightly.

Foreign Trade

The total imports and exports recorded last year came to US\$130.59 billion and US\$112.53 billion, respectively, up by 6.29% and 4.94% when compared with a year earlier, both increased slightly. The total trade surplus recorded US\$18.06 billion, increased 14.57% than the year earlier. The only slight decrease was the first few months of year 2003 for the imported and exported trade.

Industrial Output

As curtailed by a global economic downturn, the global demand for electronic products had slowed, coupled with an exodus of local manufacturers, however, under this kind of situation, our industrial output increased 7.44% than year 2001. Since the global economy is slightly getting better, our industrial output will getting steady because the domestic and international demand for products.

Banking Development

1. Monetary supply: The three key monetary supply indexes, M1A, M1B and M2, have all gained an 8.59%, 17.01% and 3.54%, respectively, noticeably a higher yearly M1B increase, which has been the results of M1A and low interest rate caused less demand deposits and foreign exchange deposits. The cumulative amount of M2 yearly gain has been averaged to 3.54% a figure that has been dropped out

averaged to 3.54%, a figure that has been dropped out of the Central Bank's growth target range of 5% to 10%.

2. 利率：經過九十年美國聯準會大幅降息，九十一年中央銀行為提振經濟，持續採行寬鬆貨幣政策，使得國內利率水準持續下探，存款加權平均利率由九十年的 4.09% 下降至九十一年 2.38% 。

2. Interest rate: After FED had announced the lower interest rate, the Central Bank of China kept performing loosen currency policy in order to improve the domestic economy. This policy made the domestic interest keep getting down, it has been down from 4.09% of year 2001 to 2.38% of year 2002.

3. 匯率：美國維持強勢美元態度不變使得九十一年度新台幣兌美元匯率一直維持在 1 美元兌新台幣 33.40 至 35.02 元之間。嗣後因波灣關係緊張使得美元匯率小幅貶值。年底台幣兌美元匯率為 1 美元兌新台幣 34.58 元，較上年同期貶值 2.3%。

3. Exchange rate: The currency exchange rate still keep at around US\$1 to NT\$33.40-35.02 as usual. However, it had made US dollar devaluation because the intense between America and Iraq. At the year end, NTD closed at 34.58 to 1 USD dropped 2.3%, compared with year 2000.

反觀歐元，持續呈現升值走勢，自九十一年初，1 歐元兌新台幣 31 元，一路攀升至年底 1 歐元兌新台幣 35 元。

On the contrary, \$1Europe dollar to NT\$31 continually climbed up to 1: 35.

三、最近二年從業員工資料：

3. Personnel profile in the recent two years:

項 目 Item		年 度 Year	九十年 2001	九十一年 2002
員工人數 Number of Employees	職 員 Permanent		1,941	1,907
	工友、服務生、工讀生 Non-staff		53	88
	合 計 Total		1,994	1,995
平 均 年 齡 Average Age			36	35.9
平 均 服 務 年 資 Average Years of Service			11	11.7
學歷分佈 情形 Academic Background	碩 士 Master		35	35
	大 學 Bachelor		427	448
	專 科 College		968	1,016
	高 中 High School		518	453
	高中以下 Under High School		46	43

四、勞資關係：

本行產業工會於八十八年成立，為求事業發展與員工權益得以兼籌並顧，勞資雙方經常協商，檢討現行法令規章，員工依規定加入工會，促使工會健全發展。勞資關係和諧良好，定期召開勞資會議，最近幾年度並無任何勞資糾紛，亦未因而遭受損失，預期未來仍將和諧相處。

五、重要契約：無

六、訴訟或非訟事件

1. 本公司內新分行於民國八十五年四月間失竊現鈔新台幣（以下同）一千九百萬元，本案目前尚由法院審理，並已針對內部涉案人員及其身份保證人之財產執行假扣押，同時提出假扣押本案訴訟，目前本行獲二審勝訴判決，惟尚未確定；另向富邦產物保險公司求償理賠之訴，目前本行上訴三審中。另對中興保全公司申請理賠之訴，本公司三審敗訴確定。
2. 本公司於八十五年十一月發生竊盜侵入保管箱竊取部份財物之事件，其中存戶劉娟娟因未與本公司就賠償金額達成協議，故對本公司提起損害賠償五千五百萬元之訴訟，於民國八十九年十月二十一日判決本公司僅應賠償五十萬元，其餘之訴駁回。兩造均於法定期間內上訴，二審法院於 91.3.20 判決本公司勝訴，劉娟娟所提第一、二審之訴全部駁回，因劉娟娟已上訴最高法院，故全案尚未確定。

4. Management-labor Relations

The company labor union has been founded in 1999 in an attempt to duly address business development to employee benefits, where several management-labor meetings have been conducted to review the current legal provisions allowing all full-time employees to join the union in a sound union development. The company enjoys a harmonious labor-management relations with regular labor-management meetings held, and no labor dispute has been reported in the most recent two fiscal years. The good labor-management relations are expected to be kept in the future.

5. Significant Contracts: Nil

6. Litigation and/or Non-litigation Incidents

- i. The Neihsin Branch had reported an alleged theft of NT\$19 million of stolen cash during April 1996, and the case is currently undergoing court trails, with mandatory seizure of assets by pertinent bank staffs and guarantors against the case itself. Presently, the bank has been awarded a favorable ruling on the second trail, pending confirmation. While the settlement claim filed against Fubon Insurance, which is currently undergoing the third trails of appeals. In addition, the settlement claim filed against Chung Hsing Security Company found the company awarded with a defeat ruling in the third trial, which has been confirmed.
- ii. The company has reported a break in theft to the safe deposit box resulting in the lost of properties that occurred in November 1996, except a pending suit arisen from depositor Chuan-chuan Liu who refused to settle with the firm but filed a counter suit seeking NT\$55 million in damage compensation, the rest of the lawsuits have been repealed but a NT\$500,000 compensation litigation has been brought against the firm on Oct. 21, 2000. In addition, the two parties had filed the case again within the legally permitted time, and the second trial court had sentenced the bank won the case, lawsuits have been repealed by first and second court about Chuan-chuan, Liu's part; the part has filed this to the surprime court, which are currently undergoing court trials.

3. 本公司對廣三案中台北分行違法貸款案等集團核心份子及證券商違約交割買賣盤人頭戶及券商提出背信、違反證券交易法及洗錢防制法等之刑事告訴，另請求該案之首謀份子及共犯應連帶賠償新台幣一百一十二億餘元不等，刑事部份已於九十年四月九日宣判，檢察官並已提起上訴。民事損害賠償部份，現正審理中。（*對信託部不當投資案所提之刑事告訴，遭檢察官不起訴處分確定。）
4. 本公司針對廣三案資金流向，並依台中地院刑庭訴字三六七號判決書附表，及判決書內容提及上海商銀中港分行涉嫌洗錢，承審法官將向地檢署告發等，基此，本公司遂於九十年七月二十三日對該行，及時任中港分行經理提刑事自訴，目前尚在審理中。另刑事附帶民事訴訟部分，本行已於九十一年十二月十八日遞狀，訴求上海商銀賠償五十七餘億元。
5. 本公司中正分行存款戶張月雀等四人，因日盛證券公司台中分公司營業員盜領該四人存款，該四人向本公司起訴請求返還存款。其中張月雀案經判決本公司敗訴確定，本公司已依該確定判決給付張月雀。張樹吉等三人與本公司因上述事件所發生之相關訴訟部份，向本公司求償 26,231 千元，第二審判決本行敗訴而僅須給付 19,754 千元，本行已上訴最高法院。另本公司已對日盛證券公司及營業員提出刑事附帶民事訴訟，現上訴最高法院審理中。
- iii. The company, responding to an alleged illegal loan that occurred at the Taipei Branch, has since filed charges against the main parties and the securities brokerage of breach of trust and violations to the Securities Transaction Law, in addition to damage claim against the case's mastermind seeking damage compensations totaling NT\$11.2 billion. The verdict of criminal suit had been announced, and the prosecutor did not file further suit. The civil damage part is undergoing court trials. (the criminal suit alleging inappropriate investment decision against the Trust Department had since been dropped by the district attorney in the final confirmation.).
- iv. For the capital whereabouts of Kuang San case, the company had reported been charged with money laundry involving the Shanghai Commercial & Savings Bank's Chungkang Branch as cited in the Taichung District Court's court appeals 367 ruling and the confirmation of ruling, with which the presiding court judge had referred the case to the district attorney on July, 23, 2001; in response to which, the bank had since filed voluntary suits against the bank and then Chungkang Branch manager, which are currently undergoing court trails. The criminal and civil suit had been filed from the bank by Dec. 18, 2002, seeking a total damage for NT\$5,700,000,000 from the Shanghai Commercial & Savings Bank.
- v. The company's Chungcheng Branch, formerly the Savings Department, has allegedly been charged by four depositors led by Yueh-chueh Chang, who have filed charges against the company seeking the reversal of their deposits citing that the depositors of the four had been falsely claimed by a Jih Sun Securities' Taichung branch trader. Of which, the ruling concluded in the Yueh-chueh Chang had rendered the bank the defeat party, to which the company has since settled with Yueh-chueh Chang as per the court ruling. And that sought by the other three led by Shu-chi Chang seeking a total damage payout of NT\$26,231,000, the result in the second trial was failed to compensate NT\$19,754,000 and the bank is remaining the pending of an appeal with the Supreme Court. In conjunction to which, a criminal litigation with provisional civil charges

filed against Jih Sun Securities and its trader is currently be tried at the Taichung Branch of Taiwan High Court.

6. 本公司因受曾正仁等人違法指示於 87 年 11 月 19、20 連續二日購入時擔任本公司法人董事裕全投資公司及法人監察人廣鑫國際投資公司所另擔任董事及監察人之順大裕股份有限公司之股票共計 29,308 仟股。經財政部以違反銀行法為由，處罰共計新台幣二百四十萬元整。本公司於如數繳納罰鍰後，即依法提出訴願及行政訴訟，但均遭駁回。嗣於九十一年十一月十八日接獲最高行政法院駁回上訴之判決書。
7. 本公司清水分行員工違法挪用客戶存款，經受害之存款戶對本行提起訴訟，請求賠償新台幣 6,680,250 元，本行已對該員及其身分保證人資產假扣押查封，及提起假扣押本案訴訟；同時亦已對中國產物保險股份有限公司、富邦產物保險股份有限公司依員工不忠實保險契約書提訴求償中。
- vi. The company has been charged alleging Chung-jen Tseng et. al, sitting on the boards of the bank's institutional investor – Yu Chan Venture Capital, and institutional investor's auditor at Kwang Hsin International Venture Capital, who illegally ordered the pledging of Shun Da Yu's stock totaling 29,308,000 shares, where they also sit on the management board and custodainship, resulting in NT\$ 2.4 million fine ordered by the Ministry of Finance for allegedly violating the Banking Law. The company has since remitted the punitive fine in full, and filed for appeals and administrative grievances as per legal proceedings, but both have been denied. The case is curently undergoing appeals by legal counsel on retainer, and being tried by the highest administrative court.
- vii. The employee of Chingsui Branch embezzled customer's deposit, as a result, the victimed depositor filed to suit the bank, is seeking for NT\$6,680,250. The bank has already attached the employee and his guarantor's assets. Meanwhile, the bank has sued the China Property Insurance Co., and Fubon Insurance Co., to charge the damage fee, which is according the the contract for unloyal employees part, is undergoing

肆、營業及資金運用計畫

一、九十一年度營業計畫

(一) 存款業務

1. 整合銀行業務，提供全功能資金管理帳戶。
2. 持續提高活期性存款比重，降低資金成本。
3. 分行有效整合，增設自動化設備，以提高經營績效。
4. 積極推展語音服務、網路銀行等電子金融業務。
5. 強化作業管理，改善作業流程，提升作業效率。
6. 落實業務精進方案，做好客戶管理。
7. 擴大異業策略聯盟，提高市場佔有率。

(二) 授信業務

1. 授信專業化，陸續成立區域中心，提昇授信品質。
2. 持續開發「徵授信、逾期放款管理系統」，提昇作業效率。
3. 有效運用本行剩餘資金，加強推展放款業務。
4. 善用中小企業信保基金保證，加強對中小企業融資。
5. 加強對不良授信控管與催收，以降低逾放比率。

(三) 消費金融業務

1. 發行三合一多功能之『財吉宝 VISA 卡』。
2. 針對特定族群促銷消費性貸款。

IV. Operational and Capital Maneuver Plan

1. Operations Proposal of Year 2002

(1) Savings operations:

1. To consolidate the banking business, and to offer all-purpose, capital management accounts.
2. To improve the demand deposits ratio with which to conserve capital cost.
3. To effectively integrate the branches by acquiring automated equipment, thus enhancing the operating efficiency.
4. To actively promote the electronic banking business, including voice mail and internet banking services.
5. To strengthen the operations management, improve operating procedures, and enhancing operation efficiency.
6. To enforce business reforms, and improving account management.
7. To gain a greater share of the banking market, as well as expanding business strategies with other organizations.

(2) Lending operations:

1. To gradually include lending centers with which to centralize lending policies, thus promoting quality lending.
2. Continually improve credit lending with competent loan management, in order to service overdue loan, with a primary goal of refining operation efficiency.
3. To effectively utilize excess capital to strengthen and promote lending.
4. Effectively utilize credit insurance funds for medium and small sized businesses, in order to provide extended financing.
5. To step up monitoring and dunning non-performing loans with which to reduce the overdue loan ratio.

(3) Consumer banking services:

1. Introduce three-in-one multifunctional "Tsai Chi Bau VISA Card."
2. Promote consumer loan business toward specific customers.

3. 建立自動化貸款系統。
 4. 建立客戶消費樣本資料庫。
 5. 建立電腦化電催與帳務系統。
 6. 開發「消貸管理系統-區域中心徵審信用卡申請業務流程」，增建信用卡業務行內網路 e 化。
 7. PRISM 詐欺偵測風險管理系統簡訊開發-信用卡、VISA 金融卡。
 8. 進行「商務白金卡」發卡專案：(1) 第一階段：本行企金授信戶；(2) 第二階段：台中市政府「採購卡/公務卡」、其他縣市政府「採購卡/公務卡」。
 9. 開發「紅利積點兌換機制」，並強化郵購業務（包括直效行銷保險商品）手續費。
 10. 進行異業策略聯盟、商家 e 化、休閒旅遊產業整合，提供多元化-食衣住行育樂特約商店之持卡附加價值。
 11. 研擬成立「晶片信用卡」專案小組，2006 年發卡須為晶片信用卡。
 12. 加強預借現金業務之推廣。
3. Actively develop automatic loans system that can better satisfy customers' financial management needs.
 4. Establish customers product-purchasing sample data.
 5. Computerize bills and accounting system.
 6. Establish "customer loan management system", branch centers focus on E-commerce and evaluate credit card applying process, improving credit card inner-e commerce.
 7. PRISM system inaugurated to detect the fake credit cards and VISA bank cards.
 8. Promote "Business Platinum Credit Card" projects such as (1) credit cards for our business loans customers (2) "Shopping Card/Government Employee Card" for Government employee
 9. Promote bonus accumulated points for credit card holders to gain more mail order processing fees.
 10. Strengthen alliances with non-banking enterprises, e-commerce stores, various entertainment industry integrate, supply extra value for card holding of cooperated stores.
 11. "Chip Credit Card" project, year 2006 must using Chip Credit card
 12. Expanding advance cash business.

(四) 外匯業務

1. 積極推展兩岸金融業務，提高本行之市場佔有率。
 2. 配合國際貿易之趨勢，提供國際金融業務分行客戶完善的服務，有效拓展外匯業務。
 3. 持續改進外匯作業流程與培養外匯專業人才，提昇本行外匯業務的服務品質。
 4. 更新外匯電腦系統，以提昇工作效率。
 5. 加強與通匯銀行之業務往來，並積極參與國際金融業務活動，以提高本行國際知名度。
- #### (4) Foreign exchange services:
1. Actively pursue cross-strait banking in order to increase our market share.
 2. Providing better services to our OBU customers to expand foreign exchange services in response to the trend of international trade.
 3. Continually improving the foreign exchange service procedure and educate more professional foreign exchange employees to improve the quality of our foreign exchange service.
 4. Update computer quality for foreign exchange service in order to promote working efficiency.
 5. Strengthen mutual business with correspondents, participating more international financing business activities to improve the reputation of our bank.

(五) 信託業務

1. 開辦指定用途信託資金投資國內共同基金業務。
2. 開辦保險金信託業務。
3. 加強基金經辦人員專業訓練，以提升專業知識及行銷技巧。
4. 研發新種信託商品，增加手續費收入。

二、九十一年度處分或取得不動產或長期投資計畫： 無

三、研究與發展

- (一) 指定用途投資國內有價證券。
- (二) 員工持股信託。
- (三) 網路銀行。

四、資金運用計畫

(一) 九十二年度取得固定資產計畫之內容：

1. 秀水分行新行舍建築工程，預定完工日期 92 年 8 月，所需資金 23,252 仟元。
2. 二林分行新行舍土地及建築工程，預定完工日期 93 年 6 月，所需資金 46,120 仟元。

預期效益：

- (1) 旨在提高營業據點之不動產自有率。
- (2) 避免因租約關係造成行舍遷移，以穩定客源。
- (3) 節省租金支出並具不動產未來之增資效益。

(二) 前次現金增資、發行公司債計畫、前各次現金增資或發行公司債計畫尚未完成及最近二年度資金運用計畫預計效益尚未顯現者之分析：

無。

(5) Trust services:

1. Establish the designated trust fund underwriting business and invest domestic mutual fund business.
2. Begin premium trust business.
3. Strengthen employees' training in order to promote professional knowledge and selling skills.
4. Research and develop more products in order to gain more processing fees.

2. Property Acquisition / Disposal or Long-term Investment Plan for the Year 2002: Nil

3. Research and Development

- (1) Designated investment in domestic marketable securities.
- (2) Employee holding trust.
- (3) E-commerce banking business.

4. Capital Maneuvering Plan

(1) Content of capital asset acquisition plan for 2003:

1. The Hsiushui Branch's land property and building project requires NT\$23,252,000 for development funding. The project is expected to finish by August 2003.
2. The Erhlin Branch's building project requires NT\$46,120,000 for development funding. The project is expected to finish by June 2004.

Expected values:

- (1) Improve the bank-owned properties on its business venues.
- (2) Stabilize the customers for not having to relocate as the lease expire.
- (3) Conserve rental charges, and realize the future yield of increasing property values.

(2) Analysis on any deficiency regarding previous cash reinvestments, corporate bond issuing proposals, previous cash reinvestments or incomplete corporate bond issues or capital maneuver plans in the most recent 2 years: Nil.

伍、財務資料

V. Financial Disclosure

一、最近五年度簡明資產負債表、損益表

1. Concise Balance Sheet, Income Statement Over the Recent Five Years

資產負債表

Balance Sheet

單位：新台幣仟元

Unit: NT\$1,000

最近五年度財務資料								
Financial Information - Recent Five Years								
項目	Item	八十七年度 1998	八十八年度 1999	八十九年度 2000	九十年 2001	九十一年度 2002		
放款及買匯	Loan and Bills Purchased	158,639,671	133,094,744	132,669,272	130,891,845	133,729,137		
企業投資	Business Investments	398,167	185,908	185,908	189,868	182,591		
固定資產	Fixed Assets	3,253,479	3,607,343	3,932,133	4,109,174	4,065,308		
其他資產(註)	Other Assets (Note)	17,245,575	25,089,379	25,725,434	29,661,376	29,398,672		
應收信用狀款項、 承兌匯票及保證款項	L/C, Acceptances and Guarantees Receivables	2,023,147	2,014,670	2,052,836	2,614,610	2,744,239		
存款及匯款	Deposits and Remittances	205,176,418	185,172,674	181,772,908	201,091,084	207,440,480		
其他負債	Other Liabilities	162,212	104,513	101,560	91,289	142,930		
信用狀款項、 承兌匯票及保證款項	L/C, Acceptances and Guarantees	2,025,818	2,011,333	2,047,700	2,608,625	2,737,599		
股本	Capital Stock	15,380,144	15,380,144	15,380,144	15,380,144	15,380,144		
保留盈餘	分配前	Retained Earnings	Before Appropriation	1,215,422	1,826,908	1,471,958	1,542,726	(2,521,350)
	分配後		After Appropriation	1,215,422	1,411,644	1,471,958	1,542,726	-
資產總額	Total Assets	226,543,186	213,089,189	208,063,206	222,774,673	223,953,245		
負債總額	分配前	Total Liabilities	Before Appropriation	209,937,947	195,719,175	191,048,135	205,812,121	211,054,769
	分配後		After Appropriation	209,937,947	196,134,439	191,048,135	205,812,121	-
股東權益總額	分配前	Total Shareholders' Equity	Before Appropriation	16,605,239	17,370,014	17,015,071	16,962,552	12,898,476
	分配後		After Appropriation	16,605,239	16,954,750	17,015,071	16,962,552	-

註：其他資產含非營業資產。

Note: Non-operation assets are included in other assets.

損 益 表

Statement of Income

單位：新台幣仟元

Unit: NTS\$1,000

最近五年度財務資料 Financial Information – Recent Five Years						
項目	Item	八十七年度 1998	八十八年度 1999	八十九年度 2000	九十年 2001	九十一年度 2002
營業收入	Operating Revenues	17,918,735	15,335,020	12,993,661	12,672,488	10,582,873
營業支出	Operating Expenses	22,868,905	14,447,740	12,815,387	12,374,002	15,139,211
營業損益	Operating Income	(4,950,170)	887,280	178,274	298,486	(4,556,338)
營業外收入	Non-operational Revenues	16,208	61,886	24,841	25,375	37,472
營業外支出	Non-operational Expenses	4,823	8,855	2,799	3,848	15,210
稅前損益	Pre-tax Income	(4,938,785)	940,311	200,316	320,013	(4,534,076)
稅後損益	After-tax Income	(3,515,260)	611,586	60,316	71,013	(4,064,076)
每股盈餘〈元〉	Earnings Per Share (\$)	(2.29)	0.40	0.04	0.05	(2.70)

註：每股盈餘按發行在外流通股數加權平均計算，凡有盈餘轉增資或資本公積轉增資者予以追溯調整。

Note: Figures of earnings per share have been concluded by weighted average on all shares currently in circulation, and all earnings for capital reinvestment and/or stock capitalization are calculated retroactively.

最近五年度簽證會計師及查核意見

CPA Auditing Opinion – Recent Five Years

年度 Year	八十七年度 1998	八十八年度 1999	八十九年度 2000	九十年 2001	九十一年度 2002
簽證 Item	余天興 Tien-hsing Yu	余天興 Tien-hsing Yu	余天興 Tien-hsing Yu	余天興 Tien-hsing Yu	余天興 Tien-hsing Yu
中央聯合會計師事務所 Centre & Co., CPAs	李淑卿 Shu-ching Lee	李淑卿 Shu-ching Lee	熊光寧 Kuang-ning Shiung	熊光寧 Kuang-ning Shiung	熊光寧 Kuang-ning Shiung
查核意見 Auditing Opinion	無保留意見 Qualified	無保留意見 Qualified	無保留意見 Qualified	無保留意見 Qualified	無保留意見 Qualified

二、最近五年度財務分析 / 2. Financial Analysis Over the Recent Five Years

分析項目 Item		年 度 Year	最近五年度財務資料 Financial Information – Recent Five Years					
			九十一年度 2002	九十年 2001	八十九年度 2000	八十八年度 1999	八十七年度 1998	
財務結構(%) Capital Structure	佔資產(%) Ratio of Liability to Asset (%)	淨 值 Net Asset	5.76	7.61	8.18	8.15	7.33	
		負 債 Liability	94.24	92.39	91.82	91.85	92.67	
	佔固定資產(%) Ratio of Fixed Assets (%)	淨 值 Net Asset	317.28	412.80	432.72	481.52	510.38	
	佔淨值(%) Ratio of Net Value (%)	存 款 Deposit	1,607.99	1,185.23	1,067.88	1,065.99	1,235.47	
償債能力(%) Liquidity Ratio (%)	流 動 比 率 Current Ratio		2,030.70	1,425.52	534.00	515.88	1,040.85	
	速 動 比 率 Quick Ratio		1,944.72	1,394.79	527.56	509.22	1,025.16	
經營能力 Operating Performance	存 放 比 率 Ratio of Deposits to Loans		64.75	65.45	73.34	72.22	77.70	
	逾 放 比 率 Ration of Loans Overdue		11.47	15.76	14.36	14.72	7.37	
	員工平均營業收入 Average Operating Income to Employees		5,342	6,274	6,185	6,880	8,039	
	員工平均獲利(損)額 Average Profit (Loss) Gains to Employees		(2,052)	35	29	274	(1,577)	
	固定資產週轉率(次) Turnover of Fixed Assets (times)		2.60	3.08	3.30	4.25	5.51	
	淨值週轉率(次) Turnover of Net Worth (times)		0.82	0.75	0.76	0.88	1.08	
	總資產週轉率(次) Turnover of Total Assets (times)		0.05	0.06	0.06	0.07	0.08	
獲利能力 Profitability Ratio	資產報酬率(%) Ratio of Assets (%)		(1.82)	0.03	0.03	0.28	(1.54)	
	股東權益報酬率(%) Return on Shareholders Equity (%)		(27.22)	0.42	0.35	3.60	(19.11)	
	佔實收資本比率 (%) Return on Capital Stock (%)	營業利益(損失) Operating Income (Loss)		(29.62)	1.94	1.16	5.77	(32.19)
		稅前純益(損失) Pre-tax Income (Loss)		(29.48)	2.08	1.30	6.11	(32.11)
	純益(損)率(%) Profit/Loss Margin Ratio (%)		(38.40)	0.56	0.46	3.99	(19.62)	
	每股盈餘(虧損)(元) Earnings (Loss) Per Share (\$)		(2.70)	0.05	0.04	0.40	(2.29)	
現金流量 Cash Flow	現金流量比率(%) Cash Flow Ratio (%)		(209.54)	(86.13)	16.08	(26.30)	(19.13)	
	現金流量允當比率(%) Cash Flow Equivalent Ratio (%)		(684.46)	(152.94)	43.78	108.23	438.07	
	現金再投資比率(%) Cash Reinvestment Ratio (%)		(6.55)	(3.91)	2.01	(3.65)	(1.34)	
槓桿度 Leverage	營運槓桿度 Operating Leverage		0.38	6.79	18.01	3.81	0.48	

註：每股盈餘按加權平均流通在外股數計算，凡有盈餘或資本公積轉增資者予以追溯調整。

Note: Figures expressed for earnings per share have been concluded by the weighted average on all stocks currently in circulation, and all stock capitalization of earnings and/or reinvestment are calculated retroactively.

