



# Guide to Registration of Foreign-Invested Entities

Beijing Municipal Administration for Market Regulation

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# Guide to Business Entity Registration

We warmly welcome you to invest and establish a business in Beijing. We are dedicated to offering you genuine support and professional services. To facilitate a clearer understanding of the relevant policies during the registration process of business entities and to enhance the quality of service provided, we have formulated these guidelines along with various one-time notifications for business entity registration. Should you have any further questions during the application process, please refer to the Beijing Enterprise Service e-Window Platform (<https://ect.scjgj.beijing.gov.cn>) for inquiries or visit the registration authority in person for on-site consultation.

## **I. Where can I apply for a business license?**

It is advised that all matters pertaining to the business entity registration be conducted via the Beijing Enterprise Service



e-Window Platform (<https://ect.scjgj.beijing.gov.cn>). Here, you can enjoy a zero-contact, one-stop service experience throughout the entire process.

Should it be necessary to manage the process on-site, please proceed to the designated locations to carry out the relevant procedures in accordance with the specific circumstances:

- 1.** All forms of business entity registration and related filings must be conducted at the Registration Department of the District Administration for Market Regulation corresponding to the district in which the proposed business premises (domicile) are situated.
- 2.** The registration of individual businesses, as well as the conversion of such businesses into enterprises, may be processed at the Administration for Market Registration or the Market Supervision Office within the jurisdiction where the business premises are situated. For individual businesses established by investors from Hong Kong, Macao, and Taiwan, registration must be conducted at the Administration for Market Registration in the district corresponding to the location of their business premises.
- 3.** Business entities that satisfy any of the following conditions shall conduct their registration and related procedures at the

municipal Administration for Market Registration:

- (1) Companies in which the provincial-level or higher people's government or its authorized state-owned assets supervision and management institution performs the role of capital contributor, as well as companies invested and established by such companies holding more than 50% of the equity or shares;
- (2) Joint stock limited companies formed through public fundraising;
- (3) Foreign (regional) enterprises engaging in production and business operation activities within the territory of China;
- (4) Enterprises approved for registration by the State Administration for Market Regulation;
- (5) Enterprises that are required to be registered with the municipal Administration for Market Regulation in accordance with laws, administrative regulations, decisions of the State Council, and other relevant provisions.

(**Note:** Enterprises required to register with the Municipal Administration for Market Regulation, but whose business premises (domicile) are situated in Tongzhou District, may conduct their registration procedures through the Beijing Sub-



center Municipal Enterprise Registration Service Platform.)

## **II. How to name an enterprise?**

Enterprise names shall be applied independently by applicants. When registering an enterprise, you may either submit the proposed enterprise name directly to the enterprise registration authority or first log in to the Beijing Enterprise Service e-Window Platform to search for and reserve the enterprise name prior to registration.

The enterprise registration authority shall reserve the enterprise name submitted via the enterprise name declaration system (e-Window Platform) for a duration of two months. In case where the establishment of an enterprise is required by law to be approved or the business scope includes items subject to approval before registration, the name reservation period extends to one year. The business registration must be completed before the reservation period expires.

### **1. How to choose an enterprise name?**

An enterprise name typically comprises the name of the administrative division, the trade name, the industry or operational characteristics, and the organizational form, except as otherwise stipulated by applicable laws and regulations.

#### **Administrative division**

The administrative designation of a location is typically represented as “Beijing” or “Beijing City”. The administrative division may also be incorporated within the name, specifically positioned after the trade name and preceding the organizational form; however, it must be enclosed in parentheses.

Names excluding administrative division designations: An established enterprise that has invested in and established entities in three or more provincial administrative regions, each bearing the same trade name and having conducted business for one year or longer, or that meets other conditions stipulated by laws, administrative regulations, or the State Administration for Market Regulation, is not required to include the name of the administrative division in its trade name. Furthermore, the enterprise’s name must differ from the trade name of any registered enterprise or any enterprise within the reservation period in the same industry located in the administrative region of the prefecture-level city where the company is based, unless there exists an investment relationship between the entities.

To register an enterprise name without specifying an administrative division, applicants may submit their application through the State Administration for Market Regulation (<http://wsdj.samr.gov.cn>) or directly at the appropriate registration



authority where the business premises (domicile) is located.

### **Trade name**

The trade name shall be composed of two or more Chinese characters conforming to the national standards.

To avoid duplication, it is recommended that three, four, or more Chinese characters conforming to the national standards be selected as the trade name.

### **Industry (operational characteristics)**

The industry or operational characteristics in the enterprise name should reflect its main business and adhere to the industrial classification for national economic activities.

An established enterprise may submit an application to change its name to one that does not reflect specific industry or business characteristics, provided that the following criteria are satisfied:

- a) The enterprise conducts comprehensive operations spanning more than five categories within the industrial classification for national economic activities.
- b) The enterprise has invested in and established more than three companies bearing the same trade name, each having operated for over one year, with these companies engaged in industries or business sectors classified under different industrial categories of the national economic activities.
- c) The proposed enterprise name does not duplicate

any registered or reserved enterprise name within the same administrative jurisdiction where the enterprise is located, except in cases involving entities with investment affiliations.

An enterprise name without a name of administrative division should also be different from the trade name of an enterprise in the same industry that has been registered or is within the reservation period in the provincial administrative region where the company is located unless there is an investment relationship.

### **Organizational form**

Enterprises should lawfully indicate their organizational form in their names based on their organizational structures or liability forms.

Corporate enterprises are generally described as “Limited Company,” “Limited Liability Company,” “Joint Stock Company,” or “Joint Stock Limited Company”.

Other types of enterprises can be described as “Center,” “Department,” “Factory,” “Store,” etc. For partnerships, the organizational form shall be followed by “(General Partnership),” “(Limited Partnership),” or “(Special General Partnership)”.

Sole proprietorship enterprises shall indicate the word “(Sole Proprietorship)” in their name.

Individual businesses shall indicate the word “(Individual



Business)” in their name.

It is not allowed to use words that may mislead the public into thinking the entity is of a different organizational form.

## **2. How to use the group name?**

A registered corporate legal person that holds controlling shares in three or more corporate legal persons (i.e., a controlling shareholder of three or more corporate legal persons) may apply for a name change registration to use the word “Group” or “(Group)” before the organizational form in their name. For applications using the name of an enterprise group, the group’s head office must directly own all or part of the equity and submit authorization documents from the head office. The structure of such a name generally follows the format: “Enterprise Group Name + (Local Administrative Division) + Trade Name + Industry or Business Characteristics + Organizational Form.” If the name of the local administrative division, industry or business characteristics are consistent with those of the affiliated enterprise group name, they may be omitted. When neither the local administrative division name nor the industry or business characteristics are indicated, the trade name must be specified; if one of the elements - administrative division name, industry, or business characteristics - is indicated, the trade name may be

omitted. If the affiliated enterprise group name does not include industry or business characteristics, these must be specified. The enterprise group name shall be proposed simultaneously when the head office of the enterprise group applies for a change registration.

The enterprise group name shall be consistent with the administrative division name, trade name, industry or business characteristics of the holding enterprise's name.

### 3. How to name an enterprise branch?

A branch name is typically composed of the following elements: Parent Enterprise / Superior Company + Administrative Division/Location + Trade Name (optional) + Industry/Business Characteristics (optional) + Organizational Form. If the name of industry or administrative division of the branch corresponds with that of the affiliated enterprise, it may be omitted.

Banking and financial institution branches operating within a Free Trade Pilot Zone, are authorized to include the terms “Free Trade Zone” or “FTZ” in their official names to facilitate the establishment and advancement of the Free Trade Zone.

**Important Notice:** Applicants are advised to carefully consider the following points when selecting a name:

1. Enterprise names shall not contain any of the following



conditions:

- (1) Undermine the dignity or interests of the State;
  - (2) Cause harm to the public interest or disturb public order;
  - (3) Utilize, either directly or indirectly, the names and abbreviations of political parties, party-government-military institutions, mass organizations, specific official titles, and military designations;
  - (4) Utilize the names of foreign countries (regions), international organizations, as well as their standard acronyms, and formal official titles;
  - (5) Contain any obscene, pornographic, gambling-related, superstitious, horrible, or violent content;
  - (6) Contain any ethnically, racially, religiously, or sexually discriminatory content;
  - (7) Contravene public order and accepted moral standards or potentially result in other detrimental consequences;
  - (8) Potentially cause fraud or mislead the public;
  - (9) Other prohibited circumstances as stipulated by law, administrative regulations, or other provisions of the state.
2. Within Beijing, the trade name of an enterprise should not be identical to the trade names of the following enterprises in the same industry or without industry or operational

characteristics:

- (1) Enterprises that are either registered or within their reservation period, unless there is an investment relationship or authorization;
  - (2) Former enterprise names that have been deregistered or altered within one year, unless there is an investment relationship or assignment/transfer of the enterprise name;
  - (3) Former enterprise names whose incorporation registration or registration change has been revoked within one year, unless there is an investment relationship.
- 3.** If the name of your enterprise is authorized for use, you should provide the authorization (license) document issued by the rights holder and a sealed photocopy of its business license at the time of registration. The authorized (licensed) name shall not result in deception or misinterpretation by the public.
- 4.** If a trademark registrant uses or authorizes others to use text from its registered trademark as a trade name, and the trade name complies with related provisions on name registration management, the following shall be submitted when registering the company name: ① Authorization (license) document from the trademark owner; ②



Trademark registration certificate (if the original cannot be provided, a photocopy with the seal of the trademark owner can be submitted); ③ Qualification certificate of the trademark owner (if the trademark owner is an economic organization, its official seal shall be affixed on the qualification certificate; if the trademark owner is a natural person, a photocopy of the person's identity document shall be submitted).

**Note:** The name declaration of individual businesses, as well as specialized farmers' cooperatives utilizing a name, shall be conducted in accordance with the aforementioned regulations. Farmers' specialized cooperative organizations shall be designated as "Specialized Cooperatives"; individual businesses utilizing enterprise names are required to include the word "(Individual Business)" in their names.

### **III. How to submit identity certificates for investors (senior executives, handlers, etc.)?**

1. Where the investor is an enterprise, submit a photocopy of its business license.
2. Where the investor is a public institution legal person, submit a photocopy of the registration certificate for the public institution legal person.

- 3.** Where the investor is a social organization legal person, submit a photocopy of the registration certificate for the social organization legal person along with the *Letter of Commitment for Social Organizations Not Operated by Party or Government Organs*.
- 4.** Where the investor is a private non-enterprise unit, submit a photocopy of the registration certificate for the private non-enterprise entity.
- 5.** Where the investor is a different type of legal person or organization, submit photocopies of qualification certificates in accordance with the applicable laws and regulations.
- 6.** Where the investor is a natural person, submit a photocopy of their identity certificate.
- 7.** The subject qualification document or identity certificate of an investor from Hong Kong SAR, Macao SAR, or Taiwan, China, shall be accompanied by a notarial document from a local notarial agency of Hong Kong SAR, Macao SAR, or Taiwan, China according to specific provisions or agreements. Notarized documents from the Hong Kong SAR and the Macao SAR shall be forwarded through a specialized agency of the Ministry of Justice.



The aforementioned materials are required to be submitted in their original format; however, submission is waived if the documents are electronically transmitted through the specialized agencies of the Ministry of Justice.

The identity document of natural person investor from Hong Kong SAR and Macau SAR include the local permanent resident identity card, SAR passport, and Residence Permit for Hong Kong or Macau residents issued by the mainland public security authorities, or the Mainland Travel Permit for Hong Kong and Macau Residents issued by the entry-exit administration authorities. If a photocopy of the Residence Permit for Hong Kong and Macau Residents or the Mainland Travel Permit for Hong Kong and Macau Residents is submitted, neither notarization nor transmission shall be required.

The identity document of a natural-person investor from Taiwan, China can be a Residence Permit for Taiwan Residents issued by a Chinese mainland public security department or a Mainland Travel Permit for Taiwan Residents issued by a Chinese mainland exit-entry administration. If a photocopy of the Residence Permit for Taiwan Residents or the Mainland Travel Permit for Taiwan Residents is submitted, notarization is not required.

For foreign investors whose home country is a contracting party to the *Hague Convention Abolishing the Requirement of Legalisation for Foreign Public Documents* (subject to the specific requirements outlined in the list of contracting parties to the *Hague Convention Abolishing the Requirement of Legalisation for Foreign Public Documents* published by the Ministry of Foreign Affairs), notarized documents issued by the relevant authorities of their home country, along with supplementary certificates issued by the appropriate local authorities, shall be submitted (excluding countries that are not recognized by China as having sovereign state status, as well as countries to which the Convention does not apply between them and China).

For foreign investors whose home country is not a contracting party to the *Hague Convention Abolishing the Requirement of Legalisation for Foreign Public Documents* (subject to the specific requirements outlined in the list of contracting parties to the *Hague Convention Abolishing the Requirement of Legalisation for Foreign Public Documents* published by the Ministry of Foreign Affairs), or who, despite being a contracting party, are not recognized by China as having sovereign state status, as well as countries to which the Convention does not apply between them



and China, the relevant subject qualification documents or identity certificates must be notarized by the competent notary authority in their home country and subsequently authenticated by the Chinese embassy (or consulate) in that country. If that country has no diplomatic relations with China, the relevant documents and certificates should be legalized by the embassy (consulate) of a third country in that country, which has diplomatic relations with China, and then legalized by the Chinese embassy (or consulate) in that third country.

Documents issued in the overseas territories of certain countries shall first be notarized within those territories, subsequently authenticated by the diplomatic authorities of the respective countries, and ultimately legalized by the Chinese embassy (or consulate) in that country. If the country is a contracting party to the *Hague Convention Abolishing the Requirement of Legalisation for Foreign Public Documents*, the notarization shall first be completed in the overseas territory, then authenticated by the country's diplomatic authorities, and finally an Apostille should be issued by the competent authority of that country. Except as otherwise provided by the international treaties concluded or acceded to by China and relevant countries for certification.

If the identity document submitted by a foreign natural person is a Foreign Permanent Resident ID Card of the People's Republic of China, no notarization or an Apostille is required. If the identity document submitted by a foreign natural person is a passport for which entry formalities have been confirmed by the Chinese exit-entry administration, no notarization or an Apostille is required after verification against the original document.

Chinese citizens residing abroad (overseas Chinese) who make investments within the People's Republic of China shall present their PRC passport along with relevant documentation evidencing their overseas residency. Upon verification of the original documents, no notarization or an Apostille is required.

**Notes:**

- 1.** For those complying with the certification requirements of regions such as Beijing-Tianjin-Hebei, a photocopy of the certification documents bearing the archive inquiry seal of the registration authority for the business entities established by the investor in China may be submitted.
- 2.** Where a photocopy is submitted, it shall be marked "Consistent with the original" and signed by the applicants or their designated representative or jointly entrusted agent.



3. Holders of the aforementioned documents who successfully complete the online identity authentication are exempt from submitting paper materials.

### **Special notes:**

Pursuant to applicable laws, regulations, and relevant provisions, the following organizations or individuals are prohibited from becoming investors (shareholders) in enterprises:

1. Party and government organs at all levels, including political and legal institutions, as well as the military and the armed police forces;
2. Public institutions affiliated with party and government organs at all levels may serve as enterprise investors only if they fall into the following categories: organizations involved in news media, publishing, scientific research, design, healthcare facilities, educational institutions, libraries, museums, parks, theaters, or performance troupes; or if they are township collective asset operation centers established by districts and counties within this city.. Logistics service centers associated with commissions and offices under the State Council are permitted to serve as investors in enterprises offering related logistics services within this system; however, the enterprises they manage

are prohibited from making additional investments in or establishing other enterprises;

- 3.** Social organizations sponsored by party and government organs (including political and legal organs);
- 4.** Individuals who are legally restricted from participating in profit-generating activities (such as civil servants, active military personnel, etc.);
- 5.** Law firms;
- 6.** Other circumstances stipulated by laws and administrative regulations.

#### **IV. How to submit proof of use of business premises (domicile)?**

Business entities shall utilize genuine, legally compliant, and safe non-residential buildings or locations as their business premises (domicile). The use of illegal constructions or buildings identified as hazardous for production and business operation activities is strictly prohibited. The business premises (domicile) shall comply with relevant laws, regulations, and both national and local industrial policy requirements.

In addition to completing the required information in the application form, the business entity must submit legally valid documentation verifying the use of the business premises



(domicile) at the time of registration. In the event that the property ownership certificate has been acquired, the certificate signed by the owner (or bearing the official seal of the owning entity) may be submitted as the documentation verifying the use of the business premises (domicile).

