

百和興業股份有限公司(開曼)章程修訂條文對照表 PAIHO SHIH HOLDINGS CORPORATION Revision Comparison Chart of Memorandum and Articles of Association			
條號	修訂條文	原條文	說明
12(D)	於保留彌補累積虧損數額(如有)後,本公司應依董事會以三分之二以上董事之出席及出席董事過半數同意之決議,自尚未扣除本條與第80(C)條所定員工、董事酬勞之年度稅前淨利中,提撥不低於 <u>百分之二(2%)</u> 之數額,以股票或現金分派予符合一定條件之本公司及從屬公司員工。該決議並應報告股東會。若董事會決議以股票方式發給分派員工酬勞,得同次決議以發行新股為之,應以盈餘轉增資辦理。 After reserving a sufficient amount out of the net income to set off the accumulated losses at the end of year (if any), the Company may allocate no less than <u>one thousandth (0.1%) one percent (1%)</u> of the income before tax, employee bonuses under this Article 12(D) and director bonuses under Article 80(C), to pay to the employees of the Company and its subsidiaries, either in the form of Shares newly issued for such purpose or in cash, upon resolution by a majority votes at a meeting of the Directors attended by two-thirds or more of the Directors. Such resolution shall be reported to the Shareholders at a general meeting. If the Directors resolves to <u>have the profit distributed by Shares</u> issue Shares to any employee of the Company or its subsidiaries in accordance with this Article 12(D), <u>the Directors may resolve such to issue new Shares at the same meeting of the Directors. Shares shall be issued credited as fully paid, and the Company shall capitalise all or any part of the amount for the time being standing to the credit of the Company's profit and loss account by applying such sum in paying up in full the issue price of such Shares.</u>	於保留彌補累積虧損數額(如有)後,本公司應依董事會以三分之二以上董事之出席及出席董事過半數同意之決議,自尚未扣除本條與第80(C)條所定員工、董事酬勞之年度稅前淨利中,提撥不低於 <u>百分之一(1%)</u> 之數額,以股票或現金分派予符合一定條件之本公司及從屬公司員工。該決議並應報告股東會。若董事會決議以股票分派員工,應以盈餘轉增資辦理。 After reserving a sufficient amount out of the net income to set off the accumulated losses at the end of year (if any), the Company may allocate no less than <u>one percent (1%)</u> of the income before tax, employee bonuses under this Article 12(D) and director bonuses under Article 80(C), to pay to the employees of the Company and its subsidiaries, either in the form of Shares newly issued for such purpose or in cash, upon resolution by a majority votes at a meeting of the Directors attended by two-thirds or more of the Directors. Such resolution shall be reported to the Shareholders