三、最近二年度每股市價、淨值、盈餘及股利

3. Market Value, Worth, Earnings and Dividends Per Share For the Recent Two Years

單位：新台幣元

Unit: NT\$

項目 Item	年度 Year		九十一年度 Year 2002	九十年 Year 2001
	每股市價 Market Value Per Share	最高 Highest		8.9
	最低 Lowest		3.5	3.21
	平均 Average		5.1	3.99
每股淨值 Worth Per Share	分配前 Before Appropriation		8.56	11.14
	分配後 (註 1) After Appropriation (Note 1)			
每股盈餘 Earnings Per Share	加權平均股數 Weighted Average Issued Shares		1,507,254,400	1,522,381,811
	每股盈餘 (註 2) Earnings Per Share (Note 2)	調整前 Before Adjustment	(2.70)	0.05
		調整後 After Adjustment		
每股股利 Dividends Per Share	現金股利 Cash Dividends			
	無償配股 Stock Dividends	盈餘配股 Earnings		
		資本公積配股 Capital Reserve		
	累積未付股利 (註 3) Cumulative Dividends Undistributed (Note 3)			
投資報酬分析 Return Analysis	本益比 (註 4) P/E Ratio (Note 4)		-	80
	本利比 (註 5) Ratio of Share Price to Dividends (Note 5)			
	現金股利殖利率 (註 6) Cash Dividend Yield (%) (Note 6)			

- 註：
- 請依據次年度股東會決議分配之情形填列。
 - 如有因無償配股等情形而需追溯調整者，應列示調整前及調整後之每股盈餘。
 - 權益證券發行條件如有規定當年度未發放之股利得累積至有盈餘年度發放者，應分別揭露截止當年度止累積未付之股利。
 - 本益比 = 當年度每股平均收盤價 / 每股盈餘。
 - 本利比 = 當年度每股平均收盤價 / 每股現金股利。
 - 現金股利殖利率 = 每股現金股利 / 當年度每股平均收盤價。

- Note:
- As per the results of motions heard in the following general assembly.
 - Adjustments to the before and after figures on retroactive adjustments to non-denominated stock dividends are to be duly noted.
 - Conditions that stipulated beneficiary certification requires the issuance of all cumulative appropriation of the current year over a year in future with earnings are required to disclose all cumulative dividends undistributed to date.
 - P/E Ratio: Average of share price annually/earnings per share.
 - Ratio of Share Price to Dividends: Average of share price annually/cash dividends per share.
 - Cash Dividend Yield: Cash dividends per share/average of share price annually.

四、最近年度財務報表

4. Financial Disclosure of the Recent Year

台中商業銀行股份有限公司
Taichung Commercial Bank
資產負債表
Balance Sheet

民國九十一年十二月三十一日及民國九十年十二月三十一日
Dec. 31, 2002 & Dec. 31, 2001

資產 Assets			民國九十一年 十二月三十一日 Dec. 31, 2002		民國九十年 十二月三十一日 Dec. 31, 2001	
代碼 Code	會計科目 Item	附註 Note	金額 Amount	%	金額 Amount	%
11xx	流動資產	Current Assets	\$56,527,537	25.24	\$57,872,410	25.98
1100	現金及約當現金	Cash & Cash Equivalent	9,918,956	4.43	21,928,201	9.84
1120	存放央行	Due from the Central Bank	34,919,784	15.59	24,357,519	10.94
1130	買入票券-減備抵跌價損失 91年119,279千元及90年 99,473千元後之淨額	Marketable Bills and Securities - Less: Net after Provision for drop loss of NT\$119,279,000 in 2002 and NT\$99,473,000 in 2001	6,245,337	2.79	5,986,024	2.69
1155	應收利息	Interest Receivable	1,247,880	0.56	1,627,265	0.73
1140-1170	應收款項及其他流動資產- 減備抵呆帳91年1,808,063千 元及90年1,810,731千元後之 淨額	Receivables and Other Current Assets - Less: Net after Provision for Doubtful Debts of NT\$1,808,063,000 in 2002 and NT\$1,910,731,000 in 2001	4,195,580	1.87	3,973,401	1.78
13xx	買匯及放款	Purchase of Bills and Loans	133,729,137	59.71	130,891,845	58.76
1300	買入匯款及進出口押匯	Purchase of Bills and Negotiation of Import and Export	248,930	0.11	212,756	0.10
1310	短期放款及透支	Short-term Loans and Overdrafts	6,894,567	3.08	6,476,451	2.91
1320	短期擔保放款及擔保透支	Short-term Secured Loans and Overdrafts	44,041,189	19.67	49,050,917	22.02
1330	中期放款	Mid-term Loans	6,856,514	3.06	5,593,994	2.51
1340	中期擔保放款	Mid-term Secured Loans	33,747,686	15.07	35,064,604	15.74
1350	長期放款	Long-term Loans	698,770	0.31	398,314	0.18
1360	長期擔保放款 減：備抵呆帳	Long-term Secured Loans Less: Provision for Doubtful Debts	41,815,424 (573,943)	18.67 (0.26)	34,808,463 (713,654)	15.62 (0.32)
14xx	基金及長期投資-減備抵跌價損 失91年7,925千元及90年0元後之 淨額	Funds and Long-term Investments - Less: Net after Provision for drop loss of NT\$7,925,000,000 in 2002 and NT\$0 in 2001	232,591	0.10	239,868	0.11
15xx	固定資產淨額	Net Fixed Assets	4,065,308	1.82	4,109,174	1.84
	成本	Costs				
1501	房屋基地	Lands	1,761,656	0.79	1,761,656	0.79
1521	房屋及建築	Buildings and Structures	1,838,171	0.82	1,837,946	0.83
1540	交通及運輸設備	Transportation Equipment	65,404	0.03	96,401	0.04
1550	其他設備	Other Equipment	1,350,569	0.60	1,369,488	0.61
1590	租賃資產	Leasing Assets	-	-	2,148	-
	重估增值	Revaluation Increment	654,957	0.29	654,957	0.29
	成本及重估增值合計	Total Costs and Revaluation Increment	5,670,757	2.53	5,722,596	2.56
15x2	減：累計折舊	Less: Cumulative Depreciation	(1,641,502)	(0.73)	(1,631,258)	(0.73)
1570	未完工程及預付資產款	Construction in Progress and Prepayments	36,053	0.02	17,836	0.01
1800	非營業資產-減累計折舊91年 11,076千元及90年10,277千元後 之淨額	Non-operation Assets - Less: Net after Provision for Cumulative Depreciation of NT\$11,076,000 in 2002 and NT\$10,277,000 in 2001	79,433	0.04	80,232	0.03
1820	其他資產-減催收款項備抵呆 帳，91年2,113,650千元及90年 2,164,922千元及承受擔保品累計 折舊91年22,024千元及90年0元 後之淨額	Other Assets - Less: Net after Provision of Receivables on Demand for Doubtful Debts of NT\$2,113,650,000 in 2002 and NT\$2,164,922,000 in 2001 and Cumulative Depreciation for Collateral Acceptances of NT\$22,024,000 in 2002 and NT\$0 in 2001	29,319,239	13.09	29,581,144	13.28
	資產總計	Total Assets	\$223,953,245	100.00	\$222,774,673	100.00
	信託資產	Trust Assets	\$6,527,877	-	\$5,283,243	-

單位：新台幣仟元
Unit: NT\$1,000

負債及股東權益 Liability and Shareholder Equity			民國九十一年 十二月三十一日 Dec. 31, 2002		民國九十年 十二月三十一日 Dec. 31, 2001	
代碼 Code	會計科目 Item	附註 Note	金額 Amount	%	金額 Amount	%
21xx	流動負債	Current Liabilities	\$2,783,654	1.24	\$4,059,734	1.82
2110	央行存款	Due to the Central Bank	5,509	-	5,950	-
2120	銀行同業存放	Due to Banks	157,229	0.07	366,202	0.17
2151	應付利息	Interest Payables	335,563	0.15	565,299	0.25
2140-2170	應付款項及其他流動負債	Payables and Other Current Liabilities	2,285,353	1.02	3,122,283	1.40
23xx	存款及匯款	Deposits and Remittances	207,440,480	92.63	201,091,084	90.27
2300	支票存款	Checking Deposits	2,851,687	1.27	2,652,596	1.19
2310	活期存款	Demand Deposits	21,197,059	9.47	18,186,827	8.16
2320	定期存款	Time Deposits	25,876,307	11.55	32,229,768	14.47
2330-2340	儲蓄存款	Saving Deposits	157,480,902	70.32	147,975,827	66.43
2365	應解匯款	Remittances Payable	34,525	0.02	46,066	0.02
25xx	長期負債	Long-term Liabilities	687,705	0.31	570,014	0.26
28xx	其他負債	Other Liabilities	142,930	0.06	91,289	0.04
2xxx	負債合計	Total Liabilities	211,054,769	94.24	205,812,121	92.39
3101	股本	Common Stock	15,380,144	6.87	15,380,144	6.90
32xx	資本公積	Capital Reserve	163,225	0.07	163,225	0.07
3202	收入公積	Earnings Reserve	10,019	-	10,019	-
3203	重估增值準備	Revaluation Increment Reserve	153,189	0.07	153,189	0.07
3206	受贈公積	Reserve Received	17	-	17	-
33xx	保留盈餘	Retained Earnings	(2,521,350)	(1.12)	1,542,726	0.70
3301	法定公積	Legal Reserve	1,438,192	0.65	1,416,962	0.64
3310	累積盈(虧)	Accumulated Profit and Loss	(3,959,542)	(1.77)	125,764	0.06
3510	庫藏股票	Treasury Stocks	(123,543)	(0.06)	(123,543)	(0.06)
3xxx	股東權益合計	Total Shareholders' Equity	12,898,476	5.76	16,962,552	7.61
	負債及股東權益總計	Total Liabilities and Shareholders' Equity	\$223,953,245	100.00	\$222,774,673	100.00
	信託負債	Trust Liabilities	\$6,527,877	-	\$5,283,243	-

台中商業銀行股份有限公司
Taichung Commercial Bank
損 益 表
Income Statement

民國九十一年一月一日至十二月三十一日及民國九十年一月一日至十二月三十一日

Jan. 1 ~ Dec. 31, 2002 & Jan. 1 ~ Dec. 31, 2001

單位：新台幣仟元（每股盈餘除外）

Unit: NT\$1,000 (except EPS)

代碼 Code	項 目 Item		附註 Note	民國九十一年度 Year 2002		民國九十年 Year 2001	
				金額 Amount	%	金額 Amount	%
41xx-47xx	營業收入	Operating Income		\$10,582,873	100.00	\$12,672,488	100.00
4501	利息收入	Interest Income	21	9,994,420	94.44	11,556,049	91.19
4516	手續費收入	Fees and Commission Income		243,199	2.30	209,322	1.65
4530	證券經紀收入	Securities Brokerage Income		61,542	0.58	55,581	0.44
4531	買賣票券利益-淨額	Gains on Marketable Bills & Securities Trading – Net		242,118	2.29	741,538	5.85
4532	企業投資利益-淨額	Gains on Business Investments – Net	5	11,310	0.10	17,624	0.14
4534	兌換利益-淨額	Gains on Foreign Exchange Trading – Net		30,284	0.29	92,374	0.73
51xx-58xx	營業支出	Operating Expenses		15,139,211	143.05	12,374,002	97.64
5501	利息支出	Interest Expense	21	5,156,713	48.73	8,109,550	63.99
5516	手續費支出	Fees & Commissions Expense		82,534	0.78	71,938	0.57
5530	證券經紀支出	Securities Brokerage Expense		2,792	0.02	2,493	0.02
5535	各項提存	Provisions		7,321,041	69.18	1,518,984	11.99
5831	研究發展費用	Research & Development Expenses		7,233	0.07	7,800	0.06
5832	員工訓練費用	Employees' Training Expenses		6,469	0.06	5,937	0.05
5811	業務費用	Business Expenses		2,007,443	18.97	2,129,502	16.80
5821	管理費用	Administrative Expenses		554,986	5.24	527,798	4.16
6100	營業利益(損失)	Operating Profit (Loss)		(4,556,338)	(43.05)	298,486	2.36
49xx	營業外收入	Non-operating Income		37,472	0.35	25,375	0.20
4903	租金收入	Rental Income	7	14,243	0.13	15,784	0.13
4911	處分資產盈餘	Gains on Disposal of Property		12,547	0.12	755	-
4929	什項收入	Other Income		10,682	0.10	8,836	0.07
59xx	營業外支出	Non-operating Expenses		15,210	0.14	3,848	0.03
5929	折舊費用	Depreciation		1,200	0.01	1,207	0.01
5911	處分資產損失	Loss on Disposal of Property		13,626	0.13	2,305	0.02
5929	什項損失	Other Losses		384	-	336	-
6200	營業外利益	Non-operating Income		22,262	0.21	21,527	0.17
6300	本期稅前淨利(淨損)	Net Income (Loss) Before Taxation		(4,534,076)	(42.84)	320,013	2.53
6400	預計所得稅利益(費用)	Provision for Income Tax (Expense)	19	470,000	4.44	(249,000)	(1.97)
6900	本期稅後純益(純損)	Net Income (Loss) After Taxation		(4,064,076)	(38.40)	71,013	0.56
7000	普通股每股盈餘(虧損)(元)：	Earnings (Loss) Per Share - Common Stocks (\$)	20				
	本期稅前純益(純損)	Net Income (Loss) Before Taxation		(3.01)		0.21	
	預計所得稅利益(費用)	Provision for Income Tax (Expense)		0.31		(0.16)	
	本期稅後純益(純損)	Net Income (Loss) After Taxation		(2.70)		0.05	

台中商業銀行股份有限公司

Taichung Commercial Bank

盈虧撥補表

Statement of Profit & Loss Appropriation

中華民國九十一年度(Year 2002)

單位：新台幣元 / Unit: NT\$

項 目 Item	金 額 Amount	
	小 計 Subtotal	合 計 Total
	盈虧項目 Profit and Loss	
待彌補虧損 Loss to be Offsetted		(3,959,542,790.38)
本年度稅後淨損 Net Loss for the Fiscal Year After Taxation	(4,064,076,509.23)	
前年度未分配盈餘 Previous Undistributed Earnings	104,533,718.85	
撥補項目 Appropriation		1,601,417,856.64
法定公積 Legal Reserves	1,438,192,877.76	
資本公積 Capital Reserves	163,224,978.88	
期末待彌補虧損 Loss to be Offsetted in the End of Period		(2,358,124,933.74)
期末待彌補虧損 Loss to be Offsetted in the End of Period	(2,358,124,933.74)	

台中商業銀行股份有限公司
Taichung Commercial Bank
 股東權益變動表
 Statement of Changes in Shareholders' Equity

民國九十一年一月一日至十二月三十一日
 及民國九十年一月一日至十二月三十一日
 Jan. 1 - Dec. 31, 2002 & Jan. 1 - Dec. 31, 2001

單位：新台幣仟元 / Unit: NT\$1,000

項目 Item	附註 Note	股本 Common Stock	資本公積 Capital Reserve			保留盈餘 Retained Earnings		庫藏股票 Treasury Stocks	合計 Total Shareholders' Equity
			收入公積 Earnings Reserve	重估增值準備 Revaluation Increment Reserve	受贈公積 Reserve Received	法定公積 Legal Reserve	累積盈(虧) Accumulated Profit and Loss		
九十年一月一日餘額 Balance on Jan. 1, 2001		\$15,380,144	\$9,774,	\$153,189	\$6	\$1,398,868	\$73,090	\$-	\$17,015,071
八十九年度盈餘指撥及分配：Appropriation of Earnings for 2000									
法定盈餘公積 Legal Reserve	17	-	-	-	-	18,094	(18,094)	-	-
九十年度出售固定資產利益轉列資本公積 2001's Transfer of After-taxed Gains on Disposal of Fixed Assets to Capital Reserve		-	245	-	-	-	(245)	-	-
股利請求權已罹時效而轉列資本公積 Turn Dividend into Capital Reserve due to Overtime Application		-	-	-	11	-	-	-	11
購入庫藏股 Purchase of Treasury Stocks		-	-	-	-	-	-	(123,543)	(123,543)
九十年年度稅後純益 Net Income After Taxation for 2001		-	-	-	-	-	71,013	-	71,013
九十年十二月三十一日餘額 Balance on Dec. 31, 2001		\$15,380,144	\$10,019	\$153,189	\$17	\$1,416,962	\$125,764	(\$123,543)	\$16,962,552
九十年年度盈餘指撥及分配：Appropriation of Earnings for 2001									
法定盈餘公積 Legal Reserve	17	-	-	-	-	21,230	(21,230)	-	-
九十一年度稅後純損 Net Income After Taxation for 2002		-	-	-	-	-	(4,064,076)	-	(4,064,076)
九十一年十二月三十一日餘額 Balance on Dec. 31, 2001		\$15,380,144	\$10,019	\$153,189	\$17	\$1,438,192	(\$3,959,542)	(\$123,543)	\$12,898,476

台中商業銀行股份有限公司

現金流量表

民國九十一年一月一日至十二月三十一日

及民國九十年一月一日至十二月三十一日

單位：新台幣仟元

項 目	九十一年度		九十年度	
	小 計	合 計	小 計	合 計
營業活動之現金流量：				
本期純益（純損）	(\$4,064,076)		\$71,013	
調整項目：				
折舊費用	177,605		140,535	
攤 銷	23,838		26,451	
提列備抵呆帳	7,137,339		1,316,470	
沖銷備抵呆帳	(7,573,847)		(1,063,611)	
收回已沖銷之放款	242,857		28,114	
支付員工退休金	(178,525)		(201,461)	
提列意外損失準備	1,201		1,074	
提列保證責任準備	3,976		-	
處分固定資產及非營業用資產淨損失	1,066		779	
依權益法認列之投資利益	(649)		-	
投資損失	7,925		-	
備抵買入票券跌價損失提列(迴轉收入)數	19,806		(1,190,167)	
應收利息(增加)減少	379,385		(197,783)	
以交易為目的而持有之買入票券增加	(757,884)		(397,302)	
應收款項及其他流動資產增加	(219,510)		(360,302)	
應付利息減少	(229,736)		(88,990)	
應付款項及其他流動負債減少	(836,930)		(1,581,504)	
其他負債-其他增加	33,251		-	
營業活動之淨現金流出		(\$5,832,908)		(\$3,496,684)
投資活動之現金流量：				
存放央行增加	\$(10,562,265)		\$(15,884,558)	
以非交易為目的而持有之買入票券(增加)減少	478,764		(691,406)	
買匯及放款(增加)減少	(2,697,581)		1,719,208	
購買固定資產	(111,767)		(320,585)	
出售固定資產及非營業用資產價款	412,409		37,065	
基金增加	-		(53,960)	
其他資產淨(增加)減少	33,217		(4,016,699)	
投資活動之淨現金流出		(\$12,447,223)		(\$19,210,935)
融資活動之現金流量：				
銀行同業存放減少	\$ (208,973)		\$ (2,799,819)	
央行存款減少	(441)		(38)	
存款及匯款增加	6,349,396		19,318,176	
存入保證金增加(減少)	13,391		(10,631)	
長期負債增加(減少)	117,691		(73,557)	
撥入備放款減少	(178)		(714)	
購入庫藏股	-		(123,543)	
融資活動之淨現金流入		\$6,270,886		\$16,309,874
本期現金及約當現金減少數		(\$12,009,245)		(\$6,397,745)
期初現金及約當現金餘額		21,928,201		28,325,946
期末現金及約當現金餘額		\$9,918,956		\$21,928,201
現金流量資訊之補充揭露：				
本期支付所得稅		\$79,291		\$164,426

Taichung Commercial Bank

Statement of Cash Flow

Jan. 1 ~ Dec. 31, 2002 & Jan. 1 ~ Dec. 31, 2001

Unit: NT\$1,000

Item	2002		2001	
	Subtotal	Total	Subtotal	Total
Cash Flows from Operating Activities:				
Net Income (Net Loss)	(\$4,064,076)		\$71,013	
Adjustments:				
Depreciation Expenses	177,605		140,535	
Amortization	23,838		26,451	
Provision for Doubtful Debts	7,137,339		1,316,470	
Provision for Doubtful Debts Released	(7,573,847)		(1,063,611)	
Write-off Loans Collected	242,857		28,114	
Payment of Pension	(178,525)		(201,461)	
Provision for Contingent Losses	1,201		1,074	
Provision for Guarantee Liability	3,976		-	
Net Losses on Disposal of Fixed Assets & Non-operation Assets	1,066		779	
Investment Profit Realized by the Equities Law	(649)		-	
Investment Loss	7,925		-	
Provision for (reversal of) decline in market value of Bills held	19,806		(1,190,167)	
Increase (Decrease) in Interest Receivable	379,385		(197,783)	
Increase in Bills held for trading purpose	(757,884)		(397,302)	
Increase in Receivables & Other Current Assets	(219,510)		(360,302)	
Decrease in Interest Payable	(229,736)		(88,990)	
Decrease in Payables & Other Current Liabilities	(836,930)		(1,581,504)	
Increase in Other Liabilities – Others	33,251		-	
Net Cash Flow from Operating Activities		(\$5,832,908)		(\$3,496,684)
Cash Flow from Investing Activities:				
Increase in Due from Central Bank	\$(10,562,265)		\$(15,884,558)	
Decrease (Increase) in Bills held not for trading purpose	478,764		(691,406)	
Decrease (Increase) in the Purchase of Bills & Loans	(2,697,581)		1,719,208	
Acquisition of Fixed Assets	(111,767)		(320,585)	
Proceeds from Disposal of Fixed Assets & Non-operation Assets	412,409		37,065	
Increase in Funds	-		(53,960)	
Net Increase (Decrease) in Other Assets	33,217		(4,016,699)	
Net Cash Flow from Investing Activities		(\$12,447,223)		(\$19,210,935)
Cash Flow from Financing Activities:				
Decrease in Due to Banks	\$(208,973)		\$(2,799,819)	
Decrease in Due to Central Bank	(441)		(38)	
Increase in Deposits and Remittances	6,349,396		19,318,176	
Increase (Decrease) in Guarantee Deposits Received	13,391		(10,631)	
Increase (Decrease) in Long-term Liabilities	117,691		(73,557)	
Decrease in Reserves for Loans	(178)		(714)	
Purchase of Treasury Stocks	-		(123,543)	
Net Cash Flow from Financing Activities		\$6,270,886		\$16,309,874
Decrease in Cash and Cash Equivalents for the Period		(\$12,009,245)		(\$6,397,745)
Beginning Balance, Cash and Cash Equivalents		21,928,201		28,325,946
Balance, Cash and Cash Equivalents		\$9,918,956		\$21,928,201
Supplemental Disclosure of Cash Flow Information				
Income Tax Paid for the Period		\$79,291		\$164,426

財產目錄

民國九十一年十二月三十一日

單位:新台幣仟元

科 目	摘 要	金 額
現金及約當現金		9,918,956
存放央行	繳存央行存款準備金	34,919,784
買入票券—淨額	買入隨時可變現之有價證券等	6,245,337
應收利息	應收未收之利息	1,247,880
應收款項及其他流動資產—淨額	應收未收之款項及跨行通匯清算基金等	4,195,580
買匯及放款		133,729,137
買入匯款及進出口押匯	買入各種外埠匯票及進出口押匯等	248,930
短期放款及透支	無擔保品期限在一年內之放款及透支	6,894,567
短期擔保放款及擔保透支	提供擔保品期限在一年內之放款及透支	44,041,189
中期放款	無擔保品期限超過一年而在七年內之放款	6,856,514
中期擔保放款	提供擔保品期限超過一年而在七年內之放款	33,747,686
長期放款	無擔保品期限超過七年之放款	698,770
長期擔保放款	提供擔保品期限超過七年之放款	41,815,424
(減): 備抵呆帳		(573,943)
基金及長期投資	存出信託資金賠償準備及企業長期投資	232,591
固定資產淨額		4,065,308
成本		
房屋基地	房屋建築之基地	1,761,656
房屋及建築	房屋及附屬設備與增添之建築	1,838,171
交通及運輸設備	車輛及電訊設備	65,404
其他設備	金庫、各式辦公設備等器具	1,350,569
重估增值		654,957
成本及重估增值合計		5,670,757
(減): 累計折舊		(1,641,502)
未完工程及預付設備款	新建工程及端末設備等	36,053
非營業資產	出租及閒置資產	79,433
其他資產	催收款、電話裝設費及保證金等	29,319,239
合計		223,953,245

Main Items of Property Holdings
December 31, 2001

Unit: NT\$1,000

Items	Summary	Amount
Cash & cash equivalent		9,918,956
Due from Central Bank	Deposits reserve in Central Bank	34,919,784
Marketable bills and securities– Net amount	Purchase of marketable securities	6,245,337
Interest receivable	Receivable of interests due	1,247,880
Receivables and other current assets – Net amount	Receivables of items due including interbank remittances, clearing fund, etc.	4,195,580
Purchase of bills and loans		133,729,137
Purchase of bills and negotiation of Import and Export	Purchase of various drafts and negotiation of import and export	248,930
Short-term loans and overdrafts	Loans and overdrafts without collateral within one year	6,894,567
Short-term secured loans and overdrafts	Loans and overdrafts with collaterals within one year	44,041,189
Mid-term loans	Loans without collateral for more than one year but not exceeding seven years	6,856,514
Mid-term secured loans	Loans with collaterals for more than one year but not exceeding seven years	33,747,686
Long-term loans	Loans without collateral exceeding seven years	698,770
Long-term secured loans	Loans with collaterals exceeding seven years	41,815,424
Less: Provision for doubtful debts		(573,943)
Funds and long-term investments	Refundable deposits paid of trust liabilities under custody and long-term business investments	232,591
Net Fixed assets		4,065,308
Costs		
Land	Land for construction	1,761,656
Buildings and structures	Building, related facilities and supplementary constructions	1,838,171
Transportation equipment	Vehicles and telecommunication facilities	65,404
Other equipment	Vault, office utilities	1,350,569
Revaluation increment		654,957
Total costs & revaluation increment		5,670,757
Less: Cumulative depreciation		(1,641,502)
Construction in progress and prepayments	New constructions and equipments	36,053
Non-operation assets	Leased and non-performing assets	79,433
Other assets	Delinquent accounts, telephone installations, guarantee funds, etc.	29,319,239
Total		223,953,245

會計師查核報告

台中商業銀行股份有限公司公鑒：

台中商業銀行股份有限公司民國九十一年十二月三十一日及九十年十二月三十一日之資產負債表，暨民國九十一年一月一日至十二月三十一日及民國九十年一月一日至十二月三十一日之損益表、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，本會計師之責任則為根據查核結果對上開財務報表表示意見。

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

依本會計師之意見，第一段所述財務報表在所有重大方面係依照「證券發行人財務報告編製準則」及一般公認會計原則編製，足以允當表達台中商業銀行股份有限公司民國九十一年十二月三十一日及民國九十年十二月三十一日之財務狀況，暨民國九十一年一月一日至十二月三十一日及民國九十年一月一日至十二月三十一日之經營成果與現金流量。

中央聯合會計師事務所

事務所：台北市長安西路一八〇號八樓之一

電話：(02)二五五六～二二九九

證期會核准字號：(72)台財證(一)第2583號

會計師：

中 華 民 國 九 十 二 年 二 月 二 十 一 日

CPA Auditing Report

To Board of Directors and Shareholders
Taichung Commercial Bank

We have audited the accompanying balance sheets of Taichung Commercial Bank as of December 31, 2002 and 2001, 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 Corporation's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with generally accepted auditing standards and "Guidelines for Certified Public Accountants' Examination and Reporting on Financial Statements". 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 audit provides 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 Taichung Commercial Bank as of December 31, 2002 and 2001, and the results of its operations and its cash flows for the years then ended in conformity with the generally accepted accounting principles and "Regulations Governing the preparation of Financial Statements of Public Companies" in the Republic of China.

