公司內部人預定轉讓持股申報書【集中交易市場或證券商營業處所】

Registration Form for Expected Transfer of Shares Held by a Company Insider

【Stock Exchange or Over-the-Counter Market】

（格式二十二之二~一）

(Form:22-2~1)

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| **受文者**  **To** | | | | **股份有限公司Co., Ltd.**  **□臺灣證券交易所股份有限公司(上市公司)Taiwan Stock Exchange Corporation（TWSE listed company）**  **□財團法人中華民國證券櫃檯買賣中心(上櫃、興櫃公司) GreTai Securities Market（GTSM listed, or Emerging stock company）** | | | | | | | | | | |
| **申報日期**  **Registration Date** | | | | | | 年 　月 日  yyyy mm dd | | | 股票代號  Stock Code | | 上市TWSE listed:  上櫃GTSM listed：  興櫃Emerging stock： | | | |
| **輸入電腦系統申報日期**  **System Input Date** | | | | | | 年 　月 日  yyyy mm dd | | |
| **主旨**  Subject | | 茲依證券交易法第二十二條之二第一項第二款之規定，申報本人預定**轉讓所持有之** **股份有限公司股票**之情形，請　查照。  Report to register an expected transfer of **stock I hold in**  **Co, Ltd.** pursuant to Article 22-2, paragraph 1, subparagraph 2 of the Securities and Exchange Act. | | | | | | | | | | | | |
| **申報人資料**  **Information about the**  **Reporting Person** | | | | | | | **每日得轉讓股數計算**  **Calculation of the daily share transfer allowance** | | | **預定轉讓持股情形**  **Information about the expected share transfer** | | | | |
| 姓名  或  公司名稱  Name or company name |  | | | | | | 公司已發行股數  No. of shares issued by the company |  | | 轉讓理由  Reason for the transfer | | □資金運用  Capital utilization  □質權人賣出（銀行斷頭）  Sale by pledgee (or by bank)  □其他：  Other: | | |
|
| 依已發行股數計算得轉讓股數  Daily share transfer allowance calculated by the no. of shares issued |  | |
| 統一  編號  Uniform ID number |  | | | | | | 轉讓期間  Transfer period | | **自輸入系統之日起算**，三日後（即輸入日起第四日）一個月內轉讓之  The transfer must be completed within 1 month after 3 days from the System Input Date (i.e. the 4th day counting from the System Input Date) | | |
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| 身份  及  關係  Identity and relation-ship | □董事  Director  □監察人  Supervisor  □大股東  Major shareholder  □經理人  Managerial officer  □法人董事  代表人  Representative of juristic person director  □法人監察人  代表人  Representative of juristic person supervisor  □金控子公司  內部人  Insider of financial holding company subsidiary  □特定人  Specific person | | | | □本人  Self  □配偶  Spouse  □未成年子女  Minor child  □利用他人  名義持有者  Nominee shareholder  □**由受託人持有者**  **(保留運用決定權之信託**)  **Shares held by a trustee**  **(under trust with discretion reserved**) | | 申報日之前十個營業日之市場平均每日交易量  Average daily trading volume of the 10 business days prior to the registration date |  | | 預定採用  交易方式  及股數  Expected transaction method and no. of shares | | 交易方式  Transaction method | | 轉讓股數  No. of shares to be transferred |
| □一般交易  General trading | |  |
|
| 依交易量計算得轉讓股數  Daily share transfer allowance calculated by trading volume |  | | □鉅額  交易  Block trading | □逐筆  Non-  paired trade |  |
| □配對  Paired trade |
| 採配對交易受讓人姓名  Full name of Transferee in paired trade | |  |
| 統一編號  Uniform ID number | |  |
| □盤後定價交易  After-hours fixed price trading | |  |
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| 每日於盤中交易最大得轉股數  （採「一般交易」適用）  Daily share transfer allowance in trading session (applicable to "general trading") |  | | □拍賣或標購之委託競賣  Sale by auction or reverse auction | |  |
| **預定轉讓**  **總股數**  **Total no. of shares expected to be transferred** | | **自有持股**  **Proprietary shareholding** | |  |
| **申報人為內部人之關係人或金控子公司內部人者**，請說明內部人之姓名或金控之子公司名稱：  **If the Reporting Person is a related person of the insider or an insider of a financial holding company subsidiary**, specify the name of the insider or the subsidiary: | | | | | |
| **保留運用決定權**  **信託股數**  **No. of shares under trust with discretion reserved** | |  |