at a general meeting. If the Directors resolves to issue Shares to any employee of the Company or its subsidiaries in accordance with this Article 12(D), such Shares shall be issued credited as fully paid, and the Company shall capitalise all or any part of the amount for the time being standing to the credit of the Company's profit and loss account by applying such sum in paying up in full the issue price of such Shares.	配合營運需求修改。 Modified due to operational needs.
32	(A) 在股東會通過第31條(A)(a)-(b)或(c)事項之決議時,在符合本章程規定下,於股東會前已以書面通知本公司有關其反對該項議案之意思表示,並在股東會上再次提出反對意見之股東,可於該決議日後20日內以書面列明請求收買價格,請求本公司以當時公平價格收買其股份;然而,在股東會通過第31條(A)(b)事項之決議情形,如股東會決議在讓與全部或主要部分之營業或財產完成後解散本公司,股東無股份收買請求權。前開股東與本公司間就收買價格達成協議者,本公司應自股東會決議日起90日內支付價款。未達成協議者,本公司應自決議日起90日內,依本公司所認為之公平價格支付價款予未達成協議之股東;本公司未支付者,視為同意股東請求收買之價格。 (B) 本公司股東會決議公司分割、為收購、股份轉換或合併之情形,股東於股東會集會前或集會中以書面表示異議,或以口頭表示異議紀錄,並於股東會投票反對或註放棄其表決權者,可於該決議日後20日內以書面列明請求收買價格,請求本公司以當時公平價格收買其所有之股份。前開股東與本公司間就收買價格達成協議者,本公司應自股東會決議日起90日內支付價款。未達成協議者,本公司應自決議日起90日內,依本公司所認為之公平價格支付價款予未達成協議之股東;本公司未支付者,視為同意股東請求收買之價格。前開股東與本公司間就收買價格自股東會決議日起60日內未達成協議者,本公司應於此期間經過後30日內,以全體未達成協議之股東為相對人,聲請法院為價格之裁定,並得以臺灣臺北地方法院為第一審管轄法院。 (C) 前項放棄表決權之股份數,不算入已出席股東之表決權數。 (A) In the event any of the resolutions with	(A) 在股東會通過第31條(A)(a)-(b)或(c)事項之決議時,在符合本章程規定下,於股東會前已以書面通知本公司有關其反對該項議案之意思表示,並在股東會上再次提出反對意見之股東,可於該決議日後20日內以書面列明請求收買價格,請求本公司以當時公平價格收買其股份;然而,在股東會通過第31條(A)(b)事項之決議情形,如股東會決議在讓與全部或主要部分之營業或財產完成後解散本公司,股東無股份收買請求權。前開股東與本公司間就收買價格達成協議者,本公司應自股東會決議日起90日內支付價款。未達成協議者,本公司應自決議日起90日內,依本公司所認為之公平價格支付價款予未達成協議之股東;本公司未支付者,視為同意股東請求收買之價格。 (B) 本公司股東會決議公司分割、為收購、股份轉換或合併之情形,股東於股東會集會前或集會中以書面表示異議,或以口頭表示異議紀錄,且放棄其表決權者,可於該決議日後20日內以書面列明請求收買價格,請求本公司以當時公平價格收買其所有之股份。前開股東與本公司間就收買價格達成協議者,本公司應自股東會決議日起90日內支付價款。未達成協議者,本公司應自決議日起90日內,依本公司所認為之公平價格支付價款予未達成協議之股東;本公司未支付者,視為同意股東請求收買之價格。前開股東與本公司間就收買價格自股東會決議日起60日內未達成協議者,本公司應於此期間經過後30日內,以全體未達成協議之股東為相對人,聲請法院為價格之裁定,並得以臺灣臺北地方法院為第一審管轄法院。 (C) 前項放棄表決權之股份數,不算入已出席股東之表決權數。 (A) In the event any of the resolutions with respect to the paragraph	配合臺灣證券交易所民國112年1月公告施行之外國發行人註冊地股東權益保護事項修訂。 In line with the Amendments to the Protection of Shareholders' Rights and Interests in the place of registration of foreign issuers promulgated by TWSE in January 2023.
44	(A) 下列事項應在股東會召集事由中列舉並說明其主要內容,且不得以臨時動議提出;其主要內容得置於	(A) 下列事項應在股東會召集事由中列舉並說明其主要內容,且不得以臨時動議提出;	因應實際作業需求修訂。 Modified due to actual