In the event that the property ownership certificate is unavailable, but relevant planning documents, completion acceptance certificates, or building safety appraisal reports have been secured, the document authorizing the use of the business premises (domicile) may be issued in accordance with the *Guidelines for Documents on the Use of Business Premises (Domiciles) by Business Entities in Beijing*:

#### Guidelines for Documents on the Use of Business Premises (Domiciles) by Business Entities in Beijing

No.	Property Classification	Procedure for Issuance of Usage Documents
1	For those who have acquired the <i>Real Estate Ownership Certificate</i> (also referred to as the <i>Property Ownership Certificate</i> )	The certificate holder is required to provide their signature (or alternatively, the owning entity shall affix its official seal) and a photocopy of the <i>Real Estate Ownership Certificate</i> (also referred to as the <i>Property Ownership Certificate</i> )

No.	Property Classification	Procedure for Issuance of Usage Documents
2		<p>In the absence of the <i>Real Estate Ownership Certificate</i> (also referred to as the <i>Property Ownership Certificate</i>), it is required to obtain the relevant planning documents, completion acceptance certificates, or property safety appraisal reports. For properties located in urban areas that are utilized for non-residential purposes to carry out business activities, usage document may be issued by the street office authorized by the district government. For rural residences utilized for production and business operation activities, usage document may be issued by the local township or town government authorities. Under the following circumstances, usage document may additionally be issued through the following methods:</p>
2-1	Properties of an institution directly under the central government	<p>For properties owned by various central directly affiliated institutions, the housing management department of the respective institution shall be responsible for issuing the usage document.</p> <p>For properties owned by ministries and commissions of the State Council, the State Administration of Government Offices or the housing management departments of the respective ministries and commissions shall issue the usage document. For properties owned by central enterprises, the central enterprises themselves shall issue the usage document. For properties owned by central universities and research institutes located in Beijing, the respective central universities and research institutes shall be responsible for issuing the usage document</p>
2-2	For properties owned by municipal-level agencies or public institutions affiliated with municipal-level agencies	The municipal-level agencies or the corresponding housing management departments shall be responsible for issuing the usage document
2-3	For properties owned by a municipal or higher-level industrial park	The park management departments shall be responsible for issuing the usage document
2-4	For properties owned by a state-owned enterprise or public institution supervised by the municipal state-owned assets supervision and administration commission	Enterprises at the primary level receive usage document from the Municipal State-owned Assets Supervision and Administration Commission. Enterprises at the secondary level and below are issued usage document by the corresponding primary-level enterprises. Enterprises subject to municipal-level entrusted supervision of operating state-owned assets are issued usage document by their respective competent authorities (or sponsoring entities)



No.	Property Classification	Procedure for Issuance of Usage Documents
2-5	For properties owned by a state-owned enterprise or public institution of a district	The usage document shall be issued by the authorized department of the district government or district state-owned enterprises and institutions
2-6	For properties owned by an urban renewal project	For properties included in urban renewal projects, the coordinating or implementing agency shall issue usage document in accordance with the review opinions and implementation plans furnished by the district urban renewal authority in collaboration with the relevant industry authorities
2-7	Establishing commercial facilities through integrated projects encompassing rail transit stations, station plazas, and station nodes	The usage document shall be issued by the rail transit operations department
2-8	Conducting operational activities within convenience commercial support spaces located in public institutions, including libraries, museums, gymnasiums, parks, and cultural heritage buildings	The usage document for business premises (domicile) shall be issued by the relevant industry authorities at the current or a higher administrative level. For immovable cultural relics, authorization for use must additionally be secured from the municipal or district cultural relics administrative authority in accordance with the designated protection level
2-9	For conducting scientific research or convenience commercial operations using municipal universities and research institutes	The usage document shall be issued by the respective municipal universities or research institutes. Municipal universities must also provide a photocopy of the asset card stamped bearing the official seal, and concurrently report it to the education administrative department for documentation purposes
2-10	For properties owned by the railway system	The usage document shall be issued by China Railway Beijing Group Co., Ltd. or the operating entity entrusted by it

No.	Property Classification	Procedure for Issuance of Usage Documents
2-11	For properties owned by the army	The usage document shall be issued by the operator and a photocopy of the Army Real Estate Use Permit affixed with the operator's official seal, shall be provided
2-12	For properties owned by a hotel	The usage document shall be issued by the hotel, and photocopies of the business license and special industry permit affixed with the official seal of the hotel, shall be provided
2-13	For properties that belong to the tangible goods trading market	The usage document shall be issued by the market service management agency, and a photocopy of the business license affixed with the official seal of the market service management agency shall be provided
2-14	For properties that belong to civil air defense projects	The usage document shall be issued by the project user and a photocopy of the civil air defense project use permit shall be provided
2-15	For properties that belong to regular basements	The usage document shall be issued by the property owner, and a photocopy of the property ownership certificate, along with a photocopy of the filing certificate from the district housing authority, shall be provided

### **Special notes:**

- 1.** Documents for the use of business premises (domicile) are exempted for applications that pass the standardized system matching verification.
- 2.** For individual businesses applying for establishment through online business premises, the submitted proof of business premises must be the usage document for online business premises issued by the e-commerce platform.
- 3.** For business entities (including companies, sole



proprietorship enterprises, and partnerships) in this city that establish branches within this city, as well as individual businesses registering as platform operators conducting exclusively online business activities, the addition of multiple platform website addresses may be submitted for inclusion under the enterprise QR code of the business license. There is no need to separately apply for branch (individual online store) business licenses. Applicants seeking registration for a “one license with multiple addresses” must submit the appropriate registration application, which includes the “one license with multiple addresses” registration information form, relevant business premises usage document, and a photocopy of the business license. Information regarding “one license with multiple addresses” can be obtained by scanning the enterprise QR code present on the business license.

4. Addresses of cluster registrations that have been verified by district governments, specifically the Beijing Economic-Technological Development Area Administrative Committee, and publicly disclosed to the community, may be utilized as official business premises (domicile) for registration purposes. For business entities utilizing cluster

registration addresses, the business premises (domicile) section on the business license will include the notation “(Cluster Registration)” appended at the end.

## **V. How to determine the registered capital (capital contribution)?**

The registered capital (capital contribution) of the business entity applying for registration, as well as the timing of investors’ contributions, shall be in accordance with the stipulations set forth in the articles of association or relevant agreements.

The registered capital (capital contribution) of the business entity shall be denominated in Renminbi (RMB). The registered capital (capital contribution) of foreign-invested enterprises may be denominated in freely convertible foreign currencies.

The registered capital of a limited liability company refers to the aggregate amount of capital contributions committed by all shareholders and officially recorded with the company registration authority. All shareholders are required to fully pay the total capital contribution they have subscribed within five years from the date of the company’s incorporation, in accordance with the provisions set forth in the company’s articles of association.

In the event any law or administrative regulation or any decision of the State Council provides otherwise for the paid-in



registered capital, the minimum amount of registered capital of a limited liability company, or the period for shareholders to make capital contributions, such provisions shall prevail.

In the event that the applicant provides capital through equity or creditor's rights in a domestic company, the ownership must be clearly defined, the associated rights and authorities fully established, legally verifiable, and transferable, and in accordance with the stipulations set forth in the company's articles of association.

## **VI. How to define the business scope?**

In compliance with the State Administration for Market Regulation's directives on the standardization of business scope, all business entities must utilize standardized entries when applying for a business license. For existing business entities seeking to change their scope of business, the standardized entries must also be employed to regulate the registration content of their original business scope. You may access the Beijing Enterprise Service e-Window Platform to efficiently and promptly search for and select the standardized descriptions of the business scopes that match your business activities.

After the implementation of the business scope standardization reform, the detailed contents of licensing and

approval documents will no longer be recorded on the business license. Both pre-licensing and post-licensing activities shall be recorded utilizing the standardized entries associated with their respective licenses.

Business entities seeking to engage in pre-licensing activities shall submit the corresponding approval documents at the time of their registration application.

The business activities engaged in by business entities must comply with the city's industrial policies and must not violate the *Beijing Prohibited and Restricted Catalogue for New Industries (2022 Edition)*.

## **VII. How to obtain the business license?**

Upon the completion of the incorporation or change procedures, the business entity shall promptly be issued an electronic business license by the Administration for Market Regulation. The electronic business license is issued by the Administration for Market Regulation to all business entities in accordance with applicable national laws, regulations, and standardized unified criteria. It functions as the business entity's "electronic identification card" and holds the same legal validity as a traditional paper business license. Upon the successful registration of all business entities, an electronic business



license is automatically issued. This license can be accessed, downloaded, and utilized via WeChat or Alipay mini-programs on a mobile device, and may be presented by means of scanning a QR code. Should a physical business license be necessary, you may collect it in person at the Administration for Market Regulation's registration office or have it delivered by mail.

### **Notes:**

In order to safeguard the legitimate rights and interests of investors, the following individuals are required to cooperate with the registration authority by completing real-name verification through the real-name authentication system when processing registration and filing procedures:

- 1.** Legal representatives, executive partners (including designated representatives), and persons in charge;
- 2.** Shareholders of limited liability companies, promoters of joint stock limited companies, company directors, supervisors, and senior executives;
- 3.** Investors in sole proprietorship businesses, partners in partnerships, members of specialized farmers' cooperative (unions), and operators of individual businesses;
- 4.** Registration liaison officers of business entities and

designated recipient for the service of legal documents for foreign-invested enterprises;

**5.** Designated representatives or duly authorized agents.

**The methods employed for identity authentication include:**

- 1.** Using the Beijing Enterprise Service e-Window WeChat Mini Program, or
- 2.** Using “bank account information verification + reserved mobile number” on the Beijing Enterprise Service e-Window Platform website.

If verification is not possible due to exceptional circumstances, notarized identity documents may be submitted, or in-person verification may be done on-site with identity documents.

The submission of beneficial owner information shall be conducted in accordance with the provisions set forth in the *Measures for the Administration of Beneficial Owner Information*. For further details, please access the “Beneficial Owner” module on the Beijing Enterprise Service e-Window Platform.



## VIII. Appendix

### One-Time Notification List for Registered Business Categories

No.	Category	Name
1	Limited company	One-Time Notification for Company Incorporation Registration
2		One-Time Notification for Company Change Registration (Filing)
3		One-Time Notification for Company Deregistration
4		One-time Notification for Registration of Branch Office
5		One-Time Notification for Company Merger (Division)
6	Non-Corporate Enterprise Legal Person	One-Time Notification for Non-Corporate Enterprise Legal Person Incorporation Registration
7		One-Time Notification for Non-Corporate Enterprise Legal Person Change Registration (Filing)
8		One-Time Notification for Non-Corporate Enterprise Legal Person Deregistration
9		One-Time Notification for Non-Corporate Enterprise Legal Person Branch Registration
10	Partnership	One-time Notification for the Incorporation Registration of Partnerships
11		One-Time Notification for Change Registration (Filing) of Partnerships
12		One-Time Notification for Partnership Deregistration
13		One-time Notification for Registration of the Partnership Branch

No.	Category	Name
14	Sole Proprietorship	One-Time Notification for Sole Proprietorship Incorporation Registration
15		One-Time Notification for Sole Proprietorship Change Registration (Filing)
16		One-Time Notification for Sole Proprietorship Deregistration
17		One-Time Notification for Sole Proprietorship Branch Registration
18	Specialized Farmers' Cooperative (Union)	One-Time Notification for Specialized Farmers' Cooperative (Union) Incorporation Registration
19		One-Time Notification for Specialized Farmers' Cooperative (Union) Change Registration (Filing)
20		One-Time Notification for Specialized Farmers' Cooperative (Union) Deregistration
21		One-Time Notification for Specialized Farmers' Cooperative (Union) Branch Registration
22	Individual Business	One-Time Notification for Individual Business Incorporation Registration
23		One-Time Notification for Individual Business Change Registration (Filing)
24		One-Time Notification for Individual Business Deregistration
25	Resident Representative Office of Foreign Enterprises	One-Time Notification for Incorporation Registration of Resident Representative Office of Foreign Enterprises
26		One-Time Notification for Change Registration (Filing) of Resident Representative Office of Foreign Enterprises
27		One-Time Notification for Deregistration of Resident Representative Office of Foreign Enterprises



No.	Category	Name
28	Foreign (Regional) Enterprises Engaging in Production and Business Operation Activities within the Territory of China	One-Time Notification for Business Registration of Foreign (Regional) Enterprises Engaging in Production and Business Operation Activities within the Territory of China
29		One-Time Notification for Change Registration (Filing) of Foreign (Regional) Enterprises Engaging in Production and Business Operation Activities within the Territory of China
30		One-Time Notification for Deregistration of Foreign (Regional) Enterprises Engaging in Production and Business Operation Activities within the Territory of China
Special Item 1	Special Item	General Guidelines for Business Entity Registration
Special Item 2		One-Time Notification for Equity Pledge Registration
Special Item 3		One-Time Notification for Non-Corporate Enterprise Legal Person Restructuring Registration in Accordance with <i>Company Law</i>
Special Item 4		One-time Notification for Registration of the Conversion from an Individual Business (Sole Proprietorship) to an Enterprise
Special Item 5		One-time Notification for Registration of Collective Ownership (Shareholding Cooperative) Enterprise
Special Item 6		One-Time Notification for Cross-Province Registration Transfer of Business Entities
Special Item 7		One-Time Notification for Business Suspension Filing
Special Item 8		One-Time Notification for Addition or Reduction of License Copies, Replacement for Loss, and Re-issuance of Licenses and Certificates
Special Item 9		One-time Notification for Enterprise Registration in Zhongguancun National Independent Innovation Demonstration Zone

# Guide to Company Incorporation Registration

To Respected Applicant,

We warmly welcome you to invest and establish a business in Beijing. The Administration for Market Regulation is committed to providing you with dedicated and professional services. You may submit an application for business entity registration or conduct related information searches through the Beijing Enterprise Service e-Window Platform (<https://ect.scjgj.beijing.gov.cn>). Here, you can experience a full-process, fully remote, and one-stop service.

A limited liability company is a corporate legal person duly incorporated in accordance with the *Company Law of the People's Republic of China*, where shareholders bear liability to the company to the extent of their subscribed capital contributions, while the company itself is liable for its debts with all of its assets.



A joint stock limited company refers to a corporate legal person duly incorporated in accordance with the *Company Law of the People's Republic of China*, where shareholders bear liability to the company to the extent of their subscribed shares, while the company itself is liable for its debts with all of its assets.

A wholly state-owned company is a limited liability company solely invested by the State, wherein the State Council or the local people's government authorizes the state-owned assets supervision and administration agency at the corresponding level to perform the duties of the capital contributor.

## **Requirements for Registration**

### **A Compliant Company Name**

A company name typically comprises four components arranged in the following order: administrative division, trade name, industry characteristics, and organizational form.

For specific requirements, please refer to the *General Guidelines for Business Entity Registration*.

### **Compliant Shareholders**

The number of shareholders in a limited liability company shall be no fewer than one (inclusive) and no greater than fifty (inclusive).

The number of promoters of a joint stock limited company shall conform to statutory requirements, with a minimum of one (inclusive) and a maximum of two hundred (inclusive) promoters, more than half of whom must have a domicile within the territory of China.

### **Compliant Capital Contribution**

Capital contributions may be made by shareholders in the form of cash, tangible assets, intellectual property rights, land use rights, equity interests, claims, or other legally transferable non-monetary assets with a quantifiable monetary value. In instances where legislation includes provisions related to the ownership of data and network virtual property, shareholders are permitted to utilize such data and network virtual property as capital contributions in compliance with the regulations. However, this does not include any property that is explicitly prohibited by laws or administrative regulations from being used as capital contributions. Non-monetary assets contributed as capital must be appraised and verified in accordance with legal requirements, ensuring that their valuation is neither overstated nor understated.

In cases where any law, administrative regulation, or decision of the State Council provides otherwise for the paid-in registered capital, the minimum amount of registered capital of a company,



or the period for shareholders to make capital contributions, such provisions shall prevail.

### **Compliant Articles of Association**

The articles of association shall include the provision that, “In the event of any inconsistency between these articles of association and laws and regulations, the latter shall prevail.”

### **Compliant Business Premises (Domicile)**

Business entities shall utilize genuine, legally compliant, and safe non-residential buildings or locations as their business premises (domicile). The use of illegal constructions or buildings identified as hazardous for production and business operation activities is strictly prohibited. The business premises (domicile) shall comply with relevant laws, regulations, and both national and local industrial policy requirements.

### **Business Items in Compliance with National Regulations**

In compliance with the State Administration for Market Regulation’s directives on the standardization of business scope, all business entities must utilize standardized entries when applying for a business license. For existing business entities seeking to change their scope of business, the standardized entries must also be employed to regulate the registration content of their original business scope. You may access the Beijing Enterprise

Service e-Window Platform to efficiently and promptly search for and select the standardized descriptions of the business scopes that match your business activities.

After the implementation of the business scope standardization reform, the detailed contents of licensing and approval documents will no longer be recorded on the business license. Both pre-licensing and post-licensing items shall be recorded utilizing the standardized entries associated with their respective licenses.

Business entities seeking to engage in pre-licensing items shall submit the corresponding approval documents at the time of their registration application.

The business activities engaged in by business entities must comply with the city's industrial policies and must not violate the *Beijing Prohibited and Restricted Catalogue for New Industries (2022 Edition)*.



