

外汇管理支持试验区建设实施细则

Implementation Regulations concerning Foreign Exchange Administration to Support the Construction of the China (Shanghai) Pilot Free Trade Zone

第一章 总则

Chapter I General Provision

第一条 为支持中国（上海）自由贸易试验区（以下简称试验区）建设，落实《中国（上海）自由贸易试验区总体方案》（国发[2013]38号）和《中国人民银行关于金融支持中国（上海）自由贸易试验区建设的意见》（银发[2013]244号，以下简称《意见》），制定本实施细则。

Article 1 - To support the construction of the China (Shanghai) Pilot Free Trade Zone ("Pilot FTZ"), and implement "The Framework Plan for the China (Shanghai) Pilot Free Trade Zone" (Guo Fa [2013] No. 38) and "Opinions of People's Bank of China to Support China (Shanghai) Pilot Free Trade Zone in Financial Sector" (Yin Fa [2013] No. 244, hereinafter as "Opinions"), the following implementation regulations are hereby set.

第二条 试验区内银行（含注册在区内的银行以及办理区内业务的上海地区其他银行，下同）、境内外企业、非银行金融机构、个人（以下简称区内主体）适用本实施细则。

Article 2 - Pilot FTZ banks (which include banks registered in the Pilot FTZ and other banks in Shanghai that conduct banking business relating to the Pilot FTZ, the same below), domestic and overseas enterprises, non-banking financial institutions and individuals (hereinafter collectively as "Pilot FTZ principals") shall apply these implementation regulations.

第三条 国家外汇管理局上海市分局（以下简称外汇局）具体负责监督管理试验区外币账户开立、资金划转、结售汇、本外币数据统计等事项。

Article 3 - The Shanghai Branch of the State Administration of Foreign Exchange (hereinafter as "foreign exchange bureau") will be in charge of supervision and administration of Pilot FTZ-related foreign currency account opening, funds transfer, purchase and sale of foreign exchange, as well as relevant data statistics of RMB and foreign currency, etc.

第四条 区内主体应按照现行外汇管理规定，认真履行国际收支、结售汇、境内资金划转、账户等数据报送义务，保证数据的准确性、及时性、完整性。

Article 4 - Pilot FTZ principals should fulfil data reporting and submission obligations in respect of international balance of payment, purchase and sale of foreign exchange, transfer of domestic funds, accounts etc., and ensure its accuracy, timeliness and completeness.

第五条 区内银行应当遵循“了解你的客户”、“了解你的业务”、“尽职审查”等原则，切实按照本实施细则规定履行试验区外汇业务真实性、合规性审查，制定完善的内控管理制度并报外汇局备案。

Article 5 - Pilot FTZ banks shall adhere to KKD principles (i.e. "Know your customer", "Know your business" and "Due diligence") and perform examination of authenticity and compliance of Pilot FTZ-related foreign exchange business according to these implementation regulations, as well as establish sound internal control management system which shall be filed with the foreign exchange bureau.

第六条 区内企业、非银行金融机构、个人等办理本实施细则规定的外汇业务创新，应当具有真实合法交易基础，并通过账户办理，不得使用虚假合同或者构造交易办理业务。

Article 6 - The innovated foreign exchange business stipulated in these regulations dealt with by the enterprises, non-banking financial institutions and individuals etc. in the Pilot FTZ, shall be based on genuine and legitimate transaction and processed through accounts. No false agreement shall be used and transactions shall not be made up when dealing with relevant business.

第二章 经常项目业务

Chapter II Current Account Transactions

第七条 区内主体与境外之间经常项目交易，按本细则第五条规定办理购付汇、收结汇手续。对于资金性质不明确的，区内银行应要求企业、非银行金融机构、个人等提供相关单证。

Article 7 - For transactions under current account items between Pilot FTZ principals and overseas, article 5 of these regulations shall be followed in the relevant purchase/payment or receipt/sale of foreign exchange. If the nature of the funds is unclear, the Pilot FTZ bank shall require the relevant enterprises, non-banking financial institutions and individuals to provide relevant documents.