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	respect to the paragraph (a), (b), or (c) of the preceding Article 31(A) is adopted by general meeting in accordance with the provisions of these Articles, any Shareholder who has notified the Company in writing of his objection to such proposal prior to such meeting and subsequently raised his objection at the meeting, may request the Company to redeem all of his Shares at the then prevailing fair price by stating the request price in written notice within 20 days since the resolution of the general meeting; provided, however, that no Shareholder shall have the abovementioned appraisal right if the general meeting resolves on the dissolution of the Company after the completion of transfer of business or assets under the paragraph (b) of Article 31(A). In the event the Company and the aforesaid Shareholder reach an agreement of the price to buy back, the Company shall pay the payment within 90 days since the resolution of the general meeting. If no agreement is reached, the Company shall pay the payment recognized by the Company as a fair price to those Shareholders who do not reach agreement of the price with the Company within 90 days since the resolution of the general meeting. The Company will be deemed to agree the price request by the Shareholder if the Company fails to pay the payment within 90 days since the resolution of the general meeting. (B) In the event that any part of the Company's business is spun off or involved in any acquisition, Share Exchange, Merger with any other company, the Shareholder, who has forfeited his right to vote or voted against on such matter and expressed his dissent therefor, in writing or verbally (with a record) before or during the general meeting, may request the Company to buy back all of his Shares at the then prevailing fair price. In the further event that the Company and the aforesaid Shareholder reach an agreement of the price to buy back, the Company shall pay the payment within 90 days since the resolution of the general meeting. If no agreement is reached, the Company shall pay the payment recognized by the Company as a fair price to those Shareholders who do not reach agreement of the price with the Company within 90 days since the resolution of the general meeting. The Company will be deemed to agree the price request by the Shareholder if the Company fails to pay within 90 days since the resolution of the general meeting. If no agreement is reached within 60 days since the resolution of the general meeting, the Company shall plead the court for a ruling on the price against all the Shareholders who do not reach an agreement of the price with the Company as the opposite parties within 30 days from such the period. The pleading may be governed by Taiwan Taipei District Court for the first instance. (C) Shares for which voting right has been waived by Shareholder with respect to resolutions prescribed in the preceding paragraph shall not be counted in the number of votes of Shareholders present at the general meeting.	(a), (b), or (c) of the preceding Article 31(A) is adopted by general meeting in accordance with these Articles, any Shareholder who has notified the Company in writing of his objection to such proposal prior to such meeting and subsequently raised his objection at the meeting, may request the Company to redeem all of his Shares at the then prevailing fair price by stating the request price in written notice within 20 days since the resolution of the general meeting; provided, however, that no Shareholder shall have the abovementioned appraisal right if the general meeting resolves on the dissolution of the Company after the completion of transfer of business or assets under the paragraph (b) of Article 31(A). 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(B) In the event that any part of the Company's business is spun off or involved in any acquisition, Share Exchange, Merger with any other company, the Shareholder, who has forfeited his right to vote or voted against on such matter and expressed his dissent therefor, in writing or verbally (with a record) before or during the general meeting, may request the Company to buy back all of his Shares at the then prevailing fair price. In the further event that the Company and the aforesaid Shareholder reach an agreement of the price to buy back, the Company shall pay the payment within 90 days since the resolution of the general meeting. If no agreement is reached, the Company shall pay the payment recognized by the Company as a fair price to those Shareholders who do not reach agreement of the price with the Company within 90 days since the resolution of the general meeting. 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	(A) 下列事項應在股東會召集事由中列舉並說明其主要內容,且不得以臨時動議提出;	(A) 下列事項應在股東會召集事由中列舉並說明其主要內容,且不得以臨時動議提出;	

