

表 3-1

大陸地區投資人投資國內有價證券或從事國內期貨交易申請登記表

1.申請人	
中文名稱：	
英文名稱： (須與所檢附文件完全一致)	
成立日期：西元      年      月      日	
2.型態	
大陸地區合格機構投資者(請擇一勾選) 類別： 證券主管機關核准： <input type="checkbox"/> 開放型基金 <input type="checkbox"/> 封閉型基金 <input type="checkbox"/> 集合計畫 銀行主管機關核准： <input type="checkbox"/> 銀行 <input type="checkbox"/> 信託公司 保險主管機關核准： <input type="checkbox"/> 保險公司 <input type="checkbox"/> 保險集團公司 <input type="checkbox"/> 保險控股公司	大陸籍員工集合投資專戶 (請擇一勾選) 類別： <input type="checkbox"/> 上市(櫃)公司之海外分公司 <input type="checkbox"/> 上市(櫃)公司之海外從屬公司 <input type="checkbox"/> 第一上市(櫃)公司  大陸籍股東投資專戶(請擇一勾選) 類別： <input type="checkbox"/> 第一上市(櫃)前取得股票之股東 <input type="checkbox"/> 第一上市(櫃)後直接投資取得股票之股東 <input type="checkbox"/> 第一上市(櫃)後直接投資取得股票之大陸地區人民、法人、團體、其他機構於第三地區投資之公司(國名:_____) <input type="checkbox"/> 上市(櫃)公司海外從屬公司或分公司具母公司內部人身分之大陸籍員工或第一上市(櫃)公司具內部人身分之大陸籍員工
3.聲明事項：(自填表日起生效)	
(1).依申請人之基金章程或成立契約等文件，其投資或交易策略之性質，聲明係屬投資或避險目的：(請務必勾選) <input type="radio"/> 投資 <input type="radio"/> 避險 (2).申請人所提供之文件與內容屬實且無虛假。 (3).申請人絕不以不當手段干擾金融市場運作。	(1).申請人所提供之文件與內容屬實且無虛假。 (2).申請人絕不以不當手段干擾金融市場運作。
4.大陸地區外匯業務主管機關核准投資海外額度(僅大陸地區合格機構投資者須填具)： (美金)	
5.其他基本資料 (以下資料如無者請填"N/A")	

管理公司(Management Company) 電子郵件信箱：(E-mail Address)	
託管銀行(Custodian Bank)	
顧問公司(Advisory Company)	
全球保管銀行(Global Custodian)	
<b>6.內部人資料（以下資料如無者請填”N/A”）</b>	
<p>申請人有下列情事者，請務必勾選：</p> <p>(1) <input type="checkbox"/> 申請人業經經濟部投資審議司委員會、產科學工業園區管理局或加工出口國家科學及技術委員會各科學園區管理局處專案核准投資，其核准函文號：_____。</p> <p>(2) 申請人具上市(櫃)、第一上市(櫃)或興櫃公司內部人身分：  <input type="checkbox"/> 本人：申請人為上市(櫃)、第一上市(櫃)或興櫃公司內部人，其公司之股票代號：_____。  <input type="checkbox"/> 關係人：申請人為上市(櫃)、第一上市(櫃)或興櫃公司內部人之關係人(配偶、未成年子女或利用他人名義持有者)，其公司之股票代號：_____，該內部人之名稱：_____  _____、身分編號：_____。</p> <p>申請人於申請時尚未具上市(櫃)、第一上市(櫃)或興櫃公司內部人或其內部人之關係人身分，未來具有該等身分時，須依發行公司內部人申報作業相關規定主動申報。</p>	
<p>申請日期：  代理人：  代表人：  聯絡人員：  聯絡電話：  電子郵件信箱：  保管機構：</p>	
檢附附件清單：	
<p>大陸地區合格機構投資者：</p> <ol style="list-style-type: none"> <li>1.符合本作業要點規定之成立證明文件。</li> <li>2.大陸地區證券、銀行或保險主管機關核准合格機構投資者之證明文件。</li> <li>3.大陸地區外匯業務主管機關核准投資海外額度文件。</li> <li>4.代理人授權書或代表人指派書</li> <li>5.申請登記之大陸地區投資人登記表。</li> </ol>	
<p>上市(櫃)公司之海外從屬公司或分公司大陸籍員工集合投資專戶</p> <ol style="list-style-type: none"> <li>1.符合本作業要點規定之身分證明文件。</li> <li>2.上市(櫃)公司之海外從屬公司或分公司切結確實取得大陸籍員工授權之切結書正本。</li> <li>3.上市(櫃)公司經主管機關申報生效發行新股或員工認股權憑證或買回其股份之證明文件影本。</li> <li>4.上市(櫃)公司董事會通過當次買回其股份轉讓予員工、發行員工認股權憑證或發行新股之議事錄影本。</li> <li>5.代理人授權書或代表人指派書。</li> <li>6.申請登記之大陸地區投資人登記表</li> </ol>	

