

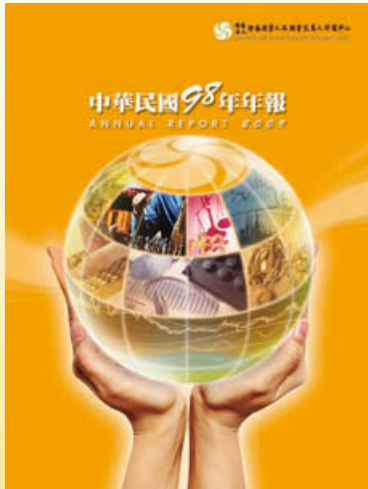


財國  
法人  
證券投資人及期貨交易人保護中心  
Securities and Futures Investors Protection Center

# 中華民國98年年報

ANNUAL REPORT 2009







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# 壹.前言

## I. Preface





The protection of securities investors and futures traders (hereinafter referred to as investors) is closely linked to the healthy development of securities and futures markets, especially with the trend of market internationalization and liberalization, the existence of a fair and safe trading environment is thus becoming more important. However, investors' fear of lengthy litigation procedures as a last resort to protect their rights has caused them to be reluctant to file suits when their rights are violated. Moreover, failure of insolvent securities or futures companies to pay off investors for their money as well as securities deserved and resulting in a default situation is another source of concern.

To strengthen the protection of investors

**證**券投資人及期貨交易人（下稱投資人）之保護，與證券及期貨市場之健全發展有密切之關係，尤其隨著國際化、自由化的腳步，提供公平及安全之交易環境益形重要。鑑於我國證券及期貨市場由散戶參與者眾，當其權益受損時，往往必須耗時費事提起訴訟，故多裹足不前；另目前證券商或期貨商因財務困難無法清償投資人應得之款券或保證金等而違約時，投資人尚無法獲得充分保障；為加強投資人權益之保障，並健全市場發展，立法院於民國（下同）91年6月間通過「證券投資人及期貨交易人保護法」



邱欽庭／董事長  
Chin-Ting Chiu / Chairman

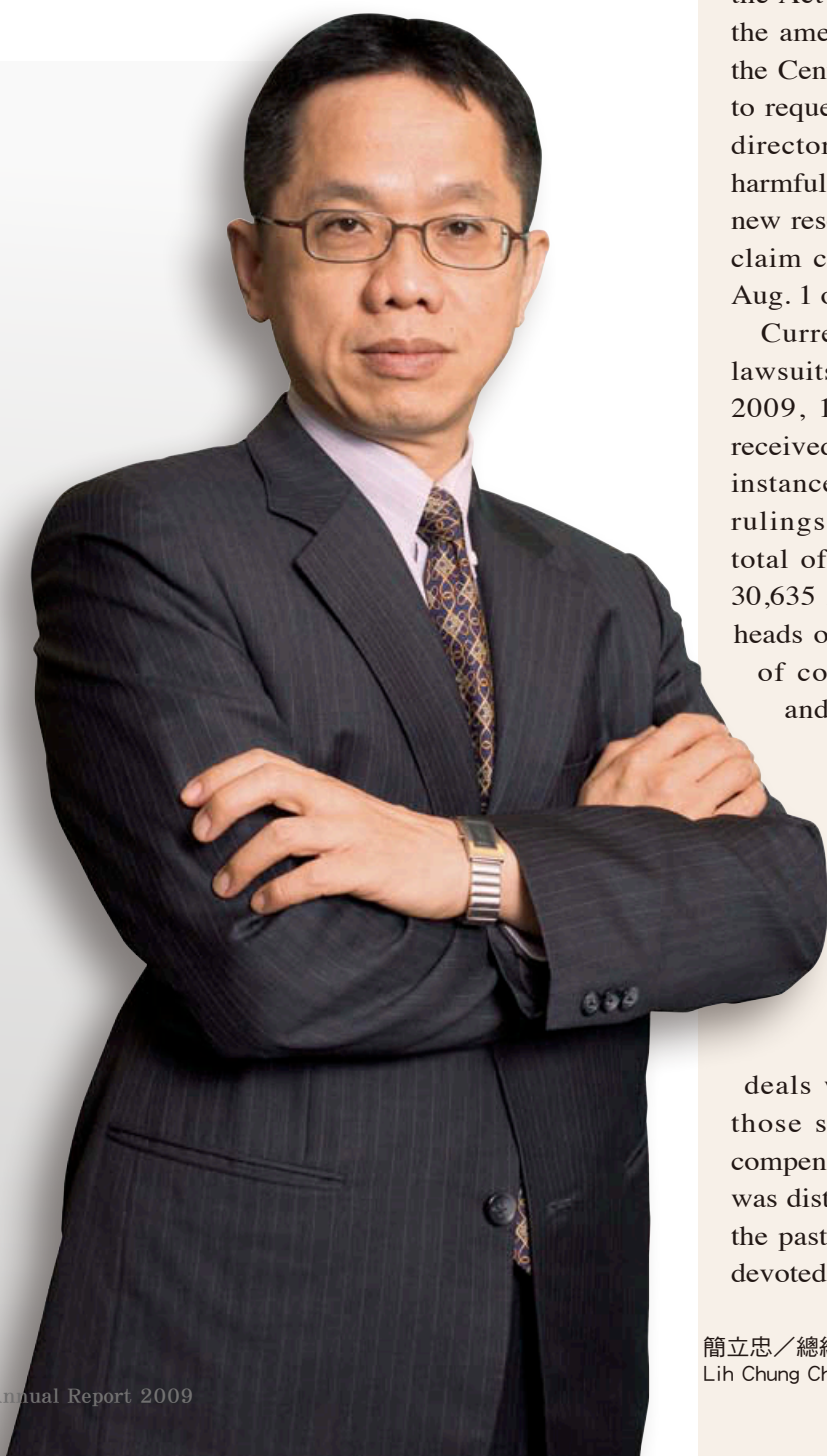


(下稱投保法)，並於同年7月17日總統公布，92年1月開始施行。投資人保護中心依投保法規定於92年1月間成立，迄今有近7年的時間，本中心在主管機關督促指導下，無論是在提起團體訴訟及股東權益的維護上均有長足之進展，有效增進投資人對市場交易秩序的信心；而投保法亦於98年4月28日

and ensure a healthy market, in June, 2002 the Legislative Yuan passed the Securities Investors and Futures Traders Protection Act (hereinafter referred to as "the Act"), which was promulgated by the President on July 17 of the same year and took effect in January 2003. The Securities and Futures Investors Protection Center (hereinafter referred to as "the Center") was established in January 2003, as required by the Act. Over the past seven years, the Center has made tremendous progress in strengthening investors' confidence in the market. Afterwards, the Act was amended on April 28, 2009, and the amended law with respect to empowering the Center to file derivative suits for investors, to request the courts to discharge incompetent directors as well as supervisors conducting harmful acts to the companies, and to provide a new resolution system for meditation of small-claim cases has been effective starting from Aug. 1 of the same year.

Currently, the Center has 71 class-action lawsuits pending in courts. As of the end of 2009, 13 cases have been won, nine cases received favorable rulings at the court of first instance, and three cases received favorable rulings at the court of second instance. A total of NT\$12.363 billion was rewarded to 30,635 investors. Defendants, which included heads of companies, directors and supervisors of companies, accountants, underwriters and financial institutions, were sued and ruled to be liable for engaging in various types of unlawful activities, including making false financial statements or false prospectus, manipulating stock prices, and insider trading.

In addition, to ensure that investors' losses would be recovered, the Center has reached settlement deals with some of the defendants. Under those settlement deals, investors received compensation totaling NT\$1.347 billion, which was distributed proportionally to investors over the past two years. Meanwhile, the Center has devoted much efforts and initiated certain legal



簡立忠／總經理  
Lih Chung Chien / President



actions to help investors recover their losses in the company-reorganization cases such as Ya Hsin Industrial, Kolin, and Far Eastern Air Transport.

Since 2005, the Center has assign its staffs to the shareholders' meetings of dozens of publicly traded firms to express the concern for issues regarding private placements, mergers and acquisitions, disposition of company assets, reinvestment, provision of large-sum endorsements, and payouts to directors and supervisors, among other issues which may affect the rights of shareholders. Meanwhile, the Center has brought seven lawsuits against companies that held shareholders' meetings or reached resolutions at these meetings in ways that were questionable or possibly illegal. Of the cases, three have been won, one has been lost after a ruling by the supreme court, and three have been withdrawn after the firms agreed to reach solutions to protect investors' rights. By doing the foregoing, the Center actively carry out the spirit of shareholder activism.

經立法院通過修正案，並於同年（98年）8月1日施行，增訂股東代表訴訟權、訴請法院裁判解任董監事權及小額爭議事件的擬制調處等，強化保障投資人及維護市場秩序之功能。

回顧過去7年的成果，在團體訴訟方面，目前本中心繫屬於法院的團體訴訟案件達71件；截至98年底，獲得勝訴判決確定之案件有13件，另一審判決勝訴案件有9件，二審判決勝訴案件亦有3件，判決勝訴金額為123.63億元，人數達30,635人，而勝訴之類型包含財報不實、公開說明書不實、股價操縱及內線交易等不同類型，應負賠償責任人亦包含公司及其負責人、董監事、會計師、承銷商及金融機構等；再者，為使投資人能夠獲得實質的補償，本中心亦替投資人與被告等達成13.47億餘元之補償和解金，並分別於近二年將獲得的和解金額，按求償額比



例分配予投資人，提振投資人對市場的信心。近幾年來，為保障投資人的權益，針對部分遭受不法事件侵害的公司重整案件如雅新、歌林及遠航公司重整案，協助投資人申報重整債權及提起確認債權存在訴訟等法律程序，本中心亦投入大量的人力為廣大的小股東爭取其權益。

在執行股東行動主義方面，針對上市櫃公司股東會議案中，涉有私募、合併、處分公司資產、轉投資、大額背書保證及董監事酬金等攸關股東重大權益事項，本中心派員參與股東會提出質詢，並事後追蹤相關議題之處理情形。自94年開始每年度皆參加十數家以上的上市櫃公司股東會，關注前述重大

With respect to improving the protection of shareholder's rights and developing a healthy market, the Center has targeted companies that have been engaged on activities, such as giving high payouts to directors and supervisors, providing large-sum endorsements, making excessive loans, and participating in loss-making reinvestment deals, that may hurt investors' rights. In addition to requesting for explanation in writing, the Center has also inquired about these activities at the shareholders' meeting of the aforesaid firms, and has kept an eye on whether the problems have been rectified.

Besides, the Center has also advised competent authorities on amending the Act and laws regulating the primary and secondary listings of foreign firms in Taiwan. The Center has also signed memorandums of understanding with related institutes in the United States and Canada to make further





cooperation among international institutes of investor protection.

As to the issue of protecting shareholder's rights, the Center's core mission is to settle disputes and help investors get compensated for their losses. The Center firmly believes that it deserves more attention to develop a fair and reasonable market mechanism and make sure that it is properly followed. In the future, the Center will work harder to raise its



overall operation efficiency and help investors get compensated through various procedures of complaint-filing, mediation, and class-action litigation. At the same time, the Center will also focus on the following: collaborating with institutional investors to propagate the idea of corporate governance in continually carrying out shareholder activism, suggesting competent authorities to strengthen laws related to shareholder protection, organizing forums and other public awareness programs, and fighting for shareholders' rights through filing derivative suits as well as requesting courts to discharge incompetent personnels of companies.

議題。另截至 98 年底，本中心對上市櫃公司股東會之召集程序或決議方法、內容有違反法令或章程者，提起股東會決議無效或撤銷股東會決議之訴，共計有 7 件。其中 3 件勝訴，1 件遭最高法院判決敗訴，另外 3 件與發行公司協商保障股東權益方案後撤回，以實際行動提醒公司對股東權益之重視。

另就增進股東權益及健全市場發展方面，針對上市櫃公司有董監事酬金偏高及大額背書保證、資金貸與超限及重大轉投資虧損等情事，除函請公司說明及督促其改善外，亦視其案情派員參與公司股東會提出質詢，並持續追蹤其改善情形，俾利保護投資人權益。此外，配合主管機關就投資人保護法及外國企業來台第一及第二上市櫃等法規研修，積極提供修法意見。為增進保護機構間之國際交流合作，近年來分別與美國投資人保護公司及加拿大投資人保護基金簽署合作備忘錄。

有關投資人權益之保護，本中心之主要功能在於紛爭調處及損害填補，而預防重於治療，促進相關市場機制之公平合理與落實執行更應該被重視。展望未來，本中心除持續改善申訴、調處及團體訴訟業務之執行效率，努力促成訴訟案件之和解補償外，並將致力於下列重點工作：一、繼續踐行股東行動主義，敦請機構法人共同促進公司治理。二、建請相關主管機關修正有關增進股東權益之法令。三、舉辦座談會或宣導會等活動教導投資人風險意識。四、執行股東代表訴訟及訴請法院裁判解任權，維護股東權益。

# 貳.組織架構

## II. Organization Structure





## 一、組織系統 Organization Chart



## 二、人事結構

本中心除董事長、總經理外，現有專職員工二十七人。其中男性十三人，女性十四人；配置法律服務處二十人，管理處七人；全體員工平均年齡三十六歲；員工教育程度具碩士學位者七人，大學學位者十九人。





## 2. Staff

Other than the Chairman and President, the Center operates with 27 full-time staffs, with an average age of 36 years old. Among them, 13 are male and 14 are female; 20 at the Legal Service Department and 7 at the Administrative Department; 7 hold Master's degree and 19 are university graduates.