Centre & Co., CPAs

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CPA License: (1983)-tai-tsai-cheng-(1) No. 2583

Accountant:

Date: February. 21, 2003

台中商業銀行股份有限公司

Taichung Commercial Bank

財 務 報 表 附 註

Notes to Financial Statements

中華民國九十一年及九十年十二月三十一日 (For Fiscal Year 2002, 2001)

(除特別標示外，所有金額均以新台幣仟元為單位) (Unless otherwise stated, all figures are expressed in NT\$1,000)

(一)公司沿革及業務

本公司自民國四十一年九月廿七日奉台灣省政府令籌設台中區合會儲蓄股份有限公司，翌(四十二年)四月奉准設立，八月開始營業。

草創初期僅設五家分公司，而後再增設十五所標會處，然自五十二年陸陸續續奉准將十四所標會處昇設為分公司，五十五年獲准設立儲蓄部，六十四年七月銀行法修訂公佈實施，政府當局決定將臺灣地區合會儲蓄公司正式納入銀行體制，並賦予供給國民大眾及中小企業信用及協助中小企業改善生產設備、財務結構暨健全其經營管理為主要任務，於是本行在六十七年元旦奉准改制為「臺中區中小企業銀行股份有限公司」，並將清水標會處與其他分公司同時成立為分行。本行為配合國家金融政策，供給社會大眾金融服務及扶助經濟建設、發展工商業，於八十七年十二月份改制為「台中商業銀行股份有限公司」。及今除營業部、信託部、消金部、國外部外，共轄有七十八家分行、證券商及國際金融業務分行。

創立當時資本總額為五十萬元，旋為業務發展需要，資本額逐漸增為二億元。於六十六年奉令改制，規定最低資本額為三億元，嗣於六十八年七月間奉財政部指示，陸續於六十九、七十、七十一年各增資五千萬，資本額增為肆億伍仟萬元。其後本行為加強資本結構，自七十四年起逐年增資，截止九十一年九月三十日資本總額為一百五十三億捌仟零一十四萬四仟元，發行股數達十五億三千八百零一萬四千四百股。

(1) Company chronology and business scope

Under the direction of the Provincial Government of Taiwan on Sep. 27, 1952, Taichung Credit Union Savings Company, Limited was founded with final approval as of April 1953, and began its operations in August of the same year.

Initially, there were five branches, which grew with 15 more tender offices, and then 14 tender offices were subsequently upgraded as branch offices beginning in 1963, and a savings department founded in 1966. A revision to the banking laws announced in July 1975 which stipulated that all credit union savings companies were streamlined into the banking system by governmental authorities, with a central mission to bring solid financial management to the banking section, where the public and small businesses could seek financing and capital equipment financing, which paved the way for the company's upgrade to Taichung Small Business Banking Company, Limited in January 1978, offering financing to the public as well as financing that fuel business and commercial developments, as the company is eventually upgraded to Taichung Commercial Banking Company, Limited by December 1998. It operates a total of 78 branch offices, supported by business, trust, consumer banking, international banking, securities brokerage departments as well as offshore banking branches.

The initial capitalization of half a million dollars has quickly been upgraded to two hundred million in support of operating needs. The 1977 upgrade approval that stipulates a minimum capitalization cap of three hundred million finds the firm to undergo three subsequent capital reinvestment of fifty million each in 1980, 1981, and 1982 as per required by a directive from the Ministry of Finance issued in July 1979. With a few more subsequent capital reinvestments since 1985 in support of increasing operational needs, the firm has a total capitalization at NT\$15,380,144,000, backed by 1,538,014,400 shares currently in circulation.

本公司主要營業項目包括：

- (一) 收受支票存款。
- (二) 收受其他各種存款。
- (三) 發行金融債券。
- (四) 辦理放款。
- (五) 辦理票據貼現。
- (六) 投資任何事業股票以外之有價證券。
- (七) 辦理國內匯兌。
- (八) 辦理匯票承兌。
- (九) 簽發國內信用狀。
- (十) 辦理國內保證業務。
- (十一) 代理收付款項。
- (十二) 代售黃金條塊、金幣、銀幣。
- (十三) 辦理出口外匯、進口外匯、一般匯出及匯入匯款、外幣存款、外幣貸款及外幣擔保付款之保證業務。
- (十四) 辦理與前列各款業務有關之倉庫、保管及代理服務業務。
- (十五) 辦理依信託業法核定辦理之業務。
- (十六) 辦理信用卡業務。
- (十七) 辦理各款經中央主管機關核准之代理服務業務及鄉鎮(市)公庫。
- (十八) 承銷及自營買賣或代客買賣有價證券。
- (十九) 辦理政府債券自行買賣業務。
- (二十) 辦理有價證券買賣融資、融券業務。
- (二十一) 辦理短期票券經紀、自營業務。

(二) 會計政策

1. 財務報表彙編原則

本財務報表包括本公司國內總、分行及國際金融業務分行等之帳目。總、分行或國際金融業務分行間之內部往來及內部收支交易損益均

Our main items of banking operations include:

1. Checking deposits.
2. Various kinds of other deposits.
3. Issuance of financial bonds.
4. Corporate and consumer loans.
5. Bills & notes discounting.
6. Investment in marketable securities other than corporate stocks.
7. Domestic remittances.
8. Bankers acceptances.
9. Issuance of domestic letter of credit.
10. Domestic banking guarantees.
11. Agent of collecting and paying bills.
12. Consignment sales of gold bars, gold coins and silver coins.
13. Export financing, import financing, international remittances, foreign currency deposits, foreign currency loans & foreign currency guarantee services.
14. Warehousing, custody, and agency services related to any business listed above.
15. Trust services approved by the Trust Fund Underwriting Law.
16. Issuance of credit cards.
17. Underwrite a variety of central agency sanctioned underwriting services and collection for local treasuries.
18. Marketable securities underwriting, consigned pledging and house pledging.
19. House trading on government bonds.
20. Underwrite marginal trading and collateralized financing on marketable securities transactions.
21. Short-term notes brokerage and house underwriting.

(2) Accounting Policy

i. Financial Reports Established Principle

Financial Reports include the head office, domestic and international branches accounts of this bank. The inner-business interaction between them and inner loss or earnings accounts should be

於彙編財務報表時予以銷除。

2. 約當現金

約當現金係指自投資日起三個月內到期且同時具備下列條件之短期且具高度流動性之投資：

- (1) 隨時可轉換成定額現金者。
- (2) 即將到期且利率變動對其價值之影響甚少者。

3. 買入票券

包括買入有價證券、定期存單、承兌匯票及商業本票等，均係以取得時之成本入帳，買入票券之利息收入係以分離課稅後之淨額為入帳基礎。期末並按成本與市價孰低法評價，當市價低於成本時則提列跌價損失，列入當期損益計算。比較成本與市價時，上市(櫃)公司股票及封閉型基金係以會計期間最末一個月公開市場平均收盤價為市價，開放型基金則按資產負債表日每單位受益憑証淨值為市價，債券係以資產負債表日成交價格為市價。出售成本之計算，受益憑証及上市(櫃)公司股票係以移動平均法計算；其他則以個別辨認法計算。

4. 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。

買匯、貼現及放款若符合清償期屆滿六個月，尚未受清償，或已向主從債權人訴追或處分擔保品者，即應轉列催收款並停止計提應收利息；該停止計提之應收利息於收現時認列收入。

deleted while establishing the Financial Reports.

ii. Cash Equivalent

Cash equivalent refers to short-term and highly liquid investments, which are maturing in three months and conforming to the following criteria,

1. Ready conversion to a fixed amount of cash.
2. Influence of fluctuations in interest rates when applies on the actual value of investments upon maturity is considered as either minimal or negligible.

iii. Marketable Bills & Securities

The purchase of Valuable securities, time deposits, bankers acceptances, commercial papers, and others that are entered at cost. Interest revenues derived from the purchase are expressed as after taxation. Marketable bills & securities are valued at the lower of cost or market value is less than the carrying value and is charged to the current Statement of Income. In comparing cost and market value, listed or over-the-counter stocks and closed-end funds utilize the average closing price of the open market during the last month of the accounting period. On the other hand, market price for open-end funds are calculated based on the NAV (net asset value) per unit in the beneficiary certificates on the date of the balance sheet. Market value for bonds is based on the closing price on the last date of the fiscal year. Disposals of securities bought are stated at cost while beneficiary certificates & listed & OTC stocks are determined by the moving average method. Other disposals are determined by other specific methods.

iv. Bill purchased, cash discounts and loans

The account amount of bill purchased, cash discounts and loans depends on the current capital, without counting the not yet earned interest.

If the bill purchased and loan have met the payoff contract six months rule, and not been paid off, it should turn to delinquent accounts, and stop counting the interest income.

對授信戶展期或變更授信條件、有同意應繳放款利息以「部份收息、部份記帳」方式處理者，其以「暫記帳」方式處理之應收未收利息，借貸雙方均以資產負債表內之會計科目列帳，僅借戶實際繳納利息部份，認列利息收入。

5. 備抵呆帳

備抵呆帳之提列係依實際評估各項債權，按放款、貼現及買匯暨應收款項及催收款項期末餘額之預期收回可能性予以估列。

本公司就放款及墊款等，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該特定債權之收回可能性於本公司規定下，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及經濟環境作整體性之考量後予以評估。

本公司依照財政部民國九十一年九月十日修正公佈之「銀行資產評估損失準備提列及逾期放款催收呆帳處理辦法」規定辦理，將符合規定之各類放款及債權，經核准後予以沖銷。

6. 長期股權投資

持有普通股有表決權股份比例未達百分之二十者，如被投資公司為上市(櫃)公司，按成本與市價孰低法評價，如為未上市(櫃)公司，係按成本法評價；自被投資公司取得之股票股利，僅註記增加股數，不列為投資收益，當該項投資之價值確已減損，且回復之希望甚小時，則調整其帳面價值，認列投資損失。

長期投資於其他公司之普通股有表決權股份，持股比例達百分之二十以上未達百分之五十，或未達百分之二十但具有重大影響力者，除編製財務季報表外，係按權益法評價。投資成本與股權淨值間差異係按五年平均攤銷。

To those who change the credit terms, they agree to pay interest, it should be counted as “partial by interest, partial by allowance”, the both sides should list on their Balance sheet. It can be listed as interest income only when the borrower pays interest.

v. Provision for doubtful debts

Our bank has appropriations set aside for outstanding balances for purposes of write-offs for loans, cash discounts, bills purchased, receivables and delinquent accounts.

The procedures concerning a write-off for an account loss is in accordance to the risks of unpaid liabilities for single loan accounts to multiple loan accounts. The risk of a single loan was evaluated within guidelines of our regulations to forecast the possibility of unpaid liabilities.

According to “The Rules for Bank to Appropriate Provision for Loss due to Assets Evaluation and to write off overdue Receivables and Bad Debts” modified and announced by the Ministry of Finance on Sep. 10, 2002, the bank wrote off the unpaid liabilities which met the requirement after acquiring the authority’s approval.

vi. Long-term Equity Investment

Long-term equity investments in equity securities that represent less than 20% of investees’ common stock ownership are stated at cost if those are non-listed, and are stated at the lower of cost or market value if traded in the stock (open) market. Stock dividends are accounted for only increase in the number of shares held and are not recognized as investment income. Investments are carried at cost less reduction attributable to other than temporary decline in value, and this the reduction is charged to current income.

Investments, in which the Bank owns more than 20% and less than 50% of the common shares of the investee or in which the Bank owns less than 20% of the common shares of the investee, but exercises a significant influence over the investee’s operation, are accounted for under the equity method. Quarterly financial statements are

持股比例達百分之五十以上之被投資公司為本公司之子公司，除依權益法評價外，於會計年度終了時，編製合併報表。若個別子公司總資產及營業收入均未達本公司各該項金額百分之十，則不列入合併財務報表，但若個別子公司總資產或營業收入雖未達編入合併報表標準，惟其所有未達編入合併報表標準之子公司合計總資產或營業收入已達本公司各該項金額百分之三十以上者，仍應將總資產或營業收入達本公司各該項金額百分之三以上之子公司編入合併報表，嗣後除非所佔比率降至百分之二十，否則仍應繼續編入合併報表。惟本公司目前尚無達標準須編製合併財務報表之子公司。

長期股權出售成本採移動平均法計算，處分損益列為投資損益項下。

7. 固定資產

固定資產係以取得成本入帳，並以成本或成本加重估增值減累計折舊為帳面價值，重估資產依資產重估價辦法之規定辦理。固定資產之重大改良或更新作為資本支出，維護及修理支出則列為當期費用；出售固定資產之損益則列為當年度損益。

折舊係按法定耐用年數並預留殘值以平均法提列，已屆滿耐用年限而仍繼續使用之資產，則繼續提列折舊。

以營業租賃方式出租予他人之固定資產及閒置未使用之固定資產則轉列非營業資產項下，相關之折舊費用列為營業外支出。

not required for the equity method. The difference between the investment costs and book value of net assets acquired is amortized over 5 years evenly.

When the Bank acquires a controlling interest (over 50%) in common stocks of a corporation, it becomes the subsidiary of the Bank. The Bank must prepare consolidated financial statement at year-end. If the total assets and operation revenues of a subsidiary do not exceed 10% of the Bank's respective accounts, consolidated statements are not required. If the total assets and operating revenues of the unqualified subsidiary are more than 30% of the amount of the Bank, the subsidiary with assets and operating revenues amounted to more than 3% of the Bank's amount still needs to be consolidated in the Bank's financial statements. The subsidiary needs to be included in the consolidated statements until the total assets and operating revenues of the unqualified subsidiary decreases to less than 20% of the amount of the Bank. The Bank does not need to prepare the consolidated statements under requirement.

Upon sale of long-term equity investments at cost, the moving-average method is used to compute with gains or losses included in current revenue.

vii. Fixed Assets and Non-operating Assets

Fixed assets are stated at cost or cost plus any increase in revaluation less accumulated depreciation. The revaluation of the fixed assets is based on the "Principles of The Revaluation of The fixed Assets". Improvements and major renovations of fixed assets are capitalized while expense incurred related repairs and maintenance of fixed assets is charged to current income.

Depreciation is computed by the straight-line method over the legitimately estimated useful lives, plus salvage value. The carrying values of the properties, which were fully depreciated over the foregoing lives but are utilized by the Bank, are depreciated over their remaining estimated service lives.

Fixed assets held for lease and fixed assets not in use are stated in the non-operating assets, and their depreciation expenses are charges to current non-operating expenses.

8. 承受擔保品

以取得成本為入帳基礎，折舊按估計經濟耐用年限，加計一年殘值採平均法提列，主要承受擔保品耐用年限為55年。

承受擔保品出售時，成本及累計折舊各自相關科目沖銷所產生之處分損益列為當期損益。

擔保品之價值受國家整體經濟狀況之影響，因此，擔保品之最終損益因未來真實價值之不確定性，有可能與目前之估計數產生差異。

9. 其他遞延費用

係水電工程費、電話裝修等支出，分五年平均攤銷。

10. 員工退休金辦法

本公司員工退休辦法適用於所有編制內正式員工，民國84年度(含)以前係就薪資總額4%之額度內提列退休金準備，自民國85年12月起，設立職工退休基金並由職工退休基金管理委員會管理，並按精算師精算之淨退休金成本金額提撥至基金專戶，且追溯自民國八十五年元月起提撥。

自民國85年度起，淨退休金成本依財務會計準則公報第十八號之規定按精算師之精算金額提列，包括當期服務成本、預計給付義務本期應計利息、退休基金資產之預期報酬、未認列前期服務成本之攤銷，及未認列過渡性淨資產或淨給付義務之攤銷數。未認列過渡性淨給付義務依員工平均剩餘服務年限17年攤銷，未認列前期服務成本依員工平均剩餘服務年限22年平均分攤。

viii. Collaterals and Residuals Taken Over

Collaterals received are stated at cost. The foregoing service lives, plus one year of the estimated salvage value, are used to depreciate the collaterals by using the straight-line method. The initial estimate of the service lives of the collaterals is 55 years.

Upon sale or disposal of the collateral, the accumulated depreciation is removed from the account, and the resulting gain or loss is credited or charged to current income.

The macroeconomic environment affects the value of collateral. The gain or loss related to the sale or disposal of the collaterals in the future therefore is not able to be precisely estimated, and is likely to be different from the currently estimated amount.

ix. Deferred Expenses

The expenditures for improvements of the properties or the installations of the communications are amortized over 5 years.

x. Employee Pension Plan

The Bank sponsors a retirement plan covering all full-time and regular employees. The Bank had appropriated 4% of employees' salary as retirement payable account until 1995. The Employees' Retirement Funds has been set by in Dec. 1996 and has been managed by the Committee of The Employees' Retirement Funds. The net periodic pension cost (fund) calculated by the actuary is appropriated at the designated account and the appropriation of the fund is retroacted from Jan. 1996.

Since 1996, the pension funds computed by the actuary are composed of service costs, the accrued interests of projected benefit obligation, projected returned on plan assets, the amortization of unrecognized service costs, and amortization of unrecognized net assets or net obligations as transition. Unrecognized net assets or net obligations at transition are amortized over the average employees' remaining service year-17 years, and unrecognized prior service costs are amortized over the average employees' remaining year-22 years.

11. 意外損失準備

係依照證券商管理規則之規定，就辦理證券經紀業務，於每月接受託買賣證券手續費收入之2%提列違約損失。

12. 保證責任準備

依應收保證款項期末餘額1%以內提列，惟應收保證款項餘額當年度新增部份所提之保證責任準備，不得逾當年度保證手續費收入總額。

13. 衍生性金融商品交易

(1) 非交易目的之遠期外匯交易合約

遠期外匯買賣合約，屬規避外幣債權及債務之匯率變動風險者，於訂約日以該日之即期匯率衡量入帳，約定遠期匯率與訂約日即期匯率間之差額，於合約期間攤銷，分期認列損益。於資產負債表日，以該日之即期匯率調整，所產生之兌換差額列為當期損益，並於合約結清日，將產生之兌換差額列為當期損益。

(2) 利率交換合約

非以交易為目的之利率交換交易係以某一特定債券或放款為標的，於約定期間以債券或放款之固定利率與交易相對人就市場浮動利率作交換，本公司於約定結算日及資產負債表日就結算為收取或給付之利息差額，列為該債券或放款利息收入之調整。

(3) 換匯換利合約

為支應不同幣別資金之需求而從事之換匯換利合約，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按直線法平均攤銷，列為利息收

xi. Reserves for Contingent Losses

Complying with the requirement of the SEC, 2% of revenues from transaction service in securities brokerage are allotted as reserves for the default of security settlement every month.

xii. Business Provisions

Provision for guarantees is 1% of the ending balance of guarantee accounts but not exceeding the guarantee commissions received of the year.

xiii. Financial Derivatives

(1) Foreign Exchange Forward Contracts for other than trading purpose

For other than trading-purpose forward contracts, the foreign currency assets and liabilities are recorded at the contracted forward rate on the contract date. Gains or losses from the differences between the contracted forward rate and the spot rate are amortized over the contract duration, and the amortization of gains or losses is credited or charged to current income. For contracts outstanding at the balance date, the difference between contracted forward rate and the spot rate are credited or charged to current income. Upon settlement, the gain or loss caused by the difference between the contracted forward rate and the spot rate at the settlement date is credited to or charged against income.

(2) Interest Rate Swap

Other than trading-purpose interest rate swap represents the agreement between two parties to exchange periodic interest payment that is based on the principle (bond or loan, etc.) during the contracted period, most often fixed vs. Floating interest rate. Net interest, received or paid upon each settlement, or accrued on balance date, is recorded to adjustment to interest revenue or expense of the principle being hedged.

(3) Cross Currency Swap-Interest Rate and Currency Swap Contract

The cross currency swap, transacted for the purpose to meet the needs for working capital of various foreign-currency, is by nature a money market instrument. It represents two foreign exchanges dealt with simultaneously, that is, one spot transaction and a forward transaction with the same amount but in opposite direction. The

入或費用。利息部分則按約定計息期間及利率計算收付金額，列為利息收入或費用。

14. 所得稅

依財務會計準則公報第二十二號「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為遞延所得稅負債，與將可減除暫時性差異、虧損扣抵及所得稅抵減所產生之所得稅影響數認列為遞延所得稅資產，再評估其遞延所得稅資產之可實現性，認列其備抵評價金額。以前年度高低估應付所得稅之調整，列為調整年度之所得稅。

本公司未分配盈餘加徵百分之十營利事業所得稅部份，於股東會決議分配盈餘之日列為當期費用。

15. 庫藏股票

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

foreign currency assets or liabilities for the spot transactions are recorded at the spot rate at the contract date, whereas those for the forward transactions are recorded at the forward rate at the contract date. The difference between the spot rate and the forward rate is evenly amortized into interest revenues or expenses by the straight-line method over the contract live. Interest received or paid upon each contracted settlement date is calculated at the contracted interest rate and is recorded as adjustment to interest revenues or expenses.

xiv. Taxation

The Bank adopted SFAS No. 22 “Accounting For Income Tax” to make interperiod tax allocation and intraperiod tax allocation. Income tax effects from taxable temporary difference are taken as deferred tax liability, while income tax effected from deductible temporary difference, loss carryback or loss carryforward, and tax credit are taken as deferred tax asset. Deferred tax assets are recognized subject to management’s judgment that realization is more likely than not. The amount of allowance to reduce deferred tax asset to expected realizable value is realized on basis of such judgment. Adjustment to prior years’ income tax payable is reflected as current income tax expenses.

The 10% surtax on distributed earnings is recorded as current expense on the date of the stockholders’ Meeting to declare earning distribution.

vx. Treasury Stocks

Based on SFAS No. 30 “Accounting For Treasury Stock”, the Bank purchased outstanding stock from market as treasury stock. Treasury stock should be recorded as at cost in the “Treasury Stock” account. Upon sale of treasury stock, the excess of sale price over book value is stated as “Capital Surplus-Treasury Stock”. When the sale price is lower than book value, the difference is charged against “Capital Surplus-Treasury Stock”. Any deficit from such transaction is offset from the “Retained Earning”. The book value of treasury stock is calculated by the weighted-average method by the category of common or preferred stocks.

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

When the treasury stocks are retired, “capital surplus-premium on stock issuance and capital stock” shall be offset on pro rata basis. The excess of book value over capital stock par value and premium on stock issuance will offset “Capital Surplus-Treasury Stock”, and any deficit is deducted from the “Retained Earning”. If the book value is lower than capital stock par value and premium on stock issuance, the difference will be added to “Capital Surplus-Treasury Stock” in the same category.

(三) 會計原則變動之理由及其影響

無此情形。

(III) Any Reasons And Effects Of Changes In Accounting Principles

None

(四)重要會計科目之說明

IV. Significant Accounts

一、現金及約當現金

1. Cash and Cash Equivalent

項 目	Item	91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
庫存現金	Cash on hand	\$2,599,176	\$2,648,075
庫存外幣	Foreign currency on hand	217,748	215,263
待交換票據	Notes and check for clearance	651,229	969,510
存放銀行同業	Due from banks	596,947	902,931
拆放銀行同業	Call loans to bank	4,970,580	7,359,113
約當現金—買入票券	Purchase of short-term bills – as cash equivalents		
定期存單	Certificates of time deposits	34,003	503,009
有價證券—公債	Securities – Government bonds	341,591	8,394,267
商業本票	Commercial papers	507,682	936,033
合 計	Total	\$9,918,956	\$21,928,201

(一)上列買入票券均未提供擔保。

(1) Collaterals are not provided for purchase of short-term bills.