区内 A 类企业货物贸易外汇收入无需进入待核查账户。服务贸易、收益和经常转移等对外支付单笔等值 5 万美元以上的，按规定提交税务备案表。

Foreign exchange income derived from goods trade by "A ranking" enterprises in the Pilot FTZ does not need to diverted to "to-be-verified" accounts. Where a single outbound payment is above USD 50,000 (or its equivalent) in relation to trade in service, income and current account transfer, the tax filing form shall be submitted according to relevant regulations.

第八条 符合条件的区内企业可通过国内外汇资金主账户办理经常项目外汇资金集中收付汇和轧差净额结算。

Article 8 - Qualifying enterprises in the Pilot FTZ may process foreign exchange funds centralized receipt and payment and "netting balance" settlement under current account items, through a Domestic foreign exchange funds master account.

第九条 允许区内金融租赁公司、外商投资租赁公司及中资融资租赁公司（以下简称融资租赁类公司）在向境内承租人办理融资租赁时收取外币租金。对区内大型融资租赁企业实行货物贸易特殊标识监测管理。

Article 9 - Financial leasing companies (which are approved by the China Banking Regulatory Commission), foreign invested leasing companies (which are approved by the commercial authorities) as well as domestic-funded finance leasing companies (which are jointly approved by the commercial and tax authorities) in the Pilot FTZ (hereinafter collectively as "finance leasing companies") are permitted to receive rental in foreign currency when undertaking finance lease business with domestic lessees. Special foreign exchange supervision and administration in respect of trade in goods shall be carried out for large-scale finance leasing companies in the Pilot FTZ.

第三章 资本项目业务

Chapter III Capital Account Transactions

第十条 直接投资项下外汇登记及变更登记下放银行办理。

Article 10 - The foreign exchange registration and alternation registration under direct investment account items are delegated to banks.

第十一条 区内外商投资企业的外汇资本金实行意愿结汇。外商投资企业应在外汇资本金账户开户银行开立一一对应的人民币专用存款账户，用于存放资本金结汇所得人民币资金，按照真实交易原则通过该账户办理各类支付手续。

Article 11 - Foreign invested enterprises in the Pilot FTZ may freely convert its foreign exchange capital into RMB as they wish. The foreign invested enterprise shall open a dedicated RMB deposit account in the bank where it opens a foreign exchange capital account. The RMB deposit account shall be used to deposit the RMB funds converted from foreign exchange capital. Various payments from the RMB deposit account shall be dealt with based on genuine trade or business needs.

银行应参照《国家外汇管理局关于资本项目信息系统试点及相关数据报送工作的通知》（汇发[2012]60号）附件4《外汇账户数据采集规范（1.1版）》的要求报送人民币专用存款账户的开关户及收支余信息，人民币专用存款账户的账户性质代码为2113，账户性质名称为“资本项目-结汇待支付账户”。银行应参照《国家外汇管理局关于做好调整境内银行涉外收付凭证及相关信息报送准备工作的通知》（汇发[2011]49号）的要求，通过境内收付款凭证，报送人民币专用存款账户与其他境内人民币账户之间的收付款信息。

The bank shall refer to the requirements stipulated in the Appendix IV of "Notice of the State Administration of Foreign Exchange (SAFE) on work relating to capital item information system pilot and relevant data reporting and submission" (Hui Fa [2012] No. 60) (i.e. "Foreign exchange account data collecting rules (version 1.1)"), when reporting and submitting information regarding opening/closing account, fund receipt/payment and balance of the dedicated RMB deposit accounts; the account nature coding for such dedicated RMB deposit account is 2113, with descriptive name of account nature as "capital items – converted and to be paid". The bank shall refer to the requirements stipulated in the "Notice of the SAFE on work concerning adjusting domestic bank outbound receipt and payment voucher and preparation for relevant information reporting" (Hui Fa [2011] No. 49), when reporting and submitting the receipt/payment information between the dedicated RMB deposit account and other domestic RMB accounts based on relevant domestic receipt/payment vouchers.