# 參.董事、監察人名錄

## III. Directors and Supervisors



董事長

**邱欽庭**

財團法人證券投資人及期貨  
交易人保護中心董事長

Chairman

**Chin-Ting Chiu**

Chairman, Securities and Futures  
Investors Protection Center



董事

**丁克華**

財團法人中華民國證券暨期  
貨市場發展基金會董事長

Director

**Kung-Wha Ding**

Chairman, Securities & Futures  
Institute



董事

**王中愷**

臺灣期貨交易所股份有限公  
司總經理

Director

**Steve C. Wang**

President, Taiwan Futures  
Exchange



董事

**林仁光**

臺灣大學法律學系副教授

Director

**Andrew Jen-Guang Lin**

Associate Professor of Law,  
National Taiwan University



董事

**邱顯比**

臺灣大學財務金融學系教授

Director

**Shean-Bii Chiu**

Professor of Finance, National  
Taiwan University



董事兼總經理

**簡立忠**

財團法人證券投資人及期貨  
交易人保護中心總經理

Director and President

**Lih-Chung Chien**

President, Securities and Futures  
Investors Protection Center



董事

**許仁壽**

臺灣證券交易所股份有限公  
司總經理

Director

**Samuel J.S.Hsu**

President, Taiwan Stock  
Exchange



董事

**黃敏助**

中華民國證券商業同業公會  
理事長

Director

**Min-Juh Hwang**

Chairman, Taiwan Securities  
Association



董事

**葉銀華**

輔仁大學國際貿易與  
金融學系教授

Director

**Yin-Hua Yeh**

Professor of International Trade  
& Finance, Fu Jen Catholic  
University



董事

**劉連煜**

政治大學法律學系教授

Director

**Len-Yu Liu**

Professor of Law, National  
Chengchi University



董事

**謝易宏**

東吳大學法律學系教授

Director

**Yi-Hong Hsieh**

Professor of Law, Soochow  
University



監察人

**杜榮瑞**

臺灣大學會計學系教授

Supervisor

**Rong-Ruey Duh**

Professor of Accounting,  
National Taiwan University



監察人

**許崇源**

政治大學會計學系教授

Supervisor

**Chung-Yuan Hsu**

Professor of Accounting,  
National Chengchi University



監察人

**寧國輝**

財團法人中華民國證券櫃檯  
買賣中心副總經理

Supervisor

**Kuo-Huei Ning**

Vice President, GreTai Securities  
Market

※董事與監察人均按姓氏筆劃排序 In the order of the strokes of their Chinese surname



# 肆. 調處委員會名錄

## IV. Members of Mediation Committee

| 稱謂   | 姓名  | 現職                       |
|------|-----|--------------------------|
| 主任委員 | 邱欽庭 | 財團法人證券投資人及期貨交易人保護中心董事長   |
| 委員   | 王文宇 | 臺灣大學法律學系教授               |
| 委員   | 林英哲 | 中華民國證券商業同業公會首席副秘書長       |
| 委員   | 林重宏 | 中華民國律師公會全國聯合會秘書長         |
| 委員   | 周行一 | 政治大學財務管理學系教授             |
| 委員   | 張世興 | 安達法律事務所律師                |
| 委員   | 張仲岳 | 臺北大學會計學系教授               |
| 委員   | 陳伯松 | 財團法人中華民國會計研究發展基金會秘書長     |
| 委員   | 曾宛如 | 臺灣大學法律學系教授               |
| 委員   | 黃古彬 | 寶來證券股份有限公司總經理            |
| 委員   | 詹彩虹 | 曾任財團法人證券投資人及期貨交易人保護中心董事長 |
| 委員   | 薛富井 | 臺北大學會計學系教授               |
| 委員   | 謝國松 | 中華民國會計師公會全國聯合會秘書長        |
| 委員   | 謝夢龍 | 中華民國期貨業商業同業公會顧問          |
| 委員   | 蕭碧燕 | 中華民國證券投資信託暨顧問商業同業公會秘書長   |





| Title    | Name            | Position   |
|----------|-----------------|--|
| Chairman | Chin-Ting Chiu  | Chairman, Securities and Futures Investors Protection Center                                     |
| Member   | Wen-Yeu Wang    | Professor of Law, National Taiwan University   |
| Member   | Tony Lin        | Chief-Deputy Secretary General, Taiwan Securities Association                                    |
| Member   | Justin C.H. Lin | Secretary General, Taiwan Bar Association  |
| Member   | Edward H. Chow  | Professor at Financial Management Department, National Chengchi University                       |
| Member   | Lawrence Chang  | Attorney at Law, Anda Law Office   |
| Member   | Conrad C. Chang | Professor of Accounting, Taipei University   |
| Member   | Po-Sung Chen    | Secretary General, Accounting Research and Development Foundation                                |
| Member   | Wan-Ju Tseng    | Professor of Law, National Taiwan University   |
| Member   | Peter Huang     | President, Polaris Securities Co., Ltd.  |
| Member   | Tsai-Hung Chan  | Former Chairman, Securities and Futures Investors Protection Center                              |
| Member   | Fu-Jiing Shiue  | Professor of Accounting, Taipei University   |
| Member   | Kuo-Sung Hsieh  | Secretary General, National Federation of Certified Public Accountants Association of the R.O.C. |
| Member   | Simon Hsieh     | Consultant, Chinese National Futures Association   |
| Member   | Pi-Yen Hsiao    | Secretary General, Securities Investment Trust & Consulting Association of the R.O.C.            |

※按姓氏筆劃排列 In the order of the strokes of their Chinese surname

# 伍.業務報告

## V. Operation Report





## 1. Investor Protection Fund

The Center was established with an initial fund of NT\$1.031 billion, which was donated by related institutions in the securities and futures markets, including Taiwan Stock Exchange Corporation, Taiwan Futures Exchange, GreTai Securities Market (the over-the-counter market, "OTC market"), Taiwan Securities Central Depository Corporation, Taiwan Securities Association, Securities Investment Trust & Consulting Association of The ROC, Taipei Futures Association, Fuh Hwa Securities Finance Corporation, Global Securities Finance Corporation, Fubon Securities Finance Corporation, and Entie Securities Finance Corporation.

In order to make the Center effectively provide investor protection services and contribute to healthy market development, Article 18 of the Act stipulates that the fund should also include contributions from securities and futures firms, in addition to donations as stipulated by Article 7, Section 2 of the Act, based on the following formula: for securities firms, they should contribute an amount equivalent to 0.0285/10,000 of their total transaction amount in the previous month by the 10<sup>th</sup> of every month; for futures firms, they should contribute NT\$1.06, NT\$0.66, NT\$0.44 or NT\$0.22, based on the future-trading contract category, for each contract they traded in the previous month by the 10<sup>th</sup> of every month; and for the Taiwan Stock Exchange, Taiwan Futures Exchange and GreTai Securities Market, they should contribute 5% of total transaction fees collected in the previous month by the 10<sup>th</sup> of every month. From January 2003 to December 2009, contributions from these entities totaled NT\$3.93 billion.

## 一、保護基金

本中心之創立基金為新台幣十億三千一百萬元，由證券及期貨市場相關機構捐助，包括：臺灣證券交易所股份有限公司、臺灣期貨交易所股份有限公司、財團法人中華民國證券櫃檯買賣中心、臺灣證券集中保管股份有限公司、中華民國證券商業同業公會、中華民國證券投資信託暨顧問商業同業公會、台北市期貨商業同業公會、復華證券金融股份有限公司、環華證券金融股份有限公司、富邦證券金融股份有限公司及安泰證券金融股份有限公司。

為有效推動各項證券投資人及期貨交易人保護及服務工作，健全及擴大市場規模，依投保法第十八條規定，保護基金除依該法第七條第二項之捐助財產外，各證券商應於每月十日前按其前月份受託買賣證券成交金額提撥萬分之零點零二八五，





各期貨商按其前月受託買賣成交契約數依契約別提撥新臺幣一點零六元、零點六六元、零點四四元或零點二二元，證券交易所、期貨交易所及櫃檯買賣中心按其前月份經手費收入提撥百分之五之款項作為本中心保護基金之來源。自九十二年一月至九十八年十二月止，本中心共收受撥保護基金金額約計三十九億三千餘萬元。

依投保法第十九條規定，保護基金應以購入政府債券或存入金融機構之方式保管，惟經主管機關核准係於合計不超過保護基金淨額百分之三十之範圍內，可運用於不超過捐助財產總額百分之十之自用不動產、原始投資不超過一千股之上市上櫃公司股票及其他有利基金保值之投資，經訂定「本中心基金及保管運用作業要點」執行有關保護基金之保管運用，至九十八年十二月止含創立基金、前述受撥保護基金、其他受贈及基金孳息計約五十一億一千餘萬元，保管於銀行存款及政府債券約佔百分之七十五，運用於自

According to Article 19 of the Act, the fund should be deposited in banks or used to purchase government bonds. Nevertheless, with the approval of competent authorities, the fund can be invested, with the amount not exceeding 30% of the net worth of the fund, on the following: real estate property for self-use not exceeding 10% of the fund's donated assets; stocks where the original investment on each publicly traded company should not exceed 1,000 shares; other types of value-maintenance investments. The fund's investments are executed in accordance with the "Guidelines for SFIPC Protection Fund's Investments and Application," and at the end of 2009, the fund's value stood at NT\$5.11 billion, made up of its initial fund as well as contributions, donations from other sources, and accrued interest. Of the total, about 75% was deposited in banks or used to purchase government bonds, and the rest 25% was invested on property for self-use, publicly-traded stocks, and financial debentures.

## 2. Consultation and complaint-filing

The Center provides consultation on rules and regulations for securities and futures trading, and on civil disputes arising from transactions related to securities and futures



or other relevant issues among investors and securities issuers, securities firms, securities services providers, futures firms, the Taiwan Stock Exchanges, GreTai Securities Market, clearing institutions, and others. Investors can access to professional consultants at the Center by telephone during its office hours. Investors may also send written requests to the Center by mail, fax or e-mail.

In 2009, the Center received more than 13,100 phone requests and 714 written requests for consultation. Since the Center was established, it has received some 72,000 phone requests and 5,827 written requests. The matters that Investors make phone counseling are mostly in concern with the following: inquiring about securities rules and regulations, complaining about illegal actions by listed firms, disputes with securities firms, futures firms, investment consulting firms and other firms, and the application for class-action cases. Written complaints were filed mostly for: irregular stock price fluctuations resulting from the unclear information regarding mergers and acquisitions and split-off deals, or the misleading financial information by listed firms; failure in redemption of corporate bonds; disputes from electronic transactions; trading of securities without the approval of clients; disputes from the trading of unlisted securities; collection of payments from investors trading on margin or selling short; margin calls on futures contracts; and disputes involving getting refunds from investment consulting firms or the reporting of misleading information by investment consulting firms.

Upon receiving these complaints, the Center will explain the situation to investors or request explanation from relevant institutes in writing. For more complicated cases, or cases in which the amount of damages may be higher, the Center will recommend that investors apply for mediation. For cases where illegal activities may be involved, the Center will refer them to competent authorities or relevant institutes, depending on the nature of the case.

用不動產、上市上櫃股票及金融債券等約佔百分之二十五。

## 二、諮詢申訴

當投資人對證券期貨法令有疑義或與發行人、證券商、證券服務事業、期貨業、交易所、櫃檯買賣中心、結算機構或其他利害關係人間，因有價證券募集、發行、買賣或期貨交易及其他相關事宜發生民事爭議時，均可以電話撥打投資人服務專線或親自來本中心諮詢；若投資人與前述機構間發生民事爭議時，亦可以電話、書面（含傳真、網路等）或親臨本中心之方式提出申訴。

統計本年度迄十二月底止，本中心接獲電話諮詢一萬三千一百餘通，書面申訴案共七百一十四件；而本中心成立以來，接獲電話諮詢計七萬二千餘通，書面申訴案計五千八百二十七件。電話諮詢主要係諮詢法令制度等相關規定，亦有申訴發行公司違法情事、與證券商、期貨商、投顧、證金公司間之交易糾紛或投資人詢問團體訴訟受理求償事宜。書面申訴之類型，主要係發行公司合併、分割資訊不透明或財務資訊不實造成股價大幅波動、公司債發生無法如期履約清償、電子交易紛爭、未經許可買賣客戶股票、買賣未上市櫃股票衍生紛爭、融資融券追繳、期貨保證金追繳、投顧退費糾紛及投顧分析有誤導投資人之嫌等申訴類型。

本中心處理投資人申訴證券暨期貨交易糾紛案件時，均本熱誠服務態度積極協助投資人解決問題，除以電話向申訴人說明原委或函請受申訴單位提出說明，協助雙方解決



紛爭外，若案情較為複雜或求償金額較高，則建議投資人申請調處；另針對投資人檢舉之不法案件，視案件之性質，移請主管機關或相關機關處理。

### 三、爭議調處

證券投資人或期貨交易人因有價證券之募集、發行、買賣或期貨交易致其權益受損，欲主張權利時，受限於訴訟程序之繁瑣，致多數權益受損之投資人或交易人均未能依法主張權益。惟若於起訴前，透過本中心調處委員調停排解，避免進入訴訟程序，尋求救濟，自為最佳途徑；故投保法第二十二條規定，投資人有前開民事爭議時，得向本中心申請調處。另投保法修正案自九十八年八月一日施行，增訂小額爭議事件擬制調處機制，小額證券投資或期貨交易爭議之額度為新台幣一百萬元以下。

本年度迄十二月底止共受理二十二件調處案，其中調處成立三件，不成立三件，召開調處會議前即達成和解二件，相對人拒絕調處三件，申請人撤銷調處二件，不予受理調處二件，函請申請人補正文件七件。而本中心成立以來，已受理二百四十四件調處案，其中有三十一件調處成立送請法院核定，另有二十五件當事

### 3. Mediation

Due to lengthy and complicated litigation procedures, investors or traders might fail to claim their rights by law when involving in disputes arising from the trading of securities or futures. Settling such disputes through mediation by the Center would be considered a more viable solution. Given such, Article 22 of the Act provides that investors facing civil disputes may apply for mediation with the Center. In addition, based on an amendment to the Act effective from Aug. 1, 2009, the Center provides small-claim mediation system applying to each securities or futures trading dispute at a value below NT\$1 million.