(二)本公司庫存現金業經保險，其內容如下：

(2) Insurance subscribed to cover the company's cash on hand is listed as follows:

項 目	Item	91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
庫存現金險	Cash on hand insurance	\$ 4,491,604	\$ 6,216,261
櫃台現金險	Cash in the operating counter	1,642,645	2,207,474
現金運送險	Cash in transit insurance	1,000	300,000
偽造通貨險	Currency counterfeit insurance	1,000	500
疏忽短鈔險	Shortage of cash insurance	1,000	1,000
票據及有價證券之變造 及偽造險	Alterations and counterfeit insurance for marketable bills & securities	10,000	10,000
合 計	Total	\$ 6,147,249	\$ 8,735,235

二、存放央行

係依銀行法第四十二條及「銀行存款準備金調整及查核辦法」規定並提存之存款準備金，經存放中央銀行專戶，充作存款準備金之用。

三、買入票券

有價證券	Securities
受益憑証	Beneficiary certificates
上市(櫃)公司股票	Listed companies' stocks
政府債券	Government bonds
國外金融債券	International financial bonds
定期存單	Time deposit certificates
商業本票	Commercial papers
減：備抵買入票券跌價損失	
Less: Allowance for decline in market value of purchased securities	
合計	Total

買入票券已提供作為準備金及存出保証金者業已分別轉列相關適當科目，上列買入票券均未提供擔保。

2. Due from Central Bank

Due from Central Bank, deposited at the designated account in the Central Bank, is provided for deposit reserves in compliance with the requirements of the Article 42 of Bank Law and The "Adjustment and Auditing to Banks' Deposit Reserves" Regulation.

3. Securities Purchased

91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
\$ 2,871,330	\$ 2,640,000
4,238	57,344
3,106,798	2,118,115
382,250	209,970
-	826,544
-	233,524
(119,279)	(99,473)
\$ 6,245,337	\$ 5,986,024

Securities purchased as deposit reserves and due from banks are stated in the designated account. None of the above listed securities have been pledged as collaterals.

四、應收款項及其他流動資產

4. Accounts Receivables and Other Current Assets

		91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
應收承兌票款	Bank acceptance receivables	\$ 146,353	\$ 110,702
其他應收款	Other receivables	3,190,922	3,574,915
減：備抵呆帳	Less: Allowance for doubtful accounts	(1,808,063)	(1,810,731)
預付款項	Prepayments	2,393,250	1,247,531
應收出售遠匯款	Receivables on forward contracts sold	564,117	713,665
應收遠匯款	Receivables on forward contracts	128,132	165,784
減：應付購入遠匯款	Less: Payables on forward contracts purchased	(33,826)	(34,998)
應付遠匯款	Payables on forward contracts	(658,423)	(844,451)
遞延所得稅資產—流動	Deferred income tax assets - current	75,000	307,926
應收收益	Gains receivables	149,079	332,597
應收票據	Bills and notes receivable	5,873	7,650
應收帳款	Accounts receivable	43,166	202,811
合 計	Total	<u>\$ 4,195,580</u>	<u>\$ 3,973,401</u>

其他應收款中包含違約交割代墊款民國 91 年度及 90 年度分別為 1,794,188 仟元及 1,801,777 仟元，亦分別於 91 年度及 90 年度提列備抵呆帳 1,794,188 仟元及 1,801,777 仟元。

Other receivables including payments made in behalf of investors if default NT\$1,794,188,000 and NT\$1,801,777,000 for 2002 and 2001, respectively, to which different Allowance for Doubtful Accounts had been allocated at NT\$1,794,188,000 and NT\$1,801,777,000, respectively for 2002 and 2001.

五、基金及長期投資

5. Funds & Long-term Investments

(一)基金：

(1) Funds:

	91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
存出信託資金賠償準備		
Reserve for compensation of trust liabilities under custody	\$ 50,000	\$ 50,000

係依銀行法第 103 條之規定以中央政府建設公債繳存中央銀行，作為信託資金賠償準備。

Pursuant to Article 103 of the Banking Law, the Central Government Development Bonds were deposited with Central Bank of China as reserves for compensation of trust liabilities under custody.

(二)長期投資：

(2) Long-term Investments:

被投資公司名稱 Name of Invested Firms	91年12月31日 Dec. 31, 2002		90年12月31日 Dec. 31, 2001	
	帳面金額 Book Value	持股比例 Shareholding Rate(%)	帳面金額 Book Value	持股比例 Shareholding Rate(%)
未上市公司股票： Unlisted Corporations:				
台灣證券集中保管公司 Taiwan Securities Central Depository Co., Ltd.	\$ 806	0.08%	\$ 806	0.08%
台中建築經理公司 Taichung Real Estate Management Corporation	10,817	30.00%	10,817	30.00%
育成中小企業開發公司 Yu Shen Venture Capital Corp.	29,000	4.84%	29,000	4.84%
台北外匯經紀公司 Taipei FX Inc.	800	0.40%	800	0.40%
富邦證券金融公司 Fubon Securities Financial Corp.	59,945	0.99%	59,945	0.99%
中央票券金融公司 Central Bills Financial Corp.	40	—	40	—
日盛投資信託公司 Jihson SITC	30,000	10.00%	30,000	10.00%
台灣期貨交易所公司 Taiwan Commodities Exchange	9,000	0.45%	9,000	0.45%
財金資訊公司 Financial Information Corp.	45,500	1.14%	45,500	1.14%
台中銀財產保險代理人股份有限公司 Taichung Bank Non-Life Insurance Agent Co., Ltd.	2,207	99.00%	1,980	99.00%
台中銀人身保險代理人股份有限公司 Taichung Bank Life Insurance Agent Co., Ltd.	2,401	99.00%	1,980	99.00%
合計 Total	\$ 190,516		\$ 189,868	
減：備抵投資跌價損失 Less: Allowance for Market Value	(7,925)		—	
淨額 Net Amount	\$ 182,591		\$ 189,868	

(一) 台中建築經理公司目前仍處於清算狀態，本公司已停止採權益法評價，並依相關可能損失金額提列跌價損失。

(1) Since Taichung Real Estate Management Corporation has been in liquidation status, the equity method for long-term investment on Taichung Real Estate is no longer applicable. Besides, allowance for market value decline are assessed based on the possibilities of loss on long-term equity investment.

(二) 本公司九十一年度採權益法評價之台中銀財產保險代理人股份有限公司及台中銀人身保險代理人股份有限公司，其原始成本及投資損益明細如下：

(2) Since 2002, long-term equity investment on Taichung Bank Non-Life Insurance Co., Ltd. and Taichung Life Insurance Co., Ltd. are accounted for equity method, and the original investment costs and gain on the investment are listed as follows:

	原始投資成本 Original Investment Cost	投資利益 Investment Profit	
		九十一年度 Year 2002	九十年 Year 2001
台中銀財產保險代理人股份有限公司 Taichung Bank Non-Life Insurance Agent Co., Ltd.	\$ 1,980	\$ 227	\$ —
台中銀財產保險代理人股份有限公司 Taichung Bank Non-Life Insurance Agent Co., Ltd.	\$ 1,980	421	—

(三) 本公司長期投資均未提供擔保。

(3) None of the Bank's long-term investments are provided for pledge as collaterals

六、固定資產**6. Fixed Assets**

91年12月31日 Dec. 31, 2002	原始成本 Acquired Cost	重估增值 Revaluation Appreciation	合 計 Subtotal	累計折舊 Accumulated Depreciation	帳面價值 Book Value
房屋基地 Land	\$ 1,761,656	\$ 514,529	\$ 2,276,185	\$ -	\$ 2,276,185
房屋及建築 Building and Structures	1,838,171	140,428	1,978,599	624,586	1,354,013
交通及運輸設備 Transportation Equipment	65,404	-	65,404	57,391	8,013
其他設備 Other Equipment	1,350,569	-	1,350,569	959,525	391,044
未完工程及預付設 備款 Contruction in Progress and Prepayment for Facilities	36,053	-	36,053	-	36,053
合 計 Total	\$ 5,051,853	\$ 654,957	\$ 5,706,810	\$ 1,641,502	\$ 4,065,308
90年12月31日 Dec. 31, 2001	原始成本 Acquired Cost	重估增值 Revaluation Appreciation	合 計 Subtotal	累計折舊 Accumulated Depreciation	帳面價值 Book Value
房屋基地 Land	\$ 1,761,656	\$ 514,529	\$ 2,276,185	\$ -	\$ 2,276,185
房屋及建築 Building and Structures	1,837,946	140,428	1,978,374	577,766	1,400,608
交通及運輸設備 Transportation Equipment	96,401	-	96,401	85,990	10,411
其他設備 Other Equipment	1,369,488	-	1,369,488	966,449	403,039
租賃資產 Rental Properties	2,148	-	2,148	1,053	1,095
未完工程及預付設 備款 Contruction in Progress and Prepayment for Facilities	17,836	-	17,836	-	17,836
合 計 Total	\$ 5,085,475	\$ 654,957	\$ 5,740,432	\$ 1,631,258	\$ 4,109,174

(一) 本公司根據政府法令規定，辦理若干固定資產及土地(房屋基地)之資產重估價。土地係以政府公告現值辦理重估，其他固定資產則根據營利事業資產重估價辦法規定辦理。截至九十一年及九十年十二月三十一日土地重估之增值稅準備均為 276,281 仟元，帳列長期負債項下，請參閱附註十。

(二) 本公司非供營業上使用之固定資產業已轉列非營業資產項下，請參閱附註七。

(三) 本公司固定資產均未提供作為擔保品。

(四) 固定資產投保火險明細如下：

(1) Fixed assets and lands for home site were revalued in accordance with governmental regulations. Lands were revalued by the governmental announced price. Other fixed assets were revalued in accordance with the "Guideline of Assets Revaluation For Profit Organization." As of Dec. 31, 2002 and Dec. 31, 2001, the reserve for the land incremental tax of properties appraisal was NT\$276,281,000 for each year, and has been listed under long-term liabilities, detailed in Schedule 10.

(2) Non-operational fixed assets that have been transferred under other assets are provided in Schedule 7.

(3) None of the fixed assets has been pledged as collaterals.

(4) Fire insurance subscribed for fixed assets are listed as follows:

	91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
房屋建築及其他設備 Buildings and Equipment	\$ 1,400,500	\$ 1,409,400
交通及運輸設備 Transportation Equipment	2,224	2,493
合 計 Total	<u>\$ 1,402,724</u>	<u>\$ 1,411,893</u>

七、非營業資產

7. Non-operation Assets

	91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
出租資產： Rental Properties:		
房屋基地 Land	\$ 9,147	\$ 9,147
房屋及建築 Building and Structures	5,660	5,660
減：累計折舊 Less: Accumulated Depreciation	(1,838)	(1,715)
小 計 Subtotal	<u>\$ 12,969</u>	<u>\$ 13,092</u>
閒置資產： Non-performing Assets:		
房屋基地 Land	\$ 38,310	\$ 38,310
房屋及建築 Building and Structures	37,392	37,392
減：累計折舊 Less: Accumulated Depreciation	(9,238)	(8,562)
小 計 Subtotal	<u>\$ 66,464</u>	<u>\$ 67,140</u>
出租及閒置資產合計 Total Leased & Non-performing Assets	<u>\$ 79,433</u>	<u>\$ 80,232</u>

(一) 本公司非營業資產中出租及閒置資產—房屋基地因土地重估已預提之土地增值稅準備13,332 仟元已列在長期負債—土地增值稅準備項下。

(二) 本公司出租及閒置資產均未提供擔保。

(三) 因出租資產而應收之未來租金收入如下：

(1) Reserves for land incremental tax of revaluation on leased and non-performing company assets (house site) in the amount of \$13,332,000.00 have been appropriated and listed under long-term liabilities - land incremental tax reserve.

(2) None of the leased or non-performing company assets have been pledged as collaterals.

(3) Revenue projection on leased company assets is provided as follows:

期 間 Period	金 額 Amount
民 國 9 2 年 度 Year 2003	\$ 5,644
民 國 9 3 年 度 Year 2004	1,932
民 國 9 4 年 度 Year 2005	1,713

八、其他資產

8. Other Assets

	91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
催收款項 Delinquent Accounts	\$ 26,600,923	\$ 27,596,740
減：備抵呆帳 Less: Allowance for Doubtful Accounts	(2,113,650)	(2,164,922)
存出保證金 Refundable Deposits	1,144,678	2,144,105
其他遞延費用 Other Deferred Expenses	45,345	59,073
受託買賣證券借項淨額 Securities Brokerage Operations on credit account - Net	304	1,500
承受擔保品 Collateral Acceptances	1,804,781	919,698
遞延退休金成本 Deferred Pension Cost	411,424	293,387
遞延所得稅資產—非流動 Deferred Income Tax Assets - Non-current	1,425,434	731,563
合 計 Total	\$ 29,319,239	\$ 29,581,144

九、銀行同業存放**9. Due to Banks**

	91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
銀行同業存款 Due to Banks	\$ 105,953	\$ 352,561
透支銀行同業 Overdraft from Banks	51,276	13,641
合 計 Total	\$ 157,229	\$ 366,202

十、應付款項及其他流動負債**10. Accounts Payables and Other Current Liabilities**

	91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
應付費用 Accrued Expenses	\$ 261,318	\$ 320,762
應付代收款 Payables and Collections in Advance	36,345	24,236
其他應付款 Other Payables	1,491,780	2,064,238
承兌匯票 Bankers Acceptances	139,713	104,716
其他預收款 Other Prepayment	354,393	587,521
應付所得稅 Payables on Tax Income	-	15,288
應付遠匯款 Payables on Forward Contracts	1,804	-
應付遠匯款 Payables on Forward Contracts	-	5,522
合 計 Total	\$ 2,285,353	\$ 3,122,283

十一、長期負債—土地增值稅準備

11. Long-term Liabilities – Reserve for Land Incremental Tax

	91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
期 初 餘 額	\$ 276,281	\$ 276,281
Beginning Balance		
加：本期提列	-	-
Add: Current Allotments		
減：本期沖轉	-	-
Less: Current Cancellations		
期 末 餘 額	\$ 276,281	\$ 276,281
Ending Balance		

十二、長期負債—應計退休金負債

12. Long-term Liabilities – Accrued Pension Cost

	91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
應計退休金負債	\$ 411,424	\$ 293,387
Accrued Pension Cost		

十三、長期負債—應付租賃款

13. Long-term Liabilities – Obligation under Capital Leases

	91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
應 付 租 賃 款	\$ -	\$ 346
Obligation under Capital Leases		

十四、其他負債

14. Other Liabilities

	91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
存入保證金	\$ 73,682	\$ 60,290
Refundable Deposits Received		
撥入備放款	-	178
Appropriation for Loans		
意外損失準備	15,011	13,810
Reserves for Unusual Loss		
保證責任準備	20,987	17,011
Reserves for Losses on Guarantee		
其他 Others	33,250	-
合計 Total	\$ 142,930	\$ 91,289

(一) 退休金計劃

本公司員工退休辦法適用於所有編制內正式之員工，工作年資每滿一年發給二個基數之退休金，但超過十五年之工作年資，每滿一年給予一個基數，最高總數以四十五個基數為限，未滿半年者，以半年計，滿半年者以一年計。員工退休金之支付係根據其服務年資及退休時最後職位依董事會通過之退休辦法及調整率基準計算。

(二) 自 86 年 5 月 1 日起，銀行業開始適用勞動基準法之相關規定，本公司亦自該日起依勞動基準法之規定認列淨退休金成本。員工退休及退職金辦法係按財務會計準則公報第十八號「退休金會計處理準則」辦理。計算退休金給付義務所用之折現率及長期平均退休金基準點數調整率分別為 4% 及 2%；退休基金資產之預計報酬率則估計為 4%。依精算法計算之未認列過渡性淨給付義務按十七年平均分攤，未認列前期服務成本按二十二年平均分攤。本公司自 85 年度起設立獨立專戶之職工退休基金及勞工退休準備金，專戶儲存於本公司營業部及中央信託局。

(1) Pension Plan

The Bank sponsors a retirement plan for all regular employees. Every employee can earn two-month salary for each year of service. Employee whose year of service is over 15 years is allowed to earn one-month salary for every additional year of service, with a maximum of 45 months. In accordance with the Bank's retirement plan approved by the Board of Director, pension payment is calculated on basis of year of service and salary and position of the last service month.

(2) Since May 1, 1997, the Labor Standard Law has been applied to employees' benefits of all financial institutions, and net periodic pension costs have been recognized by the Bank in accordance with the Labor Standard Law. The Bank adopted the SFAS No. 18 "Accounting for Pensions" that is applied to the policy of the retirement and severance of the Bank's employees. The discount rate for calculated pension obligation and the rate for adjusting long-term averaged basis point are 4% and 2% respectively. The rate of projected return on plan assets is 4%. Based on actuarial calculation, the net obligations at transition are amortized over 17 years and unrecognized prior service costs are amortized over 22 years. Since 1996, the Bank has funded the "employees' pension fund and labors' retirement reserve fund" at independently designated accounts of the Bank's Business Department and the Central Trust of China.

退休金主要內容如下：

The following is a summary of the components of net pension costs:

1. 退休基金提撥狀況表 i. A summary on the key components of the pension plan is provided as follows:

	91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
既得給付義務 Vested Benefit Obligation	\$ (464,446)	\$ (477,622)
非既得給付義務 Non-vested Benefit Obligation	(875,890)	(724,458)
累積給付義務 Accumulated Benefit Obligation	(1,340,336)	(1,202,080)
未來薪資增加之影響數 Variables to Future Payroll Increase	(392,218)	(537,135)
預計給付義務 Projected Benefit Obligation	(1,732,554)	(1,739,215)
退休基金資產公平市價 Fair Value of Pension Assets	928,912	908,693
提撥狀況 Allotment	(803,642)	(830,522)
未認列過渡性淨給付義務 Unrecognized Provisional Payout Obligations	257,657	283,422
未認列前期服務成本 Unrecognized Prior Service Cost	476,081	502,251
未認列退休金損(益) Unrecognized Pension Loss (Benefit)	69,904	44,849
補列之應計退休金負債 Inserted Translation of Pension Liabilities	(411,424)	(293,387)
應計退休金負債 Supplemented Pension Liabilities	<u>\$ (411,424)</u>	<u>\$ (293,387)</u>

2. 退休金成本包括：

2. Components of pension cost:

	Year 2002	Year 2001
服務成本 Service Cost	\$ 89,527	\$ 94,248
利息成本 Interest Cost	81,370	106,934
退休基金資產之預期報酬 Expected Return on Pension Assets	(44,307)	(51,656)
未認列過渡性淨給付義務之攤銷 Amortization on Unrecognized Provisional Payout Obligation	25,765	25,765
未認列前期服務成本 Unrecognized Prior Service Cost	26,170	26,170
合計 Total	<u>\$ 178,525</u>	<u>\$ 201,461</u>

十五、股本

本公司於民國四十一年九月二十七日奉台灣省政府令籌設台中區合會儲蓄股份有限公司，翌(四十二)年四月奉准設立，設立時資本總額為 500 仟元旋為業務發展之需要，資本額增為 200,000 仟元。六十七年改制為「台中區中小企業銀行股份有限公司」資本額為 300,000 仟元。後經歷年增資發行新股，並於八十七年改制為「台中商業銀行股份有限公司」，截至民國九十一年十二月三十一日及九十年十二月三十一日，本公司核准發行及流通在外普通股均為 1,538,014 仟股，每股面額 10 元，實收股本均為 15,380,144 仟元。

十六、資本公積

- (一) 依公司法規定，資本公積除用以彌補公司虧損及撥充資本外，不得使用。
- (二) 以現金增資溢價發行之資本公積轉增資撥充者，每年以一次為限，且不得於現金增資年度即將該增資溢價發行資本公積提出擴充資本，而每次轉增資均須依規定限額辦理。
- (三) 民國九十年十二月二十八日商業會計處理準則修正通過實施，自九十年十二月二十八日(含)以後處分固定資產之溢價收入，不再轉列資本公積。

十七、未分配盈餘及法定盈餘公積

- (一) 依照本公司章程規定每年決算所得純益，依法繳納營利事業所得稅外應先彌補以前年度虧損後，提列法定盈餘公積 30%，次提股息六厘，如尚有盈餘再提員工分配紅利 5%，其餘由董事會擬具分派議案提請股東會決議分派之。前項分派股息及紅利之

15. Capital Stock

The company, as sanctioned by a Taiwan Provincial Government ordinance announced on Sep. 27, 1952 for the inception of Taichung District Credit Union & Savings Company, Limited, has since the following April of 1953 been founded at a start-up capital of NT\$500,000, which has subsequently been brought up to NT\$200,000,000 in support of operating needs. It is later recognized as Taichung District Medium Business Co., Ltd. As of 1978 with a capitalization capped at \$300 million. With several capital re-investment through new share issues, it is later recognized as Taichung Commercial Banking Company, Limited in 1999. And as of Dec. 31, 2002 covering the period starting from Dec. 31, 2001, the company's approved issues and common shares currently in circulation totaling to 1,538,014,000 shares, respectively, bearing a NT\$ 10 denomination, with a paid-in capital also at NT\$ 15,380,144,000 respectively.

16. Capital Surplus

- (1) As per the Corporate Law, capital surplus can only be applied to retiring previous company deficit or allotted as capitalization.
- (2) Reinvestment by converting capital surplus or cash as the premium shall be limited to once every fiscal year, and no such premium of a capital reinvestment may be allotted as capitalization within the current year in which said reinvestment takes place, provided each capital reinvestment is done to fully comply with pertinent limitations.
- (3) As per the induction of amendments that are read into the Commercial Accounting Processing Criteria as of Dec. 28, 2001, gain derived from the disposal of fixed assets is no longer itemized under capital surplus as of Dec. 28, 2001, inclusive.

17. Unappropriated Earnings and Legal Earning Reserves

- (1) As per stipulated in the Company Act, all earnings concluded in the annual audit, besides paying corporate taxes, a 30% is to set aside as legal reserve, a 0.6% as dividends, and a 5% on residual earnings as employee bonuses and the rest be distributed as per distribution scheme proposed by the company board and voted in

東會決議分派之。前項分派股息及紅利之種類，由董事會按當時金融環境市場趨勢，本行獲利情形及發展計劃，並兼顧資本適足率，擬派現金或股票之比例，並提請股東會決議。本公司九十一年度無分派董監事酬勞及員工紅利。

- (二) 銀行法規定法定公積未達資本總額前，其最高現金盈餘分配，不得超過資本總額15%；法定公積已達其資本總額時，得不受前述規定之限制。

general assembly.

- (2) As stipulated by Pertinent Banking Laws, maximum earnings, distribution, prior to the legal reserves reaching the cap of total vested capital, may not exceed 15% of the vested capitalization, and no limitation once the legal reserve reaches the capped vested capitalization.

十八、庫藏股票

18. Treasury stocks

(一)	91年1月1日 Jan. 1, 2002	91年12月31日 Dec. 31, 2002	單位：仟股 Unit: 1,000 Shares
收回原因 <u>Reason of Recall</u>	期初股數 <u>Initial Shares</u>	本期增加 <u>Current Increase</u>	本期減少 <u>Current Decrease</u>
			期末股數 <u>Period-end Shares</u>
轉讓股份予員工 Shares Transferred to the employees	<u>30,760</u>	<u>—</u>	<u>30,760</u>

- (二) 本行持有之庫藏股票依證券交易法規定不得質押，亦不得享有股利之分派、表決權...等權利，另所買回之股份自購入完成日起三年內應將其轉讓予員工，逾期未予轉讓者，視為未發行股份，應辦理資本額變更登記。

- (2) The archival shares held by the company, as required by the securities Transaction Law, may not be pledged as collaterals, nor allocated for distribution, or be included in the voting right count, among other entitlement claims, whereby all buyback shares shall be resold to the employees within three years from the date of acquisition, and those not sold by the deadline shall be regarded as shares not issued and be re-enlisted through a capital reinvestment.

十九、所得稅

(一) 所得稅及應付所得稅計算如下：

19. Income Tax

(1) Computation of due income tax and current income tax is provided as follows:

	91 年 度 Year 2002	90 年 度 Year 2001
稅前會計淨利 Pre-tax Accounting Net Income	\$(4,534,076)	\$ 320,013
稅務帳外調整項目： Non-accounting Adjustments:		
永久性差異 Permanent Differences		
短期票券分離課稅利息收入 Interest Payment on Separate Tax Levies on Short-term Bills and Securities	(9,716)	(156,318)
停徵之證券交易(所得)損 Loss (Income) of Suspended Securities Trading	61,398	(494,811)
處分承受擔保品土地交易所得 Disposal of Pledged Properties Takenover & Land	(62,422)	(3,845)
其他永久性差異 Other Permanent Differences	(18,327)	(51,409)
暫時性差異 Temporary Differences	(518,494)	750,504
課稅所得 Taxable Income	\$(5,081,637)	\$ 364,134
虧損(扣抵)遞轉以後年度 Loss (Deduct) Transferred to Following Fiscal Year	\$ 5,081,637	\$(364,134)
扣抵後課稅所得 Tax After Deduction	\$ -	\$ -
應付所得稅 Incom Tax Payable	-	-
分離課稅所得稅費用 Seperation Tax Expensxe	2,429	39,080
遞延所得稅資產及負債影響數 Variables of Deferred Income Tax Assets and Liabilities	(460,945)	87,041
所得稅調整數 Income Tax Adjustment	(48,075)	(56,835)
未分配盈餘加徵10%所得稅 Unappropriated Earnings Plus 10% Income Tax	36,591	179,714
所得稅費用 Income Tax Expense (Profit)	<u>\$(470,000)</u>	<u>\$ 249,000</u>

① 91年及90年12月31日之扣繳稅款分別為
\$79,291千元及\$41,726千元。

② 本公司截至八十八年度之營利事業所得稅申
報案件，業經台灣省中區國稅局核定在案。

① The amount of withholdings Tax for 2002 and Dec.
31, 2001 come to NT\$79,291,000 and
NT\$41,726,000 respectively.

