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法律法规简报

Legal Update

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目录

Contents

1. 国务院公布《关于修改和废止部分行政法规的决定》
State Council Publishes Decision on Revising and Repealing Some Administrative Regulations
2. 七部门：发挥国内贸易信用保险作用提高内外贸一体化水平
Seven Departments to Leverage the Role of Domestic Trade Credit Insurance and Boost Integrated Development of Domestic and Foreign Trade
3. 两部门对《鼓励外商投资产业目录》征求意见
Two Departments Seek Comments on the Catalog of Encouraged Industries for Foreign Investment
4. 最高人民法院关于《中华人民共和国公司法》第八十八条第一款不溯及适用的批复
Official Reply of the Supreme People's Court on the Non-Retroactive Application of Subparagraph 1 of Article 88 of the Company Law of the People's Republic of China



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1. 国务院公布《关于修改和废止部分行政法规的决定》 2024.12.06
State Council Publishes Decision on Revising and Repealing Some Administrative Regulations

国务院于 2024 年 12 月 6 日发布第 797 号国务院令《国务院关于修改和废止部分行政法规的决定》（下称“《决定》”）。《决定》经 2024 年 11 月 22 日国务院第 46 次常务会议通过，自 2025 年 1 月 20 日起施行。

On December 6th, 2024, the State Council published No.797 State Council Decree *Decision of the State Council on Amending and Repealing Some Administrative Regulations* (the “*Decision*”). The *Decision* was adopted by the 46th executive meeting of the State Council on November 22rd, 2024 and will come into effect on January 20th, 2025.

为落实党和国家机构改革精神，推进严格规范公正文明执法，优化法治化营商环境，保障高水平对外开放，国务院对涉及的行政法规进行了清理。《决定》对包括《医疗器械监督管理条例》和《外国律师事务所驻华代表机构管理条例》在内的 21 部行政法规的部分条款予以修改，并对《现金管理暂行条例》等 4 部行政法规予以废止。

In order to fully implement the spirit of the reform of the Party and State institutions, promote the strict, standardized, fair and civilized enforcement of laws and regulations, optimize the business environment under the rule of law, and safeguard the opening up of the country to the outside world at high levels, the State Council conducted a clean-up of administrative regulations. The *Decision* amended some provisions of 21 administrative regulations, including the *Regulations on Supervision and Administration of Medical Devices* and *Administrative Regulations on the China-based Representative Offices of Foreign Law Firms*, and repealed four administrative regulations, including the *Interim Regulations on Cash Management*.

(Source: https://www.gov.cn/zhengce/content/202412/content_6992432.htm)

2. 七部门：发挥国内贸易信用保险作用提高内外贸一体化水平 2024.12.16
Seven Departments to Leverage the Role of Domestic Trade Credit Insurance and Boost Integrated Development of Domestic and Foreign Trade

国内贸易信用保险能够分散企业贸易风险、降低市场流通成本，有利于促进商品服务畅通流动、优化贸易环境。为贯彻落实党中央和国务院决策部署，更好发挥内贸险助力提高内外贸一体化水平的作用，国家发展和改革委员会等七部门发布《关于发挥国内贸易信用保险作用 助力提高内外贸一体化水平的意见》（下称“《意见》”）。



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Domestic trade credit insurance can mitigate trade risks for enterprises and reduce market circulation costs, which is conducive to promoting the smooth flow of goods and services and optimizing the trade environment. To implement the decisions and arrangements of the CPC Central Committee and the State Council, and to better leverage the role of domestic trade credit insurance in boosting the integrated development of domestic and foreign trade, seven authorities including National Development and Reform Commission issued the *Opinions on Leveraging the Role of Domestic Trade Credit Insurance to Boost the Integrated Development of Domestic and Foreign Trade* (the “*Opinions*”).

《意见》完整准确全面贯彻新发展理念，加快构建新发展格局，着力推动高质量发展，加快建设全国统一大市场，提高内外贸一体化水平，坚持政府引导、市场运作，营造鼓励企业投保、支持机构承保的政策环境，积极发挥各类保险公司作用，加大对重点企业保障力度，发挥好内贸险在促进商品服务畅通流动和优化贸易环境中的积极作用，提升服务高质量发展的质效。

Opinions comprehensively and accurately implement the new development concept, accelerate the creation of a new development pattern, focus on promoting high-quality development, accelerate the development of a unified national market, improve the level of integration of domestic and foreign trade, adhere to government guidance and market operation, create a policy environment that encourages enterprises to purchase insurance and supports institutions in underwriting, actively leverage the role of insurance companies, increase the coverage for key enterprises, effectively leverage the positive role of domestic trade insurance in promoting the smooth flow of goods and services and optimizing the trade environment, and enhance the quality and efficiency of services for high-quality development.