In 2009, the Center handled 22 mediation cases. Of them, three were successful, three were unsuccessful, two were settled before



mediation proceedings, relevant parties refused to pursue the mediation proceedings in three disputes, two applications were revoked by the applicants, two applications were not accepted by the Center, and in seven cases applicants were required to resubmit relevant documents. Since the Center's founding, it has handled 244 mediation cases, of which 31 were successful and were sent to court for approval,



other 25 cases were settled by relevant parties before mediation, and the purpose of settling the disputes in a more speedy way as well as reducing cases involved in litigation was achieved.

To fully fulfill the function of mediation service by the Center, the Securities and Futures Bureau under the Financial Supervisory Commission and relevant securities agencies, have reached the conclusion that, for complaints received by these entities, where civil disputes are involved and where both parties in the dispute clearly exist, such cases may be transferred to the Center for mediation, and by doing so, it should be helpful to assist investors resolving civil disputes.

#### 4. Class-Action Litigation

The major participants in the securities and futures markets in Taiwan are individual investors, who are often reluctant to seek court actions to protect their rights, due to a lack of time and resources. As such, per Article 28 of the Act, the Center may file class-action lawsuits or arbitration for groups with at least 20 securities or futures traders in the same incident, after being authorized by them to do so. Meanwhile, based on an amendment to the Act effective from Aug. 1, 2009, the Center has the right to file derivative suits, in addition, the Center may also file lawsuit to request the court to discharge a company's supervisor(s) or board member(s).

As of the end of 2009, there were 71 cases pending at court, including those of Chengyi, Tai Yu Products (insider trading, stock price manipulation), Tai Yu Products (false financial statement), Ban Yu Paper Mill, Taiwan Pineapple, China Container Terminal, Lee Tah Farm Industry, Hung Fu Construction, New Sun Metal Industry, Taiwan Fertilizer, Infodisk Technology (insider trading in 2000), Dayin (false financial statement), Dayin (insider trading), Aceland Corporation, Procomp (misleading prospectus), Procomp (false financial statement), Chou Chin Industry,

人自行和解，達成為投資人迅速解決民事糾紛及減少訴訟之目的。

為發揮本中心申訴調處功能，主管機關行政院金融監督管理委員會證券期貨局，邀集證券周邊單位及本中心協商，決議為充分保障投資人權益，期使受害投資人獲得實質民事上之補償，各單位接獲投資人申訴或檢舉個案，無論違規或違法情節輕重，若有明確之雙方當事人，且涉及民事求償事宜，均可先移由本中心進行調處，對於協助投資人解決民事爭議，應有助益。

#### 四、團體訴訟

鑑於我國證券投資人參與市場者以散戶居多，其權益受損時，因缺乏相關資訊，且提起訴訟須耗費相當時間、金錢，故多裹足不前。本中心依投保法第二十八條之規定，對於造成多數證券投資人或期貨交易人受損害之同一證券、期貨事件，得由二十人以上證券投資人或期貨交易人授與訴訟或仲裁實施權後，由本中心提起團體訴訟或仲裁。另投保法修正案於九十八年八月一日施行，亦增訂保護機構有股東代表訴訟及訴請法院裁判解任董監事權。

截至九十八年底，本中心辦理團體訴訟案件，繫屬於法院者有正義、順大裕-內線及操縱、順大裕-財報、萬有紙廠、台鳳、中國貨櫃、立大農畜、宏福建設、紐新、台肥、訊碟-89年內線、大穎-財報、大穎-內線、榮美、博達-公開說明書、博達-財報、久津、太電、訊碟-財報及內線、皇統、宏傳、宏達科、勁永-內線、協和國際、合機電纜、



銳普、茂矽、欣煜、寶成建設、力霸、嘉食化、中華商銀、洪氏英、南港、鼎太、力霸集團-內線、東森媒體科技、陽慶-財報、捷力、金雨、陽慶-內線、德宏、福葆、鼎大、零壹、力特光電、東森國際-財報、九德、律勝、兆豐金、綠點、亞智、新竹商銀、佳世達、英華達、雅新-財報及內線、海德威、遠航、中壽、新普、勝昱、鈺創、友昱、旺宏、安碁、泰偉、佳鼎、合發、名鐘-財報、名鐘-內線、宏億等七十一件投資人求償案件，計有七萬三千餘名投資人授與訴訟實施權進行民事求償，請求金額共計新台幣（以下同）三百億一千四百餘萬元。此外，九十八年度受理投資人求償登記尚未繫屬法院之案件，

Pacific Electric Wire & Cable, Infodisk Technology (false financial statement, insider trading), Summit Computer Technology, Well Communication Corporation, NAFCO, PQI (insider trading), Sayho Information Technology, Hold-Key Electric Wire & Cable, Xepex Electronics, Mosel Vitelic, ABIT Computer, Bao Cheng Construction, Rebar, Chia Hsin Food & Synthetic Fiber, Chinese Commercial Bank, Hong Technical Enterprise, Nankang Rubber Tire, Ding Tai, Rebar Group (insider trading), EThome, Global Sun Technology (false financial statement), Asia Link, Alona, Global Sun Technology (insider trading), Glotech Industrial, Fupo Electronics, CyberHome Entertainment, Zero One Tech, Optimax Technology, Eastern Media International (false financial statement), Cutes, Microcosmos Tech, Mega Holdings, Taiwan Green Point Enterprises, Intech Machines, Hsin Chu International Commercial Bank, Qisda, Inventec Appliances, Yah Hsin Industrial (false financial statement, insider trading), Highway, Far Eastern Air Transport, China Life Insurance, Simplo Technology, Sunvic, Etron Technology, AboMem Technology, Macronix, AKER, Astro, Vertex Precision Electronics, Union Leather & Printing, Ming Jong Technologies (false financial statement), Ming Jong Technologies (insider trading), and Lih Duo International. A total of 73,000 investors of the 71 pending cases authorized the Center to file suits on their behalf, seeking to collect civil compensation worth NT\$30.014 billion.

Meanwhile, some other cases that have been authorized by investors in 2009 but have not been brought to court, including the cases of Kolin, BAFO Technologies, Me Ke Long, Feya Technologies, AVID Electronics, China Development Financial Holding, Hunt Electronics, KC Uppertech, and Victory Circuit.

Of the aforementioned cases that the Center has filed class-action litigation on behalf of investors by the year of 2009, 13 have been won with final and absolute





judgments, including the Tong Lung Metal Industry (false financial statement, misleading prospectus), Tai Yu Products (false financial statement, misleading prospectus), Infodisk Technology (insider trading in 2000), Dayin (insider trading), Dayin (false financial statement), Aceland Corporation (stock price manipulation), Taiwan Fertilizer (stock price manipulation), Kent World (insider trading), Master Home Furniture (false financial statement), Chinese Automobile (stock price manipulation), Summit Computer Technology (false financial statement), Chain Qui Development (insider trading), and Hold-Key Electric Wire & Cables (stock price manipulation).

Nine cases have been granted either totally or partially favorable judgment at the court of first instance. They are the cases of Chengyi (false financial statement), Tung Zong Textile (insider trading), Tai Yu Products (insider trading), New Sun Metal Industry (false financial statement), China Container Terminal (stock price manipulation), Procomp (false financial statement), Chinese Commercial Bank (false financial statement), Xepex Electronics (false financial statement), and Glotech Industrial (insider trading).

Another three cases of Tah Chung Steel (false financial statement), Lee Tah Farm Industry (false financial statement), and Infodisk Technology (false financial statement) have been granted totally or partially favorable judgment at the court of second instance, which ruled that the defendants including the Issuers, criminal defendants, and part of the civil defendants in these cases should be jointly liable for investors' losses.

Meanwhile, the Center has reached settlement deals with part of the defendants, including criminal defendants, directors or supervisors of the companies, accountants as well as their firms and underwriters, in some of the cases that the Center has filed class-action suits. By the end of 2009, the Center has helped investors collect compensations totaling NT\$1.347 billion. This includes

有歌林、聯豪、金美克能、飛雅、合邦、開發金、杭特、堃昶、弘捷等案。

前揭團體訴訟案件截至本年度，計有東隆五金（財報不實、公開說明書不實）、順大裕（財報不實、公開說明書不實）、訊碟（89年內線）、大穎（內線交易）、大穎（財報不實）、榮美（操縱股價）、台肥（操縱股價）、廣大興業（內線交易）、美式家具（財報不實）、國產車（操縱股價）、皇統（財報不實）、全坤興（內線交易）、合機電纜（操縱股價）等十三案業已勝訴判決確定；正義（財報不實）、東榮纖維（內線交易）、順大裕（內線交易）、紐新（財報不實）、中櫃（操縱股價）、博達（財報不實）、中華商銀（財報不實）、銳普（財報不實）、德宏（內線交易）等九案業經地院一審判決全部或部分勝訴；大中鋼（財報不實）、立大（財報不實）、訊碟（財報不實）等三案業經高院二審判決全部或部分勝訴，發行公司、不法行為人及部分民事被告等應對受有損害投資人負連帶賠償責任。此外，針對團體訴訟案件，本中心亦與部分刑事被告、董監事、會計師、承銷商等達成和解，截至本年度止，本中心已替投資人取得高達十三億四千七百餘萬元之和解金，其中九十三年度為二千二百餘萬元、九十四年度為三億二百餘萬元、九十五年度為五億五千四百餘萬元、九十六年度為一億九千七百餘萬元、九十七年度為一億六千六百餘萬元、九十八年度為一億六百餘萬元，投資人之損害可望獲得部分之實質補償。



## 五、歸入權行使

依證券交易法第一百五十七條及其施行細則第十一條規定，上市（櫃）公司之董事、監察人、經理人及持股超過百分之十之大股東，對公司之股票及具有股權性質之其他有價證券，於取得後六個月內再行賣出，或於賣出後六個月內再行買進，因而獲得利益者，公司應請求將其利益歸於公司。本中心成立後業依主管機關函釋，接續原證基會辦理上市（櫃）公司內部人涉短線交易歸入權之行使業務，以股東身分要求公司行使歸入權。

按督促上市（櫃）公司行使歸入請求權，係就台灣證券交易所及櫃檯買賣中心提供之每半年短線交易彙總資料，函請公司依法行使歸入權。本中心成立後，本年度共處理九十七年下半年度上市（櫃）公司及九十八年上半年度上市（櫃）公司之案件計二百九十一件，其中結案二百五十一件，催促行使三十六件，申復三件，進入法律程序一件。總計辦理八十三年度至九十八年度歸入權案件計五千四百七十七件，截至本年度結案計五千四百一十件，催促行使四十一件，申復三件，進入訴訟程序而仍未歸入者二十三件。

## 六、基金償付

為落實對於小額證券投資人權益的保護，本中心依投保法設置保護基金，當投資人所委託之證券商或期貨商因財務困難失去清償能力，而無法獲取其應得之有價證券、

NT\$22 million for the year of 2004, NT\$302 million for 2005, NT\$554 million for 2006, NT\$197 million for 2007, NT\$166 million for 2008, and NT\$106 million for 2009. Investors can get at least partial compensation for their losses.

### 5. Disgorgement

According to Article 157 of the Securities and Exchange Law and Article 11 of the Securities and Exchange Law Enforcement Rules, directors, supervisors, managers, or shareholders holding more than 10% of the shares of a company who sell shares within six months after acquisition, or repurchase them within six months after its sale, shall return any profits realized from the sale or purchase. The Center, as one of the shareholder of the companies, has been required by the written order of competent authorities to take over the duty of enforcing disgorgement formerly handled by the Securities & Futures Institute to make sure that profits obtained from short-swing securities trading are properly returned.

The Center exercises the disgorgement enforcement based on the short-swing trading reports provided by the Taiwan Stock Exchange and the GreTai Securities Market. In 2009, the Center processed 291 of such cases, including cases occurring in the second half of 2008 and the first half of 2009. Of the cases, 251 have been closed, 36 have been followed up on, three have been applied for exemption and explanation, and one has been brought into legal proceedings. In total, the Center has processed 5,477 cases from 1994 to 2009, of which 5,410 have been closed, 41 have been followed up on, three have been applied for exemption and explanation, and 23 have been brought into legal proceedings.

### 6. Coverage

To protect investors with small investments in the market, the Center has set up a fund, in accordance with the Act, to help investors minimize their losses in cases they are unable to get their entitled securities, cash, deposit,



premium, or royalties from insolvent securities or futures companies, the said fund may be used to compensate these investors first.

