



# Practical Law China

## 中文简介

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2016

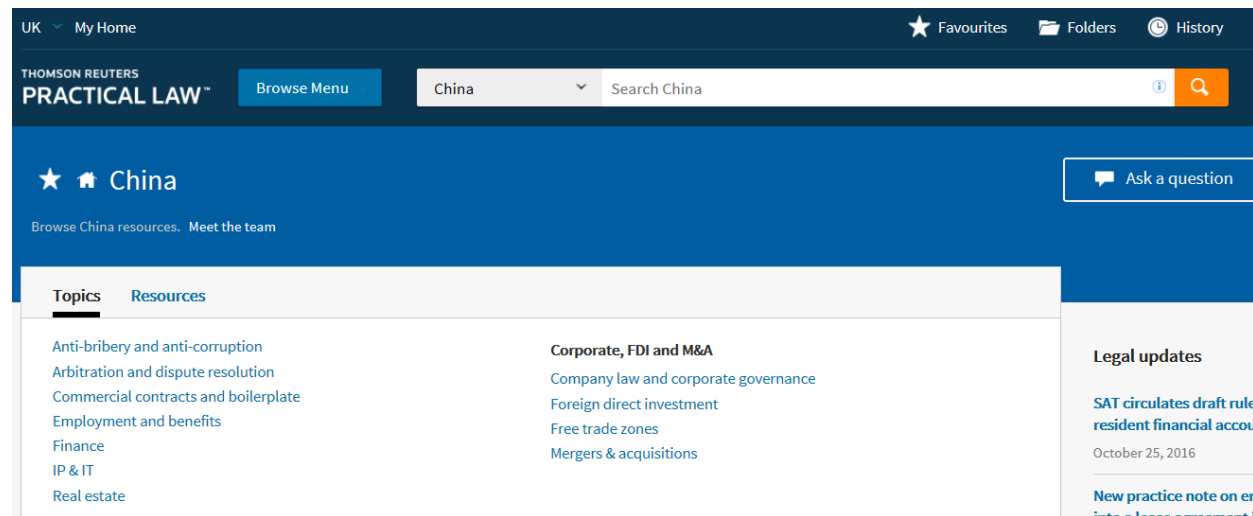
INTERNATIONAL  
STANDARDS 国际标准  
LOCAL INSIGHT 当地视角



THOMSON REUTERS  
汤森路透

## 您想了解：

- 什么是 Practical Law China ?
- Practical Law China 之内容及范围
- Practical Law China 之特色



## 关于 Practical Law

- Practical Law 是汤森路透旗下的法律知识 Know-how 在线服务产品，其品牌历史已超过二十年
- Practical Law 致力于通过庞大实用的数据库，为全球律师提供一流的法律实务知识；全球范围内超过10万律师正在享用此专业服务，其在国际领先律所中普享盛誉
- 除传统的成熟法律市场英国、美国外，Practical Law 先后将其服务范围拓展至中国、加拿大，且一经推出便迅速成为非常受欢迎的产品

The screenshot displays the Practical Law website for the UK. The top navigation bar includes a 'UK' dropdown menu with options for US, China, Australia, Canada, and Global. A 'Browse Menu' button and a search bar are also present. The main content area is divided into 'Practice areas', 'Resources', and 'International' sections. The 'Practice areas' section lists various legal fields such as Agriculture & Rural Land, Arbitration, Business Crime & Investigations, Commercial, Competition, Construction, Corporate, Data Protection, Dispute Resolution, Employment, Environment, EU Law, Family, Finance, Financial Services, IP & IT, Local Government, Media & Telecoms, Pensions, Planning, Private Client, Property, Property Litigation, Public Law, Restructuring & Insolvency, Share Schemes & Incentives, and Tax. The 'Resources' section includes 'Collections' for advising smaller businesses, charity lawyers, company secretaries, in-house lawyers, and Brexit implications. The 'International' section features a 'Request a trial' button and a 'PLC Magazine' section. The 'Featured' section highlights 'What's Market', 'Fast Draft is getting upgraded', 'Welcome to the new Practical Law', and 'Brexit: the legal implications'. The footer contains contact information, a 'Request a Trial' button, and a 'Sign in' link.

