

Disclosure Act 1996)；該法立法旨意在於提升市場之透明度。1996 年大股東揭露法之立法位階等同於 1995 年之證交法。

根據行政院金融監督管理委員會組織法第二條規定，金管會主管金融市場及金融服務業之發展、監督、管理及檢查業務。金融市場包括銀行市場、票券市場、證券市場、期貨及金融衍生商品市場、保險市場及其清算系統等；金融服務業包括金融控股公司、金融重建基金、中央存款保險公司、銀行業、證券業、期貨業、保險業、電子金融交易業及其他金融服務業。

二、金融監督管理委員會對於金融市場管理局之資訊交換

根據 1995 年法令，自金融監督管理委員會取得之資訊不得公開且應以機密視之。除依 1995 年法令執行必要之業務，金融市場管理局不得就依 1995 年法令所取得之資訊予以使用或揭露，或提供予其他非必要之第三者。

金融市場管理局知悉臺灣相關法律規定（證券交易法、期貨交易法及電腦處理個人資料保護法）並聲明自金融監督管理委員會取得之非公開資訊及文件為不可公開及屬機密的，且取自金融監督管理委員會的資訊將僅限於荷蘭境內證券管理執法之用。

在揭露或轉遞取自金融監督管理委員會的機密資訊予其他機關或第三者前，金融市場管理局將事先徵得金融監督管理委員會同意。下列情況係依荷蘭法令必須揭露，金融市場管理局將適用以下程序：

- 依 1995 年法令執行業務時，金融市場管理局認為有違反前揭法令案件，將依法向刑事檢察官報告；在提呈報告前，金融市場管理局將知會金融監督管理委員會。
- 依據 1995 年法令，金融市場管理局成員依民刑事訴訟法規定，必須以證人或專家身分向法院陳述事實。當涉及金融監督管理

委員會所提供之資訊時，金融市場管理局將知會金融監督管理委員會。

三、金融監督管理委員會要求提供資訊

假如所要求資訊係以書面並依下列方式敘明：

- 所要求事項之大體陳述，所要求資訊之目的以及該要求資訊有何裨益之理由。
- 所要求特定資訊之描述。
- 所要求資訊若涉及違反任何法令之調查結果，應扼要敘明涉及違法之相關法令，以及已知悉可能擁有相關資訊之人員或單位名單，以及資訊可能取得處。

金融市場管理局將在其權責範圍內全力提供協助。

根據上述所提條款，金融市場管理局聲明與金融監督管理委員會建立資訊交換的管道。

在接獲您復函同意上述條款適用於金融監督管理委員會時，我們將認為本件信函與您的復函構成金融監督管理委員會與金融市場管理局的換文。

誠摯的

荷蘭金融市場管理局

Arthur Docters van Leeuwen

執行主席

Paul Koster

董事

日期 2006年6月7日

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關於與荷蘭金融市場管理局(AFM)之資訊
交換

親愛的 Arthur Doctors van Leeuwen 先生,

本人特此通知已接獲您於 2006 年 6 月 7 日的信函，有關雙方資訊交換一事。

緣於雙方近期洽商，金融監督管理委員會 (FSC) 表達與荷蘭金融市場管理局 (AFM) 資訊交換合作將裨益於雙方。爰此，金融監督管理委員會於本文中表達其意願，以在臺灣法律架構下實現上述所提合作事項。

一、總則

根據行政院金融監督管理委員會組織法第二條規定：金管會主管金融市場及金融服務業之發展、監督、管理及檢查業務。金融市場包括銀行市場、票券市場、證券市場、期貨及金融衍生商品市場、保險市場及其清算系統等；金融服務業包括金融控股公司、金融重建基金、中央存款保險公司、銀行業、證券業、期貨業、保險業、電子金融交易業及其他金融服務業。

依據證券交易法與期貨交易法，金融監督管理委員會為證券與期貨市場之主管機關。

金融市場管理局負責監理證券市場以及包括銀行、投資基金、保險公司以及證券商等所有金融服務提供者之營業行為（包括消費資訊及諮詢）。金融市場管理局之任務在於確保證券市場功能的正當性，以保護投資人的投資部位及提升證券市場之透明度。

根據 1995 年頒布之證券交易監督法 (1995 Act on the Supervision of the Securities Trade)，荷蘭財政部依法授權荷蘭銀行制定審慎證券監理相關法令，並授權金融市場管理局制定證券行為準則相關法令。因此，金融市場管理局本身所負責執行之權力：比如核發證照，審核證券交易法規及內線交易調查等。