② The business income tax for 1999 is reviewing by the
National Tax Administration of The Central Taiwan
Province.

(二) 產生遞延所得稅負債或資產之暫時性差異及個別所得稅影響數如下：

(2) Temporary differentials and individual tax variables on deferred income tax assets and liabilities:

	九 十 一 年 度 Year2002		九 十 年 度 Year2001	
	金 額 Amount	所得稅影響數 Income Tax Variable	金 額 Amount	所得稅影響數 Income Tax Variable
各項準備提存之未實現損失 Provisions for Reserve of Contingent Losses	\$ 35,998	\$ 9,000	\$ 1,756,232	\$ 439,058
備抵呆帳超限數 Provision for Bad Debt in Excess	2,181,761	545,440	2,723,149	680,787
虧損扣抵 Reserve for Potential Write-off	9,476,021	2,369,005	3,438,150	859,538
其他 Others	46,511	11,628	99,992	24,998
遞延所得稅資產合計 Total Deferred Income Tax Assets	<u>\$ 11,740,291</u>	<u>\$ 2,935,073</u>	<u>\$ 8,017,523</u>	<u>\$ 2,004,381</u>

	91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
流動遞延所得稅資產 Deferred Income Tax Assets - Current	\$ 547,294	\$ 307,926
備抵評價—遞延所得稅資產—流動 Reserve Valuation - Deferred Income Tax Liabilities – Current	(472,294)	-
淨遞延所得稅資產 Net Deferred Income Tax Assets - Current	\$ 75,000	\$ 307,926
非流動遞延所得稅資產淨額 Deferred Income Tax Assets – Non-current	\$ 2,387,941	\$ 1,196,455
備抵評價—遞延所得稅資產—流動 Reserve Valuation - Deferred Income Tax Liabilities – Non-current	(962,345)	(464,892)
淨遞延所得稅資產—非流動 Net Deferred Income Tax Assets – Non-current	1,425,596	731,563
遞延所得稅負債—非流動 Deferred Income Liabilities – Non-current	(162)	-
非流動遞延所得稅資產與(負債)抵銷後淨額 Net Balance of Non-current Deferred Income Assets (Liabilities)	\$ 1,425,434	\$ 731,563

(三) 前五年虧損

依所得稅法規定，營利事業所得稅申報(核定)之虧損得以抵減以後五年度之課稅所得，截至民國九十一年十二月三十一日止，本公司歷年申報虧損可資扣除金額及期限如下：

虧損年度 Fiscal Year Deficit Reported	核定虧損金額 Audited Amount of Deficit	預計可供扣抵金額 Anticipated Deductible Amount	最後可扣抵期限 Deadline the Deductible may be Taken
八十八年度 Year 1999	\$ 4,600,664	\$ 4,391,088	九十三年度 Year 2004

(四) 投資抵減：

截至民國九十一年十二月三十日止，本公司依促進產業升級條例之規定，因研究與發展及人才培訓投資抵減而享有且尚可供抵減以後年度應納營利事業所得稅之抵減數及最後可抵減年度列示如下：

取得年度 Year Acquired	91.12.31 Dec. 31, 2002	最後可扣抵期限 Deadline the Deductible may be Taken
九十 Year 2001	\$ 7,955	九十四年度 Year 2005

(五) 兩稅合一相關資訊：

	91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
可扣抵稅額帳戶餘額 Balance of Tax Deductible Account	\$ 1,260,939	\$ 1,147,835
預計(實際)盈餘分配之稅額扣抵比率 Estimated (Actual) Rate of Tax Deduction for Earnings Distribution	39.32%	33.33%

*91 年度尚未有實際稅額扣抵比率，故揭露預計數。90 年度已有實際之稅額扣抵比率，則揭露實際數。

(3) Cumulative deficits from the previous five years

As provided by the Income Tax Law citing that deficits declared by profit organizations in the income tax filling may be taken as credits of deductibles toward the income tax levies in the next five years, as of Dec. 31, 2002, the amount and deadline of deductibles on the company's cumulative deficits as declared are summarized as follows:

(4) Investment:

To end of Dec. 31, 2002, according to Assist Industry Upgrade Policy, the bank has the right to deduct the annual profit-operation income tax for research & develop, training professional employees, and deductible years as below:

5. Pertinent disclosure on joint tax filing:

	91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
可扣抵稅額帳戶餘額 Balance of Tax Deductible Account	\$ 1,260,939	\$ 1,147,835
預計(實際)盈餘分配之稅額扣抵比率 Estimated (Actual) Rate of Tax Deduction for Earnings Distribution	39.32%	33.33%

* Only estimated figure is provided for fiscal 2002 for the lack of conclusive figures to date, but actual figure provided for 2001.

(六) 未分配盈餘(待彌補虧損)相關資訊：

6. Pertinent disclosure on unappropriated Earnings (loss to be offsetted)

	91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
86年度以前 Before Year 1997	\$ -	\$ -
87年度以後 After Year 1998	(3,959,542)	125,764
合計 Total	\$ (3,959,542)	\$ 125,764

二十、普通股每股盈餘

20. Earnings Per Share on Common Shares

	91.1.1~91.12.31 Jan. 1, 2002 to Dec. 31, 2002	90.1.1~90.12.31 Jan. 1, 2001 to Dec. 31, 2001
本期稅後淨利(淨損)(A) Current After-tax Profit (Loss) (A)	\$ (4,064,076)	\$ 71,013
期初流通在外股數 Beginning Shares in Circulation	1,507,254 仟股 1,504,254,000 shares	1,538,014 仟股 1,538,014,000 shares
減：90年度購入庫藏股加權平均數 Less: Weighted Average for the Archival shares Purchased in 2001	-	(15,632) 仟股 (15,632,000) shares
全年度約當流通在外股數(B) Equivalent Annual Shares in Circulation (B)	1,507,254 仟股 1,504,254,000 shares	1,522,382 仟股 1,522,382,000 shares
普通股每股盈餘(A÷B) Earnings Per Share on Common Stock (A÷B)	\$ (2.70) 元	\$ 0.05 元

二十一、關係人交易事項

(一) 關係人之名稱及關係：

關係人名稱 Name of Related Parties	與本公司之關係 Relations to the Company
楊天錫 Tien-hsi Yang	董事(於91.5.17解任) Director (unloaded on May 7, 2002)
孫正毅 Cheng-yi Sun	法人董事之代表(於89.6.30就任, 90.9.5.解任) Delegate of Legal Director (appointed on Jun. 30, 2000 and unloaded on Sep. 5, 2001)
魏和衷 Ho-chung Wei	董事(於91.5.17解任) Director (unloaded on May 7, 2002)
吳傳森 Chuan-sen Wu	董事(於91.5.18就任) Director (appointed on May 18, 2002)
員林汽車客運(股)公司 Yuan Lin Transportation Co., Ltd.	本公司常務董事楊澤民係為該公司董事長 Standing Director –Tse-min Yang who is Chairman of Yuan Lin
陸友纖維工業(股)公司 Lu Yu Fiber Industry Co., Ltd.	本公司董事魏和衷(於91.5.17解任)係為該公司董事長 Director – Ho-chung Wei (unloaded on May 17, 2002) who is Chairman of Yuan Lin
一榮投資股份有限公司 I Jung Investment Co., Ltd.	本公司常務監察人陳希哲係為該公司董事長 Standing Supervisor –Hsi-che Chen who is Chairman of I Jung
台竣實業股份有限公司 Tai Chun Enterprise Co., Ltd.	本公司常務監察人陳希哲係為該公司董事長 Standing Supervisor – Hsi-che Chen who is Chairman of I Jung
各分行部室經理 Branch & Department Managers	直屬總經理之部門主管 Departmental heads reporting to operations president

(二) 與關係人之重大交易事項：

(1) 資金融通情形：

九十一年度

關係人名稱 Name of Related Parties	最高餘額 Maximum Amount	期末餘額 Ending Balance	利率 Interest Rate	利息收入 Revenues from Interest
短期擔保放款 Short-term Secured Loans				
吳傳森 Chuan-sen Wu	\$ 15,000	\$ -	6%	\$ 715
員林汽車客運股份有限公司 Yuan Lin Transportation Co., Ltd.	100,000	100,000	5%	5,442
台竣實業股份有限公司 Tai Chun Enterprise Co., Ltd.	12,969	8,040	7%	185
長期擔保放款 Long-term Secured Loans				
吳傳森 Chuan-sen Wu	\$ 14,850	\$ 14,850	3.5%	\$ 130

20. Transactions with Company-Related Parties

1. Name and relations of related parties:

2. Significant transactions by related parties:

(1) Loans and Financing:

Year 2002

截至九十一年十二月三十一日對各分行部室經理之擔保放款約為 174,479 仟元，利息收入約為 9,310 仟元。

As of Dec. 31, 2002, secured loans lent to managers at various departments came to approx. NT\$174,479,000, with interest paid totaled to \$9,310,000.

九十年年度

Fiscal 2001

關係人名稱 Name of Related Parties	最高餘額 Maximum Amount	期末餘額 Ending Balance	利率 Interest Rate	利息收入 Revenues from Interest
短期擔保放款				
<u>Short-term Secured Loans</u>				
楊天錫 Tien-hsi Yang	\$ 5,500	\$ 5,500	7.35%	\$ 33
一榮投資股份有限公司 I Jung Investment Co., Ltd	10,000	-	6.85%	121
中期擔保放款				
<u>Midterm Secured Loans</u>				
魏和衷 Ho-chung Wei	\$ 20,000	\$ 20,000	7.20%~7.80%	\$ 1,550
孫正毅 Cheng-yii Sun	2,300	2,300	8.10%	141
陸友纖維工業股份有限公司 Lu Yu Fiber Industry Co., Ltd.	77,000	77,000	7.80%	5,874
員林汽車客運股份有限公司 Yuan Lin Transportation Co., Ltd.	140,000	60,000	6.50%	6,700

① 截至九十年十二月三十一日對各分行部室經理之擔保放款約為 185,318 仟元利息收入約為 13,523 仟元。

② 本公司法人董事楊春木文教基金會之代表孫正毅先生已於民國九十年九月五日解任。

(2) 關係人存放於本公司之存款，截至九十一年年底及九十年年底分別為 107,480 仟元及 128,845 仟元，各佔總存款之 0.05% 及 0.06%

① As of Dec. 31, 2001, secured loans lent to managers at various departments came to approx. NT\$185,318,000, with interest paid totaled to \$13,523,000.

② The delegate of Non-profit Changhua Hsien Yang Chun-mu Foundation, Cheng-yi Sun, released the position on Sep. 5, 2001

(2) Savings deposits by related parties came to a total of NT\$107,480,000 and NT\$128,845,000 for fiscal 2002 and 2000 respectively, accounting for 0.05% and 0.06% to total deposits under the custody of the firm.

二十二、質押之資產

無。

22. Pledged Assets

Nil.

二十三、承諾及或有負債

截至九十一年及九十年十二月三十一日本公司之重大承諾及或有事項如下：

(一)其明細及金額如下：

項 目	91年12月31日	90年12月31日
Item	Dec. 31, 2002	Dec. 31, 2001
應收代收款及受託代收款	\$ 17,507,703	\$ 16,499,213
Receivables of Collections		
應收保證款項及保證款項	1,975,363	1,942,548
Outstanding Receivables of Guarantees		
應收信用狀款項及信用狀款項	622,524	561,361
Outstanding Receivables of Letters of Credit & L/C		
保管有價証券及應付保管有價証券	436,093	409,608
Securities under Custody and Custodian Fees		
代售旅行支票及受託代售旅行支票	227,400	259,200
Traveler's Checks and Traveler's Check Consignment		
信託資產及負債	6,527,877	5,283,243
Trust Assets and Liabilities		

(二)本公司於民國九十一年十二月三十一日已簽訂之房屋營業租賃合約在未來每年應支付租金總額彙總如下：

23. Commitments and Contingent Liabilities

For fiscal 2002 and for period ending Dec. 31, 2001, significant commitments and contingent liabilities made by the company consist of:

2.A summary for future payout schedule on obligations of property leasing contracts entered by the firm as of Dec. 31, 2002 is provided as follows:

期 間	金 額
Year	Amount
民國92年度	\$ 34,531
Year 2003	
民國93年度	23,080
Year 2004	
民國94年度	12,256
Year 2005	
民國95年度	3,224
Year 2006	
民國96年度	2,231
Year 2007	

- (三) 截至 91 年 12 月 31 日止，本公司以 86 年甲類第四期公債 50,000 仟元繳存於中央銀行外匯局作為信託資金賠償準備。
- (四) 本公司內新分行於民國八十五年四月間失竊現鈔新台幣（以下同）一千九百萬元，本案目前尚由法院審理，並已針對內部涉案人員及身份保證人之財產執行假扣押，同時提出假扣押本案訴訟，目前本行獲二審勝訴判決，惟尚未確定；另向富邦產物保險公司求償理賠之訴，目前本行上訴三審中。另對中興保全公司申請理賠之訴，本公司三審敗訴確定。
- (五) 本公司於八十五年十一月發生竊盜侵入保管箱竊取部份財物之事件，其中存戶劉娟娟因未與本公司就賠償金額達成協議，故對本公司提起損害賠償五千五百萬元之訴訟，於民國八十九年十月二十一日判決本公司僅應賠償五十萬元，其餘之訴駁回。兩造均於法定期間內上訴，二審法院於 91.3.20 判決本公司勝訴，劉娟娟所提第一、二審之訴全部駁回，因劉娟娟已上訴最高法院，故全案尚未確定。
- (六) 本公司對廣三案中台北分行違法貸款案等集團核心份子及證券商違約交割買賣盤人頭戶及券商提出背信、違反證券交易法及洗錢防制法等之刑事告訴，另請求該案之首謀份子及共犯應連帶賠償新台幣一百一十二億餘元不等，刑事部份已於九十年四月九日宣判，檢察官並已提起上訴。民事損害賠償部份，現正審理中。（*對信託部不當投資案所提之刑事告訴，遭檢察官不起訴處分確定。）
- (七) 本公司針對廣三案資金流向，並依台中地院刑庭訴字三六七號判決書附表，及判決書內容提及上海商銀中港分行涉嫌
- (3) As of Dec. 31,2002, the company has pledged NT\$ 50,000,000 Class A government bonds issued in the fourth period of 1997 at The Central Bank Foreign Exchange Department as the trust fund payout reserve.
- (4) A NT\$ 19,000,000 currently theft reported by the Neihsin Branch in April 1996 which is currently under legal proceedings at the court of law, with mandatory execution pending on allegedly involved personnel and statutory guarantors, with due insurance claims being processed by the insurance underwriter. This case has won the second trial and still under processings now. For the suit of compensate claims to Fubon Insurance Co. Ltd., the proceedings is under the third trial and for the suit of compensate claims to Chung Hsing Insurance has been ruled as failure.
- (5) As illegal breaking and entering, theft charges have been reported by the firm in November 1996. Without a settlement of compensation to depositor Chuan-chuan, Liu, a fifty-five million compensation litigation has been brought against the firm, which is undergoing legal proceeding at the district court. After that, two parties went to second trial court, and the court declared the bank won by Mar., 20, 2002. And Chuan-chuan Liu has brought the case to the supreme court, and now is under the proceedings.
- (6) For the capital whereabouts of Kuang San case, the company responding to an alleged illegal loan that occurred at the Taipei branch, has since filed charges against the main parties and the securities brokerage of breach of trust and violations to the securities Transaction Law, in addition to damage claim against the case's mastermind seeking damage compensations totaling NT11.2 billion, the criminal suit part has already sentenced by Apr. 9, 2001, and the prosecutor had claimed file. (the criminal suit alleging inappropriate investment decision against the house trust department had since been dropped by the district attorney in the final trial.)
- (7) The company has been allegedly charged of money laundering with Shanghai Commercial Bank's Chung Kang branch in conjunction with the capital flow of the Kuang San case as

洗錢，承審法官將向地檢署告發等，基此，本公司於九十年七月二十三日對該行，及時任中港分行經理提刑事自訴，目前尚在審理中。另刑事附帶民事訴訟部分，本行已於九十一年十二月十八日遞狀，訴求上海商銀賠償五十七餘億元。

(八) 本公司中正分行存款戶張月雀等四人，因日盛證券公司台中分公司營業員盜領該四人存款，該四人向本公司起訴請求返還存款。其中張月雀案經判決本公司敗訴確定，本公司已依該確定判決給付張月雀。張樹吉等三人與本公司因上述事件所發生之相關訴訟部份，向本公司求償 26,231 仟元，第二審判決本行敗訴而僅須給付 19,754 仟元，本行已上訴最高法院。另本公司已對日盛證券公司及營業員提出刑事附帶民事訴訟，現上訴最高法院審理中。

(九) 本公司清水分行員工違法挪用客戶存款，經受害之存款戶對本行提起訴訟，請求賠償 6,680 仟元，本行已對該員及其身分保證人資產假扣押查封，及提起假扣押本案訴訟；同時亦已對中國產物保險股份有限公司、富邦產物保險股份有限公司依員工不忠實保險契約書提訴求償中。

with the capital flow of the Kuang San case as inferred in a Taichung District Court, Criminal Court Prosecutions No. 367 judgment and annexed appendage, with which the presiding judge has since informed the district attorney, pending further indictment. To which, the company has since Jul. 23, 2001 filed a voluntary counter suit against the then Chung Kang branch manager, which is currently undergoing court trials. Also, Dec. 18, 2002, the bank had filed both a civil and criminal suit to the Shanghai Commercial & Savings Bank, Ltd. for nearly by NT\$5,700,000,000.

(8) Four depositions who had their savings under the bank's account sued the Taichung Commercial Bank. As a result, our bank slapped a lawsuit against the security officer, Yueh-chueh Chang, one of the four depositors was awarded reparations by court decision. Of a related lawsuit between the company and three individuals including Shu-chi Chang in conjunction to the foregoing incident, is seeking a damage compensation totaling NT\$26,231,000, the second trial has found the company awarded with an unfavourable ruling but a reduced payout of NT\$19,754,000, to which the company has since appealed to the Supreme Court. In the meantime, the bank had filed both a civil and a criminal suit to Jih Sun Securities company and the one of employees, which are under at the Supreme court.

(9) The employee of Taichung Bank's Chin Swe Branch embezzled customer's saving, as a result, the victimed depositor filed to suit the bank, is seeking for NT\$ 6,680,000. The bank has already attached the employee and his guarantor's assets. Meanwhile, the bank has sued the China Property Insurance Co., and Fu Bun Insurance Co., to charge the damage fee, which is according to the contract for unloyal employees part, is undergoing.

二十四、非常損失

無。

24. Extraordinary Losses

Nil.

二十五、重大期後事項

無。

二十六、其他

(一) 衍生性金融商品

本公司持有或發行各式衍生性金融商品，如遠期外匯交易合約及換匯交易合約，主要目的係因應客戶需求及本行之風險管理。

本公司承做遠期外匯業務，係依照中央銀行訂定之「指定銀行買賣遠期外匯辦法」之規定，辦理預售預購遠期外匯。本行承做之遠期外匯合約分固定到期日及任選到期日兩種，並依期別分為 30、60、90、120、150 及 180 天等六種，其餘天數者，另採與交易資金科詢價方式進行，交易對象包括本行往來客戶及銀行同業。

換匯交易合約係本公司向國外銀行同業拆借美元資金，因美元以外之外幣資金有時在國際貨幣市場上不易取得，故須透過與其他國外金融機構進行換匯交易交換本金，以達到鎖定借入外幣資金之避險目的。

25. Others

Nil

26. Others

(1) Financial Derivative products

The company held or issued various of derivative financial products, thus forward contract ad exchange rate transaction contract are in main purpose for customer needs and risks management.

The company undertaken advance buy or sale for forward operations are according to the date for forward contract are in selection of fixed date and chosen date, which classified as 30, 60, 90, 120, 150, and 180 days,etc., also could select other schedule by inquire price to Trading Capital Department from our bank. This product was offered for customers and inerbank.

The exchange rate transaction contracts are due from external banks for USD capitals in reason of the foreign currency exclude USD were somehow hard to get in currency market, therefore, by exchanging rates with external banks for capital hedge.

非以交易為目的之衍生性金融商品交易

Unintended Trade Financial Derivative Products Transactions

1. 合約金額及信用風險

(1) Contract Amounts and Credit Risks

金融商品 Financial Products	91.12.31 Dec. 31, 2002		90.12.31 Dec. 31, 2001	
	合約金額 (名目本金) Contract Amount (Nominal Capitals)	信用風險 Credit Risk	合約金額 (名目本金) Contract Amount (Nominal Capitals)	信用風險 Credit Risk
外匯換匯合約 Exchange Rate Swap Contracts	\$ 62,550	\$ 626	\$ 78,739	\$ 807
無本金交割 遠期外匯交易 Non-delivery Forwarded Transactions	555,154	5,552	553,396	5,534
遠期外匯 Forwarded Exchange Operations	9,694	203	54,971	3,468

信用風險係交易對象到期無法按約定條件履約之風險。上表列示之信用風險金額係以資產負債表日公平價值為正數之合約，代表若交易對象違約，經考慮未來潛在暴險權數及信用風險權數後，本公司將產生之損失。因本公司之交易對象皆係信用卓著之國際金融機構，且本公司亦與多家金融機構往來交易以分散風險，故本公司認為合約相對人違約之可能性甚低。

2. 市場價格風險

係市場匯率變動之風險。本公司從事換匯買賣合約，係為有效運用本公司新台幣和外幣間資金，故同時透過與其他國外金融機構進行換匯交易交換本金，以達到鎖定借入外幣資金之避險目的。因匯率變動之市場風險將由被避險外幣資產、負債所產生之兌換損益所抵銷，故市場價格風險並不重大，其整體市場價格風險併同上開信用風險考量。

3. 流動性風險、現金流量風險及未來現金需求之金額、期間、不確定性。

本公司從事換匯交易及無本金交割遠期外匯交易，預計未來一年產生現金流入 72,244 仟元及

Credit risks simply means that the customer can't meet their contracts obligations and repay their liability. Therefore, the amount of credit risks listed above which refer to the positive fair market value on the date which the balance sheet is entered will be viewed as losses in terms of future hazards and credit risks by a responsible bank evaluator. However, those has business with the bank are all very highly valued international financial organization, plus, the bank has business with quite a few in order to separate the risk. Therefore, there is extremely low possibility for contract holders to violate the contract.

2. Market Price Risks

Market price are directly related to rate fluctuations. The motive undertaking the exchange rate swap contract is base on the reason of operating efficiently between the NT dollar and the foreign currency capitals. Therefore, by exchange rates for capitals. The balances of fluctuating rates will be offset by exchange gains or losses from hedged assets and liabilities. Hence, the risk of market prices are small, but for whole market prices consideration, they are virtually similar.

3. Liquidity Risks, Cash Flow Risks, and Future Demands for Cash Based on Amount, Period, and uncertainty.

A forecasted volume expected for exchange rate sand non-capitalized forward transactions for next

交易，預計未來一年產生現金流入 72,244 仟元及現金流出 73,062 仟元，此現金需求係屬預測金額，其不確定性受匯率及利率影響，且時間越長，不確定性越高。

本公司所持有之衍生性金融商品，主要目的係因應客戶需求及本公司之資金調度。向貨幣市場借入資金均以軋平為原則，故無高槓桿倍數效果之交易合約。所持有交易標的均係一般金融市場流通性較高之金融商品，無法於市場以合理價格出售之可能性極小，故變現流動風險甚低。

4. 衍生性金融商品於財務報表上之表達

- (1) 本公司從事遠期外匯合約及外匯換匯合約所產生之交易損益，主要係帳列當期損益表之「利息收支」項下；民國九十一年及九十年一月一日至十二月三十一日從事上述合約之交易損益淨額，分別帳列利息費用 1 仟元及 0 仟元及利息收入 1,661 仟元及 1,118 仟元。
- (2) 本公司民國九十一年及九十年十二月三十一日尚未到期之外匯換匯合約、無本金交割遠期外匯交易及遠期外匯合約其合約金額、帳面價值及估計之公平價值明細如下：

year is appropriated to be approximately NT\$72,244,000 and with cash outflow approximated at NT\$73,062,000. These volumes will be affected by exchange and interest rates changes; thus, the longer the period, the higher the uncertainty.

The financial derivative products, undertaken by the company are based on customers' needs and capital utilization. There's no leverage contract needed for the capitals in breakeven position. All of these products are commonly operated in financial markets; hence, the possibility of instability and liquidity risks are largely reduced.