## 关于 Practical Law China

- 2014年Practical Law China 作为汤森路透 Practical Law 亚洲首发产品闪亮登场
- 该全新产品为在中国内地开展业务的律所和律师们提供国际一流水准的法律知识 Know-how
- 将各领域法律知识精心编汇为专业实用的法律解决方案，降低律所及律师的时间成本及执业风险

The screenshot displays the Practical Law China website. At the top, the Thomson Reuters logo and 'PRACTICAL LAW™' are visible, along with a 'Browse Menu' button and a search bar set to 'China'. The main header is blue with the word 'China' and a link to 'Ask a question'. Below this, a 'Browse China resources. Meet the team' section is followed by a grid of topic links. The 'Legal updates' sidebar on the right lists recent news items with dates. The 'Featured' section includes a bilingual glossary link, a 'China legislation' section with links to 'China Legislation' and 'Understanding China legislation', a 'GC Agenda China' section with a description of the General Counsel (GC) archive, a 'Compare the law across countries' section with a description of the Q&A tool, and an 'International collections' section with a description of key resources for lawyers.

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PRACTICAL LAW™

Browse Menu

China

Search China

China

Browse China resources. Meet the team

Ask a question

Topics Resources

Anti-bribery and anti-corruption  
Arbitration and dispute resolution  
Commercial contracts and boilerplate  
Employment and benefits  
Finance  
IP & IT  
Real estate

Corporate, FDI and M&A  
Company law and corporate governance  
Foreign direct investment  
Free trade zones  
Mergers & acquisitions

Legal updates

SAT circulates draft rules on non-resident financial accounts  
October 25, 2016

New practice note on entering into a lease agreement in China  
October 18, 2016

MOFCOM finalises FIE record-filing measures  
October 13, 2016

NDRC circulates revised draft of foreign investment catalogue for Central and Western regions  
September 28, 2016

New Practice note on regulation of internet content services in China  
September 19, 2016

View all

Featured

Working bilingually?

China glossary  
Bilingual content 双语文件 (中英文)

China legislation

China Legislation  
Understanding China legislation

GC Agenda China

Browse the archive of our regular news column for General Counsel (GC) working on China-related legal matters, and for their advisers.

Compare the law across countries

Use the Q&A tool to check for differences between countries on key legal issues.

International collections

Browse key resources for lawyers advising across borders.



## Practical Law China 之内容及范围

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**PRACTICAL LAW™**

Browse Menu

China Search China

China

Browse China resources. Meet the team

Ask a question

### Topics Resources

Anti-bribery and anti-corruption  
Arbitration and dispute resolution  
Commercial contracts and boilerplate  
Employment and benefits  
Finance  
IP & IT  
Real estate

Corporate, FDI and M&A  
Company law and corporate governance  
Foreign direct investment  
Free trade zones  
Mergers & acquisitions

- **Practical Law China** 目前主要覆盖反贿赂与反腐败、争议解决、商事合同、雇佣及福利、融资、知识产权、房地产、公司法及公司治理、外商直接投资、自由贸易区及境内外并购等领域

### Featured

#### Working bilingually?

- China glossary
- Bilingual content 双语文件 (中英文)

#### China legislation

- China Legislation
- Understanding China legislation

- 延续**Practical Law China** 一贯以来简洁精确的英语语言风格，提供超过100个中英文**标准文本**、**标准条款**及中英文**法律术语**定义

- **法域问答**  
**Ask**

48小时内及时专业答复  
订阅者提出的  
实务问题

### Legal updates

#### SAT circulates draft rules on non-resident financial accounts

October 25, 2016

#### New practice note on entering into a lease agreement in China

October 18, 2016

#### MOFCOM finalises FIE record-filing measures

October 13, 2016

#### NDRC circulates revised draft of foreign investment catalogue for Central and Western regions

September 28, 2016

#### New Practice note on regulation of internet content services in China

September 19, 2016

- **新法评析**  
(Legal updates)  
提供最新法律法规动向及  
**Practical Law China** 独家评论  
解析



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## Practical Law China 之内容及范围

