

# 附表 Supplemental Table

## 一、無限公司登記應附送書表一覽表

### 1. A general table of documents to be submitted for Unlimited Company registration

單位：份 unit: in copy

| 附送書表<br>documents to be submitted                                       | 申請書<br>application form          | 其他機關<br>核准函影<br>本(無則免<br>送) photocopy<br>of permit from<br>other authority<br>(exempted if<br>inapplicable) | 公司章程<br>影本<br>photocopy of<br>Articles of<br>Incorporation | 股東同意<br>書影本(註<br>7)<br>photocopy of<br>shareholders'<br>written consent<br>(Note 7) | 股東身分<br>證明文件<br>影本(註3)<br>photocopy of<br>shareholders'<br>ID document<br>(Note 3) | 合併後改<br>推新代表<br>公司之股<br>東，其身<br>分證明文<br>件影本<br>photocopies of<br>ID certificates of<br>shareholders<br>elected to<br>represent the<br>company after<br>merger | 經理人身<br>分證明文<br>件影本<br>photocopies<br>of ID<br>certificates of<br>managerial<br>personnel | 辭(解)任<br>證明文件<br>影本(死亡<br>者免附)<br>photocopy of<br>proof of<br>resignation<br>/discharge<br>(exempted for<br>the deceased) | 合併契約<br>影本<br>photocopy of<br>merger/<br>amalgamation<br>contract | 股東退股<br>證明書影<br>本photocopy<br>of proof of<br>withdrawal of<br>shares of<br>shareholders | 法院裁定<br>文件影本<br>photocopy<br>of court<br>ruling | 建物所有<br>權人同意<br>書影本及<br>所有權證<br>明文件影<br>本(註5)<br>photocopies of<br>building owner's<br>written consent<br>and<br>documentary<br>evidence of<br>ownership (Note<br>5) | 會計師資<br>本額查核<br>報告書(註<br>6) capital<br>audit<br>report<br>issued by<br>certified<br>public<br>accountant<br>(Note 6) | 設立(變更<br>)登記表(註8)<br>Incorporation<br>(alteration)<br>registration<br>form (Note 8) |
|---|----------------------------------|---|--|---|--|---|---|---|---|---|---|--|--|---|
| 1.公司設立<br>incorporation registration                                    | 1                                | 1   | 1  | 1   | 1  |   |   |   |   |   |   | 1  | 1  | 2   |
| 2.公司名稱變更<br>Changes in company name                                     | 1                                | 1   | 1  | 1   |  |   |   |   |   |   |   |  |  | 2   |
| 3.修正章程 Alteration of<br>Articles of Incorporation                       | 1                                | 1   | 1  | 1   |  |   |   |   |   |   |   |  |  | 2   |
| 4.公司所營事業變更<br>change of business scope                                  | 1                                | 1   | 1  | 1   |  |   |   |   |   |   |   |  |  | 2   |
| 5.股東出資轉讓 transferring<br>a shareholder's contribution<br>to the capital | 1                                | 1   | 1  | 1   | 1(新增者)<br>(for addition)   |   |   |   |   |   |   |  |  | 2   |
| 6.股東姓名、地址變更<br>changes in shareholder's<br>name/address                 | 1                                |   | 1  |   | 1  |   |   |   |   |   |   |  |  | 2   |
| 7.公司所在地變<br>更 changes in<br>company<br>location                         | 同一縣市<br>same<br>county/city      | 1   | 1  |   | 1  |   |   |   |   |   |   | 1  |  | 2   |
|   | 不同縣市<br>different<br>county/city | 1   | 1  |   | 1  |   |   |   |   |   |   | 1  |  | 2   |
| 8.變更組織 change of<br>organization  | 1                                | 1   | 1  | 1   | 1(新增者)<br>(for addition)   |   |   |   |   |   |   |  |  | 2   |
| 9.經理人委任 appointment of<br>managerial personnel                          | 1                                | 1   |  | 1   |  |   | 1   |   |   |   |   |  |  | 2   |
| 10.經理人解任 discharge of<br>managerial personnel                           | 1                                | 1   |  | 1   |  |   |   | 1(辭職者<br>檢附)<br>(required for the<br>resigned)  |   |   |   |  |  | 2   |

