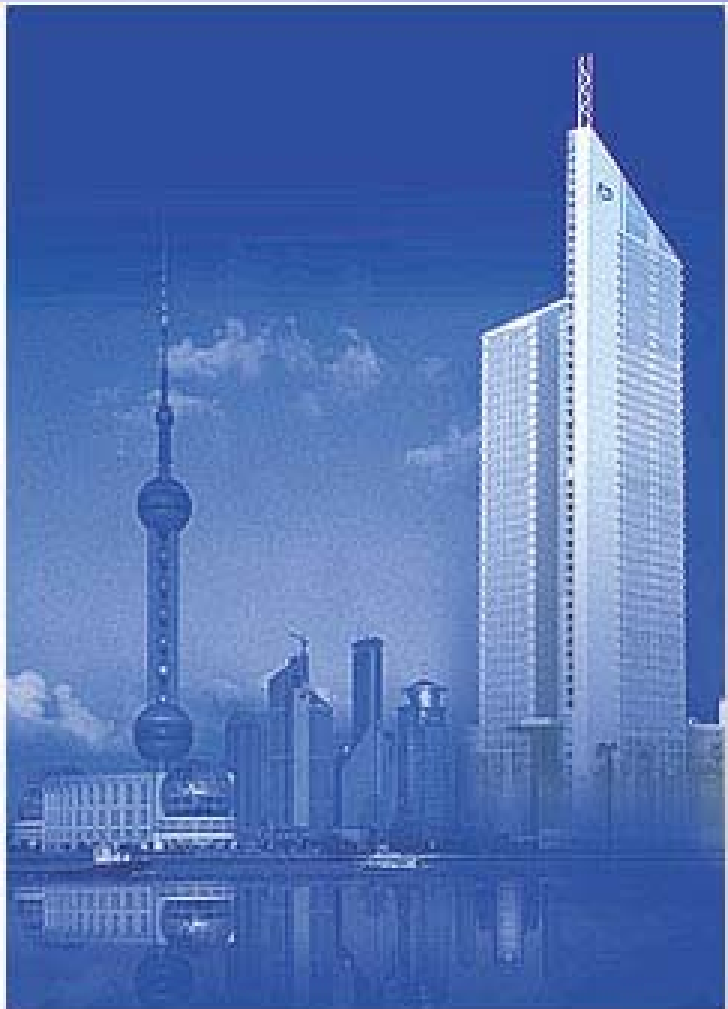




交通銀行  
BANK OF COMMUNICATIONS

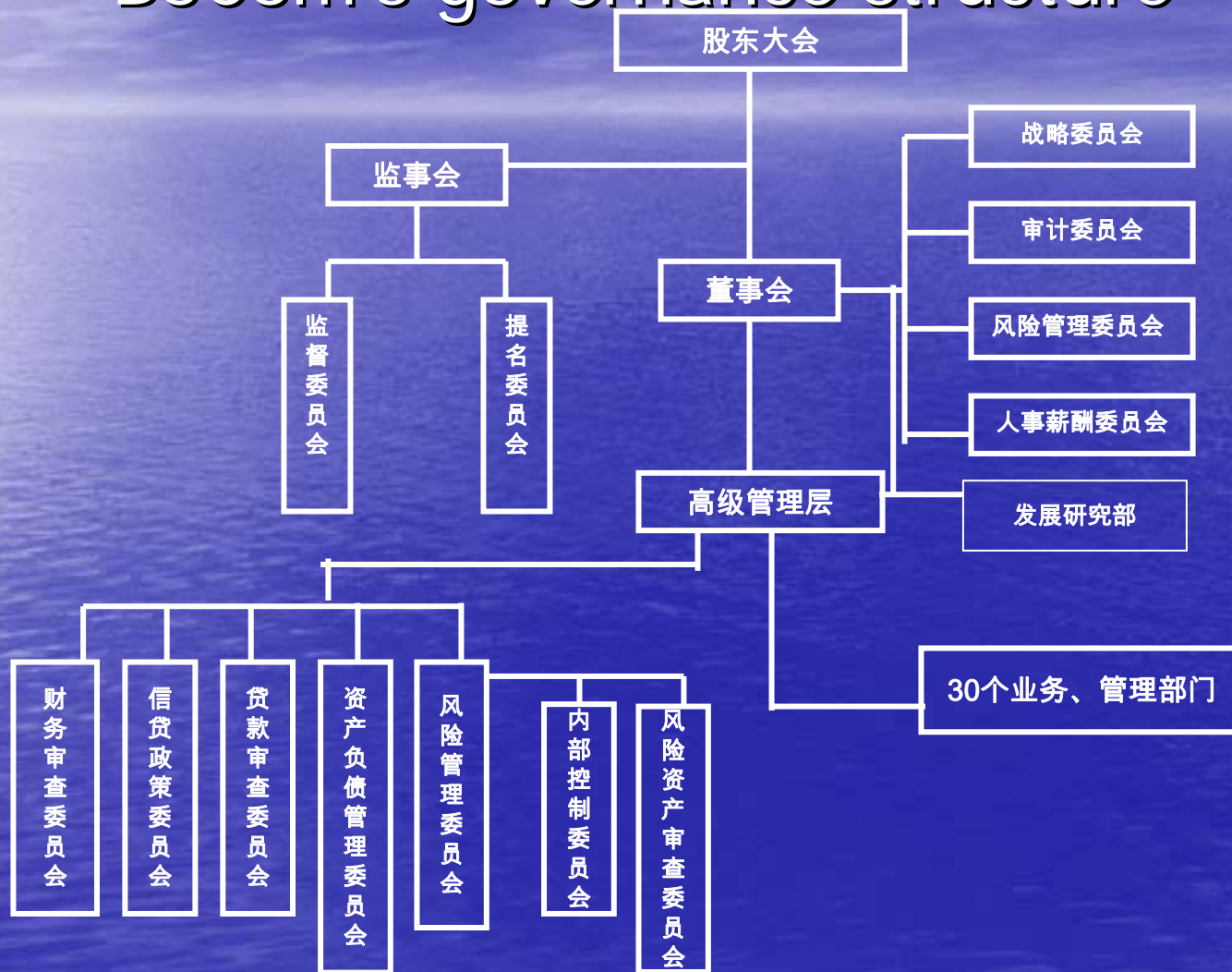


强化公司治理  
健康稳健经营

Healthy and steady  
operation  
via enhanced corporate  
governance

# 一、我行公司治理架构

## BoCom's governance structure



## 二、监事会设置的必要性

### Necessity of Board of Supervisors

#### 1. 公司法

Company Law

#### 2. 股权结构相对集中

Concentrated equity structure

#### 3. 独立董事制度

Independent director system

# 三、监事会主要工作方法

## Responsibilities of BOS

直接监督 Direct supervision :

1. 问卷

Questionnaires

2. 质询

Enquiries

间接监督 Indirect supervision :

1. 监事会电子专用邮箱

BOS e-mail

2. 监督建议书内控提示函

Supervisory proposals and internal control memos

## 四、不断完善公司治理架构,强化了我行的内控机制

### Improved governance enhanced internal control

- 稳步推进内部组织架构再造,建立独立垂直、专业化的经营管理体系 : 地区授信审批中心、地区审计部、会计主管委派制。

Steadily implemented organizational restructuring and established independent, vertical and specialized operation and management system: regional credit approving centers, regional internal audit department, accounting director designation system.

- 建立全面风险防范体系。

Established comprehensive risk management system.

# 五、成绩

## Achievements

- 资产从2003年的9286亿元增加到17195亿元  
Total assets grew from RMB 928.6 billion in 2003 to 1719.5 billion
- 经营利润从2003年的104.8亿元,增长到248.5亿元,增幅达到1.37倍  
Operating profit grew by 137% from RMB 10.48 billion in 2003 to 24.85 billion.
- ROA 0.78% ,ROE 14.15%
- 不良率从14%下降为2.11%  