### Foreign direct investment (FDI)

Ask a question

- View all 74
- Practice Notes 30
- Standard Documents and Clauses 19
- Checklists 9
- Articles 13
- Country Q&A 2
- Glossary 1

#### Editor's Picks

- Chinese foreign direct investment law: overview  
Maintained | Practice notes | China
- Establishing a China business  
Maintained | Practice notes | China
- Foreign exchange control in China  
Maintained | Practice notes | China
- Regulation of telecommunications sector in China: overview  
Maintained | Practice note: overview | China
- Memorandum of understanding (greenfield joint venture): China  
Maintained | Standard documents | China

#### Practice note: overview

- Regulation of internet content services in China
- Regulation of telecommunications sector in China: overview

#### Legal Updates

- New practice note on entering into a lease agreement in China  
October 18, 2016
- MOFCOM finalises FIE record-filing measures  
October 13, 2016
- Practical Law China publishes GC Agenda China September 2016  
September 29, 2016
- Practical Law China September Focus 2016  
September 29, 2016
- NDRC circulates revised draft of foreign investment catalogue for Central and Western regions  
September 28, 2016

• 其中各领域数据库提供百种详尽的

• 标准文本 (Standard document)

• 标准条款 (Standard clause)

• 实务指南 (Practice note)

• 实务清单 (Checklist)

• 法律洞察 (Article)

• 起草要点 (Drafting note)

## Practical Law China 之内容及范围

The screenshot displays the Practical Law China website. The top navigation bar includes 'UK', 'My Home', 'Favourites', 'Folders', 'History', and a user profile icon. Below this is the 'THOMSON REUTERS PRACTICAL LAW™' logo and a 'Browse Menu' button. A search bar contains 'All Content' and 'Search Practical Law'. On the left, a 'Table of Contents' sidebar lists various legal topics: Accounting, finance, legal industry, securities, statistics and taxation law; Accounting law; Finance law; Legal industry law; Securities Law; Statistics Law; Taxation law; Arbitration and dispute resolution law; China Pilot Free Trade Zone law; Chinese Communist Party Policy; Choice of law; and Civil and criminal law. The main content area is titled 'China legislation by Practical Law China'. It features a paragraph explaining that the site provides links to Westlaw China's English translations of major Chinese statutes and regulations, including side-by-side English and Chinese versions for ease of reference. It also mentions that Practical Law credits Westlaw China as retaining the authorship of the English translations of Chinese legislation. To the right of the text, there are links for 'Maintained', 'View Resource History', 'Resource Type', and 'Practice notes'. Below this, a 'Jurisdiction China' section is visible with a 'Related Content' button. At the bottom of the main content area, there is a section titled 'China legislation' which serves as a toolkit to guide users through Practical Law content on Chinese legislation, noting that the Chinese legislation comes from Westlaw China and provides an English translation of the original Chinese legislation displayed together.

- 与 Westlaw China 万律中国强大数据库相链接的法律法规、中英文法律术语定义、法律法规动向更新与解析、就同一法律问题比较各国法域的对比各国法及环球指南

### GC Agenda China

Browse the archive of our regular news column for General Counsel (GC) working on China-related legal matters, and for their advisers.

### Compare the law across countries

Use the Q&A tool to check for differences between countries on key legal issues.

### International collections

Browse key resources for lawyers advising across borders.

## Practical Law China 之内容及范围

- 每月末就当月热点法律动向为公司法务精心撰写GC Agenda China 并在微信公众号汤森路透法律圈推送

The screenshot displays the Practical Law China website. The top navigation bar includes the Thomson Reuters logo, a 'Browse Menu' button, a dropdown menu set to 'All Content', and a search bar labeled 'Search Practical Law'. A 'Table of Contents' sidebar is open on the left, listing various legal updates such as 'MOFCOM finalises FIE record-filing measures', 'NDRC and MOFCOM circulate revised draft of foreign investment catalogue for Central and Western regions', and 'SAT circulates draft rules on non-resident financial accounts'. The main content area features the article 'GC Agenda China: October 2016' by Brad Herrold, Consultant and Practical Law China. The article text discusses legal developments for general counsel (GC) and their advisers working on China-related matters. A right-hand sidebar provides metadata for the article, including the date 'Law stated as at 27-Oct-2016', the resource type 'Articles', and the jurisdiction 'China'. A vertical toolbar on the far right contains icons for email, print, download, and other document actions.