(Source: https://www.ndrc.gov.cn/xxgk/zcfb/tz/202412/t20241216_1395044.html)

3. 两部门对《鼓励外商投资产业目录》征求意见 2024.12.20 **Two Departments Seek Comments on the Catalog of Encouraged Industries for Foreign Investment**

国家发展和改革委员会、商务部于 12 月 20 日发布《鼓励外商投资产业目录（公开征求意见稿）》（下称“《意见稿》”），现向社会征求意见，意见反馈截止于 2025 年 1 月 20 日。

The National Development and Reform Commission (NDRC) and the Ministry of Commerce (MOFCOM) have released the *Catalog of Encouraged Industries for*



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Foreign Investment (Draft for Comment) (the “*Draft*”) on December 20th to solicit public opinions by January 20th, 2025.

为落实国务院部署，两部门对《鼓励外商投资产业目录（2022年版）》进行了修订，形成了《意见稿》。《意见稿》落实《外商投资法》及其实施条例，根据国民经济和社会发展的需要，鼓励和引导外国投资者在特定行业、领域、地区投资。《意见稿》共包括两部分，一是全国鼓励外商投资产业目录，二是中西部地区外商投资优势产业目录。如所列产业被《产业结构调整指导目录》等国家相关产业目录明确为限制、淘汰、禁止等类型产业，其鼓励类属性自然免除。

In order to implement the deployment of State Council, the two departments have revised the *Catalog of Encouraged Industries for Foreign Investment (2022 Edition)* and formed the *Draft*. The *Draft* implements the *Foreign Investment Law* and its implementing regulations, and encourages and guides foreign investors to invest in specific industries, fields and regions in accordance with the needs of the national economy and social development. The *Draft* consists of two parts: the national Catalog of Encouraged Industries for Foreign Investment and the Catalog of Priority Industries for Foreign Investment in the Central-Western Region. If any of the listed industries are explicitly categorized as restricted, eliminated or prohibited industries in *Guiding Catalog for Industrial Restructuring* and other relevant national industrial catalogs, the attributes of the encouraged category are naturally exempted.

(Source: <https://yyglxxbsgw.ndrc.gov.cn/htmls/article/article.html?articleId=2c97d16b-93251263-0193-de120be6-000f#iframeHeight=805>
<https://view.officeapps.live.com/op/view.aspx?src=https%3A%2F%2Fyyglxxbs.ndrc.gov.cn%2Ffile-submission%2F20241219163849148164.docx&wdOrigin=BROWSELINK>)

4. 最高人民法院关于《中华人民共和国公司法》第八十八条第一款不溯及适用的批复
2024.12.24
Official Reply of the Supreme People's Court on the Non-Retroactive Application of Subparagraph 1 of Article 88 of the Company Law of the People's Republic of China

《最高人民法院关于〈中华人民共和国公司法〉第八十八条第一款不溯及适用的批复》已于2024年12月24日经最高人民法院审判委员会第1939次会议通过，自2024年12月24日起施行。



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The Official Reply of the Supreme People's Court on the Non-Retroactive Application of Subparagraph 1 of Article 88 of the Company Law of the People's Republic of China adopted at the 1939th meeting of the Judicial Committee of the Supreme People's Court on December 24th, 2024, is hereby issued and shall take effect as of December 24th, 2024.

2024 年 7 月 1 日起施行的《中华人民共和国公司法》第八十八条第一款仅适用于 2024 年 7 月 1 日之后发生的未届出资期限的股权转让行为。对于 2024 年 7 月 1 日之前股东未届出资期限转让股权引发的出资责任纠纷，人民法院应当根据原公司法等有关法律的规定精神公平公正处理。

Subparagraph 1 of Article 88 of the *Company Law of the People's Republic of China*, effective from July 1st, 2024, shall only apply to equity transfers representing subscribed capital contributions not yet due for payment occurring on or after July 1st, 2024. For disputes over capital contribution liability arising from equity transfers representing subscribed capital contributions not yet due for payment, conducted by shareholders prior to July 1st, 2024, the people's courts shall handle them fairly and justly in accordance with the guiding principles of the old Company Law and other relevant legal provisions.

(Source: <https://www.court.gov.cn/zixun/xiangqing/450831.html>)

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