100003
台北市中正區重慶南路1段83號5樓
百和興業股份有限公司服務代理人
中國信託商業銀行代理部
https://ecorp.ctbcbank.com/cts/index.jsp
客服語音專線:(02)6636-5566(股票代號:8404)



第1聯

第2聯

第3聯:親至股東會親自出席請於此聯簽章後

本次股東常會恕不發放紀念品

中信銀為境內外處理股務業務之目的,在法令規定、相關事實或法律關係存續之期間,就直接或間接(例如透過集保)蒐集與股務相關之您的個人資料,將以書面及/或電子等形式處理、利用及/或國際傳輸,例如揭露予公務機關或協助處理股務之第三人。您得要求查詢、閱覽、製給複本、補充或更正、停止蒐集、處理、利用及/或國際傳輸或刪除您的個人資料,但中信銀可能因此無法提供您所服務,亦可能依法或基於風險管理等因素而得不依您的請求為之。

(限向郵局窗口交寄)



股東 台啓

集保結算所「股東e票通」電子投票
www.stockvote.com.tw

QR Code: 02)6636-5566

開通股務e通知

服務LINE 體驗,歡迎加好友

不限中信存款戶

開會通知書

- 茲訂於民國112年6月6日上午9時整假本公司台灣辦事處(彰化縣和美鎮和港路575號)舉行本公司112年股東常會,會議召集事由:(一)報告事項:1.111年度營業狀況報告。2.審計委員會查核111年度決算表冊報告。3.111年度員工及董事酬勞分派情形報告。4.111年度盈餘分配現金股利報告。5.本公司及子公司背書保證總額達淨值50%以上報告。6.修訂【道德行為準則】報告。(二)承認事項:1.本公司111年度決算表冊案。2.本公司111年度盈餘分配案。(三)討論事項:1.修訂本公司章程案。(本案擬以特別決議通過)2.111年度盈餘轉增資發行新股案。3.修訂【股東會議事規則】案。4.修訂【資金貸與他人作業管理辦法】案。5.修訂【背書保證作業管理辦法】案。(四)臨時動議。
- 董事會決議通過111年度盈餘分派股東現金股利新台幣63,035,626元,每股配發新台幣0.2元。
- 修訂本公司章程案主要內容:請參閱本通知書附件。
- 111年度盈餘轉增資發行新股案主要內容:盈餘轉增資發行新股15,758,906股,每仟股無償配發50股。
- 檢奉出席通知書及委託書各一份,貴股東如決定親自出席者,請於「出席通知書」上簽名或蓋章後(無須寄回),於開會當日攜往會場報到出席;如委託代理人出席時,請於「委託書」上簽名或蓋章,並親填受託代理人姓名及地址後,於開會五日前送達本公司服務代理人中國信託商業銀行代理部,以憑寄發出席簽到卡予受託代理人。
- 如有股東徵求委託書,本公司將於112年5月5日製作徵求人徵求資料彙總表冊揭露於證基會網站,投資人如欲查詢,可直接鍵入(https://free.sfi.org.tw)至「委託書免費查詢系統」,輸入查詢條件即可。
- 本次股東會得以電子方式行使表決權,行使期間為:自112年5月7日起至112年6月3日止,請逕登入臺灣集中保管結算所股份有限公司「股東會電子投票平台」【https://www.stockvote.com.tw】,依相關說明操作之。
- 本次股東會委託書之統計驗證機構為「中國信託商業銀行代理部」。
- 敬請 察照辦理為荷。

此致
貴股東

百和興業股份有限公司 董事會 敬啟

112 出席通知書

本股東決定親自出席本公司
112年6月6日舉行之股東
常會,請 察照。

此致
百和興業股份有限公司

股東: _____
戶號: _____

股東: _____
戶名: _____

親自出席簽章處

百和興業股份有限公司股東常會

112 出席簽到卡

時間: 112年6月6日上午9時整
地點: 本公司台灣辦事處
(彰化縣和美鎮和港路575號)

股東戶號: _____
持有股數: _____

條號	修訂條文	原條文	說明
	<u>may be published on the website designated by the Commission or the Company, and the URL of the website shall be set forth in the notice of the general meeting.</u> Where the spouse of a Director, or a blood relative within the second degree of kinship of a Director, or any companies, which have a controlling or subordinate relation with a Director, who has a personal interests in the matters under discussion at a meeting of the board of Directors, such Director shall be deemed to have a personal interest in the matter.	of Directors, such Director shall be deemed to have a personal interest in the matter.	