However, the money in the fund is limited. The competent authorities, which considered the possibility that one incident of huge coverage amount for one single case might seriously influence the fund's normal operations, and the fairness among securities and futures companies which contribute different amount of donations based on their transaction volume, and to make sure sufficient money in the fund to be used for protection of all investors, concluding that the coverage shall be provided up to NT\$1 million for each individual investor. Meanwhile, for securities investors or futures traders of the same company, the Center shall make a payment 1,000 times the average amount the securities or futures company has contributed to the fund over the past one year or three years average (whichever amount is higher), and the payment shall not exceed NT\$1 billion. If the compensation amount derived from the aforementioned method is less than NT\$100 million, the Center shall make a payment of NT\$100 million anyway. In 2009, the Center received no requirements for making any such compensation.

## 7. Public Education

The Center has printed various public education booklets, including "The Amendment to the Securities Investors and Futures Traders Protection Act in 2009" and "How to Pick Stocks Based on Companies' Financial Statements," that are free of charge. The Center has also cooperated with the media and organized forums to educate the public. In 2009, the Center held a lecture series called "Protecting Rights of Investors," and it was divided into three sessions, discussing the following topics: "The Accordance of Market System in Payouts to Board Directors and Supervisors," "Getting the Most Out of a Shareholders' Meeting," and "Amendments to the Securities Investors and Futures Traders

價款或應得之保證金、權利金，本中心得動用保護基金先行償付予投資人，以降低投資人的損失。

惟因保護基金總額有限，主管機關為避免單一之鉅額償付事件即嚴重影響保護基金及本中心之運作，在考量個別證券商或期貨商對保護基金貢獻之公平性、保護基金之運作及對小額投資人權益之保護，而無法完全滿足投資人所有受損額度，故有償付限額，即對每一投資人一次之償付，以新臺幣一百萬元為限；對每家證券商或期貨商之全體證券投資人或期貨交易人一次之償付總額，以證券商或期貨商最近一年或最近三年平均提撥保護基金數額（取其數額高者為準）之一千倍為準，並不超過新台幣十億元為償付總額上限，前開計算金額最高未達一億元者，以一億元為準。本年度尚無應進行償付作業案件。

## 七、保護宣導

本中心本年度特地撰寫與投資人投資權益息息相關之「98年證券投資人及期貨交易人保護法修正」、「投資人權益之保護－如何從財報資訊審慎選股」宣導手冊等宣導品免費提供投資人取閱參考，並透過與報章媒體合辦座談會之方式，進行投資人權益保護宣導，本年度計辦理「投資人權益保護系列座談會」三場，分別為「促進董監事酬勞符合市場機制」、「上市櫃公司召開股東會問題面面觀」、「新修正證券投資人及期貨交易人保護法與投資人權益之保護」座談會；另亦在報章媒體撰寫投資人保護中心專欄宣



導各項與投資人權益有關之議題，提醒投資人建立正確之投資觀念，並重視本身之合法權益，促使我國證券暨期貨市場之發展更趨健全。

## 八、股東行動主義

為落實公司治理之理念以維護投資人權益，本中心亦配合主管機關積極實踐股東行動主義保障股東權益，自九十五年開始每年度皆參加十數家以上的上市櫃公司股東會，



在本年度參加亞洲化學、國巨、萬泰銀行、金鼎證券等十六家上市櫃公司的股東會，就私募案、合併案、處分資產案、轉投資案、大額背書保證及董監事酬勞等攸關股東重大權益事項提出詢答，會後並持續注意追蹤其處理情形，發揮督促公司治理及維護股東權益的功效。

針對股東會召集程序或決議方法、內容有違反法令或章程者，提起股東會決議無效或撤銷股東會決議之訴，截至九十八年底為止，共計七件；其中三件勝訴，一件遭最高

Protection Act." The Center also writes columns in print media, teaching investors about their rights and responsibilities, reminding investors to develop proper ideas about investment and pay attention to the legal rights, by doing so it is in a hope that the development of securities and futures market in Taiwan could be more complete.

## 8. Shareholder Activism

The Center is deeply and actively committed to shareholder activism. Each year since 2006, the Center has taken part in dozens of shareholders meetings held by publicly traded companies. In 2009, the Center has taken part in the shareholders meetings of 16 companies, including Achem Technology Corp., Yageo Corp., Cosmos Bank, and the

International Securities Group. At these meetings, the Center inquired about issues of private placements, mergers and acquisitions, disposal of company assets, reinvestment, provision of large-sum endorsements, payouts to directors and supervisors, and other issues which may hurt investors' rights. The Center has also kept an eye on whether problematic practices at the firms have been rectified in order to advocate the effectiveness of corporate governance and the protection of shareholder's rights.

Meanwhile, the Center has targeted companies that might have conducted their shareholders' meetings or made decisions during these shareholders' meetings in the proceeding or content considered illegal, and filed lawsuits as well as requesting the court to either revoke resolutions reached at these meetings or rule that the resolutions are invalid. As of the end of 2009, there were seven such cases. Of them, three have been won, one has been lost after a ruling by the Supreme Court and three have been withdrawn after the firms agreed to reach solutions to



protect investors' rights and interest. These efforts have overall been positive in correcting the phenomenon of ignorance in shareholders' rights and interest.

## 9. Healthy Market Development

To promote a healthy market and protect shareholders' rights, the Center in 2007 and 2008 requested written explanation and remedies from 62 firms whose directors and supervisors received payouts exceeding the regulatory average, and pursued the said action from some 100 of the 172 publicly traded firms that made large-sum endorsements, processed excessive loans and incurred huge losses from reinvestment deals after proper assessment, and the said companies have responded with the proposals of improvement, while the Center will keep track of the improvement.

Moreover, the Center has followed the instruction by competent authorities and coordinated amending the laws regarding primary and secondary listings of overseas firms. The Center has also signed a memorandum of understanding with the Canadian Investor Protection Fund in March 2009, furthering bilateral exchanges on investor protection.

## 10. Others

As for disputes arising from investments in structured notes issued by Lehman Brothers, the Center started to process complaints filed by investors with investment less than NT\$1 million at the end of October 2008 in accordance with the order by competent authorities, as the initial proceeding for investors to apply for dispute arbitration processed by the Bankers Association of the Republic of China thereafter. The Center has proposed the processing procedures, the format of application form, and written assessment forms on the issue. In total, the Center has processed 5,976 complaints and has transferred the cases to the Bankers Association on Feb. 13, 2009 for the subsequent proceedings.

法院判決敗訴確定，另外三件與發行公司協商保障股東權益方案後撤回，對於股東會上普遍不重視股東權益的現象有導正作用。

## 九、增進股東權益及健全市場發展

為健全市場發展及增進股東權益，本中心針對九十六年及九十七年度董監事酬金有超過主管機關規範平均值之六十二家上市櫃公司，函請公司就相關疑義說明並加強督促改進。另就九十七年度及九十八年上半年度有關大額背書保證、資金貸與超限及重大轉投資虧損等一百七十二家上市櫃公司，經評估函請公司說明者有一百餘家，公司並已回復改善計畫，併後續追蹤其改善情形。

此外，配合主管機關就證券投資人及期貨交易人保護法及外國企業來台第一及第二上市櫃等法規研修，另在九十八年三月間與加拿大投資人保護基金簽署合作備忘錄，加強保護資訊國際交流合作。

## 十、其他

有關銀行銷售連動債所衍生之糾紛，本中心依主管機關指示，自九十七年十月底起受理新台幣一百萬元（含）以下與雷曼兄弟相關結構型金融商品糾紛之投資人，申請向銀行公會之金融消費爭議案件評議委員會進行評議案件。其間本中心協助提出處理流程方案、申請書件函稿及建議評量表等，後續共計受理申訴件數高達五千九百七十六件，並於九十八年二月十三日順利移交與銀行公會接續辦理。

# 陸.財務報告

## VI. Financial Statements





## 會計師查核報告

財團法人證券投資人及期貨交易人保護中心民國九十八年十二月三十一日及民國九十七年十二月三十一日之資產負債表，暨民國九十八年一月一日至十二月三十一日及民國九十七年一月一日至十二月三十一日之收支餘細表、保護基金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。

本會計師係依照會計師查核簽證財務報表規則暨一般公認審計準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。

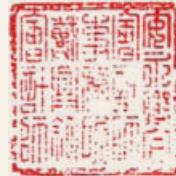
依本會計師之意見，第一段所述財務報表在所有重大方面係依照行政院金融監督管理委員會頒布之「行政院金融監督管理委員會主管財團法人監督管理要點」及一般公認會計原則編製，足以允當表達財團法人證券投資人及期貨交易人保護中心民國九十八年十二月三十一日及民國九十七年十二月三十一日之財務狀況，暨民國九十八年一月一日至十二月三十一日及民國九十七年一月一日至十二月三十一日之收支結果、基金變動與現金流量。

此 致

財團法人證券投資人及期貨交易人保護中心 公鑒

安永聯合會計師事務所

會計師：



中華民國九十九年二月十二日

## REPORT OF INDEPENDENT AUDITORS

Securities and Futures Investors Protection Center

We have audited the accompanying balance sheets of Securities and Futures Investors Protection Center as of December 31, 2009 and 2008, and the related statements of income and disbursements, changes in institute fund, and cash flows for the years ended December 31, 2009 and 2008. These financial statements are the responsibility of the Center's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with "Regulations Governing Auditing and Certification of Financial Statements by Certificated Public Accountants" and auditing standards generally accepted in the Republic of China. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the Center's management, as well as evaluating the overall financial statements presentation. We believe that our audit provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Securities and Futures Investors Protection Center as of December 31, 2009 and 2008, and the results of its operations, changes in the institute fund and its cash flows for the years ended December 31, 2009 and 2008 in conformity with "Guidelines Regarding the Supervision and Governance of Funds with Juridical Person Status" stipulated by Financial Supervisory Commission, Executive Yuan and accounting principles generally accepted in the Republic of China.

February 12, 2010  
Taipei, Taiwan  
Republic of Chin



財團法人證券投資人及期貨交易人保護中心

資產負債表

民國九十八年十二月三十一日  
及民國九十七年十二月三十一日

| 資 產               | 九十八年十二月三十一日            |               | 九十七年十二月三十一日            |               |
|-------------------|------------------------|---------------|------------------------|---------------|
|                   | 金 額                    | %             | 金 額                    | %             |
| <b>流動資產</b>       |                        |               |                        |               |
| 現金及約當現金           | \$884,899,417          | 14.90         | \$1,091,504,245        | 22.53         |
| 應收帳款              | 64,216,690             | 1.08          | 41,411,592             | 0.85          |
| 其他流動資產            | 75,691,531             | 1.27          | 67,775,018             | 1.40          |
| 流動資產合計            | 1,024,807,638          | 17.25         | 1,200,690,855          | 24.78         |
| <b>基金及投資</b>      |                        |               |                        |               |
| 備供出售金融資產 - 非流動    | 65,700,760             | 1.11          | 28,716,814             | 0.59          |
| 持有至到期日之金融資產 - 非流動 | 3,892,893,769          | 65.57         | 3,014,008,001          | 62.21         |
| 基金及投資合計           | 3,958,594,529          | 66.68         | 3,042,724,815          | 62.80         |
| <b>固定資產</b>       |                        |               |                        |               |
| 土地                | 71,070,000             | 1.20          | 71,070,000             | 1.47          |
| 房屋及裝修設備           | 35,527,377             | 0.60          | 35,527,377             | 0.73          |
| 辦公設備              | 7,873,481              | 0.13          | 7,890,961              | 0.16          |
| 成本小計              | 114,470,858            | 1.93          | 114,488,338            | 2.36          |
| 減：累計折舊            | (11,710,941)           | (0.20)        | (10,261,521)           | (0.21)        |
| 預付設備款             | -                      | -             | 27,000                 | -             |
| 固定資產淨額            | 102,759,917            | 1.73          | 104,253,817            | 2.15          |
| <b>其他資產</b>       |                        |               |                        |               |
| 受限制資產             | 805,448,482            | 13.57         | 442,080,301            | 9.12          |
| 存出保證金             | 45,577,591             | 0.77          | 55,602,156             | 1.15          |
| 其他資產合計            | 851,026,073            | 14.34         | 497,682,457            | 10.27         |
| <b>資產總計</b>       | <b>\$5,937,188,157</b> | <b>100.00</b> | <b>\$4,845,351,944</b> | <b>100.00</b> |





