

附表 Supplemental Table

四、股份有限公司登記應附送書表一覽表

4. A general table of documents to be submitted for registration of Company Limited by Shares

單位：份 unit: in copy

附送書表 documents to be submitted	申請書 application form	其他機關核准 函影本 (無則免送) photocopy of permit from other authority (exempted if inapplicable)	公司章程影本 photocopy of Articles of Incorporation	發起人報告書 影本 photocopy of promoters' report	發起人會議事錄 影本 photocopy of promoters' meeting minutes	創立會議事錄 影本 photocopy of inaugural meeting minutes	股東會議事錄 影本(註6) photocopy of shareholders' meeting minutes (Note 6)	董事監察人或 檢查人調查報告書 影本 photocopy of investigation report made by directors, supervisors or investigators	董事會議事錄 (或董事同意書)影本 photocopy of board meeting minutes (or directors' written consent)	合併契約影本、 分割計畫書影本、 股份交換契約影本、 股份轉換契約或決議影本 或營業或財產讓與(或收購)契約影本 photocopies of merger/ amalgamation contract, split-up plan, share conversion contract, share exchange contract or resolution or business/asset transfer (acquisition) contract	發起人名冊影本及 發起人身分證明文件影本(註3) photocopies of promoters' roster and ID certificates (Note 3)	董事或其他 負責人身分證明文件影本 Photocopies of ID certificates of directors, supervisors or other responsible persons	董事願任同意書影本(註10) photocopies of written consent to act as a director/ supervisor (Note 10)	辭(解)任證明文件影本(死亡者免附) photocopy of proof of resignation /discharge (exempted for the deceased)	經理人身分證明文件影本 photocopies of ID certificates of managerial personnel	法院裁定(囑託登記)文件影本 photocopy of court ruling (registration request)	建物所有權人同意書影本及 所有權證明文件影本(註5) photocopies of building owner's written consent and documentary evidence of ownership (Note 5)	會計師資本額查核報告書(註8) capital audit report issued by certified public accountant (Note 8)	設立(變更)登記表(註9) Incorporation (alteration) registration form (Note 9)
1.發起設立 Incorporation by promoters	1	1	1		1				1		1	1	1				1	1	2
2.募集設立 Incorporation by solicitation	1	1	1	1	1	1		1	1		1	1	1				1	1	2
3.公司名稱變更 Changes in company name	1	1	1				1												2
4.修正章程 Alteration of Articles of Incorporation	1	1	1				1												2
5.公司所營事業變 change of business scope	1	1	1				1												2
6.改選董監事 re-election of directors/supervisors	1	1					1		1			1(原任者免附身分證明文件) Exempted for existing ones	1						2
7.改選董事長、副董事長、 常務董事 re-election of Chairman /Vice Chairman /Managing Director of the Board	1	1					1(如原已擔任董事者免附) exempted if already acting as a director		1			1(如原已擔任董事者免附) exempted for existing directors	1(如原任董事者，免附董事須加附董事長願任同意書) exempted for existing directors but a written						2

													consent to appointment to Chairman required for Board Chair						
8.補選董監事 Election of succeeding Board Directors /Supervisors	1	1					1					1	1						2
9.董監事解任 discharge of board director or supervisor	1	1					1(經股 東會解 任者檢 附) Discharge by shareholders' meeting							1					2
10.法人股東改派代表人為 董監事 reappointment of representatives by juristic person shareholder	1	1										1	1						2

四、股份有限公司登記應附送書表一覽表(續)