4. The Expression of Financial Derivative Products on Financial Disclosures.

- (1) The exchange gains or losses of forwarded contract and exchange rate contracts are subscribed on "Interest Income and Expenses", the net exchange gains or losses from Jan. 1 to Dec. 31, 2002 and 2001 are distinctly recorded on interest expenses at NT\$1,000 and NT\$0, and interest income at NT\$1,661,000 and NT\$1,118,000.
- (2) The contracted amounts, registered values, and forecasted fair values from unexpired exchange rate contracts, non-capitalized forward transactions, and forward contracts of Dec. 31, 2002 and Dec. 31, 2001 are as follows:

類 別 Categorization	91.12.31 Dec. 31, 2002		90.12.31 Dec. 31, 2001	
	合約金額	帳面價值 NTD (暨公平價值)	合約金額	帳面價值 NTD (暨公平價值)
	Contract Amount	Book Value NTD (Fair Value)	Contract Amount	Book Value NTD (Fair Value)
換匯交易合約	USD 1,800		USD 2,250	
Exchange Rate Transacting Contract	JPY 216,155		JPY 259,658	
			SGD 457	
資產：應收遠匯款-外幣		62,550		78,739
Assets: Receivables from Forward Contracts – Foreign Currencies				
負債：應付遠匯款-外幣		63,321		77,904
Liabilities: Payables of Forward Contracts - Foreign Currencies				
無本金交割遠期外匯合約	USD 16,000		USD 16,000	
Non-capital Forward Contract				
資產：應收出售遠匯款		555,154		553,396
Assets: Receivables from Forward Contract Sold				
負債：應付遠匯款-外幣		556,000		559,920
Liabilities: Payables of Forward Contracts - Foreign Currencies				
遠期外匯合約-本行買入	USD 21			
Forward Contracts – Bought				
資產：應收遠匯款-外幣		731		
Assets: Receivables from Forward Contracts – Foreign Currencies				
負債：應付購入遠匯款		731		
Liabilities: Payables from Forward Contracts Bought				
遠期外匯合約-本行賣出	USD 200		USD 1,575	
Forward Contracts - Sold	EUR 20			
	CAD 60			
資產：應收出售遠匯款		8,963		54,971
Assets: Receivables from Forward Contract Sold				
負債：應付遠匯款-外幣		9,010		55,121
Liabilities: Payables of Forward Contracts - Foreign Currencies				

(二)金融商品之公平價值

2. Fair value of financial products

金 融 資 產 Financial Assets	91.12.31 Dec. 31, 2002		90.12.31 Dec. 31, 2001	
	帳 面 價 值 Book Value	公 平 價 值 Fair Value	帳 面 價 值 Book Value	公 平 價 值 Fair Value
	公平價值與帳面價值相等之金融資產 Financial Assets with Fair Value Equal to Book Value	\$ 50,207,200	\$ 50,207,200	\$ 51,578,461
非交易目的之金融資產-遠期外匯合約 Non-transaction Related Financial Assets-Forward Contract	9,694	9,646	54,971	54,754
非交易目的之金融資產-換匯合約及無 本金交割遠期外匯合約 Non-transaction Related Financial Assets-Exchange Rate Contract and Non-capital Forward Contract	617,704	617,704	632,135	625,231
買入票券 Securities Purchased	6,245,337	6,245,337	5,986,024	5,986,024
買匯及放款 Bills Pruchased & Loans	133,729,137	133,729,137	130,891,845	130,891,845
基金及長期投資 Funds & Long-term Investments	232,591	232,591	239,868	239,868
其他 Others	27,436,732	27,436,732	28,495,621	28,495,621
	<u>\$ 218,478,395</u>	<u>\$ 218,478,347</u>	<u>\$ 217,878,925</u>	<u>\$ 217,871,804</u>

金 融 負 債 Financial Assets	91.12.31 Dec. 31, 2002		90.12.31 Dec. 31, 2001	
	帳 面 價 值 Book Value	公 平 價 值 Fair Value	帳 面 價 值 Book Value	公 平 價 值 Fair Value
	公平價值與帳面價值相等之金融資產 Financial Assets with Fair Value Equal to Book Value	\$ 2,783,654	\$ 2,783,654	\$ 4,059,734
非交易目的之金融資產-遠期外匯合約 Non-transaction Related Financial Assets-Forward Contract	9,741	9,741	55,121	55,121
非交易目的之金融資產-換匯合約及無本 金交割遠期外匯合約 Non-transaction Related Financial Assets-Exchange Rate Contract and Non-capital Forward Contract	619,321	619,321	637,824	637,824
存款及匯款 Deposits and Remittances	207,440,480	207,440,480	201,091,084	201,091,084
長期負債-應計退休金負債 Long-term Liabilities-Pension Liabilities	411,424	411,424	293,387	293,387
其他 Others	73,682	73,682	60,468	60,468
	<u>\$ 211,338,30</u>	<u>\$ 211,338,30</u>	<u>\$ 206,197,618</u>	<u>\$ 206,197,618</u>

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. 公平價值與帳面價值相等之金融資產：包括現金、存放銀行同業、存放央行、應收利息、應收款項（不含遠期外匯交易及換匯交易）及預付款項中屬於金融資產者，上述商品以其在資產負債表上之帳面價值估計其公平價值，係因此類商品到期日甚近，其帳面價值應屬估計公平價值之合理基礎。
2. 遠期外匯合約及換匯合約：本公司係以路透社報價系統顯示之外匯換匯匯率，就個別遠期外匯合約剩餘期間之遠期匯率調整計算個別合約之公平價值。
3. 買入票券：其公平市價係以會計期間最後一個月之平均收盤價，或以最近期底成交價格為約當市價，但開放型基金則為資產負債表日該基金之淨值。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。
4. 買匯及放款：其公平價值之決定，乃考量金融業之行業特性，係屬市場利率（即市場價格）之訂定者，其放款交易取決之利率，通常以基本利率加減碼（即機動利率）為準，業可反映市場利率，且其為付息之金融資產、故以其帳面價值估計公平價值應屬合理。
5. 長期投資：其公平市價如有市場價格可循，則以市場價格為公平價值，若無市場價格可供參考時，則依其他財務資訊估計公平價值。
6. 金融資產－其他：包括存出保證金、承受擔保品及催收款項，上述商品之市價係參考類似金融商品之市場價格，或運用各種評價方式所作最佳之估計。
7. 公平價值與帳面價值相等之金融負債：包括央行存款、銀行同業存款、應付利息、應付款項（不含遠期外匯交易及換匯交易）預收款項，上述商品以其在資產負債表上之帳面價值估計其公平價值，係因此類商品到期日甚近，其帳面價值應屬估計公平價值之合理基礎。

The proposed methods to appraise the fair value of financial products are as follows:

1. Assets with fair market value equal to the market value: Assets with fair market value equal to the market value including cash, due to inner banks, the Central Bank, interest, receivables, receivable bills (excluding forwarded trade/exchange rates trade, and advance payment of financial assets.) All forfeited products are closed by the deadline; therefore, the book market value on the balance sheet will be reasonably appraised at fair market value.
2. Forwarded contracts and exchange rate contracts: The fair market value of each forwarded contract is calculated by the rate (excluding the Reuter's Index of Commodity Prices) during the contract's last period.
3. Purchased Securities: The fair market value are referenced to the latest transacted price or the average closing price in the last month account's fiscal period, but open funds are entered as net value on the date the balance sheet. If the market price is not available, it will be evaluated by assets or by other information.
4. Bills Purchased and Loans: If the bank account were set by market rates, the loan on interest will set by flexible rate, the book value will be assessed as fair value.
5. Long-term Investment: The fair market price evaluation is referenced to market price or assets or other information.
6. The market price of Financial assets and Others: The market price of financial assets and others including refundable deposits paid, collateral acceptances, and delinquent accounts, are referenced to other similar products or by various evaluations.
7. Debts of Fair Market Value Equal to Book Value: . Debts of fair market value equal to book market value including deposits at the Central Bank, banks dues, interest payables, accounts payables (excluding forward trade/exchange rate trade), and collections in advance are reported closed after the deadline; hence, the book market value on the balance sheet will be appraised and reflected as the fair market value.

8. 存款及匯款：其公平價值之決定，乃考量金融業之行業特性，係屬市場利率（即市場價格）之訂定者且為付息之金融負債，故以其帳面價值估計公平價值應屬合理。
9. 長期負債：主要係應計退休金負債，係以資產負債表日為衡量日之退休金精算報告中所列示之退休金提撥狀況金額為公平價值。
10. 金融負債－其他：包括存入保證金及撥入備放款，其存入及撥放期間並不固定且金額不重大，故不予計算現值，而以其帳面價值估計公平價值應屬合理。

(三) 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和發行信用卡，故有大量的授信承諾，其大部分所承作貸款之授信期限為一年。授信貸款利率區間民國九十一年及九十年十二月三十一日分別為 9.40 %~5.80%及 11.34%~4.78%，信用卡利率最高均為 18.98%。本公司亦提供融資保證和商業信用狀擔保客戶對第三者履行義務，這些擔保協議通常為一年期，其到期日並未集中在一特定時間。

本公司具資產負債表外信用風險之金融商品其合約金額如下：

	91.12.31 Dec. 31, 2002	90.12.31 Dec. 31, 2001
貸款承諾	\$ 8,471,932	\$ 7,150,637
Loan Commitments		
信用卡授信承諾	12,538,899	11,361,708
Credit Cards Lending Commitments		
融資保證和商業信用狀	2,597,887	2,503,909
Financial Guarantees and L/C		

8. Deposits and remittances; If the loan collected interest and set by market rates, the book market value will be appraised at fair market value.
9. Long-term Liabilities: Referring to pension liabilities, the fair market value is referenced to pension allotment in the pension calculations report, which is evaluated on the date in which the balance sheet is entered.
10. Financial Liabilities: Other liabilities including refundable deposits, received and appropriated loans, which had unfixed date and small amounts at fair market value will be appraised as book market value.

(3) Products with risk excluded in the balance sheet:

A largely amounts of credit commitments were undertaken by the company because of lending operation and credit card business, most of loans were operated in one year term, and the range of interest rate on Dec. 31, 2001 and 2002 are 9.40%~5.80% and 11.34%~4.78%, the top interest rate for credit cards at 18.98%. Besides, the financial guarantee and commercial letter of credit are provided for ensure customer's duty to the third party, these guarantee usually signed in one year and the expiry date are not in a particular time.

Underwriting contract amounts of products with risks excluded in balance sheet are as follows:

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

本公司在提供貸款承諾、融資保證和商業信用狀時，都需作嚴格的信用評估。本公司之策略為在撥付核准之貸款予某些特定客戶前，均要求提供適當的擔保品。為貸款、融資保證和商業信用狀所要求提供之擔保品通常為現金、存貨、具流通性的有價證券或其他財產等。當客戶違約時，本公司會強制執行其擔保品或其他擔保之權利。

信用卡授信承諾不需擔保品，但須定期評估持卡人信用狀況，若有必要則修正其信用額度。

(四) 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到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。本公司未顯著集中與單一客戶或單一交易相對人進行交易，但有類似之地方區域和產業型態。本公司信用風險顯著集中之合約金額如下：

Because these products are not totally paid by the final deadline ,the contracted amounts will not necessarily be reported as cash out flow, which indicates the future cash demands will be lower than the contracted amounts. If the credit line was reached and the oledges or other guarantees were no longer valued, the credit deposits will be the contract amounts that could possibly result in a severe loss .

All lending poerations undertaken by our bank will go through a strict evaluation before being appropriated to customers. It includes a requirtement for profitable pledges such as collateral deposits for loans, financial guarantees and letters of credit are usually given for cash, inventories, circulating valuable securities or other assets . The bank has the right to confiscate collateral deposits of customers if they break the contract ,

Credit card doesn't need collateral but the cardholder's credit will be evaluated from time to time ,and credit lines are adjusted if necessary .

(4) Concentration Aggreatuib if Credit Risk

When counterparties of financial instrument transaction are significantly concentrated on one particular person or most of the counterparties perform the similar business or have the similar business characteristics , the Bank is exposed to credit risk while counterparties fail to live up the terms of the contract under certain economic circumstances. The Bank mitigates the above risk by diversifying counterparties and customers. The below table summarizes the above risks by type of industries and geographic regions :

	91.12.31 Dec. 31, 2002	90.12.31 Dec. 31, 2001
放款-依地方區域分 Loans Classified by Area		
國 內 Taiwan	\$ 159,588,694	\$ 158,003,653
美 洲 America	924,103	780,366
東南亞 South-East Asia	391,206	418,220
合計 Total	<u>\$ 160,904,003</u>	<u>\$ 159,202,239</u>

放款-依產業型態分 Loans Classified by Industry	91.12.31 Dec. 31, 2002	90.12.31 Dec. 31, 2001
製造業 Manufacturing		
營造業 Construction	\$ 23,008,536	\$ 23,007,954
工商及個人服務業 Trade/Industry and Personal Services	5,766,879	7,119,685
其他機構 Others	14,007,327	13,664,796
個人 Individual	7,929,272	8,459,055
合計 Total	110,191,989	106,950,749
放款-依產業型態分 Loans Classified by Industry	\$ 160,904,003	\$ 159,202,239

上開放款包括買匯、進出口押匯、貼現、應收證券融資款、各類放款及催收款項等，若交易相對人未能履約，且其提供之擔保品或其他擔保品完全失去價值時，所可能發生之損失金額與合約金額相等。

The above-mentioned loans include bills purchased, import and export documentary drafts, cash discounts, various loans and delinquent accountsIf the client was irresponsible unable to fulfill the contract and collateral provided were deemed unvalued, the loss from our company will be same as the contracted amounts specified.

(五) 銀行財務報表之揭露

5. Banking Financial Report Disclosure

1. 放款及催收款

(1) Loans & Delinquent Accounts

	91.12.31 Dec. 31, 2002	90.12.31 Dec. 31, 2001
國內放款 Loans to Domestic Entitiess		
民營企業 Private Enterprises	\$ 47,706,897	\$ 48,212,974
金融機構等 Financial Organizations	1,671,994	2,617,206
非營利團體 Non-profit Organizations	17,814	222,724
私人 Individuals	110,191,989	106,950,749
小計 Subtotal	\$ 159,588,694	\$ 158,003,653
國外放款 Loans to Foreign Enterprises		
非金融機構 Non Financial Organizations	\$ 1,315,309	\$ 1,198,586
合計 Total	\$ 160,904,003	\$ 159,202,239

- ① 停止計提應收利息之放款於 91 年 12 月 31 日及 90 年 12 月 31 日之金額分別為 25,482,502 仟元及 25,812,782 仟元。未計提之應收利息截至 91 年度及 90 年度止為 1,331,987 仟元及 992,232 仟元。
- ② 本公司於民國 91 年度及 90 年度並無未經訴追即行轉銷之授信債權。
- ③ 本公司就其他應收款、放款及催收款等、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、本公司民國 91 年 12 月 31 日及 90 年 12 月 31 日就其他應收款、放款及催收款所提列之備抵呆帳明細及變動情形如下：

- ① The amount of cease-charge interest loan receivables for Dec. 31 2002 and Dec. 31, 2001 came to NT\$25,482,502,000 and NT\$25,812,782,000 respectively. Non-charged interest receivables was up in fiscal 2002 compared to 2001 at NT\$1,331,987,000 and NT\$992,232,000.
- ② No liabilities had been confiscated without pressing for repayment in fiscal 2002, and 2001.
- ③ The company has calculated certain portion of write -off, according to particular unreceivable debts, such as other receivables, loans, and delinquent accounts for Dec.31, 2002 and Dec.31, 2001. Details are as follows:

2. 備抵呆帳（其他應收款、放款及催收款）

(2) Doubtful Accounts Allowances (Other Receivables, Loans & Delinquent Accounts)

	91 年 度		
	Year 2002		
	特定債權無法 收回之風險 Risk of Transgressed Liabilities	全體債權組合之 潛在風險 Potential Risk of Whole Combinative Liabilities	合 計 Total
期初餘額 Balance, Beginning of the Year	\$ 4,295,394	\$ 393,913	\$ 4,689,307
本期提列呆帳費用 Allowance for Doubtful Accounts	7,112,818	24,521	7,137,339
沖銷放款金額 Write-off Allowance for Bad Debts	(7,573,847)	-	(7,573,847)
收回已沖銷之放款金額 Recovered Write-off Allowance	242,857	-	242,857
期末餘額 Balance, End of the Year	\$ 4,077,222	\$ 418,434	\$ 4,495,656
	90 年 度		
	Year 2001		
	特定債權無法 收回之風險 Risk of Transgressed Liabilities	全體債權組合之 潛在風險 Potential Risk of Whole Combinative Liabilities	合 計 Total
期初餘額 Balance, Beginning of the Year	\$ 4,029,690	\$ 378,645	\$ 4,408,335
本期提列呆帳費用 Allowance for Doubtful Accounts	1,301,202	15,268	1,316,470
沖銷放款金額 Write-off Allowance for Bad Debts	(1,063,611)	-	(1,063,611)
收回已沖銷之放款金額 Recovered Write-off Allowance	28,113	-	28,113
期末餘額 Balance, End of the Year	\$ 4,295,394	\$ 393,913	\$ 4,689,307

邇來我國經濟及金融環境受到國內外諸多不利因素之影響，致經濟成長趨緩、投資意願低落、股市疲弱及新台幣貶值等情況，造成國內若干企業先後發生財務困難，未能按原約定條件償付債務。政府已積極採取各項因應措施，以穩定整體經濟金融。本公司財務報表對於備抵呆帳之估計係以截至目前所得知及可確認、可估算之資料，作估計損失基礎，該項估計並不包括因未來情況之發展，在未來方得確認或估算之事項。

A delude of unfavorable elements that come to better the local economy and financial environment from the past resulting in an economic slowdown, curtailed investment desire, a flagging stock market and NT devaluation has led to a large number of local business hanging, unable to repay their debts according to the previous lending terms. The government has since actively sought a variety of remedial measures in anticipation of stabilizing the overall economy and the the financial market. The basis with which the company derives an estimated write-off reserve has been taken on data, which are known, or can be ascertained or calculable at the present time, but excludes any of the future developments, or elements that can only be ascertained or estimated at a future time.

3. 本公司關於可變現資產及可償還負債之到期分析如下：

(3) Analysis of Realizable Assets and Redeemable Liabilities:

	91 年 12 月 31 日			
	Dec. 31, 2002			
	一年以內 (含) 1 Year (Or within 1 year)	超過一年至 七年 1 ~ 7 Years	七年以上 Over 7 Years	合 計 Total
金 額 Amount	金 額 Amount	金 額 Amount	金 額 Amount	
資 產 Assets				
存放銀行同業 Due from Banks	\$ 596,947			\$ 596,947
拆放銀行同業 Call Loans to Banks	4,970,580			4,970,580
存放央行 Due to Central Bank	29,219,784	\$ 5,700,000		34,919,784
買入票券－受益憑證 Securities Bought – Beneficiary Certificates	2,871,330			2,871,330
買入票券－政府債券 (含約當現金) Securities Bought – Government Bonds (including cash equivalent)	957,230	3,293,159		4,250,389
買入票券－上市(櫃)公司股票 Securities Bought – Listed Companies' Stocks	4,238			4,238
買入票券－商業本票 (含約當現金) Securities Bought – Commercial Papers (including cash equivalent)	507,683			507,683
買入票券－國外金融債券 Securities Bought – International Financial Bonds	382,250			382,250

買入票券－定期存單(含約當現金) Securities Bought – Time Deposit Certificates (including Cash Equivalents)	34,003			34,003
買匯及放款(不含催收款) Bill Purchased and Loans (excluding Delinquent Account)	72,141,411	20,832,699	\$ 41,328,970	134,303,080
長期投資－未上市(櫃)公司股票 Long-term Investments – Unlisted Companies' Stocks	50,000	182,591		232,591
合計 Total	\$ 111,735,456	\$ 30,008,449	\$ 41,328,970	\$ 183,072,875
負債 Liabilities				
銀行同業存款 Due to Banks	\$ 105,953			\$ 105,953
透支銀行同業 Overdrafts from Banks	51,276			51,276
央行存款 Central Bank Deposits	5,509			5,509
存款及匯款 Savings and Remittances	161,352,524	\$ 46,087,956	\$ -	207,440,480
合計 Total	\$ 161,515,262	\$ 46,087,956	-	\$ 207,603,218
	90 年 12 月 31 日 Dec. 31, 2001			
	一年以內 (含) 1 Year (Or within 1 year)	超過一年至 七年 1 ~ 7 Years	七年以上 Over 7 Years	合計 Total
	金額 Amount	金額 Amount	金額 Amount	金額 Amount
資產 Assets				
存放銀行同業 Due from Banks	\$ 902,931			\$ 902,931
拆放銀行同業 Call Loans to Banks	7,359,113			7,359,113
存放央行 Due to Central Bank	24,357,519			24,357,519
買入票券－受益憑證 Securities Bought – Beneficiary Certificates	2,640,000			2,640,000
買入票券－政府債券 Securities Bought – Government Bonds	8,394,267	\$ 3,991,615		12,385,882
買入票券－上市(櫃)公司股票 Securities Bought – Listed Companies' Stocks	57,344			57,344
買入票券－商業本票 Securities Bought – Commercial Papers	1,169,557			1,169,557
買入票券－國外金融債券 Securities Bought – International Financial Bonds	209,970			209,970

買入票券－定期存單(合約當現金) Securities Bought – Time Deposit Certificates (including Cash Equivalents)	1,329,553			1,329,553
買匯及放款(不含催收款) Bill Purchased and Loans (excluding Delinquent Account)	79,993,355	17,492,768	\$ 34,119,376	131,605,499
長期投資－未上市(櫃) 公司股票 Long-term Investments – Unlisted Companies' Stocks	50,000	189,868		239,868
合計 Total	\$ 126,463,609	\$ 21,674,251	\$ 34,119,376	\$ 182,257,236
負債 Liabilities				
銀行同業存款 Due to Banks	\$ 352,561			\$ 352,561
透支銀行同業 Overdrafts from Banks	13,641			13,641
央行存款 Central Bank Deposits	5,950			5,950
存款及匯款 Savings and Remittances	186,049,571	\$ 15,041,512	\$ -	201,091,083
合計 Total	\$ 86,421,723	\$ 15,041,512	\$ -	\$ 201,463,235

4. 各類孳息資產與付息負債平均值與當期平均利率之揭露

(4) The Average Value and Average Interest Rate of Assets/Liabilities:

91 年度

Year 2002

資 產 Assets	平均 值 Average Value	平均 利率% Average Interest Rate %
存放銀行同業 Due from Banks	\$ 774,563	1.77%
存放央行 Due from Central Bank	31,270,925	2.22%
拆放銀行同業 Call Loans to Banks	5,915,790	2.11%
買入票券－有價證券（包含約當現金） Marketable Bills & Securities– Valuable Securities (including Cash Equivalents)	9,485,275	3.47%
買入票券－定期存單（包含約當現金） Marketable Bills & Securities– Time Deposit Certificates (including Cash Equivalents)	291,929	1.94%
買入票券－商業本票（包含約當現金） Securities Bought – Commercial Papers	431,622	1.50%

(including Cash Equivalents)		
買匯及放款 Bills Purchased and Loans	157,770,954	6.92%
負 債 Liabilities		
銀行同業存款 Due to Banks	4,600,788	2.45%
銀行同業拆放 Call Loans from Banks	3,857	3.33%
透支銀行同業 Overdrafts from Banks	73,635	-
活期存款 Current Deposits	60,088,685	1.56%
定期性存款 Fixed Deposits	136,498,617	3.00%

90 年 度

Year 2001

	平 均 值 Average Value	平 均 利 率 % Average Interest Rate %
資 產 Assets		
存放銀行同業 Due from Banks	\$ 932,160	2.83%
存放央行 Due from Central Bank	15,530,110	3.16%
拆放銀行同業 Call Loans to Banks	6,592,633	2.96%
買入票券—有價證券（包含約當現金） Marketable Bills & Securities— Valuable Securities (including Cash Equivalents)	15,230,615	4.03%
買入票券—定期存單（包含約當現金） Marketable Bills & Securities— Time Deposit Certificates (including Cash Equivalents)	1,074,070	4.06%
買入票券—承兌匯票（包含約當現金） Marketable Bills & Securities— Bankers Acceptances (including Cash Equivalents)	21,487	3.91%
買入票券—商業本票（包含約當現金） Securities Bought— Commercial Papers (including Cash Equivalents)	3,299,175	4.59%
買匯及放款 Bills Purchased and Loans	154,108,778	8.12%
負 債 Liabilities		
銀行同業存款 Due to Banks	4,400,791	5.56%

銀行同業拆放 Call Loans from Banks	595	4.12%
透支銀行同業 Overdrafts from Banks	57,532	-
活期存款 Current Deposits	48,636,492	2.79%
定期性存款 Fixed Deposits	134,729,276	4.83%

5. 合格自有資本與風險性資產比率：

$$\frac{\text{合格資本}-\text{資本減除項目}}{\text{信用風險加權風險性資產}+\text{市場風險之資本計提}} \times 12.5$$

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

本行民國九十一年十二月三十一日及九十年十二月三十一日之合格自有資本與風險性資產比率分別為 8.61% 及 11.62%。

(5) Ratio of Qualified Equity Capitals and Risk Assets:

$$\frac{\text{Bank's sharehold's equity-capital deducted items}}{\text{weight risk}+\text{capital charges for market positions}} * 12.5$$

As stipulated by pertinent banking laws for bank's financial perfectibility, the ratio of qualified equity capitals and risk assets cannot below 8%; otherwise the central government will limit the bank's earnings distribution.

The ration of qualified equity capitals and credit risk assets of our bank recorded on Dec. 31, 2002 and Dec. 31, 2001 were respectively to 8.61% and 11.62%.