單位：新台幣元

| 負債、基金及累積餘絀          | 九十八年十二月三十一日            |               | 九十七年十二月三十一日            |               |
|---------------------|------------------------|---------------|------------------------|---------------|
|                     | 金額                     | %             | 金額                     | %             |
| <b>流動負債</b>         |                        |               |                        |               |
| 應付費用                | \$12,339,230           | 0.21          | \$12,573,717           | 0.26          |
| 其他流動負債              | 366,924                | 0.01          | 597,529                | 0.01          |
| 流動負債合計              | <u>12,706,154</u>      | <u>0.22</u>   | <u>13,171,246</u>      | <u>0.27</u>   |
| <b>其他負債</b>         |                        |               |                        |               |
| 代收款                 | 564,973,940            | 9.51          | 438,242,090            | 9.05          |
| 存入保證金               | 240,484,542            | 4.05          | 3,848,211              | 0.08          |
| 其他負債合計              | <u>805,458,482</u>     | <u>13.56</u>  | <u>442,090,301</u>     | <u>9.13</u>   |
| <b>負債總計</b>         | <u>818,164,636</u>     | <u>13.78</u>  | <u>455,261,547</u>     | <u>9.40</u>   |
| <b>基金及累積餘絀</b>      |                        |               |                        |               |
| 創立基金                | 1,031,000,000          | 17.37         | 1,031,000,000          | 21.28         |
| 增撥基金                | 3,366,996,461          | 56.71         | 2,734,934,645          | 56.44         |
| 待轉撥基金               | 693,372,027            | 11.68         | 632,061,816            | 13.04         |
| 備供出售金融商品未實現損益       | 27,655,033             | 0.46          | (7,906,064)            | (0.16)        |
| 基金及累積餘絀總計           | <u>5,119,023,521</u>   | <u>86.22</u>  | <u>4,390,090,397</u>   | <u>90.60</u>  |
| <b>負債、基金及累積餘絀總計</b> | <u>\$5,937,188,157</u> | <u>100.00</u> | <u>\$4,845,351,944</u> | <u>100.00</u> |

## SECURITIES AND FUTURES INVESTORS PROTECTION CENTER BALANCE SHEETS

December 31, 2009 and 2008  
(Expressed in New Taiwan Dollars)

| ASSETS  | December 31,<br>2009          | December 31,<br>2008          |
|---|-------------------------------|-------------------------------|
| <i>CURRENT ASSETS</i>                           |                               |                               |
| Cash and cash equivalents                       | \$884,899,417                 | \$1,091,504,245               |
| Accounts receivable                             | 64,216,690                    | 41,411,592                    |
| Other current assets                            | 75,691,531                    | 67,775,018                    |
| Total Current Assets                            | <u>1,024,807,638</u>          | <u>1,200,690,855</u>          |
| <i>INVESTMENTS AND FUNDS</i>                    |                               |                               |
| Available-for-sale financial assets-non current | 65,700,760                    | 28,716,814                    |
| Held-to-maturity financial assets-non current   | 3,892,893,769                 | 3,014,008,001                 |
| Total investments and funds                     | <u>3,958,594,529</u>          | <u>3,042,724,815</u>          |
| <i>PROPERTY AND EQUIPMENT</i>                   |                               |                               |
| Land  | 71,070,000                    | 71,070,000                    |
| Buildings                                       | 35,527,377                    | 35,527,377                    |
| Office equipment                                | 7,873,481                     | 7,890,961                     |
| Total Cost                                      | <u>114,470,858</u>            | <u>114,488,338</u>            |
| Less : accumulated depreciation                 | (11,710,941)                  | (10,261,521)                  |
| Advanced payment for equipment                  | -                             | 27,000                        |
| Net Property and Equipment                      | <u>102,759,917</u>            | <u>104,253,817</u>            |
| <i>OTHER ASSETS</i>                             |                               |                               |
| Restricted assets                               | 805,448,482                   | 442,080,301                   |
| Refundable deposits                             | 45,577,591                    | 55,602,156                    |
| Total Other Assets                              | <u>851,026,073</u>            | <u>497,682,457</u>            |
| <b>TOTAL ASSETS</b>                             | <u><u>\$5,937,188,157</u></u> | <u><u>\$4,845,351,944</u></u> |



| LIABILITIES, FUNDS AND<br>ACCUMULATED SURPLUS               | December 31,                  | December 31,                  |
|---|-------------------------------|-------------------------------|
|   | 2009                          | 2008                          |
| <b><i>CURRENT LIABILITIES</i></b>                           |                               |                               |
| Accrued expenses  | \$12,339,230                  | \$12,573,717                  |
| Other current liabilities                                   | 366,924                       | 597,529                       |
| Total Current Liabilities                                   | <u>12,706,154</u>             | <u>13,171,246</u>             |
| <b><i>OTHER LIABILITIES</i></b>                             |                               |                               |
| Receipts in custody   | 564,973,940                   | 438,242,090                   |
| Guarantee deposits received                                 | 240,484,542                   | 3,848,211                     |
| Total Other Liabilities                                     | <u>805,458,482</u>            | <u>442,090,301</u>            |
| <b><i>TOTAL LIABILITIES</i></b>                             | <u>818,164,636</u>            | <u>455,261,547</u>            |
| <b><i>FUNDS AND ACCUMULATED SURPLUS</i></b>                 |                               |                               |
| Institute fund  | 1,031,000,000                 | 1,031,000,000                 |
| Additional capitalized fund                                 | 3,366,996,461                 | 2,734,934,645                 |
| Fund to be transferred                                      | 693,372,027                   | 632,061,816                   |
| Unrealized gain(loss)on available-for-sale financial assets | 27,655,033                    | (7,906,064)                   |
| TOTAL FUNDS AND ACCUMULATED SURPLUS                         | <u>5,119,023,521</u>          | <u>4,390,090,397</u>          |
| <b>TOTAL LIABILITIES, FUNDS<br/>AND ACCUMULATED SURPLUS</b> | <u><u>\$5,937,188,157</u></u> | <u><u>\$4,845,351,944</u></u> |



財團法人證券投資人及期貨交易人保護中心

收支餘絀表

民國九十八年一月一日至十二月三十一日  
及民國九十七年一月一日至十二月三十一日

單位：新台幣元

| 項 目         | 九十八年度        |        | 九十七年度        |        |
|-------------|--------------|--------|--------------|--------|
|             | 金 額          | %      | 金 額          | %      |
| <b>收入</b>   |              |        |              |        |
| 財務收入        | \$95,511,451 | 99.97  | \$96,093,879 | 99.93  |
| 處分投資收益      | 11,993       | 0.01   | 68,320       | 0.07   |
| 其他收入        | 21,523       | 0.02   | 952          | -      |
| 合 計         | 95,544,967   | 100.00 | 96,163,151   | 100.00 |
| <b>支出</b>   |              |        |              |        |
| 人事支出        | 47,111,725   | 49.31  | 45,201,581   | 47.00  |
| 業務支出        | 16,433,823   | 17.20  | 15,623,677   | 16.25  |
| 業務撥回基金      | 31,999,419   | 33.49  | 35,337,893   | 36.75  |
| 合 計         | 95,544,967   | 100.00 | 96,163,151   | 100.00 |
| <b>本期餘絀</b> | \$-          | -      | \$-          | -      |



## SECURITIES AND FUTURES INVESTORS PROTECTION CENTER STATEMENTS OF INCOME AND DISBURSEMENTS

For the years ended December 31, 2009 and 2008  
(Expressed in New Taiwan Dollars)

|   | 2009              | 2008              |
|---|-------------------|-------------------|
| <b>REVENUES</b>                         |                   |                   |
| Financial income                        | \$95,511,451      | \$96,093,879      |
| Gain on disposal of investments         | 11,993            | 68,320            |
| Other income                            | 21,523            | 952               |
| Total Revenues                          | <u>95,544,967</u> | <u>96,163,151</u> |
| <b>EXPENSES</b>                         |                   |                   |
| Personnel expenses                      | 47,111,725        | 45,201,581        |
| Operating expenses                      | 16,433,823        | 15,623,677        |
| Operation transferred to institute fund | 31,999,419        | 35,337,893        |
| Total Expenses                          | <u>95,544,967</u> | <u>96,163,151</u> |
| Surplus (deficit) for the year          | <u>\$-</u>        | <u>\$-</u>        |



財團法人證券投資人及期貨交易人保護中心  
保護基金變動表

民國九十八年一月一日至十二月三十一日  
及民國九十七年一月一日至十二月三十一日

單位：新台幣元

| 項 目             | 創立基金            | 增撥基金            | 待轉撥基金         | 備供出售金<br>融資產未實<br>現損益 | 累積<br>餘絀 | 合 計             |
|-----------------|-----------------|-----------------|---------------|-----------------------|----------|-----------------|
| 民國九十七年一月一日餘額    | \$1,031,000,000 | \$2,055,658,882 | \$679,275,763 | \$24,336,277          | \$—      | \$3,790,270,922 |
| 待轉撥基金轉入         |                 | 679,275,763     | (679,275,763) |                       |          | —               |
| 受撥收入            |                 |                 | 580,873,082   |                       |          | 580,873,082     |
| 受贈收入            |                 |                 | 8,876,200     |                       |          | 8,876,200       |
| 訴訟仲裁動用基金        |                 |                 | (8,352,704)   |                       |          | (8,352,704)     |
| 代墊訴訟仲裁撥回基金      |                 |                 | 15,327,345    |                       |          | 15,327,345      |
| 業務撥回基金          |                 |                 | 35,337,893    |                       |          | 35,337,893      |
| 備供出售金融資產未實現損益   |                 |                 |               | (32,242,341)          |          | (32,242,341)    |
| 民國九十七年度餘絀       |                 |                 |               |                       | —        | —               |
| 民國九十七年十二月三十一日餘額 | 1,031,000,000   | 2,734,934,645   | 632,061,816   | (7,906,064)           | —        | 4,390,090,397   |
| 待轉撥基金轉入         |                 | 632,061,816     | (632,061,816) |                       |          | —               |
| 受撥收入            |                 |                 | 673,526,352   |                       |          | 673,526,352     |
| 訴訟仲裁動用基金        |                 |                 | (12,153,744)  |                       |          | (12,153,744)    |
| 業務撥回基金          |                 |                 | 31,999,419    |                       |          | 31,999,419      |
| 備供出售金融資產未實現損益   |                 |                 |               | 35,561,097            |          | 35,561,097      |
| 民國九十八年度餘絀       |                 |                 |               |                       | —        | —               |
| 民國九十八年十二月三十一日餘額 | \$1,031,000,000 | \$3,366,996,461 | \$693,372,027 | \$27,655,033          | \$—      | \$5,119,023,521 |



## SECURITIES AND FUTURES INVESTORS PROTECTION CENTER STATEMENTS OF CHANGES IN INSTITUTE FUND

For the years ended December 31, 2009 and 2008  
(Expressed in New Taiwan Dollars)

|  | Institute Fund  | Additional Capitalized Fund | Fund To Be Transferred | Unrealized Gain (Loss) On Available-for-sale Financial Assets | Accumulated Surplus (Deficit) | Total           |
|--|-----------------|-----------------------------|------------------------|---|-------------------------------|-----------------|
| Balance, January 1, 2008   | \$1,031,000,000 | \$2,055,658,882             | \$679,275,763          | \$24,336,277  | \$—                           | \$3,790,270,922 |
| Fund capitalized from fund to be transferred                         |                 | 679,275,763                 | (679,275,763)          |   |                               | —               |
| Contribution income to fund  |                 |                             | 580,873,082            |   |                               | 580,873,082     |
| Donation income to fund  |                 |                             | 8,876,200              |   |                               | 8,876,200       |
| Allocation to litigation and arbitration                             |                 |                             | (8,352,704)            |   |                               | (8,352,704)     |
| Payment for litigation and arbitration transferred to institute fund |                 |                             | 15,327,345             |   |                               | 15,327,345      |
| Operation transferred to institute fund                              |                 |                             | 35,337,893             |   |                               | 35,337,893      |
| Unrealized loss on available-for-sale financial assets               |                 |                             |                        | (32,242,341)  |                               | (32,242,341)    |
| Surplus (deficit) for 2008   |                 |                             |                        |   | —                             | —               |
| Balance, December 31, 2008   | 1,031,000,000   | 2,734,934,645               | 632,061,816            | (7,906,064)   | —                             | 4,390,090,397   |
| Fund capitalized from fund to be transferred                         |                 | 632,061,816                 | (632,061,816)          |   |                               | —               |
| Contribution income to fund  |                 |                             | 673,526,352            |   |                               | 673,526,352     |
| Allocation to litigation and arbitration                             |                 |                             | (12,153,744)           |   |                               | (12,153,744)    |
| Operation transferred to institute fund                              |                 |                             | 31,999,419             |   |                               | 31,999,419      |
| Unrealized gain on available-for-sale financial assets               |                 |                             |                        | 35,561,097  |                               | 35,561,097      |
| Surplus (deficit) for 2009   |                 |                             |                        |   | —                             | —               |
| Balance, December 31, 2009   | \$1,031,000,000 | \$3,366,996,461             | \$693,372,027          | \$27,655,033  | \$—                           | \$5,119,023,521 |



財團法人證券投資人及期貨交易人保護中心  
現金流量表

民國九十八年一月一日至十二月三十一日  
及民國九十七年一月一日至十二月三十一日

單位：新台幣元

| 項 目               | 九十八年度         | 九十七年度           |
|-------------------|---------------|-----------------|
| <b>業務活動之現金流量：</b> |               |                 |
| 本期餘絀              | \$-           | \$-             |
| 調整項目：             |               |                 |
| 折舊                | 1,850,600     | 2,163,938       |
| 處分投資利益            | (11,993)      | (68,320)        |
| 處分固定資產利益          | (18,667)      | -               |
| 業務用資產及負債增減淨額      |               |                 |
| 應收帳款              | (22,805,098)  | 4,929,783       |
| 其他流動資產            | (7,916,513)   | (22,500,605)    |
| 受限制資產             | (363,368,181) | 350,518,720     |
| 存出保證金             | 10,024,565    | 126,108,611     |
| 應付費用              | (234,487)     | (2,006,355)     |
| 其他流動負債            | (230,605)     | 321,413         |
| 代收款               | 126,731,850   | (350,602,199)   |
| 存入保證金             | 236,636,331   | 83,479          |
| 業務活動之淨現金流入(出)     | (19,342,198)  | 108,948,465     |
| <b>投資活動之現金流量：</b> |               |                 |
| 備供出售金融資產增加數       | (1,445,780)   | (1,342,710)     |
| 備供出售金融資產減資退回股款    | 16,131        | 36,531          |
| 備供出售金融資產處分價款      | 18,793        | 327,393         |
| 持有至到期日之金融資產增加數    | (878,885,768) | (382,162,802)   |
| 購置固定資產            | (356,700)     | (930,000)       |
| 出售固定資產價款          | 18,667        | -               |
| 投資活動之淨現金流出        | (880,634,657) | (384,071,588)   |
| <b>融資活動之現金流量：</b> |               |                 |
| 待轉撥基金增加           | 693,372,027   | 632,061,816     |
| 融資活動之淨現金流入        | 693,372,027   | 632,061,816     |
| 本期現金增加(減少)數       | (206,604,828) | 356,938,693     |
| 期初現金及約當現金餘額       | 1,091,504,245 | 734,565,552     |
| 期末現金及約當現金餘額       | \$884,899,417 | \$1,091,504,245 |