| 目前持有股數  No. of shares currently held | | **自有持股**  **Proprietary shareholding** | |  |
| **就任日期**  **Date assumed position** | | |  | | | | **保留運用決定權**  **信託股數**  **No. of shares under trust with discretion reserved** | |  |
| 轉讓後  持有股數  No. of shares that will be held after the transfer | | **自有持股**  **Proprietary shareholding** | |  |
| 選任當時  持有股數  No. of shares held when appointed | | | （關係人免填）  (Not required to be filled in for a Related person) | | | | **保留運用決定權**  **信託股數**  **No. of shares under trust with discretion reserved** | |  |
| 說明Instructions:   1. 本申報書請依背面**『填表須知』**並參考**填表範例**逐項填列。   Please fully and carefully complete this form in accordance with the **Guidelines for Completing the Form** on the back side of the form, and refer to the **Sample**.   1. 未於預定轉讓期間內轉讓完畢者，應於轉讓期間屆滿三日內，填具「公司內部人申報轉讓持股未於期限內轉讓說明書」(格式二十二之二~一附表）由公司輸入系統，申報後未轉讓或僅轉讓部分股數，如有意圖影響行情者，將依證券交易法第一百五十五條之規定辦理。而欲繼續轉讓者，應重新輸入申報，否則視為未申報。   A Reporting Person who is unable to complete share transfer within the scheduled transfer period should fill out the form "Failure by a Company Insider to Make a Registered Transfer of Shareholding by the Deadline" (Form:Attachment 22-2~1) and have it submitted online by the company within 3 days following the deadline for the transfer. A person who, out of intent to manipulate the market, does not make a transfer or makes only a partial transfer after filing a registration form shall be subject to a disposition under Article 155 of the Securities and Exchange Act. A person who intends to continue with a transfer should file the form again, to avoid being deemed as having failed to file.   1. 公司申報買回庫藏股期間，公司董事、監察人、經理人之本人及其配偶、未成年子女或利用他人名義所持有之股份，不得賣出，違反者，將依證券交易法第二十八條之二及依第一百七十八條規定辦理。   Shares held by a company director, supervisor, managerial officer, or a spouse, minor child, or nominee shareholder thereof, may not be sold during a period in which the company is buying back its own shares. Violations will be handled pursuant to Article 28-2 and to Article 178, of the Securities and Exchange Act.   1. **金融控股公司之子公司內部人**（董事、監察人、經理人之本人及其配偶、未成年子女或利用他人名義）所持有之金融控股公司股份，轉讓前亦須依規定輸入申報。   **An insider** (a director, supervisor, or managerial officer, or a spouse, minor child, or nominee shareholder thereof) **of a subsidiary of a financial holding company** is also required to file this form and report online before transferring any stock of the financial holding company.   1. **公開發行公司內部人(含內部人之關係人)自該內部人取得身分之日起六個月後始得轉讓持股；另內部人於公司股票公開發行日前已取得身分者，其持有期間之計算，應自公司成為公開發行公司之日起算六個月。**   **A public company insider (including any related person of an insider) may not transfer shareholding until 6 months after the date that insider status is obtained. Additionally, for an insider who has obtained insider status before the date of public issuance of the company's stock, the shareholding period shall be calculated as 6 months from the date of public issuance of the company's stock.**   1. 申報人將本表填妥後，應於申報當日十七時三十分前(臺灣當地時間)送交公司及證交所〔FAX：02-81013038〕或櫃買中心〔FAX：02-23692586〕。   After filling out this form, the Reporting Person should submit it to the Company and the TWSE (Fax: 02-81013038) or GTSM (Fax: 02-23692586) before 5:30 p.m. (Taiwan local time) on the filing date.  七、公司依據本表，於當日十七時三十分前(臺灣當地時間)，將資料輸入「公開資訊觀測站」。  Based on this form, the Company should enter the information into the Market Observation Post System before 5:30 p.m.  (Taiwan local time) on the filing date. | | | | | | | | | | | | | | |
| **申 報 人**(簽名或蓋章)  **Reporting Person** (Signature or seal)  聯絡地址Contact address: 聯絡電話Contact telephone: | | | | | | | | | | | | | | |