## Submissions for Company Incorporation Registration

S/N	Materials	Notes
1	Company Registration (Filing) Application Form	<p>For detailed filling instructions, please refer to the notes provided within the application form;</p> <p>The notification and commitment system for the registration of business entities has been implemented throughout the city. Should you opt to proceed under this system, please ensure that you submit the Letter of Commitment (including the <i>Letter of Commitment for Name Self-Declaration</i>, etc.), together with your application.</p>
2	Articles of Association	<p>In the case of a limited liability company, it must be signed by all shareholders;</p> <p>In the case of a joint stock limited company, it shall be signed by all promoters;</p> <p>In the case of a wholly state-owned company, the articles of association shall be signed by the institution acting in the capacity of the capital contributor.</p> <p>Note: Natural persons are required to provide their signatures in person; legal persons (organizations) must be signed by the legal representative, the person in charge, or an authorized signatory, or stamped with the official seal of the legal person (organization).</p>
3	Photocopies of subject qualification documents or personal identity certificates of the company's legal representative, shareholders (promoters) (including natural persons, legal persons, and other organizations), directors, supervisors, senior executives, registration liaison officers, authorized persons or contact persons of foreign-invested enterprises, as well as the personnel submitting the application materials (handling agents)	<p>Natural persons shall submit photocopies of their ID cards. Legal persons and other organizations must provide the appropriate qualification documents. For more information, please refer to the <i>General Guidelines for Business Entity Registration</i>.</p>

S/N	Materials	Notes
4	Appointment documents for legal representatives, directors, supervisors, and senior executives	<p>In accordance with the provisions of the <i>Company Law</i> and the articles of association, a limited liability company shall submit the shareholder's decision or the resolution of the shareholders' meeting. A joint stock limited company incorporated by means of promotion shall submit the minutes of the shareholders' meetings (whereas a joint stock limited company incorporated by means of share offer shall submit the minutes of the company's founding meeting). In the case of a joint stock limited company with a sole shareholder, the written decision signed by the shareholder, along with the shareholder register, must be submitted. A wholly state-owned company shall submit the documents approving the appointment of members of the board of directors and the board of supervisors by the state-owned assets supervision and administration authority, as well as the documents designating the chairman of the board and the chairman of the board of supervisors. In instances where the appointment of personnel within the company's organizational structure is mandated by <i>Company Law</i> and the articles of association to be decided by the board of directors, the board of supervisors, or the general meeting of workers (workers' congress), it is required to submit the corresponding materials that include the board resolution signed by the directors, the board of supervisors resolution signed by the supervisors, and the general meeting of workers (workers' congress) resolution signed by the workers (or their representatives).</p> <p><b>Note:</b></p> <ol style="list-style-type: none"> <li>1. Senior executives are defined as the company's manager, deputy manager, financial director, secretary of the board of directors of a publicly listed company, as well as other personnel designated in the articles of association.</li> <li>2. Should the appointment of the aforementioned personnel be verifiable through real-name registration, the requirement to submit appointment documents may be exempted.</li> </ol>
5	Documents related to domicile use	<p>A photocopy of the property ownership certificate duly signed by the property owner. In the case where the property owner is a natural person, a handwritten signature is mandatory; whereas, if the property owner is an entity, the official seal must be applied. For other situations, please refer to the <i>General Guidelines for Business Entity Registration</i>.</p>



S/N	Materials	Notes
6	Capital Verification Certificate	For a joint stock limited company incorporated by means of share offer, a capital verification certificate issued by a legally authorized capital verification institution must be provided. In cases where the promoters' initial capital contribution consists of non-monetary assets, relevant documentation verifying the completion of the property transfer procedures must also be provided.
7	Approval documents issued by the Securities Regulatory Authority under the State Council	Mandatory for joint stock limited companies incorporated by means of share offer that publicly issue shares.
8	A photocopy of approval documents or license certificates	In cases where laws, administrative regulations, or decisions of the State Council require that the establishment of a company obtain prior approval, or where the business scope proposed for registration covers activities that necessitate approval before registration in accordance with such laws, administrative regulations, or decisions, copies of the corresponding approval documents or permits must be provided.

### **Special notes:**

- 1.** All registration application documents and accompanying materials must be printed on white A4 paper and completed or signed legibly using a pen or signature pen with black or blue ink.
- 2.** For materials submitted in person at the designated window, original documents must be provided unless photocopies are explicitly requested. In cases where copies are required, the applicant must endorse the copy with the statement “Consistent with the Original” and either sign or

affix their seal to verify authenticity. Alternatively, subject to proper authorization, the registration liaison officer or registration agent may provide such confirmation through their signature. If an original document is mandated but genuinely unavailable, a copy may be accepted on the condition that all signatories of the original document resign the copy to confirm its accuracy and annotate it with “Consistent with the Original.”

**3.** For registration applications submitted exclusively via electronic methods, documents including qualification certificates, identity certificates, relevant approval documents or permits, articles of association, resolutions, and materials bearing handwritten signatures may be provided as electronic images of the original documents through the comprehensive electronic registration system, or by producing standardized materials through the registration system.

**4.** For images or scanned copies of application materials containing handwritten signatures uploaded by the applicant via the comprehensive electronic registration system, once these materials have been verified and submitted by the applicant, they may be directly retained



as electronic records. Consequently, the registration authority may waive the requirement for the original paper documents. If the registration authority is able to acquire documents or data - such as personnel identity certificates, tax clearance certificates, relevant approval documents, or permits - through data sharing or other methods, and can subsequently verify and archive these materials electronically, the submission of the corresponding physical documents may no longer be necessary.

- 5.** For the signing of submitted documents, please consult the applicant instructions provided in the application form. In cases where it is explicitly mandated that the signatory must sign and affix the official seal, the legal representative, person in charge, or authorized signatory of the legal person (organization) shall sign and apply the official seal of the legal person (organization). If no such specification is made, natural persons are required to sign personally; legal persons (organizations) shall have the documents signed by the legal representative, person in charge, or authorized signatory, or alternatively, bear the official seal of the legal person (organization). In the event that the applicant is unable to provide a personal signature, a Power

of Attorney authorizing an alternate individual to sign on the applicant's behalf must be submitted. This Power of Attorney must bear the personal signature of the authorizer. Furthermore, the authorized representative is required to collaborate with the registration authority to complete the real-name verification process.

- 6.** If the submitted materials or notarized and legalized documents are in a foreign language, they must be accompanied by a Chinese translation bearing the official seal of the translation agency. The translation agency is required to certify the accuracy of the translation. In cases where the investor's name is presented in a non-English foreign language, the English version of the investor's name must be included in the translation. The translation agency shall affix its official seal (or translation seal) to the translated documents and provide photocopies of its business license and other relevant qualification certificates. Additionally, the translator's name and contact information must be clearly indicated. If the translator is a natural person, they are required to sign the translation, furnish their contact details, and include copies of their relevant translation qualification certificate and identity certificate.



7. For information concerning the required documents for the use of business premises (domicile), please refer to the section “How to submit proof of use of business premises (domicile)” in the *General Guidelines for Business Entity Registration*, which provides instructions on the submission of the materials.
8. In the process of managing registration and filing items, the relevant parties, including the applicant, registration liaison officer, or registration agent, are required to collaborate with the registration authority to perform real-name verification of the involved individuals. This verification shall be conducted through the real-name authentication system, employing techniques such as facial recognition. In cases where a party is unable to verify their identity information through the real-name authentication system due to exceptional circumstances, they may provide a notarized identity document of the natural person, or present their identity document to handle the matter in person at the registration authority’s office. If real-name registration confirmation is conducted on-site at the registration authority, the *Confirmation Form for Real-Name Registration* must also be submitted.

- 9.** In instances where a natural person shareholder of a company, a natural person partner in a partnership, an investor in a sole proprietorship enterprise, a natural person member of a specialized farmers' cooperative, or an operator of an individual business loses their capacity for civil conduct due to specific circumstances, their legal guardian is authorized to manage the relevant registration procedures in accordance with a ruling issued by the People's Court.
- 10.** For foreign-invested companies, non-corporate foreign-invested enterprises, branches of foreign-invested companies, and branches of non-corporate foreign-invested enterprises established in accordance with the former *Law of the PRC on Chinese-Foreign Equity Joint Ventures*, the *Law on Wholly Foreign-Owned Enterprises*, the *Law of the People's Republic of China on Chinese-Foreign Cooperative Enterprises*, and other laws, if they have not adjusted their organizational form and structure by December 31, 2024, they shall adjust their organizational form and structure in accordance with the provisions of the *Foreign Investment Law* (except for deregistration).



**11.** The submission of beneficial owner information shall be conducted in accordance with the provisions set forth in the *Measures for the Administration of Beneficial Owner Information*. For further details, please access the “Beneficial Owner” module on the Beijing Enterprise Service e-Window Platform.

Beijing Municipal  
Administration for Market  
Regulation

# Guide to Company Change Registration (Filing)

To Respected Applicant,

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## Submissions for Company Change Registration

S/N	Materials	Notes
1	Company Registration (Filing) Application Form	For detailed filing instructions, please refer to the notes provided within the application form; Beijing has established a registration notification and commitment system for business entities. For cases processed under the commitment system, a letter of commitment must be submitted concurrently.
2	Submit resolution or decision to amend the articles of association	This document is required to be submitted whenever a change in registration entails any amendment to the company's articles of association. The content must adhere to the deliberation procedures and voting thresholds prescribed by the Company Law and the articles of association. Exceptions to this requirement include changes related to the company's domicile, business scope, or shareholder names or titles, except as otherwise specified in the articles of association. Additionally, if the registration change pertains exclusively to shareholders and the amendment to the articles of association concerns only the relevant shareholders and their capital contributions, documentation of shareholders' meeting voting is not necessary for such amendments. <b>Note:</b> A limited liability company shall submit the resolution of the shareholders' meeting, duly signed by shareholders holding at least two-thirds of the voting rights (if the articles of association stipulate a higher voting ratio, such provision shall prevail). Alternatively, the company may submit a decision document unanimously agreed upon in writing by all shareholders, with all shareholders either signing or affixing their seals to the document. In the case of a single shareholder, the limited liability company shall submit a written decision signed by the sole shareholder. A joint stock limited company shall submit the minutes of the shareholders' meeting, duly signed by the meeting chairperson and the attending directors. In cases where there is only a single shareholder, the company must submit a written resolution signed by the shareholder, along with the company's shareholder register. A wholly state-owned company shall provide a photocopy of the approval document issued by the State Council, the local people's government, or the authorized institution or department at the corresponding level to perform the duties of the capital contributor.
3	Articles of association or amendments to the articles of association	In the event that the change of registration entails any modification to the company's articles of association, the amended articles of association or the corresponding amendment document must be submitted. This document shall be signed and confirmed by the company's legal representative; however, if it has been signed and confirmed by all shareholders, or by shareholders holding the legally or statutorily required voting rights, the signature of the legal representative is not necessary.

S/N	Materials	Notes
4	Photocopies of approval documents or licenses	In cases where laws, administrative regulations, or decisions of the State Council mandate approval for changes in the company's registration, a photocopy of the pertinent approval documents or licenses must be provided.
5	Original and duplicate copies of the business license	Return both the original and duplicate copies of the business license.
6	Submit a copy of the identity certificate of the natural person submitting the application materials (the handler)	
7	<b>Supporting Documents Regarding the Change Matters</b>	<b>For changes involving the following registration matters, relevant materials must be submitted in accordance with the applicable requirements:</b>
	Name change	Submit an application to the registration authority along with the <i>Letter of Commitment for Name Self-Declaration</i> . For specific requirements, please refer to the <i>General Guidelines for Business Entity Registration</i> . If the business scope requires prior approval and a name change is necessary, the name self-declaration must be completed beforehand.
	Domicile change	A photocopy of the property ownership certificate duly signed by the property owner. In the case where the property owner is a natural person, a handwritten signature is mandatory; whereas, if the property owner is an entity, the official seal must be applied. For other circumstances, please refer to the <i>General Guidelines for Business Entity Registration</i>
	Change of legal representative	Submit a copy of the new legal representative's natural person identity certificate, along with relevant documents indicating the appointment or removal of the legal representative.



S/N	Materials	Notes
	Change of legal representative's name	<p>Submit a photocopy of the identity certificate displaying the updated name, along with a certificate issued by the public security authority (if the legal representative's ID card number remains unchanged following the name change, the certificate from the public security authority is not required).</p> <p>For foreign personnel involved, documentation verifying the name change must be notarized by the authorized notary office in their country and subsequently authenticated by the Chinese embassy or consulate located therein. For specific requirements, please refer to the <i>General Guidelines for Business Entity Registration</i>.</p> <p>Change of nationality of the legal representative: Please provide identity documents indicating the updated nationality, along with official proof of the nationality change. For specific requirements, please refer to the <i>General Guidelines for Business Entity Registration</i>.</p>
7	Increase in registered capital	<p>For a limited liability company intending to increase its registered capital, the submission of the company's shareholder register is required. Among these, for existing shareholders making additional capital contributions, the amount of subscribed capital, the subscription method, and the commencement and deadline for payment of the subscribed capital must be explicitly detailed for each contribution. These provisions must be incorporated into the company's articles of association. Furthermore, if shareholders do not subscribe to the additional capital in proportion to their respective paid-in capital, a written document of unanimous consent, signed or sealed by all shareholders, must be provided.</p> <p>For a joint stock limited company increasing its registered capital through the public issuance of new shares, or for a listed company increasing its registered capital through a non-public issuance of new shares, the approval document issued by the securities regulatory authority under the State Council must be submitted. In the event that laws, regulations, or directives issued by the securities regulatory authority under the State Council contain differing provisions, such provisions shall prevail.</p> <p>Note:</p> <p>Information on paid-in capital shall be disclosed by the business entity itself on the National Enterprise Credit Information Publicity System.</p>

S/N	Materials	Notes
7	Reduction in registered capital	<p>If a company issues a capital reduction announcement in a newspaper, a photocopy of the newspaper containing the legally published announcement must be submitted. However, if the announcement has been published through the National Enterprise Credit Information Publicity System, the submission of announcement materials is not required. Except in cases where a reduction in registered capital is implemented to offset losses, the company is required to apply for the registration of the change in registered capital after 45 days from the date of the announcement.</p> <p>Note:</p> <p>When a limited liability company reduces its registered capital, it is also required to submit the company's shareholder register. Among these, in the event that the capital reduction is not conducted in proportion to the shareholders' respective capital contributions, "a written decision document unanimously agreed upon by all shareholders (signed or sealed by all shareholders on the document) must be submitted." In the event that all shareholders are bound by other agreements, such agreements shall prevail.</p> <p>In the case of a joint stock limited company reducing its registered capital without proportionally decreasing the shares in accordance with the shareholders' respective shareholdings, the company's articles of association containing the relevant provisions must also be submitted.</p> <p>In the case of a limited liability company decreasing its registered capital as a result of shareholder forfeiture, the company shall provide and submit a written notice documenting the loss of such rights. In the event that registered capital is decreased as a result of shareholder forfeiture, the resolution to reduce the registered capital must be approved at a shareholders' meeting by shareholders holding at least two-thirds of the remaining voting rights, excluding the forfeited shares. In cases where the company's articles of association include alternative provisions, such provisions shall prevail.</p> <p>For a company decreasing its registered capital to offset losses: The reduction in registered capital shall not surpass the amount of paid-in capital documented in the shareholder register or disclosed by the company through the National Enterprise Credit Information Publicity System (The information regarding paid-in capital is disclosed by the business entity on the National Enterprise Credit Information Publicity System).</p> <p>In the event of a reduction in registered capital resulting from an heir's renunciation of their inheritance of equity, the submission of supporting documentation is required. Such documentation shall include a declaration of inheritance waiver by the heir, accompanied by the relevant notarized documents, or legally binding instruments, which may include but are not limited to effective judgments or rulings issued by the People's Court, civil mediation statements, or mediation agreements ratified by the People's Court.</p>



S/N	Materials	Notes
	Change of business scope	The change of the business scope shall be conducted in accordance with the classification standards for business items issued by the State Administration for Market Regulation. For items in the business scope that require approval in accordance with laws, administrative regulations, and decisions of the State Council prior to registration, photocopies of the corresponding approval documents or permits must be provided.
7	Change of shareholders in a limited liability company	<p>Submit the shareholder register reflecting the updated shareholders, along with copies of the relevant subject qualification documents for the newly registered shareholders or identity certificates for natural persons.</p> <p><b>Note:</b></p> <ol style="list-style-type: none"><li>1. When a shareholder of a limited liability company transfers equity to a person who is not a shareholder, the details of the transfer - including the quantity, price, payment method, and terms - must be communicated in writing to the other shareholders. The other shareholders shall have the right of first refusal under identical conditions. Should a shareholder fail to respond within thirty days from the date of receipt of the written notice, such failure shall be construed as a waiver of the right of first refusal. In the event that at least shareholders elect to exercise their rights of first refusal, they shall engage in negotiations to establish their respective purchase proportions. Should such negotiations prove unsuccessful, the right of first refusal shall be exercised in accordance with their respective capital contribution proportions at the time of the transfer. In the event that the company's articles of association contain alternative provisions concerning the transfer of equity, such provisions shall prevail.</li><li>2. In the case of a change involving a natural person shareholder, documentation evidencing the payment of individual income tax or the filing of tax returns related to the equity transaction must be provided. Once the tax payment or tax filing procedures have been completed and verified online by the registration authority, the submission of physical documents is not required.</li><li>3. Regarding shareholder forfeiture, if the forfeited equity is legally transferred within six months from the date of issuance of the forfeiture notice, or if the forfeited equity is neither transferred nor cancelled within six months from the date of issuance of the forfeiture notice and the other shareholders have fully made their respective capital contributions in accordance with their capital contribution ratios, the forfeiture notice, duly stamped with the company's official seal and issued by the company, must also be submitted.</li></ol>