## SECURITIES AND FUTURES INVESTORS PROTECTION CENTER STATEMENTS OF CASH FLOWS

For the years ended December 31, 2009 and 2008  
(Expressed in New Taiwan Dollars)

|  | 2009                 | 2008                   |
|--|----------------------|------------------------|
| <b>CASH FLOWS FROM OPERATING ACTIVITIES</b>  |                      |                        |
| Surplus (deficit)  | \$-                  | \$-                    |
| Adjustments to reconcile net surplus (deficit) to net cash provided by (used in) operating activities: |                      |                        |
| Depreciation expense   | 1,850,600            | 2,163,938              |
| Gain on disposal of long-term investments  | (11,993)             | (68,320)               |
| Gain on disposal of property and equipment   | (18,667)             | 0                      |
| Net changes in operating assets and liabilities  |                      |                        |
| Accounts receivable  | (22,805,098)         | 4,929,783              |
| Other current assets   | (7,916,513)          | (22,500,605)           |
| Restricted assets  | (363,368,181)        | 350,518,720            |
| Refundable deposits  | 10,024,565           | 126,108,611            |
| Accrued expenses   | (234,487)            | (2,006,355)            |
| Other current liabilities  | (230,605)            | 321,413                |
| Receipts in custody  | 126,731,850          | (350,602,199)          |
| Guarantee deposits received  | 236,636,331          | 83,479                 |
| Net cash provided by (used in) operating activities  | <u>(19,342,198)</u>  | <u>108,948,465</u>     |
| <b>CASH FLOWS FROM INVESTING ACTIVITIES</b>  |                      |                        |
| Increase in available-for-sale financial assets  | (1,445,780)          | (1,342,710)            |
| Proceeds from capital reduction of available-for-sale financial assets                                 | 16,131               | 36,531                 |
| Proceeds from disposal of available-for-sale financial assets  | 18,793               | 327,393                |
| Increase in held-to-maturity financial assets  | (878,885,768)        | (382,162,802)          |
| Purchases of property and equipment  | (356,700)            | (930,000)              |
| Proceeds from disposal of property and equipment   | 18,667               | 0                      |
| Net cash used in investing activities  | <u>(880,634,657)</u> | <u>(384,071,588)</u>   |
| <b>CASH FLOWS FROM FINANCING ACTIVITIES</b>  |                      |                        |
| Increase in fund to be transferred   | 693,372,027          | 632,061,816            |
| Net cash provided by financing activities  | <u>693,372,027</u>   | <u>632,061,816</u>     |
| NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS   | (206,604,828)        | 356,938,693            |
| CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR   | 1,091,504,245        | 734,565,552            |
| CASH AND CASH EQUIVALENTS AT END OF YEAR   | <u>\$884,899,417</u> | <u>\$1,091,504,245</u> |

# 柒.大事紀要

## VII. Chronicle





| 日期<br>Date      | 事項<br>Event  |
|-----------------|--|
| <b>98.01.05</b> | <p>召開本中心第3屆第1次董事監察人會議：</p> <p>一、提報主管機關遴選及指派本中心第3屆董事11人及監察人3人。</p> <p>二、提報本中心辦理團體訴訟案件取得和解金額，依董監事會議決議辦理分配事宜。</p> <p>Held the 1<sup>st</sup> board of directors and supervisors meeting of the third term:</p> <p>1. To report the motion that competent authorities has selected and assigned 11 board directors and three supervisors for the Center.</p> <p>2. To report the matter regarding the distribution of the compensation fund collected through settlement of class-action litigation cases to investors based on the meeting's resolutions.</p>   |
| <b>98.01.12</b> | <p>受理明基股票投資人求償登記（自98年1月12日至2月8日），並於98年2月27日提起投資人團體訴訟。</p> <p>Processed BenQ investors' claim application (from Jan. 12 to Feb. 8, 2009), and filed a class-action suit on Feb. 7, 2009.</p>  |
| <b>98.01.13</b> | <p>召開「有關甲公司進行重整時之相關問題探討」諮詢會議。</p> <p>Held a meeting to discuss "Company Reorganization and Related Issues."</p>  |
| <b>98.01.14</b> | <p>受理佳鼎股票投資人求償登記（自98年1月14日至2月13日），並於98年9月1日提起投資人團體訴訟。</p> <p>Processed Vertex Precision Electronics investors' claim application (from Jan. 14 to Feb. 13, 2009), and filed a class-action suit on Sept. 1, 2009.</p>  |
| <b>98.01.21</b> | <p>召開本中心第3屆第2次董事監察人會議：</p> <p>一、提報主管機關核准本中心新任董事長及核備總經理案。</p> <p>二、決議公告受理松普公司操縱股價案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。</p> <p>三、決議公告受理新普公司內線交易案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。</p> <p>Held the 2<sup>nd</sup> board of directors and supervisors meeting of the third term:</p> <p>1. To report the motion that the appointment of the Center's new chairman and president has been approved by the competent authorities.</p> <p>2. To announce the Center's decision to process Sung Pu Technology (stock price manipulation case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.</p> <p>3. To announce the Center's decision to process Simplo Technology (insider trading case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.</p> |
| <b>98.02.02</b> | <p>受理松普股票投資人求償登記（自98年2月2日至2月20日）。</p> <p>Processed Sung Pu Technology investors' claim application (from Feb. 2 to Feb. 20, 2009).</p>   |
| <b>98.02.13</b> | <p>受理新普股票投資人求償登記（自98年2月13日至3月16日），並於98年7月14日提起投資人團體訴訟。</p> <p>Processed Simplo Technology investors' claim application (from Feb. 13 to March 16, 2009) and filed a class-action suit on July 14, 2009.</p>  |



|                 |  |
|-----------------|--|
| <b>98.02.23</b> | 召開「促使董監酬勞符合市場機制」座談會。<br>Held the series forum of “The Accordance of Market System in Payouts to Board Directors and Supervisors.”  |
| <b>98.02.25</b> | 召開本中心第3屆第3次董事監察人會議：<br>一、提報主管機關指派監察人1人。<br>二、決議公告受理協禧公司操縱股價案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。<br>三、決議公告受理中國探針公司操縱股價案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。<br>四、決議公告受理遠航公司財報不實案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。<br>五、決議公告受理合發公司、津津公司財報不實案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。<br>Held the 3 <sup>rd</sup> board of directors and supervisors meeting of the third term:<br>1. To report the motion that competent authorities has assigned one supervisor for the Center.<br>2. To announce the Center's decision to process ADDA Corporation (stock price manipulation case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.<br>3. To announce the Center's decision to process Leatec Fine Ceramics (stock price manipulation case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.<br>4. To announce the Center's decision to process Far Eastern Air Transport (false financial statement case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.<br>5. To announce the Center's decision to process Union Leather & Printing and Tsin Tsin (false financial statement) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization. |
| <b>98.03.02</b> | 受理中國探針股票投資人求償登記（自98年3月2日至3月31日）。<br>Processed Leatec Fine Ceramics investors' claim application (from March 2 to March 31, 2009).  |
| <b>98.03.03</b> | 一、受理合發股票投資人求償登記（自98年3月3日至4月3日），並於98年9月4日提起投資人團體訴訟。<br>二、受理津津股票投資人求償登記（自98年3月3日至4月3日）。<br>1. Processed Union Leather & Printing investors' claim application (from March 3 to April 3, 2009), and filed a class-action suit on Sept. 4, 2009.<br>2. Processed Tsin Tsin investors' claim application (from March 3 to April 3, 2009).   |
| <b>98.03.04</b> | 一、受理協禧股票投資人求償登記（自98年3月4日至4月6日）。<br>二、受理遠航股票投資人求償登記（自98年3月4日至4月3日），並於98年6月23日提起投資人團體訴訟。<br>1. Processed ADDA Corporation investors' claim application (from March 4 to April 6, 2009).<br>2. Processed Far Eastern Air Transport investors' claim application (from March 4 to April 3, 2009), and filed a class-action suit on June 23, 2009.  |



|                 |  |
|-----------------|--|
| <b>98.03.10</b> | 與加拿大投資人保護基金(CIPF)簽署合作備忘錄。<br>Signed a memorandum of understanding for cooperation with Canadian Investor Protection Fund.  |
| <b>98.03.25</b> | 召開本中心第3屆第4次董事監察人會議：<br>一、決議通過本中心97年度業務報告書及經會計師查核簽證之財務報告。<br>二、決議公告受理旺宏公司內線交易案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。<br>三、決議公告受理勁永公司內線交易案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。<br>四、決議公告受理志合公司內線交易案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。<br>Held the 4 <sup>th</sup> board of directors and supervisors meeting of the third term：<br>1. To approve the Center's 2008 annual business report and accountant-certified financial statement.<br>2. To announce the Center's decision to process Macronix (insider trading case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.<br>3. To announce the Center's decision to process PQI (insider trading case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.<br>4. To announce the Center's decision to process Uniwill Computer (insider trading case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization. |
| <b>98.04.01</b> | 一、受理旺宏股票投資人求償登記（自98年4月1日至4月30日），並於98年8月26日提起投資人團體訴訟。<br>二、受理勁永股票投資人求償登記（自98年4月1日至5月20日）。<br>三、受理志合股票投資人求償登記（自98年4月1日至4月30日）。<br>1. Processed Macronix investors' claim application (from April 1 to April 30, 2009) and filed a class-action suit on Aug. 26, 2009.<br>2. Processed PQI investors' claim application (from April 1 to May 20, 2009).<br>3. Processed Uniwill Computer investors' claim application (from April 1 to April 30, 2009).   |
| <b>98.04.08</b> | 召開「歌林公司重整之相關因應方案」諮詢會議。<br>Held a meeting to discuss “The Feasible Solutions and Relevant Issues in the case of Kolin Reorganization.”  |
| <b>98.04.24</b> | 召開「公司內部人以其持有之所屬公司股票抵繳股款轉讓予發起設立之公司，是否有證券交易法第157條第1項賣出之適用」諮詢會議。<br>Held a meeting to discuss “Whether Section 1, Article 157, of Securities and Exchange Act (SEA) Applies when an insider transfers his shares to the other company as a means to pay for the stake.”   |
| <b>98.04.29</b> | 召開本中心第3屆第5次董事監察人會議：<br>一、提報投保法部分條文修正草案業經立法院三讀通過。<br>二、提報高林公司怠於對其董事行使證交法第157條歸入權，本中心業以股東身分代位訴訟請求。<br>三、提報亞化公司怠於對其董事行使證交法第157條歸入權，本中心業以股東身分代位訴訟請求。   |



- 四、追認協助投資人向歌林公司申報重整債權案。
- 五、決議通過本中心財產總額登記由新台幣37億6千5百93萬4千6百45元，變更為43億9千7百99萬6千4百61元。
- 六、決議通過修正「證券投資人及期貨交易人保護中心業務規則」第35條。
- 七、決議通過遴選本中心調處委員會第3屆調處委員。
- 八、決議公告受理中壽公司內線交易案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。
- 九、決議公告受理欣錫公司內線交易案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。

Held the 5<sup>th</sup> board of directors and supervisors meeting of the third term:

1. To report the motion that the Legislative Yuan has passed the amendment of part of the provisions of Securities and Futures Investors Protection Act (the "Act").
2. To report the motion that the Center has filed a lawsuit against the wrongdoer on behalf of Kaolin as one of its shareholders arising from its failure to exercise the right of disgorgement, as stipulated in Article 157 of the SEA, for the profits made by company's board directors through short-swing trading.
3. To report the motion that the Center has filed a lawsuit against the wrongdoer on behalf of Achem as one of its shareholders arising from its failure to exercise the right of disgorgement, as stipulated in Article 157 of the SEA, for the profits made by company's board directors through short-swing trading.
4. To acknowledge the action that the Center helped Kolin shareholders claim their creditor's right in the Kolin reorganization case.
5. To approve the change in the Center's registered assets from NT\$3,765,934,645 to NT\$4,397,996,461.
6. To approve the amendment to Article 35 of the "SFIPC Operation Guidelines."
7. To approve the appointments of the new Mediation Committee members.
8. To announce the Center's decision to process China Life Insurance (insider trading case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.
9. To announce the Center's decision to process Hsin Chang Hardware Industrial (insider trading case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.

