

福士股份有限公司 公告

中華民國 112 年 1 月[11]日

主 旨：為福士股份有限公司於民國(下同)112 年 1 月[10]日經董事會決議，通過與伍爾特股份有限公司分割案乙節，特此公告。

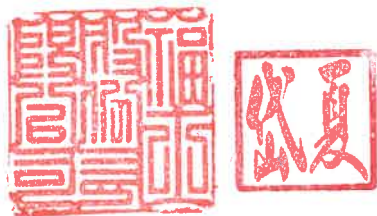
依 據：依企業併購法第 35 條規定辦理。

公告事項：

- 一、 本公司已於 112 年 1 月[10]日經董事會決議通過，於取得相關主管機關之核准後，將與伍爾特股份有限公司（下稱「伍爾特公司」）進行分割讓與，由本公司將工業事業部之相關營業（含資產、負債及營業）分割讓與伍爾特公司，作為伍爾特公司發行新股予本公司股東之對價。分割（減資）基準日暫訂為 112 年 3 月 1 日（暫定）。
- 二、 除本公告另有界定者外，本分割案所分割移轉本公司工業事業部之資產、負債及權利義務，自分割基準日起，由伍爾特公司概括承受。
- 三、 就此項分割計劃，本公司之債權人若有異議，請於本公告之翌日起 31 日內，以書面向本公司提出異議，逾期恕不受理。
- 四、 特此公告。

福士股份有限公司

代表人：Dai Xia 夏岱



聯絡地址：苗栗縣後龍鎮埔頂里 17 鄰厝勝路 205-33 號

PUBLIC ANNOUNCEMENT OF WURTH TAIWAN CO., LTD.

Date: January [11], 2023

Subject: The announcement is hereby made for the spin-off between Wurth Taiwan Co., Ltd. ("Wurth Taiwan") and Wurth Industry Service Taiwan Co., Ltd. ("Wurth Industry") pursuant to Wurth Taiwan's board resolution dated January [10], 2023.

Governing Law: This announcement is made in accordance with Article 35 of the Business Mergers and Acquisitions Act.

Matters of the Announcement:

1. Pursuant to the resolutions adopted at the board meeting of the Company dated January [10], 2023, the Company will transfer the sector of industrial business, including its assets, liabilities and business to Wurth Industry, as the consideration of the new shares issued by Wurth Industry to the shareholder of the Company, subject to required approvals from relevant authorities. The record date of the spin-off is tentatively scheduled on March 1, 2023.
2. Unless otherwise stated herein, the assets, liability, rights and obligations of industrial business of Wurth Taiwan shall be all assigned to Wurth Industry on the Record Date.
3. Any creditors of the Company who object to the spin-off shall notify the Company of the objection in writing within 31 days from the day following the date hereof. Any objection raised beyond the said 31-day period will not be accepted.
4. The announcement is made by the below company.

Wurth Taiwan Co., Ltd.

Chairman: Dai Xia 夏岱



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