(六) 依信託業法施行細則第十七條第三項所規定
揭露之信託帳資產負債表及信託財產目錄：

(6) According to trust business established policy,
Article 17.3, the balance sheet of trust and trust
assets should be disclosed:

信託帳資產負債表

Balance Sheet of Trust

民國九十一年及九十年十二月三十一日

Year 2002 and Dec. 31, 2001

信託資產 Trust Assets	91年12月31日 Dec. 31, 2002	90年12月31日 Dec. 31, 2001
基金投資	\$ 6,527,877	\$ 5,283,243
Funds Investment		
信託資產總額	\$ 6,527,877	\$ 5,283,243
Total Trust Assets		
信託負債	91年12月31日	90年12月31日
Trust Liabilities	Dec. 31, 2002	Dec. 31, 2001
信託資本—金錢信託	\$ 6,527,877	\$ 5,283,243
Trust Capital – Money Trust		
信託負債總額	\$ 6,527,877	\$ 5,283,243
Total Trust Liabilities		

信託帳財產目錄

Category of Trust Property

民國九十一年十二月三十一日

Dec. 31, 2002

投資項目 Investing Item	帳列金額 Amount Listed
基金 Funds	\$ 6,527,877

二十七、附註揭露事項

(一)重大交易事項相關資訊：

1 資金貸與他人。	不適用
2 為他人背書保證。	不適用
3 期末持有有價證券情形。	附表一
4 累積買進或賣出同一有價證券之金額達新台幣一億元或實收資本額20%以上。	無
5 取得不動產之金額達新台幣一億元或實收資本額20%以上。	附表二
6 處分不動產之金額達新台幣一億元或實收資本額20%以上。	無
7 與關係人進、銷貨之金額達新台幣一億元或實收資本額20%以上。	不適用
8 應收關係人款項達新台幣一億元或實收資本額20%以上。	無
9 從事衍生性商品交易。	參閱附註二十六說明

(二)轉投資事業相關資訊：

1 被投資公司名稱、所在地區...等相關資訊。	附表三
2 資金貸與他人。	無
3 為他人背書保證。	無
4 期末持有有價證券情形。	無
5 累積買進或賣出同一有價證券之金額達新台幣一億元或實收資本額百分之二十以上。	無

(三)大陸投資資訊：

無此事項。

二十八、部門別財務資訊

本公司係屬金融業，目前業務內容為存、放款、保證、外匯及信託業務，故為一單一產業部門，由於金融業無特定經營對象，故本公司未有占收入金額10%以上之重要客戶，另截至91年12月31

27. Supplements to Listed Matters:

(1) Information Related to Significant Trading Items :

1 Loan for others	Unfit
2 Endorse	Unfit
3 Holding valuable securities in final term	Affix 1
4 Accumulative bought or sold the same valuable security for total amount exceed NT\$100,000,000 or capital net receipt over 20%	Nil
5 Gains of properties amount exceed NT\$100,000,000 or capital net receipt over 20%	Affix 2
6 Disposed properties amount exceed NT\$100,000,000 or capital net receipt over 20%	Nil
7 Purchase or sales with the related parties with amount exceed NT\$100,000,000 or capital net receipt over 20%	Unfit
8 Receivables from related parties with amount exceed NT\$100,000,000 or capital net receipt over 20%	Nil
9 Run the business related to derivative instruments.	Refer to Note 26

(2) Information Related to Reinvested Business :

1 The related information to the name, location and etc. For the company is invested.	Affix 3
2 Loan for others	Nil
3 Endorse for others	Nil
4 Holding valuable securities in final term	Nil
5 Accumulative bought or sold the same valuable security for total amount exceed NTE100,000,000 or capital net receipt over 20%	Nil

(3) Mainland China Investment Information:

Nil.

28. Various financial information

This company is under the financial classification, our main services are: saving operation, lending operation, foreign exchange operation, and trust operation. Since there is no particular customers, in other words, every individual

日止，本公司尚無國外分行之設立。

can be potential customer for the bank; therefore, the bank does not have specific customer to occupy more than 10% of the income. In addition, to end of Dec. 31, 2002, the bank has no intention to establish branch overseas.

二十九、財務報表之表達

本公司九十年度財務報表之部份會計科目業經重分類，俾與九十一年度之財務報表配合比較。

29. Format of Financial Report

The account items of financial report for fiscal 2001 had been partly reclassified in order to contrast with year 2002's report.

台中商業銀行股份有限公司
Taichung Commercial Bank
期末持有有價證券情形
Final Marketable Securities Holding
 民國九十一年十二月三十一日
 Dec. 31, 2002

附表一：

單位：新台幣仟元/仟股（單位數）
 Unit: NT\$1,000/1,000 shares (Unit)

Attachment 1

有價證券種類及名稱 Type and Name of Marketable Security	與有價證券發行人之關係 Relationship with the Issuer	帳列科目 Item	期末 Final Holding				備註 Note
			股數 Shares	帳面 金額 Amount	持股比例 Proportion	市價（註 1） Market Price (Note 1)	
非上市公司普通股： Unlisted Securities: 台灣證券集中保管(股)公司 Taiwan Securities Central Depository Co., Ltd. 台中建築經理(股)公司 Taichung Real Estate Management Corporation 育成中小企業開發(股)公司 Yu Shen Venture Capital Corp. 台北外匯經紀(股)公司 Taipei FX Inc. 富邦證券金融(股)公司 Fubon SITC 中央票券金融(股)公司 Central Bills Financial Corp. 日盛投資信託(股)公司 Jihson SITC 台灣期貨交易所(股)公司 Taiwan Commodities Exchange 財金資訊(股)公司 Financial Information Corp.	按權益法評價之被投資公司 Be invested company which adapt the evaluation of weighted equity approach	長期投資 Long-term Investment	200	806	0.08%	806	註 2 Note 2
長期投資 Long-term Investment		1,500	2,892	30.00%	2,892		
長期投資 Long-term Investment		3,417	29,000	4.84%	29,000		
長期投資 Long-term Investment		80	800	0.40%	800		
長期投資 Long-term Investment		6,211	59,945	0.99%	59,945		
長期投資 Long-term Investment		4	40	-	40		
長期投資 Long-term Investment		3,900	30,000	10.00%	30,000		
長期投資 Long-term Investment		900	9,000	0.45%	9,000		
長期投資 Long-term Investment		4,550	45,500	1.14%	45,500		
台中銀財產保險代理人股份 有限公司 Taichung Banking & Financial Property Underwriter Co., Ltd. 台中銀人身保險代理人股份 有限公司 Taichung Banking Life Insurance Underwriter Co., Ltd.		按權益法評價之被投資公司 Invested company which adapt the evaluation of weighted equity approach	長期投資 Long-term Investment	198	2,207	99.00%	
	按權益法評價之被投資公司 Invested company which adapt the evaluation of weighted equity approach	長期投資 Long-term Investment	198	2,401	99.00%	2,401	

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

[Note 1]: For the long-term shareholders equity investment, if there has market value price to follow, that price can be the fair market value price. But if the investment is not in listed & OTC companies that the price on the balance sheet will be referred as the market value price.

[註 2]：台中建築經理公司已進入清算期間，故停止採權益法評價，本公司已依可能損失金額估列 7,925 仟元之跌價損失。

[Note 2]: Having entered the liquidation stage of first 6 months of 2000, the valuation of Taichung Real Estate Management Corporation via the weighted equity approach has since been suspended and the company has predicted NT\$ 7,925,000 loss

台中商業銀行股份有限公司

Taichung Commercial Bank

取得不動產之金額達新台幣一億元或實收資本額百分之二十以上：

Gains of properties amount exceed NT\$100,000,000 or capital net receipt over 20%.

民國九十一年一月一日至十二月三十一日

Jan. 1 ~ Dec. 31, 2002

附表二

單位：新台幣仟元

Unit: NT\$1,000

Attachment 1

財產名稱 Property	交易日或 事實發生 日 Transaction or Auction Date	交易金額 Amount	截至九十一年 十二月三十一 日價款支付情 形 Pay Situation as of Dec. 31, 2002	交易對象 Transactor	關係 Relationship	交易對象為關係人者，其前次移轉資料 As the Transactor and Related are the Same Person, the Information Before Transferred				價格決定 之參考依據 Reference for Price	取得目的及使 用情形 Purpose and Use	其他約定 事項 Other Appoint-m ent
						所有人 Owner	與發行人之 關係 Relationship with Issuer	移轉日期 Date of Transferring	金額 Amount			
承受擔保品 Pledged Properties Takenover	91.11.28	\$232,318	以債權抵繳 Deducted by Legal Right	光和紡織股 份有限公司 及詹正恩 Kuang Ho Textile Co., Ltd. & Cheng-en Chan	無 Nil					依法院拍定價 格承受擔保品。 Takeover by court auction announcement.	依法承受之擔 保品俟機出售 處分。 To ensure the creditor's right, and waiting for a right time to sell	無 Nil
承受擔保品 Pledged Properties Takenover	91.6.6	\$268,000	以債權抵繳 Deducted by Legal Right	陳金枝 Chin-chih Chen	無 Nil					依法院拍定價 格承受擔保品。 Takeover by court auction announcement	依法承受之擔 保品俟機出售 處分。 To ensure the creditor's right, and waiting for a right time to sell	無 Nil
承受擔保品 Pledged Properties Takenover	91.5.23	\$142,984	以債權抵繳 Deducted by Legal Right	縉笙開發實 業股份有限 公司 Chin-sheng Developing Enterprise Co., Ltd.	無 Nil					依法院拍定價 格承受擔保品。 Takeover by court auction announcement	依法承受之擔 保品俟機出售 處分。 To ensure the creditor's right, and waiting for a right time to sell	無 Nil

台中商業銀行股份有限公司
Taichung Commercial Bank
被投資公司名稱、所在地區....等相關資訊：

The related information to the name, location and etc. for the company be invested

民國九十一年十二月三十一日

Dec. 31, 2002

附表三：
Attachment 3
(Unit)

單位：新台幣仟元/仟股（單位數）

Unit: NT\$1,000/1,000 shares

被投資公司名稱 Name of Investor	所在地區 Location	主要營業項目 Business Items	原始投資金額 Initial Invested amount		期末持有 Final Holding			被投資公司 本期損益 Current Loss/Prof it of the Company Be Invested	本期認列之 投資損益 Listed Investment Loss/Profit of Current Term	備註 Note
			本期期末 This Final Term	上期期末 Last Final Term	股數 Stock	持股比例 Holding Proportion	帳面金額 Par Value			
台中建築經理 (股)公司 Taichung Real Estate Management Corporation	台中市英才路 501號4樓 4F, 501, Ying-Tsai Rd., Taichung	興建計劃之審查與諮 詢、契約鑑證、不動產評 估及徵信等....。 Building project reviewing & consulting, contract appraising, real estate evaluating and credit investigating.	10,817	10,817	1,500	30.00%	2,892	-	(7,925)	註1 Note1
台中銀財產保 險代理人股份 有限公司 Taichung Banking & Financial Property Underwriter Co., Ltd.	台中市西區民 權路87號2樓 2F, 87, Min-Chuan Rd., W. Dist., Taichung	財產保險經紀人業務。 Property insurance broking.	1,980	1,980	198	99.00%	2,207	594	227	註2 Note2
台中銀人身保 險代理人股份 有限公司 Taichung Banking Life Insurance Underwriter Co., Ltd.	台中市西區民 權路87號2樓 2F, 87, Min-Chuan Rd., W. Dist., Taichung	人壽保險經紀人業務。 Life insurance broking.	1,980	1,980	198	99.00%	2,401	615	421	註2 Note2

[註 1]： 台中建築經理公司已進入清算期間，故停止採權益法評價，本公司已依可能損失金額估列 7,925 仟元之跌價損失。

[Note 1]: Having entered the liquidation stage of first 6 months of 2000, the valuation of Taichung Real Estate Management Corporation via the weighted equity approach has since been suspended

[註 2]： 本公司認列之投資收益含台中銀財產保險代理人股份有限公司及台中銀人身保險代理人股份有限公司，民國九十年度籌備階段及九十一年度損益。

[Note 2]: Taichung Banking & Financial Property Underwriter Co., Ltd. and Taichung Banking Life Insurance Underwriter Co., Ltd. that are still in the organizing stage and not yet opened for business as of December 31, 2001, and 2002 Statement of Income..

六. 財務狀況及經營結果之檢討與分析

VI. Analysis of Financial Position and Appraisal of Operation

一、流動性分析

(1) Cash Flow Analysis

(一)最近二年度流動性分析

1. Cash flow analysis over the most recent two years

年 度 項 目	九十一年度 Year 2002	九十年 Year 2001	增(減)比例 Inc. (Dec.) in %	說 明 Notes
現金流量比率 Cash Flow Ratio	(209.54%)	(86.13%)	143.28%	(1)
現金流量允當比率 Cash Flow Adequacy Ratio	(684.39%)	(152.94%)	347.49%	(2)
現金再投資比率 Cash Reinvestment Ratio	(6.55%)	(3.91%)	67.52%	(3)
<p>增減比例變動分析說明： Analysis on Changes of Fluctuations</p> <p>(1) 本年度現金流量比率較九十年增加，主要係因本年度由營業活動所產生之淨現金流出5,832,908千元，較上年度由營業活動所產生之淨現金流出3,496,684千元增加2,336,224千元，且流動負債亦較上年度減少1,276,080千元，故使本年度現金流量比率較上年度增加143.28%。 The current increased cash flow ratio, when compared with the previous fiscal, based on the current operational related net cash outflow capped at NT\$ 5,832,908,000 when compared with the previous year's operations related net cash outflows NT\$3,496,684,000, it has increased NT\$2,336,224,000. In addition, the current liabilities has decreased NT\$1,276,080,000. Therefore, the cash outflow of this year is more than last year around 143.28%.</p> <p>(2) 本年度因大幅沖銷呆帳產生虧損，致使最近五年度營業活動產生之淨現金流出較上年度增加，又因受經濟不景氣之影響，本年度減少固定資產等資本支出，致使本年度現金流量允當比率-684.39%較上年度-152.94%增加347.49%。 This year appears loss because the large amount of write-off, which caused the past 5 years cash outflow higher than last year. In addition, the sluggish economy has effected the expense of fixed assets, which caused the cash outflow rate of this year-684.39%, is higher than last year-152.94%, it has increased 347.49%.</p> <p>(3) 本年度現金再投資比率-6.55%較九十年-3.91%減少，主要係本年度因虧損所產生之由營業活動產生之淨現金流出較上年度增加及本年度較上年度減少固定資產之支出所致。 The cash reinvestment ratio of this year is 6.55%, slightly decrease than the previous year -3.91%, because the current operations related net cash outflow has increased than last year, and the expense of fixed assets has decreased.</p>				

(二)未來一年現金流動性分析

2. Cash flow analysis for the coming year

單位：新台幣仟元 / Unit: NT\$1,000

期初現金餘額① Cash, Beginning Balance ①	預計全年來自營業活動 淨現金流量② Estimated Operational Activities for The Entire Year ②	預計全年現金流出量③ Estimated Cash Outflow for the Entire Year ③	預計現金剩餘(不足)數 額①+②-③ Estimated Excess (Shortage) of Cash ①+②-③	預計現金不足額之補救措施 Salvage Polices in Case of Estimated Cash Shortage	
				投資計畫 Investment Plans	投資計畫 Investment Plans
				\$ 9,918,956	\$(1,083,012)

二、經營結果分析

單位：新台幣仟元

(2) Analysis of Operating Performance

Unit: NT\$1,000

項 目	91 年 度 Year 2002		90 年 度 Year 2001		增(減)金額 Inc(Dec) Amount	變動比例 Change in Percentage	說明 Notes
	小 計 Subtotal	合 計 Total	小 計 Subtotal	合 計 Total			
營業收入 Revenues from Operations		\$ 10,582,873		\$ 12,672,488	\$ (2,089,615)	(16.49%)	
營業支出 Operating Expenses		15,139,211		12,374,002	2,765,209	22.35%	(一)
營業利益 Gain (Loss) from Operations		(4,556,338)		298,486	(4,854,824)	(1,626.48%)	(二)
營業外收入 Non-operating Revenues		37,472		25,375	12,097	47.67%	(三)
租金收入 Revenues from Rent	\$ 14,243		\$ 15,784				
處分資產盈餘 Gains from Disposal of Assets	12,547		755				
什項收入 Other Revenues	10,682		8,836				
營業外支出 Non-operating Expenses		15,210		3,848	11,362	295.27%	(三)
折舊費用 Depreciation	1,200		1,207				
處分資產損失 Loss from Disposal of Assets	13,626		2,305				
什項損失 Other Losses	384		336				
稅前淨利 Gain from Income Before Income Tax		(4,534,076)		320,013	(4,854,089)	(1,516.84%)	(四)
所得稅費用 Income Tax Expenses		470,000		(249,000)	719,000	(288.76%)	(五)
稅後淨利 Gain from Income After Income Tax		(4,064,076)		71,013	(4,135,089)	(5,823.00%)	(六)

註：增減變動比例未達 20%，可免分析。Note: No analysis is required for fluctuations of changes with rates below 20%.

增減比例變動分析說明：

- (一)本年度營業支出較上年度增加，主要係為健全資產品質，改善財務結構及加速處理不良債權而大舉提列呆帳，致使本年度營業支出較上年度增加。
- (二)本年度因大幅提列呆帳而使營業支出增加，又因持續的低利率政策使得利息收入降低，致使本年度發生營業損失。
- (三)本年度營業外收入及支出較上年度增加，主要係因加速處分承受擔保品，使得營業外收入及支出均較上年度增加。
- (四)本年度因大幅提列呆帳使營業支出較上年度增加，且因低利率政策使營業收入減少而產出稅前淨損。
- (五)因虧損扣抵所產生的遞延所得稅資產增加，而使得本年度產生所得稅利益。
- (六)綜上所述，本年度產生稅後純損 4,064,076 仟元，較上年度稅後純益 71,013 仟元減少 4,135,089 仟元。
- (1) The current operational expenditures gain that exceeded the previous year because of the healthy assets quality, improving financial structure and dealing with poor debt establish write-off, resulting in an improved operating gain int current fiscal than the previous year.
- (2) Increase to the operational expenditures because the large amount of write-off this tyear. In addition, there is operational loss because the continually low interest rate makes low interest income.
- (3) According to the yearly report, the non-operating revenus and operating expenses are higher than last year, all because quickly deal with collateral acceptances.
- (4) The large announced write-off makes the operating expenses increased than last year, and the low interest makes operating earning decrease which causes pre-tax loss.
- (5) The operating expenses is higher than last year because the large amont write-off, in addition, the low interest rate causes operating revenus decrease, therefore it appears the pre-tax loss.
- (6) Above all, this year has after-tax loss NT\$ 4,064,076,000, compare with last year-NT\$71,013,000, it has decreased 4,135,089,000.

監察人審查報告

本行董事會依法造送之民國九十一年十二月三十一日資產負債表、民國九十一年度之損益表、盈虧撥補表、主要財產之財產目錄、現金流量表、股東權益變動表等，業經中央聯合會計師事務所會計師查核完竣，並經本監察人查核結果，尚無不合。

常務監察人 陳希哲 
(一榮投資股份有限公司)

監察人 陳欽明 
(萬達投資股份有限公司)

監察人 林倍源 

監察人 洪國顯 

監察人 梁祿二 

中華民國九十二年三月十七日

Supervisor's Report

In compliance with the rules and regulations set for banks, the board office has submitted related Statements of Income, Stockholder's Equity, Appropriation of Earnings, Statements of Cash Flows, and Major Property Holdings for the year 2002. Likewise our balance sheet as of Dec. 31, 2002. All related financial statements have been thoroughly examined and audited by Centre & Co., CPAs. We are satisfied that the evaluations conform to the books and accounts of our bank.

Resident Supervisor: Hsi-che Chen (I Jung Investment Co., Ltd)

Supervisor: Chin-ming Chen (Wan Da Investment Co.)

Supervisor: Pei-yuan Lin

Supervisor: Kuo-hsien Hung

Supervisor: Te-erh Liang

Date: Mar. 17, 2003

柒、特別記載事項

一、關係企業相關資料：無

二、公司股利政策及執行狀況：

(一) 股利政策：

本公司股利政策係由董事會按當時金融環境、市場趨勢、本行獲利情形及發展計劃，並兼顧資本適足率，擬派現金或股票之比率，並提請股東會決議。

(二) 過去二年度與本次無償配股對公司營業績效、每股盈餘及股東投資報酬率之影響：

VII.. Significant Events of the Year

1. The related organizations information: Nil.

2. Policy of company bonus and operating situation:

(1) Bonus policy:

The bonus policy depends on the current financial environment, marketing trend, the bank profit situation and development plan and consider about having enough capital or not, the stock rate and announced by the Board of the bank, than the shareholders make final decision.

(2) The past two years, the influence of non-denominated stock dividends to our company's efficiency, earnings per share and shareholders' investment return rate:

過去二年度與本次無償配股對公司營業績效、每股盈餘及股東投資報酬率之影響

單位:新台幣仟元

項 目		年 度	90 年度	91 年度
期初實收資本額			15,380,144	15,380,144
本年度配 股配息情 形	每股現金股利(元)		—	—
	盈餘轉增資每股配股數		—	—
	資本公積轉增資每股配股數		—	—
營業績效 變化情形	營業利益		298,486	(4,556,338)
	營業利益較去年同期增(減)比率(%)		67.43	(1,626.48)
	稅後純益		71,013	(4,064,076)
	稅後純益較去年同期增(減)比率(%)		17.73	(5,823.00)
	每股盈餘(元)		0.05	(2.70)
	每股盈餘較去年同期增(減)比率(%)		25.00	(5,500.00)
	年平均投資報酬率(年平均本益比例數)(%)		1.25	—
擬制性每 股盈餘及 本益比	若盈餘轉增資金數 改配放現金股利	擬制每股盈餘(元)	未辦理盈餘轉增資	(2.70)
		擬制年平均投資報酬率(%)		—
	若未辦理資本公積 轉增資	擬制每股盈餘(元)	未辦理資本公積轉增資	
		擬制年平均投資報酬率(%)		
	若未辦理資本公積且 盈餘轉增資改以現金 股利發放	擬制每股盈餘(元)		
		擬制年平均投資報酬率(%)		

1. 若盈餘轉增資金數改配放現金股利之擬制每股盈餘

= (稅後純益-設算現金股利應負擔利息費用×(1-稅率)) / (當年年底發行股份總數-盈餘配股股數)。(稅率依現行稅法規定)

設算現金股利應負擔利息費用=盈餘轉增資金額×一般放款利率

盈餘配股股數：係就前一年度盈餘配股所增加股份之股數

2. 年平均本益比=年平均每股市價/年度財務報告每股盈餘

91 年度每股虧損 2.70 元，不計算年平均投資報酬率(本益比例數)。

負責人簽章：



經理人簽章：



主辦會計簽章：



簽證會計師：

蔡天興



Unit: NT\$1,000

Item		Year		
		Year 2001	Year 2002	
Vested Capitalization at Period Start		15,380,144	15,380,144	
Current Dividend	Cash Dividend Per Share (\$)	—	—	
	Shares Allotted as Earnings Invested	—	—	
	Shares Allotted as Capitalization of Capital Reserve	—	—	
Changes to Business Performance	Gain from Operations	298,486	(4,556,338)	
	% of Fluctuation of Operational Profit (Loss) Compared with Previous Fiscal	67.43	(1,626.48)	
	Gain from Income After Income Tax	71,013	(4,064,076)	
	% of Fluctuation of Gain (Loss) from Income After Tax Compared with Previous Fiscal	17.73	(5,823.00)	
	Profit (Loss) Per Share (\$)	0.05	(2.70)	
	% of fluctuation of Earning (Loss) Per Share Compared with Previous Fiscal	25.00	(5,500.00)	
	Average Annual Rate of Return (%)	1.25	—	
Mandate on the Cost/ Profit Ratio Per Share	Capitalization of Earnings appropriated to Cash Dividend	Profit Per Share (\$)	Capitalization of Earnings Un-converted to Capital Stock	(2.70)
		Average Annual Rate of Return (%)	Stock	—
	Capitalization of Capital Surplus Un-converted to Capital Stock	Profit Per Share (\$)	Capitalization of Capital Surplus Un-converted to Capital Stock	
		Average Annual Rate of Return (%)		
	Earnings appropriated to Cash Dividend but Capitalization of Capital Surplus Un-converted to Capital Stock	Profit Per Share (\$)		
		Average Annual Rate of Return (%)		

- Proposition of earnings per share on the conversion of total earnings to be reinvested as capitalization = (after-tax profit - due interest payment on cash dividends tabulated × (1 - applicable tax rate) / (outstanding issues currently in circulation - number of dividends distributed), with the applicable tax rate made to commensurate that stipulated by law.
Due interest rate on proposed dividends tabulated = amount of conversion by earnings reinvestment × general financing factor for the basis of dividends distribution: the number of new stock issues distributed in the previous fiscal as dividends.
- Average annual cost/yield ratio: Average annual valuation of stock per share / earnings per share reported in the annual financial reports.
At year 2002, Loss per share was 2.70, it did not included in average investment return rate of this year. (P/E Ratio)

公開發行公司內部控制制度聲明書

表示設計及執行均有效

(本聲明書於遵循法令部分採全部法令均聲明時適用)

台中商業銀行股份有限公司

內部控制制度聲明書

日期：92年04月28日

本公司民國91年01月01日至91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之達成，提供合理的確保。
- 二、內部控制制度有其先天限制，不論設計如何完善，有效之內部控制制度亦僅能對上述三項目標之達成提供合理的確保；而且，由於環境、情況之改變，內部控制制度之有效性可能隨之改變。惟本公司之內部控制制度設有自我監督之機制，缺失一經辨認，本公司即採取更正之行動。
- 三、本公司係依據財政部證券暨期貨管理委員會訂頒「公開發行公司建立內部控制制度處理準則」(以下簡稱「處理準則」)規定之內部控制制度有效性之判斷項目，判斷內部控制制度之設計及執行是否有效。該「處理準則」所採用之內部控制制度判斷項目，係為依管理控制之過程，將內部控制制度劃分為五個組成要素：1. 控制環境，2. 風險評估，3. 控制作業，4. 資訊及溝通，及5. 監督。每個組成要素又包括若干項目。前述項目請參見「處理準則」之規定。
- 四、本公司業已採用上述內部控制制度判斷項目，檢查內部控制制度之設計及執行的有效性。
- 五、本公司基於前項檢查結果，認為本公司上開期間的內部控制制度(含對子公司之監理)，包括與營運之效果及效率、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，其他合理確保上述目標之達成。
- 六、本聲明書將成為本公司年報及公開說明書之主要內容，並對外公開。上述公開之內容如有虛偽、隱匿等不法情事，將涉及證券交易法第二十條、第三十二條、第一百七十一條及第一百七十四條等之法律責任。
- 七、本聲明書業經本公司民國92年04月24日董事會通過，出席董事12人中，有0人持反對意見，餘均同意本聲明書之內容，併此聲明。

台中商業銀行股份有限公司

董事長：

蔡裕芳  

總經理：

蔡裕彰  

Public company internal control system statement

Design and execution are all effective
(Portions in this Statement while abided by statute is adapt to all applicable statutes)

**Taichung Commercial Bank
Internal Control System Statement**

Date: Apr. 28, 2003

In support of the voluntary internal control system examined by this bank for the period of Jan. 1 to Dec. 31, 2002, a statement is made as follows:

1. As part of the responsibilities of the company's board of directors and top management for launching, implementing and maintaining an effective internal control system, a complete system has been established, with explicit efforts made to support the operating efficiency and results, including profitability, performance and safety assurance of assets entrusted under its management, reliability of all financial statements, as well as achieving operating objectives set by relative statutes so as to provide rational assurance.
2. Not without its limitation, the internal control system does, confined to effective coverage of rational reassurance to the three elements described above. Its effectiveness may be subject to change along with changes of operating environment and circumstantial elements. Nevertheless, the self-adjusting mechanism provided by the company's internal control system does allow timely corrective action as soon as any discrepancy is detected.
3. Evaluation of the company's internal control has been conducted to ensure the implementation and the effectiveness of the internal control system according to "management standard of public company's internal control system" (hereinafter 'management standard') proclaimed by Stocks and Futures Commission, Ministry of Finance. Measures applied are divided into five significant elements according to the management procedure: 1. Environmental Control, 2. Risk Evaluation; 3. Operation Control, 4. Information and Communications; 5. Supervision, with each element subdivided to consist several subheadings. The above items please refer to 'management standard' for details.
4. The company has duly adopted all aforementioned assessment categories in evaluating the design and effective implementation of the company's internal control system.
5. Based on the results of the examination described above, it has been reasonably concluded that the internal control system (including supervision to its subsidiary) designed to examine the operating period has been effective in terms of the operation results and efficiency, reliability of all financial statements and the compliance of the design and implementing of said internal control to further ensure a rational reassurance in achieving the operating objectives.
6. This statement herein will be the main contents of the company's annual report and shall be included in company prospectus as public information. All elements included in the public statement are fully governed by Articles 20, 32, 171 and 174 of the Securities & Exchange Law, any illegal offense such as concealment or forgery are punishable by pertinent legal provisions stipulated herein.
7. This statement was unanimously motioned in the board of directors meeting held on Apr. 24, 2003, attended by twelve company directors, who universally agreed to the contents provided herein.