第一上市(櫃)公司大陸籍員工集合投資專戶

- 1.符合本作業要點規定之身分證明文件。
- 2.第一上市(櫃)之外國發行人切結確實取得大陸籍員工授權之切結書正本。
- 3.第一上市(櫃)之外國發行人經主管機關申報生效發行新股或員工認股權憑證或買回其股份之證明文件影本。
- 4.代理人授權書或代表人指派書。
- 5.申請登記之大陸地區投資人登記表。

第一上市(櫃)前取得股票之大陸籍股東投資專戶

- 1.符合本作業要點規定之身分證明文件。
- 2.第一上市(櫃)外國發行人之股務代理機構出具大陸籍股東在該外國發行人所發行股票來臺上市或上櫃前已取得該發行人所發行股票之證明文件，或大陸籍員工依註冊地國法令配發、認購或讓受股份之證明文件。
- 3.代理人授權書或代表人指派書。
- 4.申請登記之大陸地區投資人登記表。

第一上市(櫃)後直接投資取得股票之大陸籍股東投資專戶

- 1.符合本作業要點規定之身分證明文件。
- 2.證交所或櫃檯買賣中心核復外國發行人直接投資申報函。
- 3.股務代理機構出具其因參與私募、現金增資或因合併、收購或股份轉換而取得該發行人發行之股票之證明文件。
- 4.代理人授權書或代表人指派書。
- 5.申請登記之大陸地區投資人登記表。

上市(櫃)公司海外從屬公司或分公司具母公司內部人身分之大陸籍員工或第一上市(櫃)公司具內部人身分之大陸籍員工投資專戶

- 1.符合本作業要點規定之身分證明文件。
- 2.上市(櫃)公司或第一上市(櫃)外國發行人經主管機關申報生效發行新股或員工認股權憑證或買回其股份之證明文件影本。
- 3.大陸籍員工依法令配發、認購或讓受股份之證明文件。
- 4.代理人授權書或代表人指派書。
- 5.申請登記之大陸地區投資人登記表。
- 6.具上市(櫃)公司海外從屬公司或分公司具母公司內部人身分之大陸籍員工或第一上市(櫃)公司內部人之聲明書。

申請人：\_\_\_\_\_

有權簽字人姓名：\_\_\_\_\_

職稱：\_\_\_\_\_

填表日期：\_\_\_\_\_



# Exhibit 3-1

## Registration Form for the Mainland Area Investors to Invest in the Securities Market or Trade Futures in the Taiwan Area