S/N	Materials	Notes
7	Change of shareholders in a limited liability company	<p>4. In cases where equity is obtained through inheritance or bequest, the process of shareholder registration requires the submission of a notarized document issued by a notary authority that verifies the inheritance or bequest of the equity. Alternatively, a valid legal instrument may be provided, which may include, but is not limited to, a final judgment or ruling issued by the People’s Court, a civil mediation statement, a mediation agreement confirmed by the People’s Court, or other legal instruments sufficient to substantiate the heir’s qualification as a shareholder. Additional supporting materials must also be submitted accordingly. In the event that the company’s articles of association contain alternative provisions concerning the transfer or inheritance of equity, such provisions shall prevail.</p> <p>5. In the event that the People’s Court lawfully adjudicates or issues a ruling regarding the transfer of equity or affirms the ownership of equity, the valid judgment or ruling rendered by the People’s Court shall also be provided.</p> <p>6. In the event that the State Council, local people’s governments, or institutions or departments acting on behalf of the people’s governments at the corresponding level in their capacity as investors transfer relevant state-owned equity, the documents regarding the transfer of equity issued by the State Council, local people’s governments, or the respective institutions or departments representing the people’s governments at the corresponding level performing the duties of capital contributors must also be provided. Transactions involving state-owned assets must adhere to applicable laws, regulations, and policies, and be carried out transparently through legally authorized property rights trading institutions. Among these, for transactions involving state-owned property rights within Beijing, the <i>Property Rights Trading Certificate</i> issued by China Beijing Equity Exchange Co., Ltd. must be submitted. For state-owned property rights transactions outside Beijing, a property rights trading certificate issued by a legally established property rights trading institution or approval documents issued by the state-owned assets’ supervision authority (or state-funded enterprises) are required.</p> <p>7. The names of shareholders and the number of shares held in a joint stock limited company are not matters required to be registered by law. Consequently, the registration authority does not process the registration of changes in the shareholders of joint stock limited companies.</p>



S/N	Materials	Notes
7	<p>The registered name of the shareholder or promoter must be revised to reflect a name change made by the shareholder or promoter</p>	<p>Provide documentation verifying the name or title change of the shareholder or promoter, accompanied by a photocopy of the updated subject qualification documents or natural persons' identity certificates reflecting the new names.</p> <p>Note:</p> <p>If a non-natural person shareholder or promoter undergoes a name change while retaining the same certificate number as prior to the change, it is not necessary to provide a name change certificate issued by the relevant authority.</p> <p>If a natural person shareholder or promoter undergoes a name change while retaining the same identification number as prior to the change, a certificate issued by the public security department is not necessary.</p> <p>In the event that foreign investors undergo a title or name change, the documentation evidencing such title or name change must be notarized by a notary public in the investor's country and subsequently authenticated by the Chinese embassy (or consulate) located therein. For specific requirements, please refer to the <i>General Guidelines for Business Entity Registration</i>.</p> <p>In the event that a natural person shareholder or promoter undergoes a change in nationality, they are required to provide the updated identity document reflecting the new nationality, along with official evidence confirming the change of nationality. For specific requirements regarding identity certificates of natural persons, please refer to the <i>General Guidelines for Business Entity Registration</i>.</p>
	<p>Transformation of a limited liability company into a joint stock limited company, or the conversion of a joint stock limited company into a limited liability company</p>	<p>It shall comply with the provisions of the <i>Company Law</i>, and the relevant materials shall be submitted in accordance with the incorporation registration requirements applicable to the company type following the conversion.</p>

Submissions for Company Filing

S/N	Materials	Notes
1	Company Registration (Filing) Application Form	For detailed filing instructions, please refer to the notes provided within the application form; Beijing has established a registration notification and commitment system for business entities. For cases processed under the commitment system, a letter of commitment must be submitted concurrently.
2	Approval documents for licensed items	In cases where laws, administrative regulations, or decisions of the State Council require approval for filing items, the corresponding approval documents or copies of permits must be provided.
3	Submit a copy of the identity certificate of the natural person submitting the application materials (the handler)	
	<b>Supporting Documents Regarding the Filing</b>	<b>For the filing of the following registration items, the relevant materials must also be provided in accordance with the applicable requirements. When submitting applications for company filing and change of registration concurrently, the relevant documents may be submitted collectively:</b>
4	Filing of articles of association	Submit the amended articles of association or the amendments thereto, duly signed and certified by the company's legal representative on the articles of association or amendments. If these documents are signed and certified by all shareholders, or by shareholders holding the requisite voting rights as stipulated by law or the articles of association, the signature of the legal representative is not required; this provision applies similarly in the following instances. Additionally, please provide the resolutions or decisions adopted by the company in accordance with applicable laws to amend the articles of association, along with any other related documentation.



S/N	Materials	Notes
4	Filing of articles of association	<p><b>Note:</b></p> <p>When a limited liability company modifies its articles of association to include provisions stipulating that shareholders shall not possess the preemptive right to subscribe to capital contributions in proportion to their actual paid-in capital during a capital increase, or that shareholders' capital contributions shall not be reduced in proportion to their respective capital contribution ratios during a capital reduction, the company must submit either a shareholders' meeting resolution signed by all shareholders or a document evidencing the unanimous written consent of all shareholders.</p> <p>When a limited liability company changes its governance structure from having a board of supervisors or a sole supervisor to having no supervisor and does not establish an audit committee to perform the functions and powers of the board of supervisors as required by the <i>Company Law</i>, it must submit either a shareholders' meeting resolution signed by all shareholders or a document evidencing the unanimous written consent of all shareholders.</p> <p>If the company forms an audit committee to perform the functions and powers of the supervisory board as prescribed by the <i>Company Law</i>, or cancels the corresponding audit committee, and such actions necessitate amendments to the articles of association, the relevant documentation shall be submitted in accordance with the filing requirements for amendments to the articles of association.</p>
	Business Term	<p>Submit the amended articles of association or the amendments thereto (signed and confirmed by the company's legal representative on the articles of association or the amendments), along with the resolutions or decisions adopted by the company in compliance with applicable laws to amend the articles of association, as well as any other relevant documentation.</p>

S/N	Materials	Notes
4	Filing of the amount and method of capital contributions committed by the shareholders of a limited liability company	<p>Submit the amended articles of association or the amendments thereto (signed and confirmed by the company's legal representative on the articles of association or the amendments, note that voting documents from the shareholders' meeting are not required), along with the shareholder register.</p> <p>When a natural person shareholder transfers equity, it is also mandatory to provide the tax payment or tax filing certificates related to the individual income tax incurred from the equity transaction. Once the tax payment or tax filing procedures have been completed and verified online by the registration authority, the submission of physical documents is not required.</p> <p>In the event that the State Council, local people's governments, or institutions or departments acting on behalf of the people's governments at the corresponding level in their capacity as investors transfer relevant state-owned equity, the documents regarding the transfer of equity issued by the State Council, local people's governments, or the respective institutions or departments representing the people's governments at the corresponding level performing the duties of capital contributors must also be provided. Transactions involving state-owned assets must adhere to applicable laws, regulations, and policies, and be carried out transparently through legally authorized property rights trading institutions. Among these, for transactions involving state-owned property rights within Beijing, the <i>Property Rights Trading Certificate</i> issued by China Beijing Equity Exchange Co., Ltd. must be submitted. For state-owned property rights transactions outside Beijing, a property rights trading certificate issued by a legally established property rights trading institution or approval documents issued by the state-owned assets' supervision authority (or state-funded enterprises) are required.</p> <p>The amount and method of capital contribution subscribed by the shareholders of a joint stock limited company are not statutory registration items, and the registration authority does not process related filings.</p>



S/N	Materials	Notes
4	Filing of directors, supervisors, and senior executives	Submit the appointment documents along with photocopies of the natural persons' identity certificates of the relevant directors, supervisors, and senior executives. Should the appointment of the aforementioned personnel be verifiable through real-name registration, the requirement to submit appointment documents may be exempted. In the event that a filing is necessitated by a name or title change of a director, supervisor, or senior executive, the requisite documentation shall be submitted in accordance with the guidelines outlined in the section titled Change of Name of Shareholders or Promoters under "Materials Required for Company Change Registration".
	Change of registration liaison officer	A photocopy of the natural person's identity certificate of the registration liaison officer must be provided.
	Designated recipients for the service of legal documents of a foreign-invested company	If the authorized person is a natural person, please provide a photocopy of their identity certificate along with the authorization information for the service of legal documents pertaining to the foreign-invested enterprise [by completing "Form 8" and "Form 8 (Appendix)" of the <i>Company Registration (Filing) Application Form</i> ]. If the authorized person is not a natural person, please submit a photocopy of the authorized person's subject qualification documents, a photocopy of identity certificate of the authorized person's contact person and the authorization information for the service of legal documents of the foreign-invested enterprise [by completing "Form 8" and "Form 8 (Appendix)" of the <i>Application Form for Company Registration (Filing)</i> ].

### **Special notes:**

- 1.** All registration application documents and accompanying materials must be printed on white A4 paper and completed or signed legibly using a pen or signature pen with black or blue ink.
- 2.** For materials submitted in person at the designated

window, original documents must be provided unless photocopies are explicitly requested. In cases where copies are required, the applicant must endorse the copy with the statement “Consistent with the Original” and either sign or affix their seal to verify authenticity. Alternatively, subject to proper authorization, the registration liaison officer or registration agent may provide such confirmation through their signature. If an original document is mandated but genuinely unavailable, a copy may be accepted on the condition that all signatories of the original document resign the copy to confirm its accuracy and annotate it with “Consistent with the Original.”

**3.** For registration applications submitted exclusively via electronic methods, documents including qualification certificates, identity certificates, relevant approval documents or permits, articles of association, resolutions, and materials bearing handwritten signatures may be provided as electronic images of the original documents through the comprehensive electronic registration system, or by producing standardized materials through the registration business system.

**4.** For images or scanned copies of application materials



containing handwritten signatures uploaded by the applicant via the comprehensive electronic registration system, once these materials have been verified and submitted by the applicant, they may be directly retained as electronic records. Consequently, the registration authority may waive the requirement for the original paper documents. If the registration authority is able to acquire documents or data - such as personnel identity certificates, tax clearance certificates, relevant approval documents, or permits - through data sharing or other methods, and can subsequently verify and archive these materials electronically, the submission of the corresponding physical documents may no longer be necessary.

5. For the signing of submitted documents, please consult the applicant instructions provided in the application form. In cases where it is explicitly mandated that the signatory must sign and affix the official seal, the legal representative, person in charge, or authorized signatory of the legal person (organization) shall execute the signature and apply the official seal of the legal person (organization). If no such specification is made, natural persons are required to sign personally; legal persons (organizations) shall have

the documents signed by the legal representative, person in charge, or authorized signatory, or alternatively, bear the official seal of the legal person (organization). In the event that the applicant is unable to provide a personal signature, a Power of Attorney authorizing an alternate individual to sign on the applicant's behalf must be submitted. This Power of Attorney must bear the personal signature of the authorizer. Furthermore, the authorized representative is required to collaborate with the registration authority to complete the real-name verification process.

6. If the submitted materials or notarized and legalized documents are in a foreign language, they must be accompanied by a Chinese translation bearing the official seal of the translation agency. The translation agency is required to certify the accuracy of the translation. In cases where the investor's name is presented in a non-English foreign language, the English version of the investor's name must be included in the translation. The translation agency shall affix its official seal (or translation seal) to the translated documents and provide photocopies of its business license and other relevant qualification certificates. Additionally, the translator's name and contact information



must be clearly indicated. If the translator is a natural person, they are required to sign the translation, furnish their contact details, and include copies of their relevant translation qualification certificate and identity certificate.

7. For information concerning the required documents for the use of business premises (domicile), please refer to the section “How to submit proof of use of business premises (domicile)” in the *General Guidelines for Business Entity Registration*.

8. In the process of managing registration and filing items, the relevant parties, including the applicant, registration liaison officer, or registration agent, are required to collaborate with the registration authority to perform real-name verification of the involved individuals. This verification shall be conducted through the real-name authentication system, employing techniques such as facial recognition. In cases where a party is unable to verify their identity information through the real-name authentication system due to exceptional circumstances, they may provide a notarized identity document of the natural person, or present their identity document to handle the matter in person at the registration authority’s office. If real-name

registration confirmation is conducted on-site at the registration authority, the *Confirmation Form for Real-Name Registration* must also be submitted.

- 9.** In instances where a natural person shareholder of a company, a natural person partner in a partnership, an investor in a sole proprietorship enterprise, a natural person member of a specialized farmers' cooperative, or an operator of an individual business loses their capacity for civil conduct due to specific circumstances, their legal guardian is authorized to manage the relevant registration procedures in accordance with a ruling issued by the People's Court.
- 10.** For foreign-invested companies, non-corporate foreign-invested enterprises, branches of foreign-invested companies, and branches of non-corporate foreign-invested enterprises established in accordance with the former *Law of the PRC on Chinese-Foreign Equity Joint Ventures*, the former *Law of the People's Republic of China on Wholly Foreign-Owned Enterprises*, the former *Law of the People's Republic of China on Chinese-Foreign Cooperative Enterprises*, and other laws, if they have not adjusted their organizational form and



structure by December 31, 2024, they shall adjust their organizational form and structure in accordance with the provisions of the *Foreign Investment Law* (except for deregistration).

- 11.** The submission of beneficial owner information shall be conducted in accordance with the provisions set forth in the *Measures for the Administration of Beneficial Owner Information*. For further details, please access the “Beneficial Owner” module on the Beijing Enterprise Service e-Window Platform.

Beijing Municipal  
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# Guide to Company Deregistration

To Respected Applicant,

We appreciate your investment and business activities in Beijing. The Administration for Market Regulation is committed to providing you with dedicated service. You may submit an application for business entity registration or conduct related information searches through the Beijing Enterprise Service e-Window Platform (<https://ect.scjgj.beijing.gov.cn>). Here, you can experience a full-process, fully remote, and one-stop service.

Pursuant to the provisions of the Company Law, prior to the formal termination of a company, it is required to legally declare its dissolution and establish a liquidation group to conduct the liquidation process. This process involves the settlement of company assets, payment of taxes, resolution of claims and debts, disbursement of employee wages, and fulfillment of social



insurance obligations, including medical benefits, disability subsidies, bereavement benefits,, as well as any economic compensation and damages mandated by applicable laws and regulations. Upon completion of the liquidation, a liquidation report must be prepared, followed by the formal deregistration of the company.

In the event that a company needs to be terminated due to dissolution, bankruptcy declaration, or other legal grounds, it is required to submit an application for deregistration to the relevant registration authority in accordance with applicable laws. The company shall be terminated upon its deregistration by the relevant registration authority. In cases where deregistration is required legal approval, the company shall submit an application for deregistration to the registration authority after obtaining such approval.

## Submissions for Company Deregistration (Ordinary Procedure)

S/N	Materials	Notes
1	Application Form for Company Deregistration (Ordinary Procedure)	<p>For detailed filling instructions, please refer to the notes provided within the application form;</p> <p>Beijing has established a registration notification and commitment system for business entities. For cases processed under the commitment system, a letter of commitment must be submitted concurrently.</p>
2	Relevant documents regarding the dissolution of the company in accordance with Article 229 of the Company Law	<p>Pursuant to Article 229, 1, Item (1) of the Company Law, in the event that a company is dissolved due to the expiration of the business term specified in its articles of association or for other dissolution reasons outlined therein, the Application Form for Company Deregistration must specify the business term as set forth in the articles of association or provide an explanation confirming that the company has fulfilled the other dissolution conditions stipulated in the articles of association.</p> <p>Pursuant to Article 229, Paragraph 1, Items (2) and (3) of the Company Law, in the event that dissolution is determined by a resolution of the shareholders' meeting, or when dissolution is necessitated by a company merger or division, the resolution or official documentation pertaining to the dissolution, merger, or division, as adopted by the company in accordance with legal requirements, must be submitted.</p> <p><b>Note:</b></p> <ol style="list-style-type: none"> <li>1. A limited liability company is required to submit the resolution of the shareholders' meeting, duly signed by shareholders holding at least two-thirds of the voting rights (if the articles of association stipulate a higher voting ratio, in which case the latter shall prevail), or a decision document unanimously agreed upon and signed in writing by all shareholders (signed by all shareholders on the decision document). In the event that there is only a single shareholder, the limited liability company shall submit a written decision signed by that single shareholder.</li> <li>2. A joint stock limited company is required to submit the minutes of the shareholders' meeting, duly signed by the meeting chairperson and the attending directors. In cases where there is only a single shareholder, the company must submit a written resolution signed by that shareholder, along with the company's shareholder register.</li> <li>3. A wholly state-owned company is required to provide a photocopy of the approval document issued by the State Council, the local people's government, or the authorized institution or department at the corresponding level to perform the duties of the capital contributor.</li> </ol> <p>Pursuant to Article 229, Paragraph 1, Item (4) of the Company Law, in the event that a company is legally mandated to cease operations, has its business license revoked, deregistered by revocation, it is required to submit the official documents issued by the relevant administrative authority that orders the closure, revocation of the business license, or dissolution of the company in accordance with applicable law.</p>



S/N	Materials	Notes
2	Relevant documents regarding the dissolution of the company in accordance with Article 229 of the Company Law	<p><b>Note:</b></p> <p>In the event that the revoked enterprise is unable to present the original revocation certificate, it may instead submit a screenshot of the revocation announcement from the official website, a screenshot from the National Enterprise Credit Information Publicity System, or an enterprise inquiry form issued by the relevant registration authority. (Guidelines for Deregistration)</p> <p>Pursuant to Article 229, Paragraph a(v) of the Company Law, in the event that a company is dissolved by a decision of the People's Court, the company is required to submit the official documents issued by the People's Court confirming the court's resolution to dissolve the company.</p>
3	Liquidation Report	Upon the completion of the liquidation process, the company liquidation group shall compile a liquidation report, which must be signed by all members of the liquidation group.
4	Documents such as resolutions or decisions that validate the liquidation report	<p>A limited liability company is required to submit the resolution of the shareholders' meeting, duly signed by shareholders holding at least two-thirds of the voting rights (if the articles of association stipulate a higher voting ratio, in which case the latter shall prevail), or a decision document unanimously agreed upon and signed in writing by all shareholders (signed by all shareholders on the decision document). In the event that there is only a single shareholder, the limited liability company shall submit a written decision signed by that single shareholder.</p> <p>A joint stock limited company is required to submit the minutes of the shareholders' meeting, duly signed by the meeting chairperson and the attending directors. In cases where there is only a single shareholder, the company must submit a written resolution signed by that shareholder, along with the company's shareholder register.</p> <p>For wholly state-owned companies, the liquidation report shall be signed and endorsed by the State Council, the local people's government, or the relevant institution or department acting on behalf of the capital contributor responsibilities at the corresponding level of government.</p>
5	Tax Clearance Certificate	In the event that the registration authority and the tax department have already exchanged the tax clearance information, no paper tax clearance certificate is required.
6	Creditors' Announcement Issued by the liquidation group (45-Day Announcement Period)	In the event that the Creditors' Announcement is made public via the National Enterprise Credit Information Publicity System, the submission of notification materials is not required. In the event that the liquidation group only publishes the Creditors' Announcement through newspapers, it is required to submit photocopies of the newspapers in which the notification was lawfully published.