## Practical Law China 之双语特色

- 高级法律编辑严格把关，以简洁精确的语言风格提供超过100个中英文双语**标准文本**及**标准条款**
- 双语文本覆盖**反贿赂与反腐败**、**争议解决**、**商事合同**、**雇佣及福利**、**融资**、**知识产权**、**公司法及公司治理**、**外商直接投资**及**境内外并购**

### Practical Law China bilingual content 双语文件 (中英文) Bribery and corruption

#### Standard documents 标准文本

English	Chinese
<ul style="list-style-type: none"> <li>• Anti-corruption and bribery policy: China</li> </ul>	<ul style="list-style-type: none"> <li>• Anti-corruption and bribery policy: China (Chinese language version) (反腐败与贿赂政策：中国)</li> </ul>
<ul style="list-style-type: none"> <li>• Bribery and corruption supplemental due diligence questionnaire</li> </ul>	<ul style="list-style-type: none"> <li>• Bribery and corruption supplemental due diligence questionnaire (Chinese language version) (反贿赂与腐败补充尽职调查问卷)</li> </ul>
<ul style="list-style-type: none"> <li>• Bribery and corruption supplemental due diligence report</li> </ul>	<ul style="list-style-type: none"> <li>• Bribery and corruption supplemental due diligence report (Chinese language version) (贿赂与腐败补充尽职调查报告)</li> </ul>
<ul style="list-style-type: none"> <li>• Employee code of conduct and standard anti-bribery operating procedures: China</li> </ul>	<ul style="list-style-type: none"> <li>• Employee code of conduct and standard anti-bribery operating procedures (Chinese language version) (雇员行为准则与标准反贿赂操作规程：中国)</li> </ul>
<ul style="list-style-type: none"> <li>• Memorandum to board of directors regarding bribery and corruption compliance: China</li> </ul>	<ul style="list-style-type: none"> <li>• Memorandum to board of directors regarding bribery and corruption compliance (Chinese language version) (致董事会的反贿赂与反腐败合规备忘录：中国)</li> </ul>

#### Standard Clauses 标准条款

English	Chinese
<ul style="list-style-type: none"> <li>• Anti-corruption clauses: joint venture contract: China</li> </ul>	<ul style="list-style-type: none"> <li>• Anti-corruption clauses: joint venture contract: China (Chinese language version) (反腐败条款：合资合同：中国)</li> </ul>
<ul style="list-style-type: none"> <li>• Anti-corruption warranties: share purchase agreement: China</li> </ul>	<ul style="list-style-type: none"> <li>• Anti-corruption warranties: share purchase agreement: China (Chinese language version) (反腐败保证：股份购买协议：中国)</li> </ul>

### Mergers & acquisitions

#### Standard documents 标准文本

English	Chinese
<ul style="list-style-type: none"> <li>• Letter of intent: China outbound acquisition</li> </ul>	<ul style="list-style-type: none"> <li>• Letter of intent: China outbound acquisition (Chinese language version) (国际收购意向书)</li> </ul>
<ul style="list-style-type: none"> <li>• Non-disclosure agreement: China outbound acquisition</li> </ul>	<ul style="list-style-type: none"> <li>• Non-disclosure agreement: China outbound acquisition (Chinese language version) (国际收购保密协议)</li> </ul>
<ul style="list-style-type: none"> <li>• Due diligence request list: China outbound acquisition (UK target)</li> </ul>	<ul style="list-style-type: none"> <li>• Due diligence request list: China outbound acquisition (UK target) (Chinese language version) (国际收购法律尽职调查所需资料清单：股份购买)</li> </ul>
<ul style="list-style-type: none"> <li>• Share purchase agreement: China outbound acquisition</li> </ul>	<ul style="list-style-type: none"> <li>• Share purchase agreement: China outbound acquisition (Chinese language version) (国际收购股份购买协议)</li> </ul>
<ul style="list-style-type: none"> <li>• Equity transfer agreement (from a foreign JV party to a foreign party related to the JV party): China</li> </ul>	<ul style="list-style-type: none"> <li>• Equity transfer agreement (from a foreign JV party to a foreign party related to the JV party): China (Chinese language version) (股权转让协议 (由合营公司外方向与其相关的外方转让股权))</li> </ul>
<ul style="list-style-type: none"> <li>• Equity transfer agreement (from a foreign JV party to an unrelated Chinese party, resulting in a Chinese company): China</li> </ul>	<ul style="list-style-type: none"> <li>• Equity transfer agreement (from a foreign JV party to an unrelated Chinese party, resulting in a Chinese company): China (Chinese language version) (股权转让</li> </ul>