第十二条 外商投资企业资本金及其结汇所得人民币资金不得用于以下用途：

Article 12 - The foreign exchange capital of the foreign invested enterprise and the RMB funds converted from the capital shall not be used for the following purposes:

（一）不得直接或间接用于企业经营范围之外或国家法律法规禁止的支出；

(1) directly or indirectly spent as expenditures beyond business scope or prohibited by laws and regulations;

（二）除另有规定外，不得直接或间接用于证券投资；

(2) directly or indirectly used for security investment, unless otherwise stipulated;

（三）不得直接或间接用于发放人民币委托贷款（经营范围许可的除外）、偿还企业间借贷（含第三方垫款）以及偿还已转贷第三方的银行人民币贷款；

(3) directly or indirectly used for RMB entrust loan purpose (unless business scope permits), or repaying loans among enterprises (including third party cash advance) or repaying bank RMB loans that are sub-lent to third parties; and

（四）除外商投资房地产企业外，不得用于支付购买非自用房地产的相关费用。

(4) used for paying expenses relating to purchase of non-self-use properties, except for foreign invested real estate enterprises.

第十三条 放宽区内企业境外外汇放款管理，将区内企业境外外汇放款金额上限调整至其所有者权益的50%；确有需要超过该比例的，由外汇局按个案集体审议方式处理。

Article 13 - The ceiling amount for an enterprise in the Pilot FTZ to extend foreign exchange loans offshore will be raised to 50% of the enterprise's shareholders equity; if an enterprise needs to apply for a higher ratio due to its actual needs, the foreign exchange bureau shall review and determine on case-by-case basis.

第十四条 区内企业提供对外担保，可自行办理担保合同签订，无需到外汇局申请办理事前行政审批手续。

Article 14 - An enterprise in the Pilot FTZ may sign a guarantee agreement and provide guarantee to overseas parties at its own discretion, without pre-approvals from the foreign exchange bureau.

区内企业提供对外担保时，不受担保人和被担保人净资产比例、被担保人盈利状况及担保人和被担保人之间股权关联条件的限制。

When an enterprise in the Pilot FTZ provides guarantee to overseas parties, no restriction shall be imposed in respect of the guarantor and/or guarantee's ratio of net assets, profitability of the guarantee, as well as the shareholding relationship between the guarantor and guarantee.

区内企业签订对外担保合同，应当按规定办理对外担保登记和履约核准手续，并符合关于担保项下资金用途的限制性规定。

When an enterprise in the Pilot FTZ enters into guarantee agreement with overseas parties, it shall, according to relevant regulations, perform guarantee registration formalities and apply for pre-approvals before it fulfills the guarantee (in case the guarantee defaults its relevant contractual obligations); the enterprise shall also comply with the restrictive rules regarding the use scope of funds under guaranty.

第十五条 区内企业、非银行金融机构向境外支付担保费无需核准，可持担保费支付通知书直接到银行办理购付汇手续。

Article 15 - With a payment notice, an enterprise or non-banking institution in the Pilot FTZ may directly apply to the relevant bank for the purchase of foreign exchange and then use the foreign exchange to pay guarantee fees to overseas parties without pre-approvals from the foreign exchange bureau.

银行在办理担保费购付汇手续时，应确认相关担保业务符合外汇局相关规定。

When the bank is arranging the purchase and payment of foreign exchange, it shall verify that relevant regulations from the foreign exchange bureau have been complied with in the guarantee arrangement.

第十六条 取消区内融资租赁类公司办理融资租赁对外债权业务的逐笔审批，实行登记管理。

Article 16 - The transaction-based approval requirement is removed in respect of the receivables arising from finance leasing services provided by a finance leasing company in the Pilot FTZ to overseas parties, and is replaced with a registration administration.