4. A general table of documents to be submitted for registration of Company Limited by Shares (continued)

附送書表 documents to be submitted		申請書 application form	其他機關核准 函影本 (無則免送) photocopy of permit from other authority (exempted if inapplicable)	公司章程 影本 photocopy of Articles of Incorporation	發起人 報告書 影本 photocopy of promoters' report	發起人 會議事 錄影本 photocopy of promoters' meeting minutes	創立會 議事錄 影本 photocopy of inaugural meeting minutes	股東會 議事錄 影本(註6) photocopy of shareholders' meeting minutes (Note 6)	董事監 察人或 檢查人 調查報 告書影 本 photocopy of investigation report made by directors, supervisors or investigators	董事會 議事錄 (或董 事同意 書)影 本 photocopy of board meeting minutes (or directors' written consent)	合併契約影本、 分割計畫書影本 、股份交換契約 影本、股份轉換 契約或決議影本 或營業或財產讓 與(或收購)契 約影本photocopies of merger/ amalgamation contract, split-up plan, share conversion contract, share exchange contract or resolution or business/asset transfer (acquisition) contract	發起人 名冊影 本及發 起人身 分證明 文件影 本(註3) photocopies of promoters' roster and ID certificates (Note 3)	董監事 或其他 負責人 身分證 明文件 影本 Photocopies of ID certificates of directors, supervisors or other responsible persons	董監事 願任同 意書影 本(註10) photocopies of written consent to act as a director/ supervisor (Note 10)	辭(解)任 證明文 件影本(死亡者 免附) photocopy of proof of resignation /discharge (exempted for the deceased)	經理人 身分證 明文件 影本 photocopies of ID certificates of managerial personnel	法院裁 定(囑託 登記)文 件影本 photocopy of court ruling (registration request)	建物所 有權人 同意書 影本及 所有權 證明文 件影本(註5) photocopies of building owner's written consent and documentary evidence of ownership (Note 5)	會計師 資本額 查核報 告書(註8) capital audit report issued by certified public accountant (Note 8)	設立(變 更)登記 表(註9) Incorporation (alteration) registration form (Note 9)	
登 記 事 項 Registration																					
11.重整人、重整監督人登記 registration of reorganizers / reorganization supervisors		1											1(解任者免附) exempted if being discharged					1			2
12.董監事、臨時管理人、重整人、重整監督人姓名、地址變更 changes in names/addresses of directors/supervisors, temporary administrators, reorganizers, reorganization supervisors		1											1								2
13.公司所在地變更 change in company location	同一縣市 same county/city	1	1							1									1		2
	不同縣市 different county/city	1	1	1				1		1(股東會已決議新地址者免附) exempted if new address has been decided by shareholder s' meeting									1		2
14.經理人委任 appointment of managerial personnel		1	1							1							1				2
15.經理人解任 discharge of managerial personnel		1	1							1(經董事會解任者檢附) if being discharged by the board						1(辭職者檢附) (required for the resigned)					2

16. 經理人、分公司經理人姓名、地址變更 changes in name/address of managerial personnel of company/branch office	1														1				2
17. 分公司設立 establishment of branch office	1	1							1						1		1		2
18. 分公司經理人變更 changes in managerial personnel of branch office	1	1							1(經理人調動者免附)) exempted for managerial personnel relocation						1				2

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4. A general table of documents to be submitted for registration of Company Limited by Shares (continued)

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登 Registration 記 事 項																				
19.分公司名稱變更 changes in branch office name	1	1							1(如公司總名者免附) (exempted if it is because of head office changing name)											2
20.分公司所在地變更 change in location of branch office	1	1							1								1			2
21.分公司廢止 nullification of branch office	1	1							1											
22.停業 business discontinuation	1								1											
23.復業 business recommencement	1								1											
24.延展開業 extension of business commencement date	1																			
25.增資、發行新股 capital increase, issuance of new shares	1	1	1(不涉及修章者免附) exempted if no alteration to Articles of Incorporation				1(依公司法第266規定以現金發行新股者免附) exempted for issuance of new shares for cash capital increase pursuant to Article 266 of Company Act		1										1	2
26.可轉換公司債換發新股	1		1(不涉				1(不涉		1										1	2

conversion of convertible corporate bonds into shares			及修章者免附) exempted if no alteration to Articles of Incorporation				及修章者免附) exempted if no alteration to Articles of Incorporation												
27.減資 capital reduction	1	1	1(不涉及修章者免附) exempted if no alteration to Articles of Incorporation				1	1(股東會已決議減資基準日者免附) exempted if capital reduction reference date has been decided by shareholder s' meeting									1	2	
28.分割新設 new incorporation after split-up	1	1	1		1		1(檢附各被分割公司) covering all split companies	1(含新設及各被分割公司) (including survived and split companies)	1	1(免附發起人身分證明文件) promoters' ID copies exempted	1	1					1	1	2

四、股份有限公司登記應附送書表一覽表(續)

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登 記 事 項 Registration																				
29.吸收分割發行新股 issuance of new shares by the existing company in split-up	1	1	1(不 涉 及 修 章 者 免 附) exempted if no alteration to Articles of Incorporation				1(含 既 存 及 各 被 分 割 公 司) covering all existing and split companies		1(含 既 存 及 各 被 分 割 公 司) covering all existing and split companies	1								1	2	
30.分割減資 capital reduction as a result of split-up	1	1	1(不 涉 及 修 章 者 免 附) exempted if no alteration to Articles of Incorporation				1(含 既 存 【 或 新 設 】 及 各 被 分 割 公 司) covering all existing (or newly incorporate d) and split companies		1(含 既 存 【 或 新 設 】 及 各 被 分 割 公 司) covering all existing (or newly incorporate d) and split companies	1								1	2	
31.分割消滅 dissolution as a result of split-up	1	1					1		1	1										
32.合併新設 new incorporation through merger	1	1	1		1		1(檢 附 各 消 滅 公 司) covering all dissolved companies		1(含 新 設 及 各 消 滅 公 司) (covering shareholders of the newly incorporated and all dissolved companies)	1	1(免 附 發 起 人 身 分 證 明 文 件) promoters' ID copies exempted	1	1				1	1	2	
33.合併存續	1	1	1(不 涉				1(含 存 續 及 各		1(含 存 續 及 各	1								1	2	