<b>1. Applicant</b>	
Name in Chinese:	
Name in English: (Applicant's name shall be the same as indicated on supporting identification documents.)	
Establishment Date:	
<b>2. Type of Applicant</b> (Please tick applicable boxes and fill in relevant information, as appropriate.)	
<p>Qualified Domestic Institutional Investor (QDII) Type: Approved by the China Securities Regulatory Commission (CSRC) :</p> <p><input type="checkbox"/> Open-end Fund <input type="checkbox"/> Closed-end Fund <input type="checkbox"/> Collective Scheme</p> <p>Approved by the China Banking Regulatory Commission (CBRC) :</p> <p><input type="checkbox"/> Bank <input type="checkbox"/> Trust Company</p> <p>Approved by the China Insurance Regulatory Commission (CIRC) :</p> <p><input type="checkbox"/> Insurance Company <input type="checkbox"/> Insurance Group Company <input type="checkbox"/> Insurance Holding Company</p>	<p>Segregated Collective Investment Account for the Mainland Area Employees Type :</p> <p><input type="checkbox"/> Overseas branch of a Taiwan company listed on TWSE or TPEX <input type="checkbox"/> Overseas subordinate company of a Taiwan company listed on TWSE or TPEX <input type="checkbox"/> Foreign company listed on TWSE or TPEX</p> <p>The Mainland Area shareholder Type :</p> <p><input type="checkbox"/> A shareholder obtained shares prior to a foreign company listed on TWSE or TPEX. <input type="checkbox"/> A shareholder makes a direct investment in a foreign company listed on TWSE or TPEX. <input type="checkbox"/> A shareholder, in which an individual, juristic person, organization, or other institution of the Mainland Area invests in any third area<sup>5</sup>, makes a direct investment in a foreign company listed on TWSE or TPEX (Nationality : _____) <input type="checkbox"/> A shareholder, who is an employee of a listed company's overseas branch or subordinate company, is an insider of a controlling company, or a shareholder is an insider of a TWSE/TPEX-listed company.</p>
<b>3. Declaration:</b> (effective from the execution date)	
(1) Pursuant to the Articles or Memorandum or other registration documents or agreements for establishment of the applicant as in section 2, the applicant's principal	(1) The documents and the contents provided by the applicant are true and accurate. (2) The applicant will not use unjust measures to affect the fairness or order of the financial/securities market of the Taiwan Area.

<sup>5</sup> Please refer to Article 3 of the Measures Governing Investment Permit to the People of the Mainland Area.

<p>investment or trading strategy is (Please check the appropriate box)</p> <p><input type="checkbox"/> Investment</p> <p><input type="checkbox"/> Hedging</p> <p>(2) The documents and the contents provided by the applicant are true and accurate.</p> <p>(3) The applicant will not use unjust measures to affect the fairness or order of the financial/securities market of the Taiwan Area.</p>	
<p><b>4.Overseas investment quota approved by SAFE<sup>6</sup> (QDII only):</b></p>	
<p><b>5. Other Information</b> (Please mark N/A, if such items are not applicable.)</p>	
	Name
<p>Asset Management Company E-mail Address:</p>	
<p>Custodian Bank in the Mainland</p>	
<p>Advisory Company</p>	
<p>Global Custodian</p>	
<p><b>6. Insider Information</b> (Please mark N/A, if such items are not applicable.)</p>	
<p>Please tick the applicable box and fill in relevant information if it meets the conditions.</p> <p>(1) <input type="radio"/> The applicant has obtained foreign investment approval from the <b>Department of Investment Review or Bureau of Industrial Parks, Commission, Ministry of Economic Affairs- (MOEAIC), or the Science Park Bureaus, National Science and Technology Council- or the Export Processing Zone Administration.</b> The serial number of the approved document : _____ .</p> <p>(2) The applicant is an insider of TWSE/TPEX-listed or emerging market companies.</p> <p><input type="radio"/> Principal : The applicant itself is an insider of TWSE/TPEX-listed or emerging market companies. The company ticker : _____.</p> <p><input type="radio"/> Related person : The applicant is a related person (spouse, minor children or nominee) of an insider of TWSE/TPEX-listed or emerging market companies. The company ticker : _____ . The name of the insider : _____ , and the identification number : _____ .</p> <p>If at the time of the registration, the applicant is not an insider or a related person of an insider of TWSE/TPEX-listed or emerging market companies, if and when the applicant obtains such status, the applicant is required to self-report in accordance with the rules governing reporting by insiders of public companies.</p>	