除了 1995 年的證券交易監督法，金融市場管理局同時負責 1996 年公布之大型控股掛牌公司揭露法 (the Major Holdings in Listed Companies Disclosure Act 1996)；該法立法旨意在於提升市場之透明度。1996 年大股東揭露法之立法位階等同於 1995 年之證交法。

二、金融市場管理局對於金融監督管理委員會之資訊交換

自金融市場管理局取得之資訊不得公開且應以機密視之。除為了執行其職務之必要目的外，金融監督管理委員會不得就所取得之資訊予以使用或揭露，或提供予其他第三者。

金融監督管理委員會知悉荷蘭金融市場管理局相關法律規定 (1995 年證券交易監督法、1996 年大型控股掛牌公司揭露法)，並聲明自金融市場管理局取得之非公開資訊及文件為不可公開及屬機密的，且取自金融市場管理局的資訊將僅限於臺灣境內證券管理執法之用。

在揭露或轉遞取自金融市場管理局的機密資訊予其他機關或第三者前，金融監督管理委員會將事先徵得金融監督管理委員會同意。下列情況係依臺灣法令必須揭露，金融監督管理委員會將適用以下程序：

- 為依據證券交易法與期貨交易法執行其職務，金融監督管理委員會認為有違反前揭法令案件，將依法向刑事檢察官報告；在提呈報告前，金融市場管理局將知會金融監督管理委員會。
- 依據臺灣民刑事訴訟法規定，金融監督管理委員會成員依民刑事訴訟法規定，必須以證人或專家身分向法院陳述事實。當涉

及金融市場管理局所提供之資訊，金融監督管理委員會將知會金融市場管理局。

- 依據臺灣之憲法與立法院職權行使法，金融監督管理委員會將依據監察院與立法院之調閱要求，提供其本會所發布之命令與相關文件。當涉及金融市場管理局所提供之資訊，金融監督管理委員會將知會金融市場管理局。

三、金融市場管理局要求提供資訊

假如所要求資訊係以書面並依下列方式敘明：

- 所要求事項之大體陳述，所要求資訊之目的以及該要求資訊有何裨益之理由。
- 所要求特定資訊之描述。
- 所要求資訊若涉及違反任何法令之調查結果，應扼要敘明涉及違法之相關法令，以及已知悉可能擁有相關資訊之人員或單位名單，以及資訊可能取得處。

金融監督管理委員會將在其權責範圍內全力提供協助。

根據上述所提條款，金融監督管理委員會聲明與金融市場管理局建立資訊交換的管道。

本件復函，連同上開您於 2006 年 6 月 7 日的信函，構成金融市場管理局與金融監督管理委員會的換文。

誠摯的

呂東英

代理主任委員

金融監督管理委員會

臺灣



**Autoriteit
Financiële Markten**

Financial Supervisory Commission
attn. Mr. Daung-Yen LU,
Acting Chairman

Date 7 June , 2006
Our reference JZ-HJHa-05040394
Phone (020) 552 18 07
E-mail peter.van.duijvenvoorde@afm.nl
Concerning Exchange of information between the FSC
and the AFM

Dear Mr. Daung-Yen Lu,

Reference is made to our earlier contacts in which we expressed the opinion that further cooperation on the exchange of information between the Netherlands Authority for the Financial Markets (AFM) and the Financial Supervisory Commission (FSC) is of great value. Therefore in this letter the AFM will describe its intention to realize above mentioned cooperation within the Dutch legal framework.

1. General

The AFM is responsible for the supervision of securities markets as well as the conduct of business (including consumer information and advice) of all financial services providers in the market domain (banks, investment funds, insurance companies, and securities firms). The AFM's mandate is to ensure the proper functioning of the securities markets, to protect the position of investors and to increase the transparency of the securities markets.

In the Decree of Delegation 1995 Supervision of Securities Transactions Act (Decree of Delegation) the Dutch Minister of Finance delegates the supervision of the prudential securities rules to the Nederlandsche Bank N.V. (DNB) and the supervision of the securities rules of conduct to the AFM. Consequently the AFM itself is responsible for exercising its powers, such as granting licenses, reviewing stock exchange regulations and investigating incidences of insider trading.



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In addition to the Act on the Supervision of the Securities Trade 1995 (Act 1995) the AFM is also responsible for the Major Holdings in Listed Companies Disclosure Act 1996; the purpose of this Act is to increase the transparency of markets. The allocation of powers and responsibilities under Wmz 1996 is also comparable to that of the Act 1995.