## Practical Law China 之特色

- 以法律实务干货为亮点，数据库内各领域的**实务指南** (Practice notes)、**标准文本** (Standard documents)、**标准条款** (Standard clauses) 非常实用且信息量丰富
- 所有中英文内容秉承简明精确的语言风格
- 随法律法规的演变发展及时更新数据库内容
- 数据库资源与相关内容、**标准条款**、法律法规及**法律术语**定义相链接，方便理解及查询
- 香港法域相关内容 <http://uk.practicallaw.com/country/hong-kong-prc>



The screenshot displays the Practical Law website interface. At the top, there's a navigation bar with 'UK' and 'My Home' dropdowns, 'Favourites', 'Folders', and 'History' links. Below this is a search bar containing 'foreign exchange' and a 'Browse Menu' button. The main content area is titled 'Foreign exchange control in China' by Edward Zezhou Xu, Yuan Gao and Ki Dat Cheng, associated with Goodwin Procter LLP and Practical Law China. The article text discusses the controls on foreign currency inflow and outflow, regulatory roles, and compliance requirements for FIEs. A 'Table of Contents' sidebar on the left lists sections like 'Scope of this note', 'What is foreign exchange control?', 'Evolution and development', 'Key features of foreign exchange control', 'Foreign exchange regulators' (including PBOC, SAFE, and Designated banks), 'Current accounts and capital accounts' (with sub-sections on transaction verification, stricter control, and recent changes), 'Foreign exchange control compliance requirements for FIEs', and 'Capital injection by'. On the right, there are links for 'Maintained', 'View Resource History', 'Resource Type', 'Practice notes', 'Jurisdiction', and 'China'. A 'Related Content' button is also visible.