S/N	Materials	Notes
7	Photocopy of the approval document	A photocopy of the relevant approval document is required if the deregistration must be authorized in accordance with laws, administrative regulations, and decisions of the State Council.
8	Original and duplicate copies of the business license	Return both the original and duplicate copies of the business license.
9	A photocopy of the natural person identity certificate of the applicant (handler)	

**Note:**

- 1.** Companies incorporated pursuant to the Company Law, the Foreign Investment Law, and the Regulations on the Administration of Market Entity Registration shall adhere to this standard when submitting applications for routine deregistration procedures.
- 2.** In the event that a company has valid grounds for dissolution, it is required to disclose such grounds through the National Enterprise Credit Information Publicity System within ten days. In the event that liquidation is mandated by law, the liquidation group shall, within ten days from its formation, publish the name lists of liquidation group members and the person in charge of the liquidation group through the National Enterprise Credit



Information Publicity System (the liquidation group shall consist of the directors, except as otherwise stipulated by the company's articles of association or determined by a resolution of the shareholders' meeting to appoint alternative members). The liquidation group is authorized to publish the Creditors' Announcement via the National Enterprise Credit Information Publicity System, or through publicly circulated newspapers.

- 3.** For companies dissolved due to merger or division, the materials to be submitted for deregistration shall be subject to "One-time Notice on Company Merger (Division) Registration".
- 4.** Prior to deregistration, corporate legal persons are required to complete the deregistration of their branches and manage any external investments and associated assets accordingly.
- 5.** For companies undergoing deregistration as a result of revocation, dissolution, or bankruptcy, all outstanding obligations, including employee housing provident fund contributions and social security fees, must be fully settled in compliance with applicable regulations of the State and the municipality prior to the completion of the deregistration process.

## **Simplified deregistration**

Companies incorporated pursuant to the Company Law, the Foreign Investment Law, and the Regulations on the Administration of Market Entity Registration may submit an application for deregistration through a simplified procedure, provided that no claims and debts have arisen or all such obligations have been fully discharged; no outstanding or unsettled payment liabilities remain, including settlement fees, employee wages, social insurance contributions, statutory compensations, or taxes payable (inclusive of any late fees and penalties); and all investors furnish a written declaration assuming legal responsibility for the accuracy of these conditions. Under these circumstances, such companies are eligible to proceed with deregistration via the simplified procedure.



## Submissions for Company Deregistration (Simplified Procedure)

S/N	Materials	Notes
1	Application Form for Company Deregistration (Simplified Procedure)	For detailed filing instructions, please refer to the notes provided within the application form; Beijing has established a registration notification and commitment system for business entities. For cases processed under the commitment system, a letter of commitment must be submitted concurrently.
2	Original and duplicate copies of the business license	Return both the original and duplicate copies of the business license.
3	Letter of Commitment of All Investors for Simplified Deregistration	
4	Shareholder Register	Mandatory for non-listed joint stock limited companies seeking simplified deregistration.
5	A photocopy of the natural person identity certificate of the applicant (handler)	

### **Note:**

- 1.** In instances where company deregistration necessitates legal approval, or where the business license has been revoked, the company has been mandated to cease operations, has been revoked, is included in the List of Abnormal Operations, or meets the conditions specified in Article 48 of the Detailed Rules for the Implementation of the Regulation of the People's Republic of China on the Administration of the Registration of Market Participants, the simplified deregistration procedure shall not be

applicable. In situations where other laws and regulations stipulate different provisions, such provisions shall prevail.

- 2.** When a company undergoes deregistration through the simplified procedure, it is required to publish a notice on the National Enterprise Credit Information Publicity System for a minimum duration of 20 days. Upon the expiration of the announcement period without any objections, the company may submit an application for deregistration to the company registration authority within 20 days. Should the application not be submitted within this period, the registration authority may grant an extension based on the prevailing circumstances, provided that such extension does not exceed 30 days. Consequently, the company is required to complete the simplified deregistration process no later than 50 days from the conclusion of the notification period. Following the announcement, the company shall refrain from conducting any production and business operation activities that are not directly related to the deregistration process.
- 3.** In the event that a company deregisters using the simplified procedure and the shareholders' assurances concerning the absence of debts or the complete settlement of all debts



are found to be inaccurate, the shareholders shall bear joint and several liability for any debts incurred prior to deregistration.

### Submissions for Company Deregistration (Bankruptcy Liquidation Procedure)

S/N	Materials	Notes
1	Application Form for Company Deregistration (Ordinary Procedure)	Following the issuance of a bankruptcy ruling and the completion of the bankruptcy proceedings by the People's Court, or upon the conclusion of the compulsory liquidation process, an application for deregistration must be submitted. Detailed filing requirements are provided in the notes to the application form; Beijing has established a registration notification and commitment system for business entities. For cases processed under the commitment system, a letter of commitment must be submitted concurrently.
2	Original and duplicate copies of the business license	Return both the original and duplicate copies of the business license.
3	Relevant rulings issued by the People's Court	The People's Court's decision regarding the declaration of bankruptcy, the decision to terminate bankruptcy proceedings, or the decision to conclude compulsory liquidation proceedings (including decisions rendered due to the inability to liquidate or to fully liquidate)
4	Application for deregistration submitted by liquidators or bankruptcy administrators designated by the People's Court	Proof documents issued by the People's Court designating the person as the liquidator or bankruptcy administrator must be provided.
5	A photocopy of the natural person identity certificate of the applicant (handler) must be provided.	

**Special notes:**

- 1.** All registration application documents and accompanying materials must be printed on white A4 paper and completed or signed legibly using a pen or signature pen with black or blue ink.
- 2.** For materials submitted in person at the designated window, original documents must be provided unless photocopies are explicitly requested. In cases where copies are required, the applicant must endorse the copy with the statement “Consistent with the Original” and either sign or affix their seal to verify authenticity. Alternatively, subject to proper authorization, the registration liaison officer or registration agent may provide such confirmation through their signature. If an original document is mandated but genuinely unavailable, a copy may be accepted on the condition that all signatories of the original document resign the copy to confirm its accuracy and annotate it with “Consistent with the Original.”
- 3.** For registration applications submitted exclusively via electronic methods, documents including qualification certificates, identity certificates, relevant approval documents or permits, articles of association, resolutions,



and materials bearing handwritten signatures may be provided as electronic images of the original documents through the comprehensive electronic registration system, or by producing standardized materials through the registration business system.

4. For images or scanned copies of application materials containing handwritten signatures uploaded by the applicant via the comprehensive electronic registration system, once these materials have been verified and submitted by the applicant, they may be directly retained as electronic records. Consequently, the registration authority may waive the requirement for the original paper documents. If the registration authority is able to acquire documents or data - such as personnel identity certificates, tax clearance certificates, relevant approval documents, or permits - through data sharing or other methods, and can subsequently verify and archive these materials electronically, the submission of the corresponding physical documents may no longer be necessary.

5. For the signing of submitted documents, please consult the applicant instructions provided in the application form. In cases where it is explicitly mandated that the signatory

must sign and affix the official seal, the legal representative, person in charge, or authorized signatory of the legal person (organization) shall execute the signature and apply the official seal of the legal person (organization). If no such specification is made, natural persons are required to sign personally; legal persons (organizations) shall have the documents signed by the legal representative, person in charge, or authorized signatory, or alternatively, bear the official seal of the legal person (organization). In the event that the applicant is unable to provide a personal signature, a Power of Attorney authorizing an alternate individual to sign on the applicant's behalf must be submitted. This Power of Attorney must bear the personal signature of the authorizer. Furthermore, the authorized representative is required to collaborate with the registration authority to complete the real-name verification process.

6. If the submitted materials or notarized and legalized documents are in a foreign language, they must be accompanied by a Chinese translation bearing the official seal of the translation agency. The translation agency is required to certify the accuracy of the translation. In cases where the investor's name is presented in a non-English



foreign language, the English version of the investor's name must be included in the translation. The translation agency shall affix its official seal (or translation seal) to the translated documents and provide photocopies of its business license and other relevant qualification certificates. Additionally, the translator's name and contact information must be clearly indicated. If the translator is a natural person, they are required to sign the translation, furnish their contact details, and include copies of their relevant translation qualification certificate and identity certificate.

7. In the process of managing registration and filing items, the relevant parties, including the applicant, registration liaison officer, or registration agent, are required to collaborate with the registration authority to perform real-name verification of the involved individuals. This verification shall be conducted through the real-name authentication system, employing techniques such as facial recognition. In cases where a party is unable to verify their identity information through the real-name authentication system due to exceptional circumstances, they may provide a notarized identity document of the natural person, or present their identity document to handle the matter in

person at the registration authority's office. If real-name registration confirmation is conducted on-site at the registration authority, the Confirmation Form for Real-Name Registration must also be submitted.

- 8.** In instances where a natural person shareholder of a company, a natural person partner in a partnership, an investor in a sole proprietorship enterprise, a natural person member of a specialized farmers' cooperative, or an operator of an individual business loses their capacity for civil conduct due to specific circumstances, their legal guardian is authorized to manage the relevant registration procedures in accordance with a ruling issued by the People's Court.



# Guide to Registration of Branch Office

To Respected Applicant,

We warmly welcome you to invest and establish a business in Beijing. The Administration for Market Regulation is committed to providing you with dedicated and professional services. You may submit an application for business entity registration or conduct related information searches through the Beijing Enterprise Service e-Window Platform (<https://ect.scjgj.beijing.gov.cn>). Here, you can experience a full-process, fully remote, and one-stop service.

## **Requirements for Registration**

### **Compliant Name**

The name of the branch office must incorporate the complete name of the head office.

### **Compliant Business Premises**

Business entities shall utilize genuine, legally compliant, and safe non-residential buildings or locations as their business premises (domicile). The use of illegal constructions or buildings identified as hazardous for production and business operation activities is strictly prohibited. The business premises (domicile) shall comply with relevant laws, regulations, and both national and local industrial policy requirements.

### **Compliant Scope of Business**

In compliance with the State Administration for Market Regulation's directives on the standardization of business scope, all business entities must utilize standardized entries when applying for a business license. For existing business entities seeking to change their scope of business, the standardized entries must also be employed to regulate the registration content of their original business scope. You may access the Beijing Enterprise Service e-Window Platform to efficiently and promptly search for and select the standardized descriptions of the business scopes that match your business activities.

After the implementation of the business scope standardization reform, the detailed contents of licensing and approval documents will no longer be recorded on the business license. Both pre-licensing and post-licensing activities shall be



recorded utilizing the standardized entries associated with their respective licenses.

Business entities seeking to engage in pre-licensing activities shall submit the corresponding approval documents at the time of their registration application.

The business activities engaged in by business entities must comply with the city's industrial policies and must not violate the *Beijing Prohibited and Restricted Catalogue for New Industries (2022 Edition)*.

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### Submissions for the Branch Office Establishment Registration

S/N	Materials	Notes
1	Application Form for Branch Office Registration (Filing)	For detailed filling instructions, please refer to the notes provided within the application form; The notification and commitment system for the registration of business entities has been implemented throughout the city. Should you opt to proceed under this system, please ensure that you submit the Letter of Commitment (including the <i>Letter of Commitment for Name Self-Declaration</i> , etc.), together with your application.
2	Document related to business premises	A photocopy of the property ownership certificate, duly signed or sealed by the property owner. In the case where the property owner is a natural person, a handwritten signature is mandatory; if the property owner is an entity, the official company seal must be applied. For other situations, please refer to the <i>General Guidelines for Business Entity Registration</i> .
3	Photocopies of appointment information and identity certificate of the person in charge of the branch office	The appointment information of the person in charge of the branch office must be confirmed by the legal representative of the head office in the application form.
4	A photocopy of the head office's business license	
5	A photocopy of approval document or license certificate	In cases where laws, administrative regulations, or decisions of the State Council require approval for the establishment of a branch office, or where the business scope for which the branch office seeks registration includes activities that necessitate prior approval in accordance with such laws, regulations, or decisions, a photocopy of the corresponding approval documents or permits must be provided.
6	Please provide a photocopy of the identity certificate of the natural person submitting the application materials (the handler).	



## Submissions for the Change Registration (Filing) of the Branch Office

S/N	Materials	Notes
1	Application Form for Branch Office Registration (Filing)	For detailed filling instructions, please refer to the notes provided within the application form; Beijing has established a registration notification and commitment system for business entities. For cases processed under the commitment system, a letter of commitment must be submitted concurrently.
2	Photocopies of approval documents or licenses	In cases where the change registration items of the branch office require approval pursuant to applicable laws and administrative regulations, please furnish the relevant approval documents or photocopies of the permits.
3	Original and duplicate copies of the business license	Return both the original and duplicate copies of the business license.
4	Submit a copy of the identity certificate of the natural person submitting the application materials (the handler)	
5	Supporting Documents Regarding the Change Matters	For changes involving the following registration items, the submission of materials in accordance with the relevant requirements is also mandatory:
	Name change	If applying to change the name of a branch office due to the name change of its head office, please provide a photocopy of the updated business license of the head office along with a Letter of Commitment for Name Self-Declaration. For specific requirements, please refer to the General Guidelines for Business Entity Registration
	Change of the business premises	Please provide relevant documents regarding the utilization of the business premises following the change. For specific circumstances, please refer to the General Guidelines for Business Entity Registration.
	Change of the person in charge	In the event of any change in the person in charge, please submit the appointment or removal information of the branch office's person in charge, along with a photocopy of the natural person's identity certificate (the appointment or removal information of the branch office's person in charge must be verified by the legal representative of the branch office's head office, as indicated in the Application Form for Branch Office Registration (Filing)). In the event that the person in charge undergoes a name change, please provide a photocopy of the identity certificate reflecting the updated name, along with a certificate issued by the public security department (if the ID card number remains unchanged following the name change, the certificate from the public security department is not required).

S/N	Materials	Notes
5	Change of business scope	The change of the business scope shall be conducted in accordance with the classification standards for business items issued by the State Administration for Market Regulation. In cases where the business scope includes activities requiring prior approval in accordance with laws, administrative regulations, or decisions of the State Council, a photocopy of the relevant approval document or license certificate must be provided.
	Change of the enterprise type	Please provide a photocopy of the business license following the change of the head office.
	In the event that the company to which the branch office is affiliated undergoes a merger or division, and the branch office becomes part of a newly established or continuing company, the branch office is required to submit the following documents	a. A deregistration certificate evidencing the dissolution of the company as a result of the merger (division), a certificate of establishment or change of the newly established or continuing company, or a screenshot of the relevant company information page from the National Enterprise Credit Information Publicity System that can demonstrate the aforementioned circumstances. b. A photocopy of the business license of the newly established or continuing company resulting from the merger (or division).
6	Supporting Documents Regarding the Filing	For the following registration items related to the filing, materials must be submitted in accordance with the applicable requirements. When applying for both branch office registration and branch office change registration concurrently, the corresponding documents may be submitted collectively:
	Registration liaison officer	Please provide a photocopy of the natural person identity certificate of the registration liaison officer

### Submissions for Deregistration of the branch office (Ordinary Procedure)

S/N	Materials	Notes
1	Application Form for Branch Office Registration (Filing)	For detailed filing instructions, please refer to the notes provided within the application form; Beijing has established a registration notification and commitment system for business entities. For cases processed under the commitment system, a letter of commitment must be submitted concurrently.
2	Tax Clearance Certificate	In the event that the registration authority and the tax department have already exchanged the tax clearance information, no paper tax clearance certificate is required.