第十七条 整合跨国公司总部外汇资金集中运营管理、境内外币资金池和国际贸易结算中心外汇管理试点。区内企业已开立的境内外币资金池账户、国际贸易结算中心专用账户名称统一改为国内外汇资金主账户，功能并入国内外汇资金主账户。

Article 17 - The following foreign exchange pilot schemes will be integrated: centralized operation and management scheme of foreign exchange by multinational headquarters, domestic foreign currency cash pooling scheme, and foreign exchange reform pilot scheme for international trade settlement center. The special accounts set up under the above schemes (i.e. "Domestic foreign currency cash pooling account" and "International trade settlement center dedicated account") by enterprises in the Pilot FTZ will be integrated into "Domestic foreign exchange funds master account", which will inherit the functions of the existing accounts.

国内外汇资金主账户除可以办理第八条的业务和国际贸易结算中心业务外，还可以集中管理境内成员单位资本金、外债、资产变现资金等。

In addition to the business allowed under article 8 and international trade settlement center business, a centralized management of domestic group members' funds from capital injection, foreign debts, disposal of assets etc. may also be performed through Domestic foreign exchange funds master accounts.

符合条件的区内企业可根据经营需要，开立国际外汇资金主账户。国际外汇资金主账户与境外资金往来自由，与国内外汇资金主账户在规定额度内自由划转。

According to its operation needs, a qualifying enterprise in the Pilot FTZ may open an International foreign exchange funds master account. The flow of funds between the International foreign exchange funds master account and overseas is free of foreign exchange restrictions and controls. Funds may be freely transferred between the entity's Domestic foreign exchange funds master account and International foreign exchange funds master account, subject to a quota prescribed by the foreign exchange bureau.

符合条件的区内企业通过国内外汇资金主账户、国际外汇资金主账户开展的各项试点业务所涉行政审批改为备案。

The relevant administrative approval requirement shall be changed to filing procedure for various pilot business processed through Domestic foreign exchange funds master accounts and International foreign exchange funds master accounts by qualifying enterprises in the Pilot FTZ.

第四章 外汇市场业务

Chapter IV Foreign Exchange Market Business

第十八条 银行为区内企业办理大宗商品衍生品交易，应遵守如下规定办理所涉结售汇业务：

Article 18 - when banks dealing with commodity derivative transactions for enterprises in the Pilot FTZ, the following rules shall be adhered to when processing concerned purchase/selling of foreign exchange:

（一）符合相关金融监督管理部门规定，包括事先获得必要的业务资格、履行必要的产品报备程序等；银行分支机构开办此项业务应符合银行内部管理规定，包括获得必要的事先授权等。

(1) The relevant parties must fulfill requirements in regulations issued by relevant finance supervision and administration departments, including obtaining necessary business qualification in advance, going through necessary procedures for product information reporting etc.; bank branches that run this business must follow bank internal management rules, including obtaining necessary pre-authorization etc.

（二）银行或其总行应具备银行间外汇市场做市商资格；或者该银行在上海地区近 3 年执行外汇管理规定情况考核中曾经获得一次以上 A 级，且没有得过 B 以下评级。

(2) The bank or its general head office must qualify as a market maker in the inter-bank foreign exchange market; or alternatively, this bank has been ranked as A class for more than once, and not been ranked below B class, in foreign exchange management examinations in Shanghai during the latest three years.

（三）银行开展大宗商品衍生品交易项下的结售汇业务应向上海市分局事先备案。

(3) Banks shall file with the foreign exchange bureau before they may conduct the business of purchase/sale of foreign exchange in respect of commodity derivative transactions.

（四）银行为企业提供的大宗商品衍生品交易，应审核企业具有真实的大宗商品实物交易背景，符合适度套期保值原则，并向客户如实披露信息、揭示风险，由企业自主承担有关风险。

(4) When banks provide service to enterprises in respect of commodity derivatives, they shall verify whether the enterprise has background of genuine commodity trades, follow the proper hedging principle, and honestly disclose information and reveal risk to clients, and let the enterprise bear relevant risk independently.