NPL ratio declined from 14% to 2.11%
- 拨备覆盖率从11%提升为 114.69 %。  
Provision coverage increased from 11% to 114.69%
- 2005年6月我行首家完成财务重组、首家引进外资、首家公开海外上市,成为国有重点商业银行改革的先行者。  
By June 2005 we had completed financial restructuring, received foreign investment and completed overseas listing and had become the pioneer of reforms in PRC banking sector.

# 五、成绩

## Achievements

- 被《欧洲货币》杂志评为“中国最佳银行”  
“Best Bank in China” rated by *Euromoney*
- 被《金融亚洲》杂志评为“最佳管理公司”、“最佳公司治理”、“最佳投资者关系”的称号。  
“Best Managed Company”, “Best Corporate Governance”, “Best Investor Relations” rated by *Finance Asia*

# 六、面临的挑战

## Challenges

- 2003年我行资本充足率仅为3%，到2006年底，我行的资本充足率已达10.83%

Our CAR in 2003 was 3% only. By 31 Dec. 2006, CAR had reached 10.83%.

- 2007年3月我行成功发行次级债250亿元，资本充足率为12%，同年5月15日，我行又在境内发行A股31.9亿股，募集资金净额247.5亿元，资本充足率已达14%。

In March 2007 we successfully issued 25 billion yuan of subordinated bonds, raising CAR to 12%. On May 15, 2007, we issued 3.19 billion A-shares, raising CAR further to 14%.

# 六、面临的挑战

## Challenges

- 我行发起设立了交银施罗德基金管理公司  
Founded BoCom Shroder Fund Management Co., Ltd.
- 作为战略投资者重组湖北国际信托投资公司  
Acquired Hubei International Trust Investment Co., Ltd.
- 成立交银金融租赁公司  
Founded BoCom Financial Lease Co., Ltd.

# 六、面临的挑战

## Challenges

- 经验不足

Lack of experience

- 内控机制和激励机制尚需进一步推进

Internal control and incentive mechanism  
need further enhancing

- 信用体系尚在建立之中

Credit record system still under way

谢谢！

Thanks