3	In the event that the branch office is legally mandated to cease operations, or its business license is revoked or cancelled	Please provide documents issued by the administrative authority mandating the closure, or documents evidencing the lawful revocation of the branch office's business license or the cancellation of the branch office
4	Submit a copy of the identity certificate of the natural person submitting the application materials (the handler)	
5	In the event that the head office is declared bankrupt pursuant to a ruling by a people's court and the bankruptcy proceedings have been completed, the branch office shall proceed with the deregistration process	(1). Please submit items 1 and 4; (2). The ruling issued by the People's Court declaring bankruptcy and the ruling concluding the bankruptcy procedures.
6	In the event that the head office undergoes compulsory liquidation pursuant to a ruling by the People's Court, and the compulsory liquidation process has been completed, the branch office shall proceed with the deregistration procedure	(1). Items 1 and 4; (2). The ruling issued by the People's Court that finalizes the compulsory liquidation procedure (including rulings made on the grounds of the inability to liquidate or the inability to complete liquidation in full, etc.).
7	Application for deregistration submitted by liquidators or bankruptcy administrators designated by the People's Court	Certification documents issued by the People's Court appointing them as the liquidator or bankruptcy administrator must be submitted.
8	Photocopy of the approval document	A photocopy of the relevant approval document must be submitted if the deregistration of a branch office requires authorization in accordance with laws, administrative regulations, or decisions of the State Council.
9	Original and duplicate copies of the business license	Return both the original and duplicate copies of the business license.

## Submissions for Deregistration of the branch office (Simplified Procedure)

S/N	Materials	Notes
1	Application Form for Branch Office Registration (Filing)	For detailed filling instructions, please refer to the notes provided within the application form; Beijing has established a registration notification and commitment system for business entities. For cases processed under the commitment system, a letter of commitment must be submitted concurrently.
2	Original and duplicate copies of the business license	Return both the original and duplicate copies of the business license.
3	Letter of Commitment of All Investors for Simplified Deregistration	The Letter of Commitment of All Investors for Simplified Deregistration publicized on the National Enterprise Credit Information Publicity System for a minimum duration of 20 days
4	Submit a copy of the identity certificate of the natural person submitting the application materials (the handler)	

### **Special notes:**

- 1.** All registration application documents and accompanying materials must be printed on white A4 paper and completed or signed legibly using a pen or signature pen with black or blue ink.
- 2.** For materials submitted in person at the designated window, original documents must be provided unless photocopies are explicitly requested. In cases where copies are required, the applicant must endorse the copy with the statement “Consistent with the Original” and either sign or



affix their seal to verify authenticity. Alternatively, subject to proper authorization, the registration liaison officer or registration agent may provide such confirmation through their signature. If an original document is mandated but genuinely unavailable, a copy may be accepted on the condition that all signatories of the original document resign the copy to confirm its accuracy and annotate it with “Consistent with the Original.”

**3.** For registration applications submitted exclusively via electronic methods, documents including qualification certificates, identity certificates, relevant approval documents or permits, articles of association, resolutions, and materials bearing handwritten signatures may be provided as electronic images of the original documents through the comprehensive electronic registration system, or by producing standardized materials through the registration business system.

**4.** For images or scanned copies of application materials containing handwritten signatures uploaded by the applicant via the comprehensive electronic registration system, once these materials have been verified and submitted by the applicant, they may be directly retained

as electronic records. Consequently, the registration authority may waive the requirement for the original paper documents. If the registration authority is able to acquire documents or data - such as personnel identity certificates, tax clearance certificates, relevant approval documents, or permits - through data sharing or other methods, and can subsequently verify and archive these materials electronically, the submission of the corresponding physical documents may no longer be necessary.

- 5.** For the signing of submitted documents, please consult the applicant instructions provided in the application form. In cases where it is explicitly mandated that the signatory must sign and affix the official seal, the legal representative, person in charge, or authorized signatory of the legal person (organization) shall sign and apply the official seal of the legal person (organization). If no such specification is made, natural persons are required to sign personally; legal persons (organizations) shall have the documents signed by the legal representative, person in charge, or authorized signatory, or alternatively, bear the official seal of the legal person (organization). In the event that the applicant is unable to provide a personal signature, a Power



of Attorney authorizing an alternate individual to sign on the applicant's behalf must be submitted. This Power of Attorney must bear the personal signature of the authorizer. Furthermore, the authorized representative is required to collaborate with the registration authority to complete the real-name verification process.

6. If the submitted materials or notarized and legalized documents are in a foreign language, they must be accompanied by a Chinese translation bearing the official seal of the translation agency. The translation agency is required to certify the accuracy of the translation. In cases where the investor's name is presented in a non-English foreign language, the English version of the investor's name must be included in the translation. The translation agency shall affix its official seal (or translation seal) to the translated documents and provide photocopies of its business license and other relevant qualification certificates. Additionally, the translator's name and contact information must be clearly indicated. If the translator is a natural person, they are required to sign the translation, furnish their contact details, and include copies of their relevant translation qualification certificate and identity certificate.

7. For information concerning the required documents for the use of business premises (domicile), please refer to the section “How to submit proof of use of business premises (domicile)” in the *General Guidelines for Business Entity Registration*, which provides instructions on the submission of the materials.
8. In the process of managing registration and filing items, the relevant parties, including the applicant, registration liaison officer, or registration agent, are required to collaborate with the registration authority to perform real-name verification of the involved individuals. This verification shall be conducted through the real-name authentication system, employing techniques such as facial recognition. In cases where a party is unable to verify their identity information through the real-name authentication system due to exceptional circumstances, they may provide a notarized identity document of the natural person, or present their identity document to handle the matter in person at the registration authority’s office. If real-name registration confirmation is conducted on-site at the registration authority, the *Confirmation Form for Real-Name Registration* must also be submitted.



**9.** In instances where a natural person shareholder of a company, a natural person partner in a partnership, an investor in a sole proprietorship enterprise, a natural person member of a specialized farmers' cooperative, or an operator of an individual business loses their capacity for civil conduct due to specific circumstances, their legal guardian is authorized to manage the relevant registration procedures in accordance with a ruling issued by the People's Court.

**10.** For foreign-invested companies, non-corporate foreign-invested enterprises, branches of foreign-invested companies, and branches of non-corporate foreign-invested enterprises established in accordance with the former *Law of the PRC on Chinese-Foreign Equity Joint Ventures*, the *Law on Wholly Foreign-Owned Enterprises*, the *Law of the People's Republic of China on Chinese-Foreign Cooperative Enterprises*, and other laws, if they have not adjusted their organizational form and structure by December 31, 2024, they shall adjust their organizational form and structure in accordance with the provisions of the *Foreign Investment Law* (except for deregistration).

- 11.** The submission of beneficial owner information shall be conducted in accordance with the provisions set forth in the *Measures for the Administration of Beneficial Owner Information*. For further details, please access the “Beneficial Owner” module on the Beijing Enterprise Service e-Window Platform.

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# Guide to the Incorporation Registration of Partnerships

To Respected Applicant,

We warmly welcome you to invest and establish a business in Beijing. The Administration for Market Regulation is committed to providing you with dedicated and professional services. You may submit an application for business entity registration or conduct related information searches through the Beijing Enterprise Service e-Window Platform (<https://ect.scjgj.beijing.gov.cn>). Here, you can experience a full-process, fully remote, and one-stop service.

A partnership refers to either a general partnership or a limited partnership incorporated by natural persons, legal persons, and other organizations in accordance with the *Law of the People's Republic of China on Partnerships*. A general partnership consists of general partners who bear unlimited joint and several

liability for the obligations and debts of the partnership. A limited partnership consists of general partners and limited partners. The general partners hold unlimited joint and several liabilities for the partnership's debts, whereas the limited partners' liability is restricted to the extent of their respective capital contributions to the partnership.

## **Requirements for Registration**

### **Compliant Name**

The name typically comprises four components arranged in the following sequence: administrative division, trade name, industry characteristics, and organizational form. The designation of the organizational form in the name must be accompanied by terms such as "General Partnership," "Special General Partnership," or "Limited Partnership".

### **Compliant Partners**

There must be at least two partners. In the case where the partners are natural persons, they are required to have full legal capacity to engage in civil activities. A limited partnership shall be formed by a minimum of two and a maximum of fifty partners, and it is required to include at least one general partner. The management of the partnership affairs in a limited partnership is the responsibility of the general partners. Wholly state-owned



companies, state-owned enterprises, publicly listed companies, as well as public-welfare-oriented public institutions and social organizations, shall be prohibited from serving as general partners.

### **Compliant Capital Contribution**

A partner may make capital contributions in cash, in kind, or in the form of intellectual property rights, land-use right, or other property rights. Additionally, contributions may be made in labor services (however, limited partners are not permitted to contribute in labor services).

Partners contributing in kind or in the form of intellectual property rights, land-use right, or other property rights that require assessment may have the value determined by all the partners through consultation, or conducted by a statutory assessment institution authorized by all the partners.

In the event that a partner contributes capital in the form of labor services, the assessment method shall be determined by all the partners through consultation and explicitly documented in the partnership agreement.

### **Complaint Written Partnership Agreement**

Partners are entitled to independently draft the partnership agreement in compliance with the law.

The partnership agreement shall include the provision that, “in the event of any conflict between the terms of the agreement and applicable laws and regulations, the latter shall prevail”.

### **Complaint Principal Premises for Business**

Business entities shall utilize genuine, legally compliant, and safe non-residential buildings or sites as the principal premises for business. The use of unauthorized constructions or structures deemed hazardous for production and business operation activities is strictly forbidden. The principal premises for business must adhere to all applicable laws and regulations, in addition to conforming to national and local industrial policy mandates.

### **Compliant Scope of Business**

In compliance with the State Administration for Market Regulation’s directives on the standardization of business scope, all business entities must utilize standardized entries when applying for a business license. For existing business entities seeking to change their scope of business, the standardized entries must also be employed to regulate the registration content of their original business scope. You may access the Beijing Enterprise Service e-Window Platform to efficiently and promptly search for and select the standardized descriptions of the business scopes that match your business activities.



After the implementation of the business scope standardization reform, the detailed contents of licensing and approval documents will no longer be recorded on the business license. Both pre-licensing and post-licensing activities shall be recorded utilizing the standardized entries associated with their respective licenses.

Business entities seeking to engage in pre-licensing activities shall submit the corresponding approval documents at the time of their registration application.

The business activities engaged in by business entities must comply with the city's industrial policies and must not violate the *Beijing Prohibited and Restricted Catalogue for New Industries (2022 Edition)*.

Submissions for Partnership Incorporation Registration

No.	Materials	Notes
1	Application Form for Partnership Registration (Filing)	For detailed filing instructions, please refer to the notes provided within the application form; The notification and commitment system for the registration of business entities has been implemented throughout the city. Should you opt to proceed under this system, please ensure that you submit the Letter of Commitment (including the <i>Letter of Commitment for Name Self-Declaration</i> , etc.), together with your application.
2	Partnership Agreement	To be executed by all partners.
3	Subject qualification documents or natural person identity certificates of all partners	Natural persons shall submit photocopies of their identification cards, and legal persons must submit photocopies of their business licenses. For the submission procedures related to other categories of qualification certificates, please refer to the <i>General Guidelines for Business Entity Registration</i> .
4	Relevant documents for the principal premises for business	A photocopy of the property ownership certificate, duly signed or sealed by the property owner. In the case where the property owner is a natural person, a handwritten signature is mandatory; whereas, if the property owner is an entity, the official seal must be affixed. For other situations, please refer to the <i>General Guidelines for Business Entity Registration</i> .
5	A photocopy of approval document or license certificate	In cases where laws, administrative regulations, or decisions of the State Council mandate pre-registration approval, or when the business scope for registration covers items requiring prior approval as specified by such laws, administrative regulations, or decisions, applicants are required to submit copies of the corresponding approval documents or permits.
6	Certificates of professional qualification	In cases where laws or administrative regulations mandate that the formation of a special general partnership necessitates the submission of partners' professional qualification certificates, the relevant certificates must be provided accordingly.
7	A photocopy of the natural person identity certificate of the applicant (the agent)	



### **Special notes:**

- 1.** All registration application documents and accompanying materials must be printed on white A4 paper and completed and signed legibly using a pen or signature pen with black or blue ink.
- 2.** For materials submitted in person at the designated window, original documents must be provided unless photocopies are explicitly requested. In cases where copies are required, the applicant must endorse the copy with the statement “Consistent with the Original” and either sign or affix their seal to verify authenticity. Alternatively, subject to proper authorization, the registration liaison officer or registration agent may provide such confirmation through their signature. If an original document is mandated but genuinely unavailable, a copy may be accepted on the condition that all signatories of the original document resign the copy to confirm its accuracy and annotate it with “Consistent with the Original”.
- 3.** For registration applications submitted exclusively via electronic methods, documents including qualification certificates, identity certificates, relevant approval documents or permits, articles of association, resolutions,

and materials bearing handwritten signatures may be provided as electronic images of the original documents through the comprehensive electronic registration system, or by producing standardized materials through the registration system.

**41.** For images or scanned copies of application materials containing handwritten signatures uploaded by the applicant via the comprehensive electronic registration system, once these materials have been verified and submitted by the applicant, they may be directly retained as electronic records. Consequently, the registration authority may waive the requirement for the original paper documents. If the registration authority is able to acquire documents or data - such as personnel identity certificates, tax clearance certificates, relevant approval documents, or permits - through data sharing or other methods, and can subsequently verify and archive these materials electronically, the submission of the corresponding physical documents may no longer be necessary.

**5.** For the signing of submitted documents, please consult the applicant instructions provided in the application form. In cases where it is explicitly mandated that the signatory



must sign and affix the official seal, the legal representative, person in charge, or authorized signatory of the legal person (organization) shall execute the signature and apply the official seal of the legal person (organization). If no such specification is made, natural persons are required to sign personally; legal persons (organizations) shall have the documents signed by the legal representative, person in charge, or authorized signatory, or alternatively, bear the official seal of the legal person (organization). In the event that the applicant is unable to provide a personal signature, a Power of Attorney authorizing an alternate individual to sign on the applicant's behalf must be submitted. This Power of Attorney must bear the personal signature of the authorizer. Furthermore, the authorized representative is required to collaborate with the registration authority to complete the real-name verification process.

6. If the submitted materials or notarized and legalized documents are in a foreign language, they must be accompanied by a Chinese translation bearing the official seal of the translation agency. The translation agency is required to annotate the Chinese translation with “Translate accurately”. In cases where the investor's name is presented

in a non-English foreign language, the English version of the investor's name must be included in the translation. The translation agency shall affix its official seal (or translation seal) to the translated documents and provide photocopies of its business license and other relevant qualification certificates. Additionally, the translator's name and contact information must be clearly indicated. If the translator is a natural person, he/she is required to sign the translation, furnish his/her contact details, and include copies of his/her relevant translation qualification certificate and identity certificate.

**7.** For information concerning the required documents for the use of business premises (domicile), please refer to the section “How to submit proof of use of business premises (domicile)” in the *General Guidelines for Business Entity Registration*, which provides instructions on the submission of the materials.

**8.** In the process of managing registration and filing items, the relevant parties, including the applicant, registration liaison officer, or registration agent, are required to collaborate with the registration authority to perform real-name verification of the involved individuals. This verification



shall be conducted through the real-name authentication system, employing techniques such as facial recognition. In cases where a party is unable to verify their identity information through the real-name authentication system due to exceptional circumstances, they may provide a notarized identity document of the natural person, or present their identity document to handle the matter in person at the registration authority's office. If real-name registration confirmation is conducted on-site at the registration authority, the *Confirmation Form for Real-Name Registration* must also be submitted.

**9.** In instances where a natural person shareholder of a company, a natural person partner in a partnership, the investor in a sole proprietorship enterprise, a natural person member of a specialized farmers' cooperative, or an operator of an individual business loses their civil capacity due to specific circumstances, their legal guardian is authorized to manage the relevant registration procedures in accordance with a ruling issued by the People's Court.

**10.** For foreign-invested companies, non-corporate foreign-invested enterprises, branches of foreign-invested companies, and branches of non-corporate foreign-

invested enterprises established in accordance with the former *Law of the PRC on Chinese-Foreign Equity Joint Ventures*, the *Law on Wholly Foreign-Owned Enterprises*, the *Law of the People's Republic of China on Chinese-Foreign Cooperative Enterprises*, and other laws, if they have not adjusted their organizational form and structure by December 31, 2024, they shall adjust their organizational form and structure in accordance with the provisions of the *Foreign Investment Law* (except for deregistration).

- 11.** The submission of beneficial owner information shall be conducted in accordance with the provisions set forth in the *Measures for the Administration of Beneficial Owner Information*. For further details, please access the “Beneficial Owner” module on the Beijing Enterprise Service e-Window Platform.



# Guide to Change Registration (Filing) of Partnerships

To Respected Applicant,

We warmly welcome you to invest and establish a business in Beijing. The Administration for Market Regulation is committed to providing you with dedicated and professional services. You may submit an application for business entity registration or conduct related information searches through the Beijing Enterprise Service e-Window Platform (<https://ect.scjgj.beijing.gov.cn>). Here, you can experience a full-process, fully remote, and one-stop service.