<sup>6</sup> SAFE: State Administration of Foreign Exchange

Application Date:

Agent:

Representative:

Contact Person :

Telephone Number :

E-mail Address :

Taiwan Custodian:

Attachments to be provided by QDII:

1. Applicant's identification documents as required by the Directions.
2. The certificate of QDII issued by CSRC, CBRC or CIRC.
3. Overseas investment quota approved by SAFE.
4. Power of attorney to agent or letter of appointment to representative.
5. Registration form.

Attachments to be provided by a Segregated Collective Investment Account for the Mainland Area employees of an overseas subordinate company or branch of a Taiwan company listed on TWSE or TPEX.

1. Applicant's identification documents as required by the Directions.
2. A declaration issued by the overseas subordinate company or branch of the Taiwan listed company confirming that it has obtained the authorization from its Mainland Area employees.
3. A copy of the letter issued by the Financial Supervisory Commission approving the issuance of new shares or the employee stock option by the Taiwan listed company or the supporting documents evidencing the Taiwan listed company's share buy back.
4. A copy of the minutes of the board of directors meeting of the Taiwan listed company approving the share buy back and transfer of such shares to its employees or the issuance of the employees stock option or new shares.
5. Power of attorney to agent or letter of appointment to representative.
6. Registration form.

Attachments to be provided by a Segregated Collective Investment Account for the Mainland Area employees of a foreign company listed on TWSE or TPEX.

1. Applicant's identification documents as required by the Directions.
2. A declaration issued by the Taiwan listed company confirming that it has obtained the authorization from its Mainland Area employees.
3. A copy of the letter issued by the Financial Supervisory Commission approving the issuance of new shares or the employees stock option by the Taiwan listed company or the supporting documents evidencing the Taiwan listed company's share buy back.
4. Power of attorney to agent or letter of appointment to representative.
5. Registration form.

Attachments to be provided by the Mainland Area Shareholder who obtained shares prior to a foreign company listed on TWSE or TPEX.

1. Applicant's identification documents as required by the Directions.
2. Documents issued by a shareholder services agent evidencing that the Mainland Area shareholder obtained the shares prior to a foreign company listed on TWSE or TPEX, or the Mainland Area employee subscribed or was allotted, transferred shares with regulations.
3. Power of attorney to agent or letter of appointment to representative.
4. Registration form.

Attachments to be provided by the Mainland Area shareholder who makes direct investment in a foreign company listed on TWSE or TPEX.

1. Applicant's identification documents as required by the Directions.

2. Reply of the TWSE or TPEX to a foreign company's Direct Investment Application letter.
3. Documents issued by a shareholder services agent evidencing that the Mainland Area shareholder obtained a foreign company's shares through private placement, cash capital increase, merger, acquisition or share exchange.
4. Power of attorney to agent or letter of appointment to representative.
5. Registration form.

A shareholder, who is an employee of a listed company's overseas branch or subsidiary, is an insider of a controlling company. A shareholder is an insider of TWSE/TPEX-listed company.

1. Applicant's identification documents as required by the Directions.
2. A copy of the letter issued by the Financial Supervisory Commission approving the issuance of new shares or the employee stock option by the Taiwan listed company or the supporting documents evidencing the Taiwan listed company's share buy back.
3. Documents issued by a shareholder services agent evidencing that the Mainland Area Employee subscribed or was allotted, transferred shares with regulations.
4. Power of attorney to agent or letter of appointment to representative.
5. Registration form.
6. The statement from a shareholder, which is an employee of a listed company's overseas branch or subordinate company, is an insider of a controlling company; a shareholder is an insider of a TWSE/TPEX-listed company.

Applicant:

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Authorized Signatory:

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Title:

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Execution Date:

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