- 98.04.30** 一、受理中壽股票投資人求償登記（自98年4月30日至6月5日），並於98年7月13日提起投資人團體訴訟。
- 二、受理欣錫股票投資人求償登記（自98年4月30日至5月10日）。
1. Processed China Life Insurance investors' claim application (from April 30 to June 5, 2009) and filed a class-action suit on July 13, 2009.
  2. Processed Hsin Chang Hardware Industrial investors' claim application (from April 30 to May 10, 2009).

- 98.05.11** 召開「提升證券及期貨市場電話為民服務之功能」會議。
- Held a meeting to discuss "How to Strengthen Over-the-Phone Services for Securities Investors and Futures Traders."



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| <b>98.05.14</b> | 召開「如何督促興櫃公司董事會或監察人依證券交易法第157條規定行使短線交易歸入權」會議。<br>Held a meeting to discuss “How to Supervise, Advise, and Urge the Board Directors and Supervisors of Emerging Market-listed Company's to exercise the right of disgorgement for the profits generated from short-swing trading of insiders in accordance with Article 157 of the SEA.”   |
| <b>98.05.18</b> | 召開「保護投資人權益系列－上市櫃公司召開股東會問題面面觀」座談會。<br>Held the series forum of “Protecting Rights of Investors” with the topic of “How to Get the Most Out of a Shareholders' Meeting.”   |
| <b>98.05.26</b> | 撤銷大毅公司96年股東會以臨時動議增訂董監選舉方式為全額連記法決議之訴，經最高法院判決駁回本中心上訴。<br>The Supreme Court overruled the Center's appeal against Ta I Technology's regarding withdrawal of the resolution to adopt block vote for selecting its board director and supervisor election by extempore motion.  |
| <b>98.05.27</b> | 召開本中心第3屆第6次董事監察人會議：<br>一、決議公告受理名鐘公司財報不實及內線交易案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。<br>二、決議公告受理合邦公司操縱股價案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。<br>Held the 6 <sup>th</sup> board of directors and supervisors meeting of the third term:<br>1. To announce the Center's decision to process Ming Jong Technologies (insider trading case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.<br>2. To announce the Center's decision to process AVID Electronics (insider trading case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization. |
| <b>98.05.27</b> | 順大裕操縱股價案經臺灣高等法院台中分院判決駁回本中心上訴。<br>The High Court, Taichung Branch overruled the Center's appeal against Tai Yu Products allegedly conducting stock price manipulation.  |
| <b>98.06.02</b> | 公告受理合邦股票投資人求償登記（自98年6月2日至6月30日）。<br>Processed AVID Electronics investors' claim application (from June 2 to June 30, 2009).  |
| <b>98.06.17</b> | 紐新財報不實案經臺灣高等法院高雄分院駁回本中心上訴。<br>The High Court, Kaohsiung Branch overruled the Center's appeal against New Sun Metal Industry which allegedly made false financial statement.  |
| <b>98.06.19</b> | 受理名鐘股票案投資人求償登記（自98年6月19日至7月19日），並於98年9月23日提起投資人團體訴訟。<br>Processed Ming Jong Technologies investors' claim (from June 19 to July 19, 2009) and filed a class-action suit on Sept. 23, 2009.   |
| <b>98.06.23</b> | 全坤興內線交易案，經臺灣高等法院判決本中心勝訴。<br>Taiwan High Court ruled in favor of the Center in the Chain Qui Development insider trading case.  |



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| <b>98.06.24</b> | <p>召開本中心第3屆第7次董事監察人會議：</p> <ul style="list-style-type: none"><li>一、提報本中心98年上半年度保護基金收取、保管及運用自行檢查報告一覽表。</li><li>二、提報撤銷大毅公司股東會決議之訴，經最高法院駁回本中心上訴。</li><li>三、提報順大裕操縱股價案，擬提起第三審上訴。</li><li>四、決議通過為配合投保法增訂第25條之1及第25條之2有關擬制調處機制，將小額證券投資或期貨交易之額度擬訂為新台幣100萬元。</li><li>五、決議公告受理正利公司內線交易案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。</li><li>六、決議公告受理宏億公司財報不實案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。</li></ul> <p>Held the 7<sup>th</sup> board of directors and supervisors meeting of the third term:</p> <ul style="list-style-type: none"><li>1. To submit the accounting report of the Center's Protection Fund for the first half of 2009.</li><li>2. To report the motion that the High Court overruled the Center's appeal against Ta I Technology regarding withdrawal of shareholder meeting's resolution.</li><li>3. To report the motion that the Center will file appeal to Supreme Court regarding Tai Yu Products stock price manipulation case.</li><li>4. To resolve that the amount of applying for small-claim medication in accordance with the amendment to Article 25-1 and 25-2 of the Act shall be below NT\$1 million.</li><li>5. To announce the Center's decision to process Cheng Lee Industry (insider trading case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.</li><li>6. To announce the Center's decision to process Lih Duo International (insider trading case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.</li></ul> |
| <b>98.06.26</b> | <p>受理正利股票投資人求償登記（自98年6月26日至7月10日），並於98年7月20日提起投資人團體訴訟。</p> <p>Processed Cheng Lee Industry investors' claim application (from June 26 to July 10, 2009) and filed a class-action suit on July 20, 2009.</p>  |
| <b>98.07.01</b> | <p>受理宏億股票投資人求償登記（自98年7月1日至7月31日），並於98年12月29日提起投資人團體訴訟。</p> <p>Processed Lih Duo International investors' claim application (from July 1 to July 31, 2009) and filed a class-action suit on Dec. 29, 2009.</p>  |
| <b>98.07.15</b> | <p>召開「配合投保法部分條文修正投保中心須增修之相關規章內容」諮詢會議。</p> <p>Held a meeting to discuss “How to Revise and Amend Relevant SFIPC Operation Guidelines as well as Rules in accordance with new amendments to the Act.</p>   |
| <b>98.07.22</b> | <p>召開「98年度保護投資人權益系列一新修正證券投資人及期貨交易人保護法與投資人權益之保護」座談會。</p> <p>Held the series forum of “Protecting Rights of Investors” on “How the New Amendments to the Securities and Futures Protection Act will strengthen Investor Protection”</p>  |
| <b>98.07.29</b> | <p>召開本中心第3屆第8次董事監察人會議：</p> <ul style="list-style-type: none"><li>一、提報全坤興內線交易案，經高等法院判決本中心勝訴。</li></ul>  |





- 二、提報紐新公司財報不實案，經高等法院駁回本中心敗訴部分之上訴。
- 三、提報博達案有關確認葉素菲對林華德債權並代位請求事件，經高等法院判決本中心勝訴。
- 四、提報本中心依投保法第25條之1第4項規定擬訂小額證券投資人或期貨交易人爭議之額度為新台幣100萬元以下乙案，業經主管機關核定，投保法修正條文並自98年8月1日施行。
- 五、決議公告受理全漢公司操縱股價案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。

Held the 8<sup>th</sup> board of directors and supervisors meeting of the third term :

1. To report the motion that the Center's winning of a favorable ruling by the High Court in the Chain Qui Development insider trading case.
2. To report the motion that the High Court overruled the Center's appeal against New Sun Metal Industry for making false financial statement.
3. To report the motion that the High Court ruled in favor of the Center in the Procomp case where the confirmation of creditor's right of Sophia Yeh against Walter Lin was brought and requested for repayment by the Center on behalf of Sophia Yeh.
4. To report the motion that the maximum amount of NT\$1 million for small-claim mediation in accordance with the amendment to Article 25-1 and 25-2, of the Act has been approved by the competent authorities, and the new amended Act has been effective since Aug. 1, 2009.
5. To announce the Center's decision to process SPI Electronic (insider trading case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.

**98.08.05** 受理全漢股票投資人求償登記（自98年8月4日至9月7日）。  
Processed SPI Electronic investors' claim application (from Aug. 4 to Sept. 7,2009).

**98.08.20** 召開「金像電子歸入權案相關問題探討」諮詢會議。  
Held a meeting to discuss “The Relevant Issues of Disgorgement Execution in the Gold Circuit Electronics case.”

**98.08.26** 召開本中心第3屆第9次董事監察人會議：  
一、提報勁永公司操縱股價案，經最高法院駁回本中心之上訴。  
二、決議公告受理東森國際公司內線交易案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。  
三、決議公告受理樂士公司操縱股價案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。

Held the 9<sup>th</sup> board of directors and supervisors meeting of the third term:

1. To report the motion that the High Court overruled the Center's appeal against PQI allegedly conducting stock price manipulation.
2. To announce the Center's decision to process Eastern Media International (insider trading case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.
3. To announce the Center's decision to process Luxe Electric (insider trading case) claim application and file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.

**98.08.26** 佳世達內線交易案經臺灣桃園地方法院駁回本中心所提刑事附帶民事訴訟。  
Taoyuan District Court overruled the Center's civil lawsuits (collateral to criminal proceedings) against Qisda which allegedly made insider trading.



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| 98.08.31 | <p>配合投保法修正案，修正本中心「捐助章程」、「業務規則」、「組織規程」、「調處委員會委員遴選及運作原則」及「辦理團體訴訟或仲裁事件處理辦法」等五項規章部分條文，並訂定本中心「辦理證券投資人及期貨交易人保護法第10條之1訴訟事件處理辦法」。</p> <p>Revised part of the “Founding Charter of Securities and Futures Investor Protection Center,” “Regulations Governing the Operation of Securities Investor and Futures Trader Protection Institution,” “Regulations Governing the Organization of Securities and Futures Investor Protection Center,” “Regulations Governing the Selection and Operation of Mediation Committee,” “Guideline for Processing Class-Action Case in Litigation or Arbitration , and set up the “Guidelines for Handling Litigation Cases in accordance with Article 10-1 of the Act” for the Center.</p> |
| 98.09.01 | <p>一、受理東森國際股票投資人求償登記（自98年9月1日至9月30日）。</p> <p>二、受理樂士股票投資人求償登記（自98年9月1日至9月23日）。</p> <p>1. Processed Eastern Media International investors' claim application (from Sept. 1 to Sept. 30, 2009).</p> <p>2. Processed Luxe Electric investors' claim application (from Sept.1 to Sept. 23, 2009).</p>   |
| 98.09.02 | <p>鈺創內線交易案，經臺灣臺北地方法院駁回本中心所提刑事附帶民事訴訟。</p> <p>Taipei District Court overruled the Center's civil lawsuit (collateral to criminal proceedings) of Etron Technology insider trading case.</p>  |
| 98.09.09 | <p>德宏公司內線交易案，經臺灣臺中地方法院判決本中心部分勝訴。</p> <p>The Center was granted a partial favorable judgment by the Taichung District Court in Glotech Industrial insider trading case.</p>   |
| 98.09.17 | <p>博達案中有關確認葉素菲對林華德1千萬元債權存在並代位請求之訴，經最高法院裁定駁回林華德及葉素菲對臺灣高等法院更一審判決之上訴，本件勝訴確定。</p> <p>The Supreme Court overruled Walter Lin and Sophia Yeh's appeal in the Procomp case where the Center filed lawsuit on behalf of Sophia Yeh to confirm the creditor's right of NT\$10 million belonging to Sophia Yeh against Walter Lin and request for repayment by the Center, this judgment is favorable to the Center and it's final and absolute.</p>   |
| 98.09.25 | <p>全坤興內線交易案，經最高法院駁回被告上訴，本案已告確定。</p> <p>The Supreme Court overruled the Center's appeal of Chain Qui Development which allegedly made insider trading case. The said proceeding of this case is final and absolute.</p>   |
| 98.09.25 | <p>銳普財報不實案，經板橋地院判決部分勝訴。</p> <p>The Center was granted a partially favorable judgment by the Panchiao District Court in the Xepex Electronics case of allegedly making false financial statement.</p>   |
| 98.09.29 | <p>召開「內部人持有轉換公司債適用證交法第157條問題」諮詢會議。</p> <p>Held a meeting to discuss “Whether Article 157 of the SEA is applicable to the case where an insider holds convertible bond.”</p>  |
| 98.09.30 | <p>召開本中心第3屆第10次董事監察人會議：</p> <p>一、提報鈺創公司內線交易案，經台北地院駁回本中心刑事附帶民事訴訟。</p> <p>二、提報明基公司內線交易案，經桃園地院駁回本中心刑事附帶民事訴訟。</p>  |



- 三、提報德宏公司內線交易案，經台中地院判決本中心部分勝訴。
- 四、決議通過本中心99年度及98年度業務計畫比較表。
- 五、決議公告受理歌林公司財報不實案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。
- 六、決議公告受理金美克能公司操縱股價案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。
- 七、決議公告受理聯豪公司財報不實案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償，及對該公司董事提起代表及解任訴訟。

Held the 10<sup>th</sup> board of directors and supervisors meeting of the third term:

1. To report the motion that the Taipei District Court overruled the Center's civil lawsuit (collateral to criminal proceedings) of Etron Technology insider trading case.
2. To report the motion that Taoyuan District Court overruled the Center's civil lawsuit (collateral to criminal proceedings) of BenQ insider trading case.
3. To report the motion that the Center was granted a partially favorable judgment by Taichung District Court in the Glotech Industria insider trading case.
4. To approve the comparison chart of the Center's annual working plans for 2009 and 2010.
5. To announce the Center's decision to process Kolin (false financial statement case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.
6. To announce the Center's decision to process Me Ke Long (stock price manipulation case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.
7. To announce the Center's decision to process BAFO Technologies (false financial statement case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.