Pursuant to Article 2 of Organic Act Governing the Establishment of the Financial Supervisory Commission, Executive Yuan, the FSC is in charge of the development, supervision, administration, and examination of the financial market and financial service industries. The financial market here includes the banking market, bills market, securities market, futures and derivatives market, insurance market, and clearance system; the financial service industries includes financial holding companies, financial restructuring fund, Central Deposit Insurance Corporation, the banking industry, securities industry, futures industry, insurance industry, electronic financial transactions, and other financial service industries

2. Information exchange by the FSC to the AFM

According to the Act 1995 information which has been received from the FSC will not be made public and will be treated as confidential. The AFM will not use information supplied pursuant to the Act 1995 in a manner other or for longer than, or to disclose the same in a manner or to persons other than is necessary for the purpose of performing its duties or implementing the Act 1995.

The AFM took notice of the requirements of the applicable laws in Taiwan (Securities and Exchange Law, Futures Trading Law, and Computer-Processed Personal Data Protection Law) and declares that non-public information and documents received by the AFM from the FSC will be non-public and confidential and that the information obtained from will be used exclusively to enforce the securities regulations in the Netherlands.

The AFM will ask the FSC's prior consent before disclosing or transferring confidential information obtained from the FSC to other authorities or third parties. In the following cases where disclosure is necessary under the law of the Netherlands, the AFM will apply the procedures as described below:

- For the purpose of performing its duties as mentioned in the Act 1995, the AFM will file a report with the criminal prosecutor in the event the AFM is of the opinion that there is a violation of the provisions of the Act 1995. Before filing this report the AFM will notify the FSC;



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- According to the Act 1995, the staff of the AFM may be forced, under the Codes of Criminal and of Civil Procedure, to make a statement to a court as a witness or expert. Whenever this concerns information sent by the FSC, the AFM will notify the FSC.

3. Requests for information from the FSC

If a request for information is made in writing and specifies the following:

- a general description of the matter which is the subject of the request and the purpose for which the information is sought as well as the reasons why this information will be of assistance;
- a description of the specific information which is requested;
- in case the request is a result of investigations of violations of any laws or regulations, a short description of the relevant provisions that may have been violated, and, if known, a list of persons or entities which may be in possession of the information and the place where the information may be available

the AFM will provide the fullest assistance within the competence of the AFM.

With respect to the conditions as mentioned above, the AFM declares that the exchange of information between the FSC and the AFM can be established.

Upon receipt of your letter indicating that the foregoing conditions are agreeable to the FSC, we will consider that this letter and your reply thereto constitute an exchange of letters between the FSC and the AFM on this subject.

Yours sincerely,
Netherlands Authority for the Financial Markets

Arthur Docters van Leeuwen
Chairman of the Executive Board

Paul Koster
Member of the Board



Financial Supervisory Commission
行政院金融監督管理委員會

Date June 7, 2006

Our reference

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Concerning Exchange of information with the AFM

Dear Mr. Arthur Docters van Leeuwen:

I acknowledge receipt of your letter of June 7, 2006, concerning the exchange of information between our two authorities.

Reference is made to our earlier contacts in which we expressed the opinion that further cooperation on the exchange of information between the Financial Supervisory Commission (FSC) and the Netherlands Authority for the Financial Markets (AFM) is of great value. Therefore in this letter the FSC will describe its intention to realize above mentioned cooperation within the legal framework in Taiwan.

I. General

Pursuant to Article 2 of the Organic Act Governing the Establishment of the Financial Supervisory Commission, Executive Yuan, the FSC is in charge of the development, supervision, administration, and examination of the financial market and financial service industries. The financial market here includes the banking market, bills market, securities market, futures and derivatives market, insurance market, and clearance system; the financial service industries includes financial holding companies, financial restructuring fund, Central Deposit Insurance Corporation, the banking industry, securities industry, futures industry, insurance industry, electronic financial transactions, and other financial service industries.

Under the Securities and Exchange Law and Futures Trading Law, the FSC is the competent authority of both securities and futures markets.

The AFM is responsible for the supervision of securities markets as well as the conduct of business (including consumer information and advice) of all financial services providers in the market domain (banks, investment funds, insurance companies, and securities firms). The AFM's mandate is to ensure the proper

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Date: June 7, 2006

Our reference:

Page: 2 of 3

functioning of the securities markets, to protect the position of investors and to increase the transparency of the securities markets.