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| **公司內部人預定轉讓持股申報書【集中交易市場或證券商營業處所】**  **Registration Form for Expected Transfer of Shares Held by a Company Insider【Stock Exchange or Over-the-Counter Market】**  **填表須知** (格式二十二之二~一）  **Guidelines for Completing the Form** (Form:22-2~1)  一、申報人申報轉讓股票之名稱，請填註於『受文者』及『主旨』欄內所預留之空白處，並請於股票代號欄填註股票代號。  The name of the stock of which the Reporting Person is reporting the transfer should be filled in the blank spaces provided in the "To:" and "Re:" fields, and the stock code should be filled in the "Stock Code" field.  二、**申報人將本表填妥後，應於申報當日十七時三十分前(臺灣當地時間)送交公司及證交所〔FAX：02-81013038〕或櫃買中心〔FAX： 02-23692586〕。**  **After filling out this form, the Reporting Person should submit it to the Company and the TWSE (Fax: 02-81013038) or GTSM (Fax: 02-23692586) before 5:30 p.m.(Taiwan local time) on the filing date.**  三、**公司依據本表，於申報當日十七時三十分前(臺灣當地時間)，將資料輸入「公開資訊觀測站」。**  **Based on this form, the Company should enter the information into the Market Observation Post System before 5:30 p.m. (Taiwan local time) on the filing date.**  **四、『申報人資料』"Information about the Reporting Person":**   1. 申報人為個人者，請填姓名及身分證字號；申報人為法人者，請填公司名稱及營利事業統一編號。   If the Reporting Person is an individual, please fill in the person's full name and ID number. If the Reporting person is a juristic person, please fill in the company name and the profit-seeking enterprise uniform ID number.   1. 本申報書『身分及關係』欄所稱內部人，包括發行公司之董事、監察人、經理人持股超過股份總額10%之股東（大股東）及金融控股公司子公司內部人；內部人之關係人包括（１）內部人之配偶、未成年子女及利用他人名義持有者及（２）法人董事（監察人）代表人、代表人之配偶、未成年子女及利用他人名義持有者。   For purposes of the "Identity and relationship" field in this Form, "insider" includes any director, supervisor, managerial officer, 10 percent or greater shareholder (major shareholder) of an issuer, or insider of a subsidiary of a financial holding company. "Related person" includes any (1) spouse, minor child, or nominee shareholder, of an insider or (2) representative of a juristic person director (or supervisor), or spouse, minor child, or nominee shareholder of such a representative.   1. 申報人請於『身分及關係』欄之上下欄位分別明確勾註；申報人為內部人之關係人者，並應填明內部人之姓名或名稱（例如董事王天才，請於『身分及關係』欄勾註🗹董事╱🗹本人；董事王天才配偶吳月玲，請於『身分及關係』欄勾註🗹董事╱🗹配偶，並填明內部人姓名：王天才）。   The Reporting Person should clearly tick the appropriate boxes in the left and right "Identity and relationship" fields. If the Reporting Person is a related person of an insider, the personal or company name of the insider should also be filled in. (For example, a company director named Wang Tiancai should tick, in the "Identity and relationship" fields, Director╱Self. Company director Wang Tiancai's wife Wu Yueling should tick, in the "identity and relationship" fields, Director╱Spouse, and fill in the insider's name: Wang Tiancai.)   1. **本申報書『就任日期』欄；申報人若為內部人之配偶、未成年子女及利用他人名義持有者，請填寫內部人就任日期；申報人若為「大股東」者，請填寫取得大股東之身份日期**。   **In the "Date assumed position" field of this Registration Form, if the Reporting Person is a spouse, minor child, or nominee shareholder, of an insider, please fill in the date the insider assumed their position; if the Reporting Person is a "major shareholder," please fill in the date that the major shareholder status was obtained.**   1. 申報人如為內部人或法人代表人之關係人時，其『選任當時持有股數』欄可免填。   If the Reporting Person is a related person of an insider or of a juristic person representative, it is not necessary to fill in the field "No. of shares held when appointed."   1. 內部人「保留運用決定權之交付信託股份」轉讓前之申報，申報人除依前述（三）於『身分及關係』欄之上下欄位分別明確勾註外，請於『身分及關係』欄再勾註🗹由受託人持有者(保留運用決定權之信託)。   For a report prior to transfer by an insider of "shares placed in trust with discretion reserved," the Reporting Person, in addition to clearly ticking the appropriate boxes in the left and right "Identity and relationship" fields as specified in (3) hereinabove, should also tick "Shares held by a trustee (under trust with discretion reserved)"in the "Identity and relationship field."  