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72	除股東會另有決議外，本公司董事會設置之董事人數不得少於5人或多於10-11人。實際選任董事人數應不時由股東會以普通決議定之。最初之董事人選由本公司組織章程大綱上所載發起人選派或指派。於本公司在掛牌期間，在中華民國設有戶籍之董事應超過董事會席次二分之一，且董事會應包括一定比例之獨立董事，獨立董事當中至少2人必須在中華民國設有戶籍，獨立董事之資格應符合相關法令。上市規範或其他中華民國法令對外國發行人之要求。 Unless otherwise determined by the Company in general meeting, the number of Directors shall be no less than five (5) Directors and no more than eleven (11) Directors, the exact number of Directors to be determined from time to time solely by an Ordinary Resolution of the general meeting. The Directors shall be elected or appointed in the first place by the subscribers to the Memorandum of Association. During the period in which the Company is listed on TWSE or TPEX, Directors with registered residence address in the R.O.C. shall constitute more than half of the members of the Board, and the Directors shall include such number of Independent Directors two of whom shall have registered residence address in R.O.C. The qualifications of such Independent Directors shall be in compliance with applicable law, rules or regulations or the Applicable Listing Rules or other applicable R.O.C. Laws required for a foreign issuer.	除股東會另有決議外，本公司董事會設置之董事人數不得少於5人或多於10人。實際選任董事人數應不時由股東會以普通決議定之。最初之董事人選由本公司組織章程大綱上所載發起人選派或指派。於本公司在掛牌期間，在中華民國設有戶籍之董事應超過董事會席次二分之一，且董事會應包括一定比例之獨立董事，獨立董事當中至少2人必須在中華民國設有戶籍，獨立董事之資格應符合相關法令。上市規範或其他中華民國法令對外國發行人之要求。 Unless otherwise determined by the Company in general meeting, the number of Directors shall be no less than five (5) Directors and no more than ten (10) Directors, the exact number of Directors to be determined from time to time solely by an Ordinary Resolution of the general meeting. The Directors shall be elected or appointed in the first place by the subscribers to the Memorandum of Association. During the period in which the Company is listed on TWSE or TPEX, Directors with registered residence address in the R.O.C. shall constitute more than half of the members of the Board, and the Directors shall include such number of Independent Directors two of whom shall have registered residence address in R.O.C. The qualifications of such Independent Directors shall be in compliance with applicable law, rules or regulations or the Applicable Listing Rules or other applicable R.O.C. Laws required for a foreign issuer.	配合營運需求修改。 Modified due to operational needs.
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109(A)	董事對於會議之事項，有自身利害關係時，該董事應於當次董事會說明其自身利害關係之重要內容。本公司進行併購時，董事應向董事會及股東會說明其與併購交易自身利害關係之重要內容及贊成或反對併購決議之理由。公司並應於股東會召集事由中敘明董事利害關係之重要內容及贊成或反對併購決議之理由。其內容得置於中華民國證券主管機關或公司指定之網站，並應將其網址載明於通知。董事之配偶、二親等內血親，或與董事具有控制從屬關係之公司，就會議之事項有利害關係者，視為董事就該事項有自身利害關係。 A Director who has a personal interest in the matter under discussion at a Board meeting shall explain the nature and essential contents of such personal interest to the Board. In the event of any merger/consolidation and acquisition of the Company, any Director who has a personal interest in the transaction shall explain the essential contents and the reason of its approval or dissent to the resolution of merger/consolidation and acquisition to the Board and at the general meeting. The Company shall also clarify the essential contents of such personal interest and the reason of its approval or dissent to the resolution of the merger/consolidation and acquisition in the notice of the general meeting. The aforementioned contents	董事對於會議之事項，有自身利害關係時，該董事應於當次董事會說明其自身利害關係之重要內容。本公司進行併購時，董事應向董事會及股東會說明其與併購交易自身利害關係之重要內容及贊成或反對併購決議之理由。董事之配偶、二親等內血親，或與董事具有控制從屬關係之公司，就會議之事項有利害關係者，視為董事就該事項有自身利害關係。 A Director who has a personal interest in the matter under discussion at a Board meeting shall explain the nature and essential contents of such personal interest to the Board. In the event of any merger/consolidation and acquisition of the Company, any Director who has a personal interest in the transaction shall explain the essential contents and the reason of its approval or dissent to the resolution of merger/consolidation and acquisition to the Board and at the general meeting. Where the spouse of a Director, or a blood relative within the second degree of kinship of a Director, or any companies, which have a controlling or subordinate relation with a Director, who has a personal interests in the matters under discussion at a meeting of the board	配合臺灣證券交易所民國112年1月公告施行之外國發行人註冊地股東權益保護事項修訂。 In line with the Amendments to the Protection of Shareholders' Rights and Interests in the place of registration of foreign issuers promulgated by TWSE in January 2023.
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請貼郵票