- 98.10.05** 一、受理歌林股票投資人求償登記（自98年10月5日至11月6日）。
- 二、受理聯豪股票投資人求償登記（自98年10月5日至11月6日）。
1. Processed Kolin investors' claim application (from Oct. 5 to Nov. 6, 2009).
  2. Processed BAFO Technologies investors' claim application (from Oct. 5 to Nov. 6, 2009).

- 98.10.07** 受理金美克能股票投資人求償登記（自98年10月7日至12月31日）。
- Processed Me Ke Long investors' claim application (Oct. 7 to Dec. 31, 2009).

- 98.10.28** 召開本中心第3屆第11次董事監察人會議：
- 一、提報博達案中有關確認葉素菲對林華德1千萬元債權存在並代位請求之訴，經最高法院裁定駁回林華德及葉素菲對臺灣高等法院更一審判決之上訴，本件勝訴確定。
  - 二、提報銳普公司財報不實案，經板橋地院判決本中心部分勝訴。
  - 三、決議通過本中心99年度預算書草案與99及98年度預算比較表。
  - 四、決議公告受理飛雅公司財報不實案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。
  - 五、決議公告受理合邦公司財報不實案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。

Held the 11<sup>th</sup> board of directors and supervisors meeting of the third term :

1. To report the motion that the Center won a favorable judgment in the Procomp case where the Supreme Court overruled Walter Lin and Sophia Yeh's appeal against the Center requesting the



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|                 | <p>confirmation of creditor's right of Sophia Yeh against Walter on behalf of Sophia Yeh.</p> <p>2. To report the motion that the Center was granted a partially favorable judgment by Panchiao District Court in the Xepex Electronics case of allegedly making false financial statement.</p> <p>3. To approve the comparison chart of the Center's annual budget plans for 2009 and 2010.</p> <p>4. To announce the Center's decision to process Feya Technologies (false financial statement case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.</p> <p>5. To announce the Center's decision to process AVID Electronics (false financial statement case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.</p> |
| <b>98.10.30</b> | <p>佳鼎內線交易案，經臺灣臺北地方法院駁回本中心所提刑事附帶民事訴訟。</p> <p>Taipei District Court overruled the Center's civil lawsuit (collateral to criminal proceedings) of Vertex Precision Electronics insider trading case.</p>   |
| <b>98.11.03</b> | <p>一、受理飛雅股票投資人求償登記（自98年11月3日至12月31日）。</p> <p>二、受理合邦股票投資人求償登記（自98年11月3日至12月31日）。</p> <p>1. Processed Feya Technologies investors' claim application (from Nov. 3 to Dec. 31, 2009).</p> <p>2. Processed AVID Electronics investors' claim application (from Nov. 3 to Dec. 31, 2009).</p>  |
| <b>98.11.03</b> | <p>楊鐵公司及南港公司財報不實案，經臺灣高等法院駁回本中心所提之上訴。</p> <p>Taiwan High Court overruled the Center's appeal against Yang Iron Works and Nankang Rubber Tire which allegedly made false financial statements.</p>  |
| <b>98.11.05</b> | <p>華映內線交易案，經最高法院駁回本中心所提刑事附帶民事訴訟。</p> <p>The Supreme Court overruled the Center's civil lawsuit (collateral to criminal proceedings) of Chunghwa Picture Tubes insider trading case.</p>   |
| <b>98.11.19</b> | <p>博達案中有關確認葉素菲對林華德1千萬元債權存在並代位請求之訴，經臺灣高等法院判決駁回林華德及葉素菲所提再審之訴。</p> <p>The High Court overruled Walter Lin and Sophia Yeh's appeal for retrial the suit brought by the Center to confirm the creditor's right of NT\$10 million belonging to Sophia Yeh against Walter Lin.</p>   |
| <b>98.11.20</b> | <p>合機操縱股價案，經臺灣臺中地方法院判決全部勝訴，本件勝訴確定。</p> <p>The Center was granted a favorable judgment by Taichung District Court in the Hold-Key Electric Wire &amp; Cable case of stock price manipulation. The said judgment is final and absolute.</p>   |
| <b>98.11.20</b> | <p>博達案有關確認葉素菲對林華德8千萬元債權存在並代位請求之訴，經臺灣臺北地方法院判決本中心勝訴。</p> <p>Taipei District Court made a ruling favorable to the Center in the Procomp case where the Center filed a suit to confirm the creditor's right of NT\$80 million belonging to Sophia Yeh against Walter Lin and to request repayment from Walter Lin.</p>  |
| <b>98.11.25</b> | <p>召開本中心第3屆第12次董事監察人會議：</p> <p>一、提報主管機關指派董事1人，補足原任董事未滿之任期。</p> <p>二、提報全坤興公司內線交易案，經最高法院駁回被告等上訴，本中心勝訴確定。</p> <p>三、提報遠航公司重整案本中心申報重整債權遭法院裁定剔除事，擬提出後續處理事宜。</p> <p>四、提報楊鐵公司及南港公司財報不實案，經高等法院判決本中心敗訴。</p>   |



- 五、提報華映公司內線交易案，經最高法院駁回本中心刑事附帶民事訴訟。
- 六、決議公告受理弘捷公司內線交易案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。
- 七、決議公告受理堃昶公司操縱股價案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。
- 八、決議公告受理金鼎公司內線交易案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。
- 九、決議公告受理杭特公司操縱股價案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。
- 十、決議通過歌林重整案之債權申報進度及後續處理方案。
- 十一、決議通過雅新公司經士林地院裁定重整程序終止之後續處理方式。

Held the 12<sup>th</sup> board of directors and supervisors meeting of the third term:

1. To report the motion that competent authorities has assigned one more board director to take over the place of a discharged former board director, and the new board director will continue the duty til the end of term of the original director.
2. To report the motion that the Supreme Court overruled the appeal of defendant and granted a favorable judgment to the Center in the Chain Qui Development case of insider trading. The said judgment is final and absolute.
3. To report the motion that the court ruled to exclude the Center's claim for creditor's right in the Far Eastern Air Transport reorganization case, and the Center will propose solutions to handle the matter and relevant issues.
4. To report the motion that the High Court granted an unfavorable judgment to the Center in Yang Iron Works and Nankang Rubber Tire cases of making false financial statements.
5. To report the motion that the Supreme Court overruled the Center's civil lawsuit (collateral to criminal proceedings) of Chunghwa Picture Tubes insider trading case.
6. To announce the Center's decision to process Victory Circuit (insider trading case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.
7. To announce the Center's decision to process KC Uppertech (stock price manipulation case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.
8. To announce the Center's decision to process Taiwan International Securities (insider trading case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.
9. To announce the Center's decision to process Hunt Electronics (stock price manipulation case) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.
10. To resolve on the progress of Kolin reorganization case and the solutions to the following matters as well as relevant issues.
11. To resolve on the solutions to the following matters where the Shihlin District Court has ruled that the procedure of the Yah Hsin Industrial reorganization case was terminated.

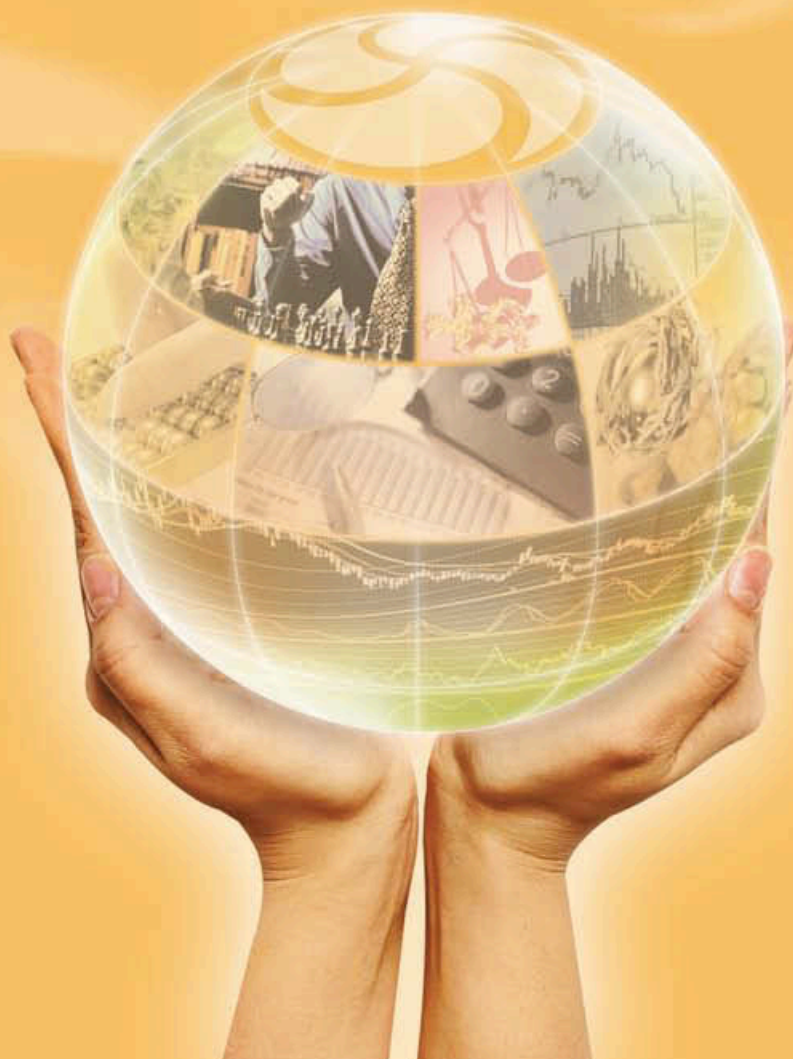
**98.12.01**

- 一、受理弘捷股票投資人求償登記（自98年12月1日至12月31日）。
- 二、受理堃昶股票投資人求償登記（自98年12月1日至12月31日）。
- 三、受理金鼎股票投資人求償登記（自98年12月1日至12月31日）。
- 四、受理杭特股票投資人求償登記（自98年12月1日至12月31日）。

1. Processed Victory Circuit investors' claim application (from Dec. 1 to Dec. 31, 2009).
2. Processed KC Uppertech investors' claim application (from Dec. 1 to Dec. 31, 2009).



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|          | <p>3. Processed Taiwan International Securities investors' claim application (from Dec. 1 to Dec. 31, 2009).</p> <p>4. Processed Hunt Electronics investors' claim application (from Dec. 1 to Dec. 31, 2009).</p>   |
| 98.12.11 | <p>召開「投保法修正後有關第10條之1法律適用問題」諮詢會議。<br/>Held a meeting to discuss "The Application of Article 10-1 of the Act after the Amendment."</p>   |
| 98.12.22 | <p>鈺創內線交易案，經臺灣高等法院駁回本中心上訴。<br/>Taiwan High Court overruled the Center's appeal of Etron Technology insider trading case.</p>   |
| 98.12.30 | <p>召開本中心第3屆第13次董事監察人會議：</p> <p>一、提報本中心98年下半年度保護基金收取、保管及運用自行檢查一覽表。</p> <p>二、提報雅新公司假扣押強制執行乙案，本中心對債務人雅新公司及蔡慧玲提起確認債權訴訟。</p> <p>三、提報佳鼎公司內線交易案，經台北地院駁回本中心刑事附帶民事訴訟。</p> <p>四、博達案有關確認葉素菲對林華德8千萬元債權存在並代位請求之訴，經台北地院判決本中心勝訴。</p> <p>五、提報合機公司操縱股價案，經台中地院判決本中心勝訴。</p> <p>六、決議通過本中心99年度保護基金保管運用計畫。</p> <p>七、決議通過對碼斯特公司董事非常規交易提起代表訴訟。</p> <p>八、決議公告受理勤美公司及太子公司財報不實及內線交易案股票投資人授與訴訟及仲裁實施權並提起團體訴訟進行民事求償。</p> <p>九、決議通過對金鼎證券公司前董事長不利益交易提起代表訴訟。</p> <p>Held the 13th board of directors and supervisors meeting of the third term:</p> <p>1. To report the checking list to be used to examine the Center's Protection Fund's application and management for the second half of 2009.</p> <p>2. To report the motion that for the case of compulsory execution of provisionally seized property belonging to the Yah Hsin Industrial in which the Center filed a suit to confirm investors' creditor right against Yah Hsin Industrial and Tsai Hui-ling.</p> <p>3. To report the motion that the Taipei District Court overruled the Center's civil lawsuit (collateral to criminal proceedings) of Vertex Precision Electronics insider trading case.</p> <p>4. To report the motion that Taipei District Court granted a favorable judgment to the Center in the Procomp case where the Center file a suit to confirm the creditor's right of NT\$80 million belonging to Sophia Yeh against Walter Lin and request for repayment by the center on behalf of Sophia Yeh.</p> <p>5. To report the motion that Taichung District Court granted a favorable judgment to the Center in the Hold-Key Electric Wire &amp; Cable case of stock price manipulation.</p> <p>6. To approve the Center's 2010 annual working plan for the Protection Fund.</p> <p>7. To file a derivative lawsuit against Must Teck which a director allegedly made irregular transactions.</p> <p>8. To announce the Center's decision to process Chin Mai Precision Machinery and Prince Housing &amp; Development (false financial statement and insider trading cases) claim application to file class-action suit or conduct arbitration procedures for civil compensation on behalf of investors with authorization.</p> <p>9. To resolve on a motion to file a derivative suit against Taiwan International Sureties' former chairman allegedly conducting transactions adverse to the company.</p> |





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