## Practical Law China 之特色

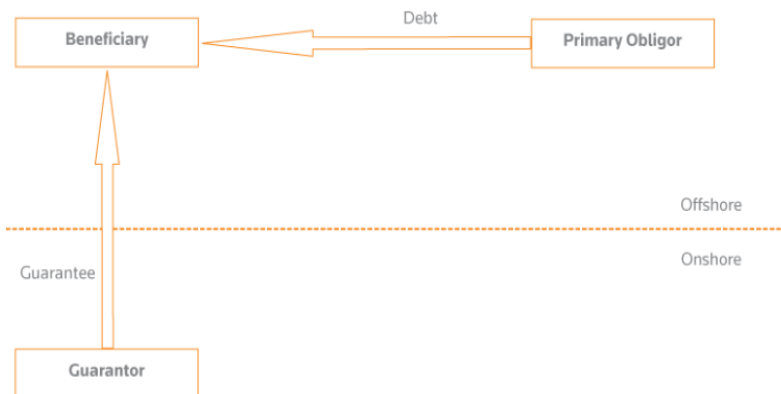
### Cross-border guarantees: China

by *Practical Law China*

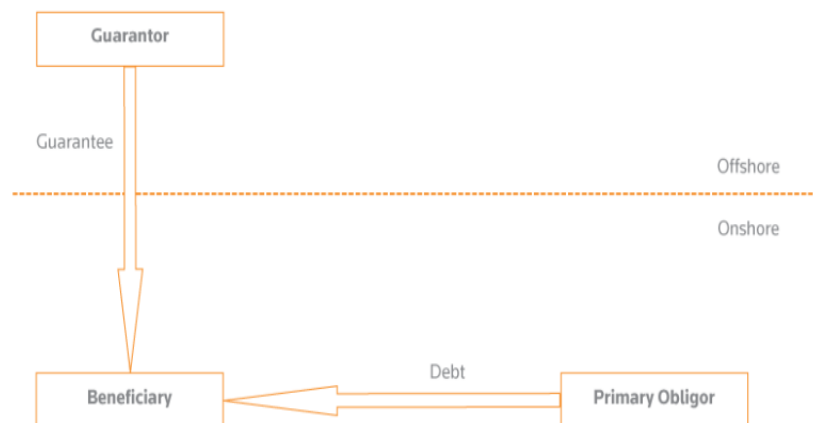
#### Types of cross-border guarantees

Under the *Provisions on Foreign Exchange Administration of Cross-border Guarantee 2014* (2014 SAFE Cross-border Guarantee Provisions), cross-border guarantee transactions fall into the following three types:

- **Outbound guarantee.** This means any guarantee or security provided by an onshore guarantor or security provider to secure an obligation owed by an offshore primary obligor to an offshore beneficiary. Outbound guarantees must be registered with SAFE after being executed. The chart below illustrates the parties' relationship in an outbound guarantee transaction:



- **Inbound guarantee.** This means any guarantee or security provided by an offshore guarantor or security provider to secure an obligation owed by an onshore primary obligor to an onshore beneficiary. Inbound guarantees must be registered with SAFE after being executed. The chart below illustrates the parties' relationship in an inbound guarantee transaction:



- 直达重点、简洁形象。尽可能以要点总结、流程图及表格形式讲解复杂法律问题

## Practical Law China 之特色

- 全球及本地有超过300名曾在国际顶尖律所执业的高级律师负责撰写数据库内容
- 超过20多间国际国内顶尖律所作为特约撰稿人，共同保障数据库内容的国际一流水准

### Anti-corruption and anti-bribery

Baker & McKenzie  
Dentons  
Fangda Partners  
Freshfields Bruckhaus Deringer  
FTI Consulting  
Herbert Smith Freehills  
MWE China Law Offices  
Norton Rose Fulbright  
Ropes & Gray LLP  
Sidley Austin  
Steptoe & Johnson  
Zhong Lun Law Firm

### Corporate and commercial

DLA Piper  
Goodwin Procter LLP  
Han Kun Law Offices  
Han Yi Law Offices  
Herbert Smith Freehills  
Jun He  
Linklaters  
MWE China Law Offices  
Norton Rose Fulbright  
O'Melveny & Myers LLP  
Zhong Lun Law Firm

### Dispute resolution

Herbert Smith Freehills  
Norton Rose Fulbright

### IP

Bird & Bird  
DLA Piper  
Freshfields Bruckhaus Deringer  
FTI Consulting  
Hogan Lovells  
Lawjay Partners  
Rouse

### Employment

Baohua Law Firm  
CMS, China  
Clyde & Co  
Faegre Baker Daniels  
Global Law Office  
Herbert Smith Freehills  
Jun He  
King & Wood Mallesons  
Seyfarth Shaw LLP  
Winners Law Firm  
Winston & Strawn LLP  
Zhong Lun Law Firm

## 将帮助您获益于

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-国际化标准    -执业风险控制    -节省时间成本

- 享用值得信任的具国际水准的中英文Know-how在线法律服务
- 有效帮助律所和律师们降低执业风险和时间成本
  - ✓ 为律所节省更新及维护内部Know-how法律知识的时间
  - ✓ 为律师节省大量的资料检索时间，以精确查找到所需的法律资料及实务指引
- 简明概括各法律实务领域的操作步骤、问题要点及法律解读
- 有效帮助律所在境内外业务中始终保持一流水准
- 洞察及指引在起草、签署及有效执行合同中的可能涉及的实践性问题
- 就同一法律问题，轻松对比不同管辖法域的解决方案







<http://global.practicallaw.com/country/china>