In the Decree of Delegation 1995 Supervision of Securities Transactions Act (Decree of Delegation) the Dutch Minister of Finance delegates the supervision of the prudential securities rules to the Nederlandsche Bank N.V. (DNB) and the supervision of the securities rules of conduct to the AFM. Consequently the AFM itself is responsible for exercising its powers, such as granting licenses, reviewing stock exchange regulations and investigating incidences of insider trading.

In addition to the Act on the Supervision of Securities Trade 1995 (Act 1995) the AFM is also responsible for the Major Holdings in Listed Companies Disclosure Act 1996; the purpose of this Act is to increase the transparency of markets. The allocation of powers and responsibilities under Wmz. 1996 is also comparable to that of the Act 1995.

2. Information exchange by the AFM to the FSC

The information which has been received from the AFM will not be made public and will be treated as confidential. The FSC will not use information supplied in a manner other or for longer than, or to disclose the same in a manner or to persons other than is necessary for the purpose of performing its duties.

The FSC took notice of the requirements of the AFM's relevant applicable law (the Act on the Supervision of Securities Trade 1995, the Major Holdings in Listed Companies Disclosure Act 1996) and declares that non-public information and documents received by the FSC from the AFM will be non-public and confidential and that the information obtained from the AFM will be used exclusively to enforce the securities regulations in Taiwan.

The FSC will ask the AFM's prior consent before disclosing or transferring confidential information obtained from the AFM to other authorities or third parties. In the following cases where disclosure is necessary under the laws in Taiwan, the FSC will apply the procedures as described below:

For the purpose of performing its duties pursuant to the Securities and Exchange Law and the Futures Trading Law, the FSC will file a report with the criminal prosecutor in the event the FSC is of the opinion that there is a violation of the provisions of the Securities and Exchange Law and the Futures Trading Law. Before filing this report the FSC will notify the AFM;

Date June 7, 2006

Our reference

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- According to the Code of Criminal Procedure and the Code of Civil Procedure in Taiwan, the staff of the FSC may be forced to make a statement to a court as a witness or an expert or to submit relevant documents. Whenever this concerns information sent by the AFM, the FSC will notify the AFM.
- Pursuant to the Constitution and the Exercise of the Legislative Yuan's Authority and Duties Law in Taiwan, the FSC may be requested by the Control Yuan and the Legislative Yuan to submit original orders issued by the FSC and all relevant documents for their perusal. Whenever this concerns information sent by the AFM, the FSC will notify the AFM.

3. Requests for information from the AFM

If a request for information is made in writing and specifies the following:

- a general description of the matter which is the subject of the request and the purpose for which the information is sought as well as the reasons why this information will be of assistance;
- a description of the specific information which is requested;
- in case the request is a result of investigations of violations of any laws or regulations, a short description of the relevant provisions that may have been violated, and, if known, a list of persons or entities which may be in possession of the information and the place where the information may be available

the FSC will provide the fullest assistance within the competence of the FSC.

With respect to the conditions as mentioned above, the FSC declares that the exchange of information between the AFM and the FSC can be established.

This letter, together with your letter of June 7, 2006, referred to above, constitute an exchange of letters between the AFM and the FSC on this subject.

Yours sincerely,

Daung-Yen Lu

Daung-Yen LU
Acting Chairman
Financial Supervisory Commission
Taiwan

金融監督管理委員會

致呂東英先生

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關於金管會(FSC)與金融市場管理局(AFM)
之資訊交換

親愛的呂先生東英,

緣於雙方近期洽商，荷蘭金融市場管理局 (AFM) 表達與金融監督管理委員會 (FSC) 資訊交換合作將裨益於雙方。爰此，荷蘭金融市場管理局於本文中表達其意願，以在荷蘭法律架構下實現上述所提合作事項。

一、總則

金融市場管理局負責監理證券市場以及包括銀行、投資基金、保險公司以及證券商等所有金融服務提供者之營業行為 (包括消費資訊及諮詢)。金融市場管理局之任務在於確保證券市場功能的正當性，以保護投資人的投資部位及提升證券市場之透明度。

根據 1995 年頒布之證券交易監督法 (1995 Act on the Supervision of the Securities Trade)，荷蘭財政部依法授權荷蘭銀行制定審慎證券監理相關法令，並授權金融市場管理局制定證券行為準則相關法令。因此，金融市場管理局本身所負責執行之權力，比如核發證照，審核證券交易法規及內線交易調查等。

除了 1995 年的證券交易監督法，金融市場管理局同時負責 1996 年公布之大型控股掛牌公司揭露法 (the Major Holdings in Listed Companies

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