1000-0003

戶名	統一編號(身分證字號)	戶號	535
說明事項	一、採用匯款者(限本人帳號)，匯款處理費10元由股利款中扣除。 二、未採用匯款者，本行將以掛號郵寄支票方式給付(郵費及作業處理費合計31元，由股東自行負擔)。	原登記匯款帳號	百和興業
同意依原登記帳號匯款者請勿寄回			
蓋章欄	銀行名稱	銀行代號	銀行存款帳號(分行別、科目、帳號、檢查號碼)
	郵局	存簿(II) 700	局號
			帳號

現金股利匯撥申請書

台北市重慶南路1段83號5樓(中國信託重慶大樓)

百和興業股份有限公司 服務代理人 收

535

中國信託商業銀行代理部

收件人：

里村街 巷弄號之 (樓)

第1聯

第2聯

第3聯

委託書填表須知

- 委託書應依公開發行公司出席股東會使用委託書規則及公司法第一百七十七條規定辦理。
- 股東接受他人徵求委託書前，應請徵求人提供徵求委託書之書面及廣告內容資料，或每季公司案經徵求人書面及廣告資料，切勿聽信徵求人與徵求支持候選人之背景資料及徵求人對股東會各項議案之意見。
- 股東應使用本公司印發之委託書用紙，委託書與親自出席通知均簽名或蓋章者，視為親自出席；但委託書由股東交付徵求人，或受託代理人書視為委託出席。
- 委託書應由委託人親自簽名或蓋章，並應由委託人親自填寫徵求人，或受託代理人姓名，但信託基金或股務代理機構受委託擔任徵求人，及股務代理機構受委託擔任委託書之代理人者，得以當場蓋章方式代之。
- 徵求人或受託代理人應於委託書上簽名或蓋章，並詳填戶號、姓名或名稱、身分證字號或統一編號、住址、受託代理人知非股東，請於股東戶號欄內填寫身分證字號或統一編號；徵求人如為信託事實、股務代理機構，請於股東戶號欄內填寫統一編號。
- 委託書應於開會五日前送達本公司股務代理人中國信託商業銀行代理部。委託書送達後代理人應即通知股東親自出席股東會或欲以書面或電子方式行使表決權者，應於股東會開會二日前，以書面向股務代理人為撤銷委託之通知。逾期撤銷者，以委託代理人出席行使之表決權為準。

委託書		委託人(股東)	編號 535 百和興業-KY
一、茲委託 君(須由委託人親自填寫，不得以蓋章方式代替)為本股東代理人，出席本公司112年6月6日舉行之股東常會，代理人並依下列授權行使股東權利： <input type="checkbox"/> (一)代理本股東就會議事項行使股東權利。(全權委託) <input type="checkbox"/> (二)代理本股東就下列各項議案行使本股東所委託表示之權利與意見，下列議案未勾選者，視為對各該議案表示承認或贊成： 1. 本公司111年度決算表冊案； (1)○承認(2)○反對(3)○棄權 2. 本公司111年度盈餘分配案； (1)○承認(2)○反對(3)○棄權 3. 修訂本公司章程案(本案擬以特別決議通過)： (1)○贊成(2)○反對(3)○棄權 4. 111年度盈餘增資發行新股案； (1)○贊成(2)○反對(3)○棄權 5. 修訂【股東會議事規則】案； (1)○贊成(2)○反對(3)○棄權 6. 修訂【資金暨他人作業管理辦法】案； (1)○贊成(2)○反對(3)○棄權 7. 修訂【背書保證作業管理辦法】案； (1)○贊成(2)○反對(3)○棄權 8. 臨時動議 二、本股東於前項□內勾選授權範圍或同時勾選者，視為全權委託，但股務代理機構擔任受託代理人者，不得接受全權委託，代理人應依前項(二)之授權內容行使股東權利。 三、本股東代理人得對會議臨時事宜全權處理之。 四、請將出席權(或出席當到卡)寄交代理人收執，如因故改期開會，此委託書仍屬有效(限此一會期)。	股東戶號 姓名或名稱 持有股數	簽名或蓋章	
徵求人	簽名或蓋章	戶號 姓名或名稱	
受託代理人	簽名或蓋章	戶號 姓名或名稱 地址	

徵求場所及人員簽章處：