## Submissions for Partnership Change Registration

No.	Materials	Notes
1	Application Form for Partnership Registration (Filing)	For detailed filling instructions, please refer to the notes provided within the application form; Beijing has established a registration notification and commitment system for business entities. For cases processed under the commitment system, a letter of commitment must be submitted concurrently.
2	Decision on the Change	In the event that the change registration entails modifications to the partnership agreement, the submission must be executed and signed by all partners or by the persons authorized in accordance with the partnership agreement. (If the modification involves the change of the principal premises for business, business scope, or the names or titles of partners, this document is not required. In cases where the partnership agreement contains other relevant provisions, those shall prevail).
3	Amended or supplementary partnership agreement	In the event that the change registration entails modifications to the partnership agreement, the submission must be executed and signed by all partners or by the persons authorized in accordance with the partnership agreement. (If the modification involves the change of the principal premises for business, business scope, or the names or titles of partners, this document is not required. In cases where the partnership agreement contains other relevant provisions, those shall prevail).
4	Photocopy of the approval document	A photocopy of the relevant approval document shall be provided if the change item requires authorization in accordance with laws, administrative regulations, and decisions of the State Council.
5	Original and duplicate copies of the business license	Please return both the originals and duplicates of the business license if you have already received the paper version.
6	<b>Supporting Documents Regarding the Change Matters</b>	<b>For changes involving the following registration items, the submission of materials in accordance with the relevant requirements is also mandatory:</b>
	Name change	Please refer to the General Guidelines for Business Entity Registration to review the specific requirements and submit the application to the registration authority (In cases where the business scope includes pre-licensed activities and a change of the name is necessary, the enterprise must first complete the name self-declaration).



No.	Materials	Notes
6	Change of principal premises for business	A photocopy of the property ownership certificate, duly signed or sealed by the property owner. In the case where the property owner is a natural person, a handwritten signature is mandatory; whereas, if the property owner is an entity, the official seal must be applied. For other situations, please refer to the General Guidelines for Business Entity Registration.
	Change of business scope	The change of the business scope shall be conducted in accordance with the classification standards for business items issued by the State Administration for Market Regulation. In cases where the business scope includes activities requiring prior approval in accordance with laws, administrative regulations, or decisions of the State Council, a photocopy of the relevant approval document or license certificate must be provided.
	Domicile of the partner	Submit the Information of All Partners indicating the partners' domicile information ["Form 4" and "Form 4 (Appendix)" of the Application Form for Partnership Registration (Filing)].
	Change of the managing partner	Submit the Decision on the Change along with a photocopy of the subject qualification documents or identity certificate of the newly appointed executive partner. The Application Form for Partnership Registration (Filing) must be signed by the newly appointed managing partner.
	Change of the name of a partner, managing partner, or designated representative	Submit the relevant title or name change certificate, along with a photocopy of the updated subject qualification document or the natural person's identity certificate following the change. In the event that a natural person changes his/her name but retains the same ID card number as before the name change, it is not necessary to provide a certificate from the public security department. Instead, only a photocopy of the updated ID card is required. In the event that the Unified Social Credit Identifier remains unchanged following the name change on the subject qualification document, submission of a photocopy of the updated subject qualification document alone is sufficient. In the event that a natural person undergoes a change of nationality, he/she is required to submit his/her identity document reflecting the new nationality, along with proof of the nationality change. In the event that a foreign partner undergoes a title or name change, the documentation evidencing this change must be notarized by a notary authority in the partner's country of origin and subsequently authenticated by the Chinese embassy (or consulate) within that country, or alternatively, verified by the embassy (or consulate) of that country located in China. For specific requirements, please refer to the General Guidelines for Business Entity Registration.

No.	Materials	Notes
6	Change of the representative designated by a legal person or other organization to manage partnership affairs	Submit a photocopy of the natural person identity certificate of the newly appointed representative, along with the updated letter of appointment.
	Change of enterprise type for a partnership	It is necessary to proceed with the change of the enterprise name. In cases where other registration items are involved, an application for change registration must be submitted concurrently, accompanied by the required documentation in accordance with the relevant regulations. When a general partnership converts to a special general partnership, and if laws or administrative regulations mandate the submission of partners' professional qualification certificates, the relevant certificates must be duly submitted.
	Change of capital contributions, or increase/ decrease of capital contributions to the partnership by partners	Submit the amended or supplementary partnership agreement (duly signed and confirmed by all partners or the persons designated in accordance with the partnership agreement).
	Admission and withdrawal of partners	<p>In the event of the admission of a new partner, the new partner's subject qualification documents or natural person's identity certificate, proof of residence, and the admission agreement must also be provided. Among these, a) foreign-invested partnerships are also required to submit a Power of Attorney for the Service of Legal Documents Pertaining to the Foreign-Invested Enterprise. b) In cases where an individual acquires a share of property in the partnership through inheritance and thereby obtains the qualification to become a partner in accordance with the partnership agreement or with the unanimous consent of all partners, the individual must submit notarized documents issued by a notary agency that detail the property inheritance. Alternatively, the individual may provide valid legal documents, which may include but are not limited to effective judgments, rulings, civil mediation statements issued by the People's Court, or people's mediation agreements confirmed by the People's Court, as well as any other legal documentation sufficient to substantiate the heir's acquisition of the property share in the partnership. In the event that the partnership agreement contains alternative stipulations concerning the inheritance of partnership interests, such stipulations shall prevail.</p> <p>When a partner withdraws from the partnership, the submitted Decision on the Change must specify the reason for the withdrawal. In the event of withdrawal resulting from expulsion, the decision must be unanimously approved and signed by all remaining partners.</p>



No.	Materials	Notes
6	Submit a copy of the identity certificate of the natural person submitting the application materials (the agent)	

**Note:** Items subject to change registration: Title, type, business scope, principal premises for business, amount of capital contribution, name of the managing partner, titles or names of partners, their domiciles, and the form of assuming liability. In cases where the managing partner is a legal person or other organization, the registration information must also include the name of the representative designated by such legal person or organization.

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## Submissions for Partnership Filing and Registration

No.	Materials	Notes
1	Application Form for Partnership Registration (Filing)	For detailed filling instructions, please refer to the notes provided within the application form; Beijing has established a registration notification and commitment system for business entities. For cases processed under the commitment system, a letter of commitment must be submitted concurrently.
2	Decision on the Change	This is required when the submission includes amendments to the partnership agreement. The document must be signed by all partners or by the persons authorized in accordance with the partnership agreement.
3	<b>Supporting Documents Regarding the Filing</b>	<b>For the following registration items related to the filing, materials must be submitted in accordance with the applicable requirements. When submitting applications for company filing and change of registration concurrently, the relevant documents may be submitted collectively.</b>
	Filing of an Amendment to the Partnership Agreement	Please submit the amended or supplementary partnership agreement (duly signed by all partners or by the persons designated in accordance with the partnership agreement).
	Filing of the partnership term	Submit the Decision on the Change along with the amended or supplementary partnership agreement (duly signed by all partners or by the persons designated in accordance with the partnership agreement).
	Filing of partners' committed or actual capital contribution amounts, payment term, and methods of contribution	Submit the amended or supplementary partnership agreement (duly signed and confirmed by all partners or by the persons designated in the partnership agreement), along with the Decision on the Change signed by all partners or by the persons designated in the partnership agreement.
	Change of registration liaison officer	Please complete the Liaison Officer Information Form and attach a photocopy of the liaison officer's identity certificate (directly pasted in the application form).
	Change of the Recipient for the Service of Legal Documents for Foreign-Invested Enterprises	Please submit the Power of Attorney for the Service of Legal Documents Pertaining for the Foreign-Invested Enterprise, along with a photocopy of the authorized person's subject qualification document or a photocopy of the natural person's identity certificate.
	Submit a copy of the identity certificate of the natural person submitting the application materials (the agent)	



**Filing items:** Partnership agreement, the partnership term, the amount of capital contributions subscribed or actually paid by the partners, the time limit and method for payment of contributions, the registration liaison officer, and the designated recipient for service of legal documents for foreign-invested partnerships.

### **Special notes:**

- 1.** All registration application documents and accompanying materials must be printed on white A4 paper and completed and signed legibly using a pen or signature pen with black or blue ink.
- 2.** For materials submitted in person at the designated window, original documents must be provided unless photocopies are explicitly requested. In cases where copies are required, the applicant must endorse the copy with the statement “Consistent with the Original” and either sign or affix their seal to verify authenticity. Alternatively, subject to proper authorization, the registration liaison officer or registration agent may provide such confirmation through their signature. If an original document is mandated but genuinely unavailable, a copy may be accepted on the condition that all signatories of the original document re-

sign the copy to confirm its accuracy and annotate it with “Consistent with the Original”.

**3.** For registration applications submitted exclusively via electronic methods, documents including qualification certificates, identity certificates, relevant approval documents or permits, articles of association, resolutions, and materials bearing handwritten signatures may be provided as electronic images of the original documents through the comprehensive electronic registration system, or by producing standardized materials through the registration system.

**4.** For images or scanned copies of application materials containing handwritten signatures uploaded by the applicant via the comprehensive electronic registration system, once these materials have been verified and submitted by the applicant, they may be directly retained as electronic records. Consequently, the registration authority may waive the requirement for the original paper documents. If the registration authority is able to acquire documents or data - such as personnel identity certificates, tax clearance certificates, relevant approval documents, or permits - through data sharing or other methods, and



can subsequently verify and archive these materials electronically, the submission of the corresponding physical documents may no longer be necessary.

- 5.** For the signing of submitted documents, please consult the applicant instructions provided in the application form. In cases where it is explicitly mandated that the signatory must sign and affix the official seal, the legal representative, person in charge, or authorized signatory of the legal person (organization) shall execute the signature and apply the official seal of the legal person (organization). If no such specification is made, natural persons are required to sign personally; legal persons (organizations) shall have the documents signed by the legal representative, person in charge, or authorized signatory, or alternatively, bear the official seal of the legal person (organization). In the event that the applicant is unable to provide a personal signature, a Power of Attorney authorizing an alternate individual to sign on the applicant's behalf must be submitted. This Power of Attorney must bear the personal signature of the authorizer. Furthermore, the authorized representative is required to collaborate with the registration authority to complete the real-name verification process.

6. If the submitted materials or notarized and legalized documents are in a foreign language, they must be accompanied by a Chinese translation bearing the official seal of the translation agency. The translation agency is required to annotate the Chinese translation with “Translate accurately”. In cases where the investor’s name is presented in a non-English foreign language, the English version of the investor’s name must be included in the translation. The translation agency shall affix its official seal (or translation seal) to the translated documents and provide photocopies of its business license and other relevant qualification certificates. Additionally, the translator’s name and contact information must be clearly indicated. If the translator is a natural person, he/she is required to sign the translation, furnish his/her contact details, and include copies of his/her relevant translation qualification certificate and identity certificate.
7. For information concerning the required documents for the use of business premises (domicile), please refer to the section “How to submit proof of use of business premises (domicile)” in the General Guidelines for Business Entity Registration, which provides instructions on the submission



of the materials.

**8.** In the process of managing registration and filing items, the relevant parties, including the applicant, registration liaison officer, or registration agent, are required to collaborate with the registration authority to perform real-name verification of the involved individuals. This verification shall be conducted through the real-name authentication system, employing techniques such as facial recognition. In cases where a party is unable to verify their identity information through the real-name authentication system due to exceptional circumstances, they may provide a notarized identity document of the natural person, or present their identity document to handle the matter in person at the registration authority's office. If real-name registration confirmation is conducted on-site at the registration authority, the Confirmation Form for Real-Name Registration must also be submitted.

**9.** In instances where a natural person shareholder of a company, a natural person partner in a partnership, the investor in a sole proprietorship enterprise, a natural person member of a specialized farmers' cooperative, or an operator of an individual business loses their civil

capacity due to specific circumstances, their legal guardian is authorized to manage the relevant registration procedures in accordance with a ruling issued by the People's Court.

**10.** For foreign-invested companies, non-corporate foreign-invested enterprises, branches of foreign-invested companies, and branches of non-corporate foreign-invested enterprises established in accordance with the former Law of the PRC on Chinese-Foreign Equity Joint Ventures, the Law on Wholly Foreign-Owned Enterprises, the Law of the People's Republic of China on Chinese-Foreign Cooperative Enterprises, and other laws, if they have not adjusted their organizational form and structure by December 31, 2024, they shall adjust their organizational form and structure in accordance with the provisions of the Foreign Investment Law (except for deregistration).

**11.** The submission of beneficial owner information shall be conducted in accordance with the provisions set forth in the Measures for the Administration of Beneficial Owner Information. For further details, please access the "Beneficial Owner" module on the Beijing Enterprise Service e-Window Platform.



# Guide to Partnership Deregistration

To Respected Applicant,

We appreciate your investment and business activities in Beijing. The Administration for Market Regulation is committed to providing you with dedicated service. You may submit an application for business entity registration or conduct related information searches through the Beijing Enterprise Service e-Window Platform (<https://ect.scjgj.beijing.gov.cn>). Here, you can experience a full-process, fully remote, and one-stop service.

## **Note:**

- 1.** In the event that a partnership must be terminated due to dissolution, bankruptcy declaration, or other legal grounds, it shall proceed with liquidation in accordance with applicable laws and submit an application for deregistration to the relevant registration authority.

- 2.** Within 10 days following the formation of the liquidation team, the team shall access the National Enterprise Credit Information Publicity System to publicly disclose the liquidation team’s information to the public at no cost. Additionally, within 60 days, the Creditors’ Announcement shall be issued through the National Enterprise Credit Information Publicity System, with the option to publish the announcement in newspapers. The announcement period shall last for 45 calendar days.
- 3.** Prior to deregistration, the enterprise must complete the deregistration procedures for its branch offices and address matters concerning external investments and associated assets.

**Submissions for Partnership Deregistration (Ordinary Procedure)**

No.	Materials	Notes
1	Application Form for Partnership Deregistration (Ordinary Procedure)	For detailed filling instructions, please refer to the notes provided within the application form; Beijing has established a registration notification and commitment system for business entities. For cases processed under the commitment system, a letter of commitment must be submitted concurrently.
2	Resolution or decision on dissolution adopted by the partnership in accordance with the Partnerships Law	Alternatively, a dissolution judgment document issued by the People’s Court may be submitted. In the event of an administrative authority mandating closure, or if the business license has been revoked or the business entity registration has been canceled in accordance with the law, please provide the official documentation pertaining to the closure order, the revocation of the business license, or the cancellation of the business entity registration.



No.	Materials	Notes
3	Certificate of Appointment as Liquidator or Bankruptcy Administrator Issued by the People's Court	When submitting an application for deregistration following an appointment as a liquidator or bankruptcy administrator by the People's Court, this certificate is required to be provided.
4	Rulings on Bankruptcy Declaration and Closure of Bankruptcy Procedures by the People's Court	Submit the People's Court rulings on the declaration of bankruptcy and the termination of bankruptcy procedure.
5	Rulings on the termination of Court-Ordered Compulsory Liquidation(including those rulings issued on the basis that liquidation is either impossible or cannot be fully completed)	Submit the People's Court rulings on the termination of compulsory liquidation procedures .
6	Liquidation Report	To be confirmed by all partners.
7	Tax Clearance Certificate	No paper tax clearance document is required if the completion of the tax clearance procedures has been verified by the registration authority online.
8	Photocopy of newspaper	Creditors' Announcement (45-Day Announcement Period). If the Creditors' Announcement is made publicly available via the National Enterprise Credit Information Publicity System, no announcement materials are required. If the Creditors' Announcement is published solely through newspapers, a photocopy of the newspaper in which the announcement was legally published must be provided.
9	Photocopy of the approval document	A photocopy of the relevant approval document must be submitted if the deregistration of a partnership requires authorization in accordance with laws, administrative regulations, or decisions of the State Council.
10	Original and duplicate copies of the business license	Provide both the original and duplicate copies of the business license.
11	Please provide a photocopy of the identity certificate of the natural person submitting the application materials (the agent).	

Submissions for Partnership Deregistration (Simplified Procedure)

No.	Materials	Notes
1	Application Form for Partnership Deregistration (Simplified Procedure)	For detailed filling instructions, please refer to the notes provided within the application form; Beijing has established a registration notification and commitment system for business entities. For cases processed under the commitment system, a letter of commitment must be submitted concurrently.
2	Original and duplicate copies of the business license	Provide both the original and duplicate copies of the business license.
3	Letter of Commitment of All Investors for Simplified Deregistration	A Letter of Commitment of All Investors for Simplified Deregistration duly signed by all partners and announced on the National Enterprise Credit Information Publicity System for a minimum duration of 20 days.
4	Please provide a photocopy of the identity certificate of the natural person submitting the application materials (the agent).	

**Note:**

- Partnerships established pursuant to the Partnerships Law, the Foreign Investment Law, and the Regulations on the Administration of Market Entity Registration shall follow this procedure when submitting applications for simplified deregistration.
- In the event that the partnership has no outstanding debts or claims, or has fully settled all such obligations; has no pending payment liabilities, including expenses, employee wages, social insurance contributions, statutory compensations, and taxes payable (inclusive of any late



fees and penalties); and all partners submit a written declaration assuming legal responsibility for the accuracy of these conditions, the enterprise may proceed with deregistration via the simplified procedure.

