

董事（監察人）願任同意書（範例）

本人同意擔任 _____ 股份有限公司董事(獨立董事、董事長、
監察人)，任期自中華民國 _____ 年 _____ 月 _____ 日至中華民國 _____ 年 _____ 月 _____ 日
止，計 _____ 年。

立同意書人：_____（本人親自簽名）

備註：

- 一、請以每一位董事(獨立董事)、監察人填列一張董事(獨立董事)、監察人願任同意書，董事長應另填列一張董事長願任同意書；或董事(獨立董事)、監察人、董事長合併填列於同一張願任同意書，並分別由其本人親自簽名。
- 二、股份有限公司之董事，依公司法第 8 條第 1 項規定為公司之負責人；依同條第 2 項規定，監察人在執行職務範圍內，亦為公司之負責人。
- 三、依公司法第 23 條規定，公司負責人應忠實執行業務並盡善良管理人之注意義務，如有違反致公司受有損害者，負損害賠償責任。對於公司業務之執行，如有違反法令致他人受有損害時，對他人應與公司負連帶賠償之責。
- 四、依稅捐稽徵法第 24 條規定，公司負責人欠繳應納稅額達一定金額，得由司法機關或財政部函請內政部入出境管理局限制其出境；如有隱匿或移轉財產、逃避稅捐執行之跡象者，稅捐稽徵機關得聲請法院就其財產實施假扣押，並免提供擔保。
- 五、本願任同意書可自行印製，惟備註文字應同時具備。

Consent to Act as Chairman of the Board / Director / Supervisor

I, [name of person], hereby consent to act as the Chairman of the Board /
Director / Supervisor of [name of the company] for ____ year(s) effectively
from _____ to _____.

_____ (Sign in person)

Name:

NOTES:

1. Each new Director/Supervisor must complete and sign a consent letter. The new Chairman of the Board must complete and sign an additional consent letter to act as the Chairman of the Board.
2. According to Article 8, Paragraph 1 of the Company Law, Directors of a company limited by shares are "responsible persons" of the company. Supervisors acting within the scope of their duties are also "responsible persons" of the company pursuant to Paragraph 2 of the same Article.
3. According to Article 23 of the Company Law, if any responsible person of a company, who is required to conduct the business of the company in good faith and to exercise the due care of a good administrator, fails to satisfy such requirements, thereby causing loss or damages to the company, the responsible person shall be held liable for compensating the company for such loss or damages; if, in conducting the business of the company, the responsible person violates any law or ordinance, thereby causing loss or damages to any person, he or she shall be held jointly and severally liable with the company to compensate such injured person.
4. According to Article 24 of the Taxation Law, in the event that the aggregate amount of tax payable but not paid by the responsible person of a company reaches a certain amount, the judicial authorities in charge or the Ministry of Finance may request, by a letter, the Bureau of Entry and Exit of the Ministry of the Interior to restrain the responsible person from exiting the country. If there is any indication that the responsible person of a company intends to conceal or transfer property to evade the execution of taxation, the tax authorities in charge may, without providing any securities, apply with the court for a provisional seizure of the property or properties of the responsible person.
5. The consent letter can be in a form produced by the consenting party, but shall incorporate the language of these notes.