（五）银行为企业提供大宗商品衍生品交易项下因境外平盘产生的汇率敞口或外汇盈亏，可在本行办理相应的结售汇业务，并纳入银行结售汇综合头寸平盘；外汇局对银行该结售汇业务实行年累计发生额规模管理。

(5) In respect of exchange rate exposure or foreign exchange gain/loss resulting from closing positions in overseas by banks under commodity derivative transaction service to enterprises, the bank may arrange the corresponding purchase/selling of foreign exchange, and have it incorporated into the bank's overall closing positions; the foreign exchange bureau shall impose restrictions on the annual accumulated amounts of such foreign exchange purchase/sale.

（六）银行应将上述结售汇交易纳入银行结售汇统计，交易项目归属于“240/440 其他投资”项下；交易主体按照“银行自身”统计。

(6) Banks shall include the aforementioned purchase/sale of foreign exchange into the bank's statistics, categorizing the transaction under "240/440 other investment" catalogue and mark the transaction party as "Bank itself" for statistics purpose.

（七）银行应向外汇局定期报送大宗商品衍生品的有关交易和结售汇信息。

(7) Banks shall regularly report and submit relevant information regarding commodity derivative transactions and relevant purchase/sale of foreign exchange to the foreign exchange bureau.

第五章 附则

Chapter V Supplementary Articles

第十九条 外汇局对区内企业货物贸易等外汇收支进行非现场监测，对异常或可疑情况进行现场核查，并根据现场核查结果进行分类管理。

Article 19 - The foreign exchange bureau shall perform off-site supervision and monitoring over foreign exchange receipt/payment in goods trade of enterprises in the Pilot FTZ, carry out on-site inspection under any abnormal or suspicious circumstances, and conduct different administrations according to the on-site inspection results respectively.

第二十条 当国际收支出现或可能出现严重失衡时，外汇局可采取相应的临时性管制措施。

Article 20 - The foreign exchange bureau may take relevant temporary measures when serious imbalance arises or may arise in international receipt/payment.

第二十一条 外汇局可根据国家宏观调控政策、外汇收支形势及创新业务开展情况，逐步完善和改进创新业务内容。

Article 21 - The foreign exchange bureau may gradually improve innovated business according to the State macro-control policy, position of foreign exchange receipt and payment as well as performance of the innovated business.

第二十二条 外汇局依法对区内主体进行监督检查和调查。违反《外汇管理条例》和本规定的，暂停办理创新业务，并按照《外汇管理条例》及相关规定进行处罚。

Article 22 - The foreign exchange bureau shall monitor, inspect and investigate Pilot FTZ principals according to relevant laws and regulations. Permissions on innovated business will be suspended for relevant parties if they violate the "Foreign exchange administration rules" or these regulations, and penalties will be imposed accordingly.

第二十三条 本实施细则自发布之日起施行，未尽事宜按照海关特殊监管区域外汇管理办法等现行外汇管理规定办理。

Article 23 - These implementation regulations shall take effect on day of promulgation. Any uncovered issues shall be dealt with according to other existing foreign exchange administration regulations such as foreign exchange administration measures in the areas under special customs supervision etc.

附：

Appendixes:

1. 试验区跨国公司总部外汇资金集中运营管理试点操作规程（略）
1. The operating regulations on the pilot scheme of centralized operation and management of foreign exchange funds by multinational companies' headquarters in the Pilot FTZ
2. 试验区直接投资外汇登记操作规程（略）
2. The operating regulations on the foreign exchange registration for direct investments in the Pilot FTZ
3. 试验区外商直接投资企业资本金意愿结汇操作规程（略）
3. The operating regulations on the free RMB conversion of foreign exchange capital by foreign-invested enterprises in the Pilot FTZ
4. 试验区境内外租赁服务外汇管理操作规程（略）
4. The operating regulations in the Pilot FTZ on foreign exchange administration of finance leasing services to domestic and foreign parties

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