- 3.** In cases where the deregistration of the partnership necessitates legal approval, or if the business license has been revoked, the enterprise has been mandated to cease operations, has been canceled, is included in the abnormal business list, or is subject to the conditions specified in Article 48 of the Detailed Rules for the Implementation of the Regulation of the People's Republic of China on the Administration of the Registration of Market Participants, the simplified deregistration procedure shall not be applicable.
- 4.** When submitting an application for simplified deregistration, the partnership is required to publicize the application on the National Enterprise Credit Information Publicity System for a duration of 20 days. In the absence of any objections from the relevant departments, creditors, or other interested parties during the announcement period, the partnership may submit an application for deregistration to the registration authority within 20 days following the

expiration of the announcement period.

**Special notes:**

- 1.** All registration application documents and accompanying materials must be printed on white A4 paper and completed and signed legibly using a pen or signature pen with black or blue ink.
- 2.** For materials submitted in person at the designated window, original documents must be provided unless photocopies are explicitly requested. In cases where copies are required, the applicant must endorse the copy with the statement “Consistent with the Original” and either sign or affix their seal to verify authenticity. Alternatively, subject to proper authorization, the registration liaison officer or registration agent may provide such confirmation through their signature. If an original document is mandated but genuinely unavailable, a copy may be accepted on the condition that all signatories of the original document resign the copy to confirm its accuracy and annotate it with “Consistent with the Original”.
- 3.** For registration applications submitted exclusively via electronic methods, documents including qualification



certificates, identity certificates, relevant approval documents or permits, articles of association, resolutions, and materials bearing handwritten signatures may be provided as electronic images of the original documents through the comprehensive electronic registration system, or by producing standardized materials through the registration system.

4. For images or scanned copies of application materials containing handwritten signatures uploaded by the applicant via the comprehensive electronic registration system, once these materials have been verified and submitted by the applicant, they may be directly retained as electronic records. Consequently, the registration authority may waive the requirement for the original paper documents. If the registration authority is able to acquire documents or data - such as personnel identity certificates, tax clearance certificates, relevant approval documents, or permits - through data sharing or other methods, and can subsequently verify and archive these materials electronically, the submission of the corresponding physical documents may no longer be necessary.

5. For the signing of submitted documents, please consult

the applicant instructions provided in the application form. In cases where it is explicitly mandated that the signatory must sign and affix the official seal, the legal representative, person in charge, or authorized signatory of the legal person (organization) shall execute the signature and apply the official seal of the legal person (organization). If no such specification is made, natural persons are required to sign personally; legal persons (organizations) shall have the documents signed by the legal representative, person in charge, or authorized signatory, or alternatively, bear the official seal of the legal person (organization). In the event that the applicant is unable to provide a personal signature, a Power of Attorney authorizing an alternate individual to sign on the applicant's behalf must be submitted. This Power of Attorney must bear the personal signature of the authorizer. Furthermore, the authorized representative is required to collaborate with the registration authority to complete the real-name verification process.

6. If the submitted materials or notarized and legalized documents are in a foreign language, they must be accompanied by a Chinese translation bearing the official seal of the translation agency. The translation agency is



required to annotate the Chinese translation with “Translate accurately”. In cases where the investor’s name is presented in a non-English foreign language, the English version of the investor’s name must be included in the translation. The translation agency shall affix its official seal (or translation seal) to the translated documents and provide photocopies of its business license and other relevant qualification certificates. Additionally, the translator’s name and contact information must be clearly indicated. If the translator is a natural person, he/she is required to sign the translation, furnish his/her contact details, and include copies of his/her relevant translation qualification certificate and identity certificate.

7. In the process of managing registration and filing items, the relevant parties, including the applicant, registration liaison officer, or registration agent, are required to collaborate with the registration authority to perform real-name verification of the involved individuals. This verification shall be conducted through the real-name authentication system, employing techniques such as facial recognition. In cases where a party is unable to verify their identity information through the real-name authentication system

due to exceptional circumstances, they may provide a notarized identity document of the natural person, or present their identity document to handle the matter in person at the registration authority's office. If real-name registration confirmation is conducted on-site at the registration authority, the Confirmation Form for Real-Name Registration must also be submitted.

**8.** In instances where a natural person shareholder of a company, a natural person partner in a partnership, the investor in a sole proprietorship enterprise, a natural person member of a specialized farmers' cooperative, or an operator of an individual business loses their civil capacity due to specific circumstances, their legal guardian is authorized to manage the relevant registration procedures in accordance with a ruling issued by the People's Court.

**9.** For foreign-invested companies, non-corporate foreign-invested enterprises, branches of foreign-invested companies, and branches of non-corporate foreign-invested enterprises established in accordance with the former Law of the PRC on Chinese-Foreign Equity Joint Ventures, the Law on Wholly Foreign-Owned Enterprises, the Law of the People's Republic of China on Chinese-Foreign



Cooperative Enterprises, and other laws, if they have not adjusted their organizational form and structure by December 31, 2024, they shall adjust their organizational form and structure in accordance with the provisions of the Foreign Investment Law (except for deregistration).

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# Guide to Registration of the Partnership Branch

To Respected Applicant,

We warmly welcome you to invest and establish a business in Beijing. The Administration for Market Regulation is committed to providing you with dedicated and professional services. You may submit an application for business entity registration or conduct related information searches through the Beijing Enterprise Service e-Window Platform (<https://ect.scjgj.beijing.gov.cn>). Here, you can experience a full-process, fully remote, and one-stop service.

## **Requirements for Registration**

### **Compliant Name**

The branch name must incorporate the complete name of the parent partnership.

### **Compliant Business Premises**



The business entities shall utilize legitimate, legally compliant, and secure non-residential buildings or locations as their business premises. The use of unauthorized constructions or structures classified as hazardous for production and business operation activities is strictly prohibited. The business premises shall adhere to all applicable laws, regulations, and the requirements set forth by national and municipal industrial policies.

### **Compliant Scope of Business**

In compliance with the State Administration for Market Regulation's directives on the standardization of business scope, all business entities must utilize standardized entries when applying for a business license. For existing business entities seeking to change their scope of business, the standardized entries must also be employed to regulate the registration content of their original business scope. You may access the Beijing Enterprise Service e-Window Platform to efficiently and promptly search for and select the standardized descriptions of the business scopes that match your business activities.

After the implementation of the business scope standardization reform, the detailed contents of licensing and approval documents will no longer be recorded on the business license. Both pre-licensing and post-licensing activities shall be

recorded utilizing the standardized entries associated with their respective licenses.

Business entities seeking to engage in pre-licensing activities shall submit the corresponding approval documents at the time of their registration application.

The business activities engaged in by business entities must comply with the city's industrial policies and must not violate the *Beijing Prohibited and Restricted Catalogue for New Industries (2022 Edition)*.

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## Submissions for the Incorporation Registration of a Partnership Branch

No.	Materials	Notes
1	Application Form for Branch Registration (Filing)	For detailed filling instructions, please refer to the notes provided within the application form; Beijing enforces a notification-commitment system for business entities. For cases processed under this commitment system, a letter of commitment, duly signed by the applicant to affirm the legality of the commitment (including the Letter of Commitment for Name Self-Declaration, among others), must be submitted concurrently.
2	Document related to business premises	A photocopy of the property ownership certificate, duly signed or sealed by the property owner. In the case where the property owner is a natural person, a handwritten signature is mandatory; whereas, if the property owner is an entity, the official seal must be affixed. For other situations, please refer to the General Guidelines for Business Entity Registration.
3	A photocopy of the business license for the affiliated partnership	
4	A Power of Attorney issued by the managing partner of the partnership to which the branch is affiliated, appointing the person in charge of the branch affairs, accompanied by a photocopy of the person's identity certificate	The managing partner of the partnership to which the branch belongs must sign in the application form, in order to verify the appointment details of the branch manager.
5	A photocopy of approval document or license certificate	In cases where laws, administrative regulations, or decisions of the State Council mandate pre-registration approval, or when the business scope for registration covers items requiring prior approval as specified by such laws, administrative regulations, or decisions, applicants are required to submit copies of the corresponding approval documents or permits.
6	Submit a copy of the identity certificate of the natural person submitting the application materials (the agent)	

## Submissions for the Change Registration (Filing) of a Partnership Branch

No.	Materials	Notes
1	Application Form for Branch Registration (Filing)	For detailed filling instructions, please refer to the notes provided within the application form; Beijing has established a registration notification and commitment system for business entities. For cases processed under the commitment system, a letter of commitment must be submitted concurrently.
2	Photocopy of the approval document	In cases where laws, administrative regulations, or provisions of the State Council mandate approval for changes to the branches of a partnership, a photocopy of the corresponding approval documents must be provided.
3	Original and duplicate copies of the business license	Provide both the original and duplicate copies of the business license.
4	<b>Supporting Documents Regarding the Change Matters</b>	<b>For changes involving the following registration matters, relevant materials must be submitted in accordance with the applicable requirements:</b>
	Name change	Please submit the Letter of Commitment for Name Self-Declaration. For specific requirements, please refer to the <i>General Guidelines for Business Entity Registration</i> .
	Change of the business premises	A photocopy of the property ownership certificate, duly signed or sealed by the property owner. In the case where the property owner is a natural person, a handwritten signature is mandatory; whereas, if the property owner is an entity, the official seal must be affixed. For other situations, please refer to the <i>General Guidelines for Business Entity Registration</i> .
	Change of the person in charge	In the application form, the managing partner of the partnership to which the branch is affiliated must sign to verify the appointment details of the branch manager and include a photocopy of the identification card. In the event that the person in charge undergoes a name change, a certificate issued by the public security department must be provided (however, if a natural person changes his/her name but retains the same ID card number as before the name change, the certificate from the public security department is not required; instead, only a photocopy of the updated ID card needs to be submitted).



No.	Materials	Notes
4	Change of business scope	The change of the business scope shall be conducted in accordance with the classification standards for business items issued by the State Administration for Market Regulation. In cases where the business scope includes activities requiring prior approval in accordance with laws, administrative regulations, or decisions of the State Council, a photocopy of the relevant approval document or license certificate must be provided.
	Application for branch change due to changes in the registration items of the affiliated partnership	Please provide a photocopy of the business license for the affiliated partnership.
5	<b>Supporting Documents Regarding the Filing</b>	<b>For the filing of the following registration items, the relevant materials must also be provided in accordance with the applicable requirements. When submitting applications for both branch filing and branch change registration concurrently, the corresponding documents may be submitted collectively:</b>
	Change of registration liaison officer	Please provide a photocopy of the liaison officer's identity certificate.
6	Please provide a photocopy of the identity certificate of the natural person submitting the application materials (the agent).	

## Submissions for Deregistration of a Partnership Branch (Ordinary Procedure)

No.	Materials	Notes
1	Application Form for Branch Office Registration (Filing)	For detailed filling instructions, please refer to the notes provided within the application form; Beijing has established a market entity registration notification and commitment system. For cases processed under the commitment system, a letter of commitment must be submitted concurrently.
2	Certificate of Appointment as Liquidator or Bankruptcy Administrator Issued by the People's Court	When submitting an application for deregistration following an appointment as a liquidator or bankruptcy administrator by the People's Court, this certificate is required to be provided.
3	Certificate of Court-Ordered Compulsory Liquidation	For deregistration requests submitted after the People's Court's ruling on compulsory liquidation and the completion of the compulsory liquidation process, the ruling issued by the People's Court terminating the compulsory liquidation procedure must be provided (this includes rulings based on the inability to liquidate or the inability to fully liquidate).
4	Tax Clearance Certificate	No paper tax clearance document is required if the completion of the tax clearance procedures has been verified by the registration authority online.
5	Photocopy of the approval document	A photocopy of the relevant approval document must be submitted if the deregistration of a branch of a partnership requires authorization in accordance with laws, administrative regulations, or decisions of the State Council.
6	Original and duplicate copies of the business license	Provide both the original and duplicate copies of the business license.
7	Submit a copy of the identity certificate of the natural person submitting the application materials (the agent)	



## Submissions for Deregistration of a Partnership Branch (Simplified Procedure)

No.	Materials	Notes
1	Application Form for Branch Office Registration (Filing)	For detailed filling instructions, please refer to the notes provided within the application form; Beijing has established a market entity registration notification and commitment system. For cases processed under the commitment system, a letter of commitment must be submitted concurrently.
2	Original and duplicate copies of the business license	Provide both the original and duplicate copies of the business license.
3	Letter of Commitment of All Partners for Simplified Deregistration	Please submit the Letter of Commitment of All Investors for Simplified Deregistration, duly signed by the managing partner (or a designated representative) of the affiliated partnership. This document must have been publicly disclosed on the National Enterprise Credit Information Publicity System for a minimum of 20 days.
4	Please provide a photocopy of the identity certificate of the natural person submitting the application materials (the agent).	

### **Special notes:**

- 1.** All registration application documents and accompanying materials must be printed on white A4 paper and completed and signed legibly using a pen or signature pen with black or blue ink.
- 2.** For materials submitted in person at the designated

window, original documents must be provided unless photocopies are explicitly requested. In cases where copies are required, the applicant must endorse the copy with the statement “Consistent with the Original” and either sign or affix their seal to verify authenticity. Alternatively, subject to proper authorization, the registration liaison officer or registration agent may provide such confirmation through their signature. If an original document is mandated but genuinely unavailable, a copy may be accepted on the condition that all signatories of the original document resign the copy to confirm its accuracy and annotate it with “Consistent with the Original”.

**3.** For registration applications submitted exclusively via electronic methods, documents including qualification certificates, identity certificates, relevant approval documents or permits, articles of association, resolutions, and materials bearing handwritten signatures may be provided as electronic images of the original documents through the comprehensive electronic registration system, or by producing standardized materials through the registration system.

**4.** For images or scanned copies of application materials



containing handwritten signatures uploaded by the applicant via the comprehensive electronic registration system, once these materials have been verified and submitted by the applicant, they may be directly retained as electronic records. Consequently, the registration authority may waive the requirement for the original paper documents. If the registration authority is able to acquire documents or data - such as personnel identity certificates, tax clearance certificates, relevant approval documents, or permits - through data sharing or other methods, and can subsequently verify and archive these materials electronically, the submission of the corresponding physical documents may no longer be necessary.

5. For the signing of submitted documents, please consult the applicant instructions provided in the application form. In cases where it is explicitly mandated that the signatory must sign and affix the official seal, the legal representative, person in charge, or authorized signatory of the legal person (organization) shall execute the signature and apply the official seal of the legal person (organization). If no such specification is made, natural persons are required to sign personally; legal persons (organizations) shall have

the documents signed by the legal representative, person in charge, or authorized signatory, or alternatively, bear the official seal of the legal person (organization). In the event that the applicant is unable to provide a personal signature, a Power of Attorney authorizing an alternate individual to sign on the applicant's behalf must be submitted. This Power of Attorney must bear the personal signature of the authorizer. Furthermore, the authorized representative is required to collaborate with the registration authority to complete the real-name verification process.

6. If the submitted materials or notarized and legalized documents are in a foreign language, they must be accompanied by a Chinese translation bearing the official seal of the translation agency. The translation agency is required to annotate the Chinese translation with "Translate accurately". In cases where the investor's name is presented in a non-English foreign language, the English version of the investor's name must be included in the translation. The translation agency shall affix its official seal (or translation seal) to the translated documents and provide photocopies of its business license and other relevant qualification certificates. Additionally, the translator's name and contact



information must be clearly indicated. If the translator is a natural person, he/she is required to sign the translation, furnish his/her contact details, and include copies of his/her relevant translation qualification certificate and identity certificate.

**7.** For information concerning the required documents for the use of business premises (domicile), please refer to the section “How to submit proof of use of business premises (domicile)” in the *General Guidelines for Business Entity Registration*, which provides instructions on the submission of the materials.

**8.** In the process of managing registration and filing items, the relevant parties, including the applicant, registration liaison officer, or registration agent, are required to collaborate with the registration authority to perform real-name verification of the involved individuals. This verification shall be conducted through the real-name authentication system, employing techniques such as facial recognition. In cases where a party is unable to verify their identity information through the real-name authentication system due to exceptional circumstances, they may provide a notarized identity document of the natural person, or

present their identity document to handle the matter in person at the registration authority's office. If real-name registration confirmation is conducted on-site at the registration authority, the *Confirmation Form for Real-Name Registration* must also be submitted.

**9.** In instances where a natural person shareholder of a company, a natural person partner in a partnership, the investor in a sole proprietorship enterprise, a natural person member of a specialized farmers' cooperative, or an operator of an individual business loses their civil capacity due to specific circumstances, their legal guardian is authorized to manage the relevant registration procedures in accordance with a ruling issued by the People's Court.

**10.** For foreign-invested companies, non-corporate foreign-invested enterprises, branches of foreign-invested companies, and branches of non-corporate foreign-invested enterprises established in accordance with the former *Law of the PRC on Chinese-Foreign Equity Joint Ventures*, the *Law on Wholly Foreign-Owned Enterprises*, the *Law of the People's Republic of China on Chinese-Foreign Cooperative Enterprises*, and other laws, if they have not adjusted their organizational form and



structure by December 31, 2024, they shall adjust their organizational form and structure in accordance with the provisions of the *Foreign Investment Law* (except for deregistration).

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