(表示設計及執行均有效)

(本聲明書於選擇法令部分採全部法令均聲明時適用)

台中商業銀行股份有限公司

內部控制制度聲明書

日期：92年4月28日

本公司民國91年01月01日至91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之達成，提供合理的確保。
- 二、內部控制制度有其先天限制，不論設計如何完善，有效之內部控制制度亦僅能對上述三項目標之達成提供合理的確保；而且，由於環境、情況之改變，內部控制制度之有效性可能隨之改變。惟本公司之內部控制制度設有自我監督之機制，缺失一經辨認，本公司即採取更正之行動。
- 三、本公司係依據財政部證券暨期貨管理委員會訂頒「證券暨期貨市場各服務事業建立內部控制制度處理準則」(以下簡稱「處理準則」)規定之內部控制制度有效性之判斷項目，判斷內部控制制度之設計及執行是否有效。據「處理準則」所採用之內部控制制度判斷項目，係為依管理控制之過程，將內部控制制度劃分為五個組成要素：1. 控制環境，2. 風險評估，3. 控制作業，4. 資訊及溝通，及5. 監督。每個組成要素又包括若干項目，前述項目請參見「處理準則」之規定。
- 四、本公司業已採用上述內部控制制度判斷項目，檢查內部控制制度之設計及執行之有效性。
- 五、本公司基於前項檢查結果，認為本公司上開期間的內部控制制度(含對子公司監理)，包括與營運之效果及效率、財務報導之可靠性及相關法令之遵循有關的內部控制制度等之設計及執行係屬有效，其能合理確保上述目標之達成。
- 六、本聲明書將成為本公司年報及公開明書之主要內容，並對外公開。上述公開之內容如有虛偽、隱匿等不法情事，將涉及證券交易法第二十條、第三十二條、第一百七十一條及第一百七十四條等之法律責任。
- 七、本聲明書業經本公司民國92年04月24日董事會通過，出席董事12人中，有0人持反對意見，餘均同意本聲明書之內容，併此聲明。

台中商業銀行股份有限公司

董事長

蔡裕芳

總經理

蔡裕彰

Internal control system statement of securities investment consulting business for stocks, futures, securities investment trust, securities financial business and discretionary investment business

Design and execution are all effective
(Portions in this Statement while abided by statute is adapt to all applicable statutes)

**Taichung Commercial Bank
Internal Control System Statement**

Date: Apr. 28, 2003

In support of the voluntary internal control system examined by this bank for the period of Jan. 1 to Dec. 31, 2002, a statement is made as follows:

1. As part of the responsibilities of the company's board of directors and top management for launching, implementing and maintaining an effective internal control system, a complete system has been established, with explicit efforts made to support the operating efficiency and results, including profitability, performance and safety assurance of assets entrusted under its management, reliability of all financial statements, as well as achieving operating objectives set by relative statutes so as to provide rational assurance.
2. Not without its limitation, the internal control system does, confined to effective coverage of rational reassurance to the three elements described above. Its effectiveness may be subject to change along with changes of operating environment and circumstantial elements. Nevertheless, the self-adjusting mechanism provided by the company's internal control system does allow timely corrective action as soon as any discrepancy is detected.
3. Evaluation of the company's internal control has been conducted to ensure the implementation and the effectiveness of the internal control system according to "management standard of stocks and futures service business's internal control system" (hereinafter 'management standard') proclaimed by Stocks and Futures Commission, Ministry of Finance. Measures applied are divided into five significant elements according to the management procedure: 1. Environmental Control, 2. Risk Evaluation; 3. Operation Control, 4. Information and Communications; 5. Supervision, with each element subdivided to consist several subheadings. The above items please refer to 'management standard' for details.
4. The company has duly adopted all aforementioned assessment categories in evaluating the design and effective implementation of the company's internal control system.
5. Based on the results of the examination described above, it has been reasonably concluded that the internal control system (including supervision to its subsidiary) designed to examine the operating period has been effective in terms of the operation results and efficiency, reliability of all financial statements and the compliance of the design and implementing of said internal control to further ensure a rational reassurance in achieving the operating objectives.
6. This statement herein will be the main contents of the company's annual report and shall be included in company prospectus as public information. All elements included in the public statement are fully governed by Articles 20, 32, 171 and 174 of the Securities & Exchange Law, any illegal offense such as concealment or forgery are punishable by pertinent legal provisions stipulated herein.
7. This statement was unanimously motioned in the board of directors meeting held on Apr. 24, 2003, attended by twelve company directors, who universally agreed to the contents provided herein.

四、特殊記載事項

- (一) 最近一年度負責人或職員因業務上違反法令經檢察官起訴者：
田中分行行員李 xx 因涉嫌於民國九十年七月未將客戶繳交之汽車燃料費三萬二千八百五十六元解繳國庫，經彰化地方法院檢察署九十一年九月三十日九十一年度偵字第四四九五號起訴書提起公訴。李員業經本行記三大過並於九十一年十月二十三日解僱。
- (二) 最近一年度違反銀行法經處以罰鍰者：
無。
- (三) 最近一年度缺失經財政部嚴予糾正者：
無。
- (四) 最近一年度因人員舞弊、重大偶發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五千萬者：
無。

捌、九十一年度大事紀要

- 四月二十四日 由中華信評協助本行完成信用評等。
- 五月十七日 召開九十一年度股東常會改選董事、監察人。
蔡裕芳、廖英彥、楊澤民、黃允良、蔡裕彰、廖燈賢、陳千惠、陳明本、吳傳森、威東投資(股)公司代表人：劉蔡月嬌、裕泰投資(股)公司代表人：蔡裕宗、佳誼實業(股)公司代表人：蔡鎮宇、佳誼實業(股)公司代表人：林壯淇、達富國際(股)公司代表人：周錫金、磐亞(股)公司代表人：黃火塗等十五人為董事。

4. Special events record:

- (1) During the last year, an employee, Mr. Lee at Tian Jung branch violated the law by absconding with NT\$32,856 in fuel fees. The individual appeared in Changhua court on Sep. 30, 2002, criminal docket number 4495. As a result of illegal activity, Mr. Lee was summarily dismissed on Oct. 23, 2002.
- (2) During the past year, there were no criminal infractions involving Taiwanese banking law.
- (3) During the past year, no one affiliated with Taichung Commercial Bank was prosecuted by the Taiwanese Ministry of Finance.
- (4) During the past year, no fraud or any significant illegal activity was perpetrated against Taichung Commercial Bank, and thus the law regarding NT\$50,000,000 was not encroached.

VIII. Significant Events for the Year 2002

- April 24 The Chung Hwa Credit Evaluation assisted in evaluating and ranking this bank.
- May 17 Held year 2002 shareholders meeting and re-elected directors and supervisors.
Yu-fang Tsai, Ying-yen Liao, Tze-min Yang, Yun-liang Huang, Yu-tsung Tsai, Teng-hsien Liao, Chieu-hui Chen, Min-pen Chen, Chuan-sen Wu, Wei-Dong Investment Co., delegate of Yuch-chiao Liu Tsai, Yu Tai Investment Co., delegate of Yu-tsung Tsai, Chia Yi Industry Co., Ltd., delegate of Chen-yu Tsai, Chuang-chi Lin, Top Image Int'l Co., delegate of Hsi-chin Chou, Pan Ya Corporation, delegate of Huo-tu Huang totaled 15 for directors.

	一榮投資(股)公司代表人：陳希哲、萬達投資(股)公司代表人：陳欽明、林倍源、洪國顯、梁德二等五人為監察人。	I Jung Investment Co., delegate of Hsi-che Chen, Wan Da Investment Co., delegate of Chin-min, Chen, Pei-yuan Lin, Kuo-hsien Huan, Te-erh Liang total 5 for supervisors.
五月二十七日	召開第十八屆第一次董事會。由蔡裕芳董事、黃允良董事、蔡鎮宇董事、楊澤民董事、廖英彥董事等五人為常務董事；旋即召開第十八屆第一次常務董事會，由蔡裕芳常務董事擔任董事長。	May 27 The 18 annual and first directors meeting was held. Directors: Yu-fang Tsai, Yun-liang Huang, Jen-yu Tsai, Tze-min Yang, Ying-yen Liao wer electe dbe Managing Directors of the Board. After that, the first Managing Directors Meeting was held, and Yu-fang Tsai was elected being President.
六月四日	推出「財吉宝現金卡」業務。	June 4 Established “Chai Chi Bau VISA Card” service
七月二十九日	辦理臨時雇員招考。	July 29 Temporary employees interview
九月十六日	因應市場利率變化，正式推出「指數型房貸」。	September 16 Offically established “Morgage Loan”
十一月十四日	溫泉養生護照發表會於台中永豐棧麗緻酒店舉行。	November 14 Spa passport announcement reception in the Landis Taichung Hotel
十一月三十日	台中銀行文教基金會與產業工會合辦「鹿港古蹟采風之旅」。	November 30 The Cultural Foundation of Taichung Commercial Bank held “Lu Kang Historic and Cultural Trip” with The Industrial Association.
十二月十八日	本行遞狀控告上海商業銀行中港分行於廣三案涉嫌協助洗錢，要求賠償 57 億餘元。	December 18 The company has filed to suit Shanghai Commercial Bank’s Chung Kang branch in conjunction with the capital flow of the Kuang San case, is seeking for NT\$570,0000,000
十二月二十八日	南投分行新建辦公大廈落成遷回至原址南投市民生街 52 號繼續營業。	December 28 Nantou Branch removed to the original address: 52, Min-shin Street, Nantou City, Taiwan, R.O.C.

玖、總分支機構一覽表

營業單位	地址	電話號碼	營業單位	地址	電話號碼
總行			社頭分行	社頭鄉員集路二段 311 號	(04) 8731466
民族大樓	台中市中區民族路 45 號	(04) 22236063	田中分行	田中鎮中州路一段 197 號	(04) 8742206
民權大樓	台中市西區民權路 87 號	(04) 22236021	溪湖分行	溪湖鎮彰水路三段 290 號	(04) 8853311
台北市			西溪湖分行	溪湖鎮二溪路一段 288 號	(04) 8851480
台北分行	台北市忠孝東路一段 85 號	(02) 23211819	北斗分行	北斗鎮斗苑路一段 180 號	(04) 8884146
松山分行	台北市基隆路一段 176 號 1 樓	(02) 27658666	埤頭分行	埤頭鄉斗苑西路 163 號	(04) 8924606
台北縣			鹿港分行	鹿港鎮中山路 266 號	(04) 7780545
三重分行	三重市重新路二段 69 號	(02) 29877878	二林分行	二林鎮新生路 20 號	(04) 8962125
林口分行	林口鄉竹林路 8 號	(02) 26021888	埔鹽分行	埔鹽鄉彰水路二段 8 號	(04) 8656811
苗栗縣			芬園分行	芬園鄉公園一街 25 號	(049) 2520252
苑裡分行	苑裡鎮信義路 79 號	(037) 866366	台中縣		
竹南分行	竹南鎮和平街 66 號	(037) 481148	豐原分行	豐原市中正路 302 之 1 號	(04) 25244171
台中市			東豐原分行	豐原市三民路 203 號	(04) 25260175
營業部	台中市中區民族路 45 號	(04) 22274567	南豐原分行	豐原市中山路 232 號	(04) 25261195
中正分行	台中市中區中正路 189 號	(04) 22245181	南陽分行	豐原市圓環東路 338 號	(04) 25244426
信託部	台中市西區民權路 87 號 3 樓	(04) 22236021	神岡分行	神岡鄉社南村民族路 40 號	(04) 25621501
國外部	台中市西區民權路 87 號 1 樓	(04) 22212933	大雅分行	大雅鄉中清南路 39 號	(04) 25668161
國際金融業務分行	台中市西區民權路 87 號 1 樓	(04) 22212933	東大雅分行	大雅鄉學府路 405 號	(04) 25665755
台中分行	台中市北區中正路 446 號	(04) 22013016	潭子分行	潭子鄉潭興路三段 76 號	(04) 25323121
東台中分行	台中市東區復興路四段 76 號	(04) 22226068	東勢分行	東勢鎮中山路 61 號	(04) 25872185
西台中分行	台中市西區公益路 369	(04) 23212501	后里分行	后里鄉民生路 95 號	(04) 25571180
南台中分行	台中市南區復興路三段 355 號	(04) 22244187	外埔分行	外埔鄉大同村甲后路 358 號	(04) 26836435
北台中分行	台中市北區大雅路 624 號	(04) 22920832	大甲分行	大甲鎮蔣公路 42 號	(04) 26862151
四民分行	台中市北屯區四平路 290 之 5 號	(04) 24226165	清水分行	清水鎮中山路 104 號	(04) 26226106
西屯分行	台中市西屯區河南路二段 436 號	(04) 27060696	沙鹿分行	沙鹿鎮中山路 298 號	(04) 22621101
南屯分行	台中市南屯區五權西路二段 663 號 1 樓	(04) 23824358	台中港分行	梧棲鎮八德路 36 號	(04) 26571191
北屯分行	台中市北區北屯路 26 號	(04) 22353400	大肚分行	大肚鄉沙田路二段 778 號	(04) 26991166
軍功分行	台中市北屯區東山路一段 222 號	(04) 24371151	霧峰分行	霧峰鄉中正路 829 號	(04) 23391165
崇德分行	台中市北區漢口路四段 367 號	(04) 22371161	大里分行	大里市中興路一段 292 之 1 號	(04) 24927727
健行分行	台中市北區大雅路 173 號	(04) 22061151	內新分行	大里市中興路二段 339 號	(04) 24830345
向上分行	台中市西區美村路一段 291 號	(04) 23015108	國光分行	大里市新興路 29 號	(04) 24072727
大慶分行	台中市南區復興路一段 295 號	(04) 22634838	十九甲分行	大里市新仁七街 22 號	(04) 22754822
松竹分行	台中市北屯區進化北路 80 號	(04) 22316266	太平分行	太平市中興路 115 號	(04) 22700756
北太平分行	台中市東區精武東路 66 號	(04) 22121298	龍井分行	龍井鄉遊園南路 325 號	(04) 26326788
逢甲分行	台中市西屯區福星路 462 之 1 號	(04) 24521555	烏日分行	烏日鄉三民街 107 號	(04) 23373176
彰化縣			南投縣		
彰化分行	彰化市光復路 126 號	(04) 7224641	南投分行	南投市民生街 52 號	(049) 2222146
大竹分行	彰化市彰南路一段 364 號	(04) 7387648	名間分行	名間鄉彰南路 67 號	(049) 2735615
和美分行	和美鎮鹿和路六段 393 號	(04) 7562171	草屯分行	草屯鎮碧山路 141 號	(049) 2334146
伸港分行	伸港鄉新港村中山東路 111 號	(04) 7983171	埔里分行	埔里鎮西康路 62 號	(049) 2984001
花壇分行	花壇鄉花壇村中山路一段 446 號	(04) 7868775	竹山分行	竹山鎮竹山路 148 號	(049) 2643181
秀水分行	秀水鄉彰水路二段 597 號	(04) 7693525	鹿谷分行	鹿谷鄉鹿彰路 316 號	(049) 2755281
永靖分行	永靖鄉西門路 71 號	(04) 8232363	水里分行	水里鄉民權路 250 號	(049) 2772177
員林分行	員林鎮中山南路 27 號	(04) 8326141	雲林縣		
北員林分行	員林鎮大同路二段 116 號	(04) 8322141	虎尾分行	虎尾鎮光復路 364 號	(05) 6313788
埔心分行	埔心鄉東門村中正路一段 217 號	(04) 8281437	斗南分行	斗南鎮中山路 151-9 號	(05) 5954879
			高雄市		
			高雄分行	高雄市民權一路 11 號 1	(07) 3355275

IX. Head Office and Branches

Head Office & Branches	Address	Tel	H	Bra	Address	
Head Office						
Min Tsu Building	45, Min-Tsu Rd., Central Dist., Taichung	(04) 22236063	Shetou Branch	311, Sec. 2, Yuang-Chi Rd., Shetou		(04) 8731466
Min Chuan Building	87, Min-Chuan Rd., Wenstern Dist., Taichung	(04) 22236021	Teinchung Branch	197, Sec. 1, Chung-Tzou Rd., Tien Chung		(04) 8742206
Taipei City			Shihu Branch	290, Sec. 3, Chang-Sui Rd., Shi Hu		(04) 8853311
Taipei Branch	85, Sec. 1, Chung-Hsiao East Rd., Taipei	(02) 23211819	W. Shihu Branch	288, Sec. 1, Er-Shi Rd., Shi Hu		(04) 8851480
Sungshan Branch	1F, 176, Sec. 1, Keelung Rd., Taipei	(02) 27658666	Peitou Branch	180, Sec. 1, Dou-Yuan Rd., Peitou		(04) 8884146
Taipei Hsien			Pitou Branch	163, Dou-Yuan W. Rd., Pitou		(04) 8924606
Sanchung Branch	69, Sec. 2, Chung-Hsin Rd., Sanchung City	(02) 29877878	Lukang Branch	266, Chung-Shan Rd., Lukang		(04) 7780545
Linko Branch	8, Tsu-Lin Rd., Linko	(02) 26021888	Erlin Branch	20, Hsin-Shen Rd., Er Lin		(04) 8962125
Miaoli Hsien			Puyen Branch	8, Sec. 2, Chang-Sui Rd., Pu Yen		(04) 8656811
Wanli Branch	79, Hsin-Yi Rd., Wanli	(037) 866366	Fenyuan Branch	25, Kung-Yuan 1st St., Fen Yuan		(049)2520252
Chunan Branch	66, Ho-Ping St., Chunan	(037) 481148	Taichung Hsien			
Taichung City			Fongyuan Branch	302-1, Chung-Cheng Rd., Fongyuan City		(04) 25244171
Business Dept.	45, Min-Tsu Rd., Central Dist., Taichung	(04) 22274567	E. Fongyuan Branch	203, San-Min Rd., Fongyuan City		(04) 25260175
Chungcheng Branch	189, Chung-Cheng Rd., Central Dist., Taichung	(04) 22245181	S. Fongyuan Branch	232, Chung-Shan Rd., Fongyuan City		(04) 25261195
Trust Dept.	3F, 87, Min-Chuan Rd., Western Dist., Taichung	(04) 22236021	Nanyang Branch	338, Yuan-Huan E. Rd., Fongyuan City		(04) 25244426
International Banking Dept.	1F, 87, Min-Chuan Rd., Western Dist., Taichung	(04) 22212933	Shenkang Branch	40, Min-Tzu Rd., Shenan Village, Shenkang		(04) 25621501
Offshore Banking Branch	1F, 87, Min-Chuan Rd., Western Dist., Taichung	(04) 22212933	Daya Branch	39, Chung-Ching S. Rod, Daya		(04) 25668161
Taichung Branch	446, Chung-Cheng Rd., Northern Dist., Taichung	(04) 22013016	E. Daya Branch	405, Hsuey-Fu Rd., Daya		(04) 25665755
E. Taichung Branch	76, Sec. 4, Fu-Shing Rd., Eastern Dist., Taichung	(04) 22226068	Tantzu Branch	76, Sec. 3, Tan-Hsing Rd., Tantzze		(04) 25323121
W. Taichung Branch	369, Kong-Yi Rd., Western Dist., Taichung	(04) 23212501	Dongshih Branch	61, Chung-Shan Rd., Dongshih		(04) 25872185
S. Taichung Branch	355, Sec. 3, Fu-Shing Rd., Southern Dist., Taichung	(04) 22244187	Houli Branch	95, Min-Shen Rd., Houli		(04) 25571180
N. Taichung Branch	624, Da-Ya Rd., Northern Dist., Taichung	(04) 22920832	Waipu Branch	358, Jia-Ho Rd., Tatung Village, Waipu		(04) 26836435
Szumin Branch	290-5, Szu-Ping Rd., Peitun Dist., Taichung	(04) 24226165	Dachia Branch	42, Chiang-Kong Rd., Dachia		(04) 26862151
Hsitun Branch	436, Sec. 2, Ho-Nan Rd., Hsitun Dist., Taichung	(04)27060696	Chingsui Branch	104, Chung-Shan Rd., Chingsui		(04) 26226106
Nantun Branch	1F, 663, Sec. 2, Wu-Chuan W. Rd., Nantun Dist., Taichung	(04)23824358	Shalu Branch	298, Chung-Shan Rd., Shalu		(04) 26621101
Peitun Branch	26, Pei-Tun Rd., Northern Dist., Taichung	(04) 22353400	Taichungkang Branch	36, Pa-Der Rd., Wuchih		(04) 26571191
Chungkang Branch	222, Sec. 1, Dong-Shan Rd., Peitun Dist., Taichung	(04) 24371151	Dadu Branch	778, Sec. 2, Sha-Tien Rd., Dadu		(04) 26991166
Chungte Branch	367, Sec. 4, Han-Kou Rd., Northern Dist., Taichung	(04) 22371161	Wufong Branch	829, Chung-Cheng Rd., Wufong		(04) 23391165
Chiensing Branch	173, Da-Ya Rd., Northern Dist., Taichung	(04) 22061151	Dali Branch	292-1, Sec. 1, Chung-Hsing Rd., Dali City		(04) 24927727
Hankuo Branch	177, Da-Yeh Rd., Nantun Dist., Taichung	(04) 23206781	Neihsin Branch	339, Sec. 2, Chung-Hsinang Rd., Dali City		(04) 24830345
Daching Branch	295, Sec. 1, Fu-Shing Rd., Southern Dist., Taichung	(04) 22634838	Kuokuang Branch	29, Hsin-Shing Rd., Dali City		(04) 24072727
Sungchu Branch	1/F, 360, Pei-Tun Rd., Peitun Dist., Taichung	(04) 22412171	Shihjouchia Branch	22, Hsin-Jen VII St., Dali City		(04) 22754822
N. Taiping Branch	66, Jin-Wu E. Rd., Eastern Dist., Taichung	(04) 22121298	Taiping Branch	115, Chung-Hsing Rd., Taiping City		(04) 22700756
Fengchia Branch	462-1, Fu-Shing Rd., Hsiton Dist., Taichung	(04) 24521555	Lungjing Branch	325, Yo-Yuen S. Rd., Lungching		(04) 26326788
Changhua Hsien			Wutze Branch	107, San-Min St., Wujih		(04) 23373176
Changhua Branch	126, Kwang-Fu Rd., Changhua City	(04) 7224641	Nantou Hsien			
Dachu Branch	364, Sec. 1, Chang-Nan Rd., Changhua City	(04) 7387648	Nantou Branch	52, Min-Shen Rd., Nantou City		(049) 2222146
Homei Branch	393, Sec. 6, Lu-Ho Rd., Ho Mei Town	(04) 7562171	Mingchien Branch	67, Chang-Nan Rd., Mingchien		(049) 2735615
Shangkong Branch	111, Chung-Shan E. Rd., Hsin Kang Village, Shangkong	(04) 7983171	Tsaotun Branch	141, Bi-Shan Rd., Tsaotun		(049) 2334146
Huatan Branch	446, Sec. 1, Chung-Shan Rd., Huatan Village, Huatan	(04) 7868775	Puli Branch	62, Shi-Kang Rd., Pu Li		(049) 2984001
Hsiushui Branch	597, Sec. 2, Chang-Shui Rd., Hsiushui	(04) 7693525	Chushan Branch	148, Chu-Shan Rd., Chushan		(049) 2643181
Yungchiung Branch	71, His-Men Rd., Yungchiung	(04) 8232363	Luku Branch	316, Lu-Chang Rd., Luku		(049) 2755281
Yuanlin Branch	27, Chung-Shan S. Rd., Yuanlin	(04) 8326141	Shuili Branch	250, Min-Chuan Rd., Shuili		(059) 2772177
N. Yuanlin Branch	116, Sec. 2, Ta-Tung Rd., Yuanlin	(04) 8322141	Yunlin Hsien			
Puhsin Branch	217, Sec. 1, Chung-Cheng Rd., Dongmen Village, Puhsin	(04) 8281437	Huwei Branch	364, Kwang-Fu Rd., Huwei		(05) 6313788
			Dounan Branch	151-9, Chung-Shan Rd., Dounan		(05) 5954879
			Kaohsiung City			
			Kaohsiung Branch	1F, 11, Min-Chuan I Rd., Kaohsiung City		(07) 3355275