五、**『每日得轉讓股數之計算』**"**Calculation of the daily share transfer allowance":**  (一)申報轉讓「上市或上櫃公司股票」者，申報人每日得轉讓之股數總額，依左列方式計算並擇一申報，每日實際轉讓股數不得超過所申報數量：  If registering a transfer of TWSE Listed or GTSM Listed Stock, the Reporting Person's total daily share transfer allowance is to be calculated by one of the following methods, to be selected by the Reporting Person, and the actual number of shares to be transferred per day may not exceed the quantity registered:  **１公司已發行股份總數在三千萬股以下者，按千分之二計算；超過三千萬股之部分，按千分之一計算。**  **If the total number of shares issued by the company is not more than 30 million, the allowance is calculated at 0.2 percent; if the total number of shares issued exceeds 30 million, the allowance is calculated at 0.1 percent for the portion in excess.**  **２申報日之前十個營業日，該股票在集中或櫃檯買賣交易市場平均每日成交量之百分之五。**  **The allowance is calculated at 5 percent of the average daily trading volume of the stock on the Taiwan Stock Exchange Market or the GreTai Securities Market during the 10 trading days preceding the registration date.**  (二)申報轉讓「興櫃公司股票」者，申報人每日得轉讓之股數總額為**公司已發行股份總數百分之一，**每日實際轉讓股數不得超過所申報數量。  If registering a transfer of "emerging company stock," the Reporting Person's total daily share transfer allowance is **1 percent** of the total number of the company's issued shares, and the actual number of shares to be transferred per day may not exceed the quantity registered.  六、**『預定轉讓持股情形』"Information about the expected share transfer":**  (一)本次申報欲轉讓股票之總數量，請於『預定轉讓總股數』欄內填明。  In the "Total no. of shares expected to be transferred" field, please clearly fill in the total number of shares intended to be transferred under the present registration report.  (二)每次申報轉讓之有效期間為一個月，**自公司輸入電腦系統之日起算**，三日後一個月內，即公司輸入  日起第四日始得轉讓股票。  The effective period for any registration of a transfer is 1 month. The transfer must be made within 1 month starting after 3 days **from the company's system input date**, i.e. the transfer may not commence until the 4th day from the company's system input date.  (三)『預定採用交易方式及股數』請填明在集中交易市場或櫃檯買賣交易市場所採用之轉讓方式及其股  數，如一般交易、鉅額交易（逐筆或配對）、盤後交易，或循標購辦法以及拍賣辦法辦理之交易及其股數，如採鉅額配對交易，受讓人應符合證券交易法第二十二條之二第一項第三款所定特定人條件，申報時應檢附相關文件辦理申報。  For the "Expected transaction method and no. of shares," please clearly fill in the transfer method and number of shares to be transferred on the Taiwan Stock Exchange Market or the GreTai Securities Market, e.g. general trading、block trading (non-paired trade or paired trade), after-hours trading, or transaction following auction or reverse auction rules, and the number of shares to be transacted. In block trading using paired trades, the transferee must meet the conditions set for specified persons in Article 22-2, paragraph 1, subparagraph 3 of the Securities and Exchange Act, and should attach relevant certifying document with the registration form.  七、如所屬公司於執行庫藏股期間，董事、監察人、經理人之本人及其配偶、未成年子女或利用他人名義所持有之股份，於該公司買回期間內不得賣出。  Shares held by a company director, supervisor, managerial officer, or a spouse, minor child, or nominee shareholder thereof, may not be sold during a period in which the company is buying back its own shares.  八、本申報書需申報人簽名或蓋章；另應申報事項未填明或申報錯誤，**視為未申報**。申報人聯絡地址聯絡電話務請填明，以便聯繫。  This Registration form must be signed or sealed by the Reporting Person. Any omission, illegibility, or error in the required information **will be deemed a failure to register**. The Reporting Person must provide a contact address and contact telephone number at which the person can be contacted.  九、相關申報表格，請於證期局網站（http://www.sfb.gov.tw）上擷取。  Related registration forms can be downloaded from the Securities and Futures Bureau website (<http://www.sfb.gov.tw>).  十、**申報人每日十八時(臺灣當地時間)後，可於「公開資訊觀測站」中查詢當日申報資料（輸入電腦系統日期即申報日期）。**  **After 6 p.m. (Taiwan local time) each day, the Reporting person can query on the Market Observation Post System the information reported on the current day (the System Input Date, i.e. the Registration Date).** |

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