|  |   |   |   |  |                      |  |   |  |  |  |  |   |   |   |
|--|---|---|---|--|----------------------|--|---|--|--|--|--|---|---|---|
| 11. 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 |
| 12. 分公司設立 establishment of branch office   | 1 | 1 |   | 1  |                      |  | 1 |  |  |  |  | 1 |   | 2 |
| 13. 分公司經理人變更 changes in managerial personnel of branch office                                  | 1 | 1 |   | 1  |                      |  | 1 |  |  |  |  |   |   | 2 |
| 14. 分公司名稱變更 changes in branch office name  | 1 | 1 |   | 1(如因總公司更名者免附)(exempted if is because of head office changing name) |                      |  |   |  |  |  |  |   |   | 2 |
| 15. 分公司所在地變更 change in location of branch office   | 1 | 1 |   | 1  |                      |  |   |  |  |  |  | 1 |   | 2 |
| 16. 分公司廢止 nullification of branch office   | 1 | 1 |   | 1  |                      |  |   |  |  |  |  |   |   |   |
| 17. 停業 business discontinuation  | 1 |   |   |  |                      |  |   |  |  |  |  |   |   |   |
| 18. 復業 business recommencement   | 1 |   |   |  |                      |  |   |  |  |  |  |   |   |   |
| 19. 延展開業 extension of business commencement date   | 1 |   |   |  |                      |  |   |  |  |  |  |   |   |   |
| 20. 增資 capital increase  | 1 | 1 | 1 | 1  | 1(新增者)(for addition) |  |   |  |  |  |  |   | 1 | 2 |

一、無限公司登記應附送書表一覽表(續)

1. A general table of documents to be submitted for Unlimited Company registration (continued)

| 附送書表<br>documents to be submitted<br><br>登<br>記<br>事<br>項<br>Registration | 申請書<br>application<br>form | 其他機關<br>核准函影<br>本(無則免<br>送) photocopy<br>of permit from<br>other authority<br>(exempted if<br>inapplicable) | 公司章程<br>影本<br>Articles of<br>Incorporation | 股東同意<br>書<br>影本(註7)<br>photocopy of<br>shareholders'<br>written consent<br>(Note 7)                                  | 股東身分<br>證明文件<br>影本(註3)<br>photocopy of<br>shareholders'<br>ID document<br>(Note 3) | 合併後改<br>推新代表<br>公司之股<br>東，其身<br>分證明文<br>件影本<br>photocopies of<br>ID certificates of<br>shareholders<br>elected to<br>represent the<br>company after<br>merger | 經理人身<br>分證明文<br>件影本<br>photocopies<br>of ID<br>certificates of<br>managerial<br>personnel | 辭(解)任<br>證明文件<br>影本(死亡<br>者免附)<br>photocopy of<br>proof of<br>resignation<br>/discharge<br>(exempted for<br>the deceased) | 合併契約<br>影本<br>photocopy of<br>merger/<br>amalgamation<br>contract | 股東退股<br>證明書影<br>本photocopy<br>of proof of<br>withdrawal of<br>shares of<br>shareholders | 法院裁定<br>文件影本<br>photocopy<br>of court<br>ruling | 建物所有<br>權人同意<br>書影本及<br>所有權證<br>明文件影<br>本(註5)<br>photocopies of<br>building owner's<br>written consent<br>and<br>documentary<br>evidence of<br>ownership (Note<br>5) | 會計師資<br>本額查核<br>報告書 (註6)<br>capital<br>audit<br>report<br>issued by<br>certified<br>public<br>accountant<br>(Note 6) | 設立(變更)<br>登記表(註8)<br>Incorporation<br>(alteration)<br>registration<br>form (Note 8) |
|---|----------------------------|---|--|--|--|---|---|---|---|---|---|--|--|---|
| 21.減資 capital reduction   | 1                          | 1   | 1  | 1  |  |   |   |   |   | 1   |   |  | 1  | 2   |
| 22.合併新設 new<br>incorporation through merger                               | 1                          | 1   | 1  | 1(含新設<br>及各消滅<br>公司)<br>(covering<br>shareholders of<br>the newly<br>incorporated<br>and all dissolved<br>companies) | 1  |   |   |   | 1   |   |   | 1  | 1  | 2   |
| 23.合併存續<br>existence after amalgamation                                   | 1                          | 1   | 1  | 1(含存續<br>及各消滅<br>公司)<br>(covering<br>shareholders of<br>the survived and<br>all dissolved<br>companies)              |  | 1   |   |   | 1   |   |   |  | 1  | 2   |
| 24.合併解散<br>dissolution caused by merger                                   | 1                          | 1   |  | 1  |  |   |   |   | 1   |   |   |  |  |   |
| 25.解散 dissolution   | 1                          | 1   |  | 1  |  |   |   |   |   |   |   |  |  | 2   |
| 26.裁定解散<br>dissolution by ruling  | 1                          |   |  |  |  |   |   |   |   |   | 1   |  |  | 2   |

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 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、股東為本國公司或經登記之外國公司者免附。

Exempted for shareholders being domestic companies or registered foreign companies.

4、公司申請設立、合併新設、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, 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、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.

- 7、如股東係無行為能力人時，須由法定代理人代為出具同意書；如股東係限制行為能力人時，出具同意書須經法定代理人允許。

If a shareholder is a person who has no capacity, the written consent shall be issued by proxy by the statutory representative. If a shareholder is a person who is limited in capacity, the written consent shall be issued with permission of the statutory representative.

- 8、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.