existence after amalgamation			及修章 者免附) exempted if no alteration to Articles of Incorporation				消滅公 司) (covering survived and all dissolved companies)	消滅公 司) (covering survived and all dissolved companies)										
34. 合併解散 dissolution caused by merger	1	1					1	1 (股 東會已 決議合 併基準 日者免 附) exempted if merger reference date has been decided by shareholder s' meeting	1									
35. 解散 dissolution	1	1					1											2
36. 裁定解散 dissolution by ruling	1														1			2
37. 股份交換發行新股 issuance of new shares for share conversion	1	1						1	1								1	2

四、股份有限公司登記應附送書表一覽表(續)

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登 記 事 項 Registration																				
38.股份轉換發行新股 issuance of new shares for share exchange	1	1	1(不涉及修章者免附) exempted if no alteration to Articles of Incorporation				1 (含各公司) covering all companies		1 (含各公司) covering all companies	1								1	2	
39.收購發行新股 issuance of new shares for acquisition	1	1	1(不涉及修章者免附) exempted if no alteration to Articles of Incorporation				1 (含各公司) covering all companies		1	1								1	2	
40.股份轉換新設 share exchange for new incorporation	1	1	1		1		1 (含各公司) covering all companies		1 (含各公司) covering all companies	1	1(免附發起人身分證明文件) promoters' ID copies exempted	1	1				1	1	2	
41.法人股東名稱、地址變更 changes in name /address of juristic person shareholder	1																		2	
42.庫藏股減資 capital reduction through retirement of treasury shares	1	1							1									1	2	
43.變更為非閉鎖性 change to non-close company	1	1	1				1												2	
44.票面金額股轉換為無票	1	1	1				1												2	

面金額股 change share certificates with par value to without par value																		
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備註：1、委託會計師或律師代理者，應另檢附委託書一份。

Note: A written proxy shall be submitted if application for registration is entrusted to an accountant or attorney.

2、申請變更之董事、監察人及經理人，曾檢送身分證明文件且身分資料無變更者，得免檢附身分證明文件。

For the directors, supervisors and managerial personnel to be changed, exempted from submitting ID certificates if such were submitted in previous application and no ID information has been altered since then.

3、發起人、法人股東為本國公司或經登記之外國公司者免附。

Exempted for promoters or juristic person shareholders being domestic companies or registered foreign companies.

4、公司申請設立、合併新設、分割新設、名稱及所營事業變更者，應於申請書件上載明「公司名稱及所營事業登記預查申請表」核准文號。

In application for registration of incorporation, new incorporation through merger, new incorporation after split-up, changes in company name and business scope, approval Ref. No. in the document of “Application for Company Name and Business Scope Reservation” shall be stated in the application form.

5、公司登記所在地之建物所有權人出具之同意書，應載明同意提供使用之公司名稱；建物為公司所自有者或檢附租賃契約影本，免附同意書。

A written consent issued by the owner of the building where the company located shall state therein the name of the company the owner consents to provide the use with; exempted from such written consent if the company owns the building or a photocopy of lease contract of the building is submitted.

6、股東會議事錄文件格式為 A4。

The shareholders’ meeting minutes shall be in the format of A4.

7、依證券交易法第二十八條之二規定辦理庫藏股減資者，免經會計師查核簽證。

The performing of capital reduction through retirement of treasury shares pursuant to Article 28-2 shall be exempted from capital audit by a certified public accountant.

8、公司法第七條第一項規定：「公司申請設立登記之資本額，應經會計師查核簽證；公司應於申請設立登記時或設立登記後三十日內，檢送經會計師查核簽證之文件。」於申請設立登記案件，會計師資本額查核報告書得於設立登記後三十日內補送。

Provisions of Paragraph 1 of Article 7 of the Company Act: “The capital amount of a company applying for registration of incorporation shall be audited by an independent certified public accountant; such company shall attach an auditing certificate from an independent certified public accountant when applying for registration of incorporation or within 30 days after the registration of incorporation.” For applications for registration of incorporation, the audit report of capital amount issued by an independent certified public accountant can be submitted within 30 days after the registration of incorporation.

9、設立(變更)登記表應使用主管機關所定之格式辦理。

The Incorporation (alteration) registration form to be used shall be in the format set by the competent authority.

10、政府股東指派之董事、監察人免附願任同意書。

Submission of written consent to act as director/supervisor shall not apply to directors and supervisors appointed by government shareholders.