# JUNHE SPECIAL REPORT



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# The Shanghai Municipal Government has again revised the Provisions on Encouraging Multinational Companies to Establish Regional Headquarters (RHQs) in Shanghai

#### Introduction

On October 28, 2022, the Shanghai Municipal Government issued the revised *Provisions on Encouraging Multinational Companies to Establish Regional Headquarters in Shanghai* (the "**Provisions**"). This is the fifth revision of the Provisions since they were first introduced in 2002. The revised Provisions came into effect on November 1, 2022, and shall remain valid until October 31, 2027.

This revision is aimed at implementing the Several Opinions on Promoting Development of "Five Economies" in Shanghai and encouraging multinational companies to establish their regional headquarters in Shanghai. They further

clarify the identification criteria, the supporting measures and the evaluation mechanisms for headquarter enterprises.

## I. Newly Added Headquarters of Multinational Companies

Before this revision, there were only two types of enterprises: headquarter regional the headquarters of multinational companies ("Regional Headquarters") and headquarter-type organizations of multinational companies ("Headquarter-type Organizations"). The Provisions add a new type of headquarter enterprise, the division headquarters multinational companies ("Division Headquarters") and further specify the conditions for identification.

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|                          | Definition   |     | Identification Conditions  |
|--------------------------|--|-----|--|
| Division<br>Headquarters | This refers only to the head organization responsible for the divisions' investment, management and service functions on a large scale (more than one country) in the form of investment or authorized management, which shall be established in Shanghai by the parent company or a foreign-invested company. The parent company shall be registered overseas with a divisional organization structure subdivided into functions, businesses, products, brands and services, etc. A multinational company shall establish the Division Headquarters in the form of a corporate organization of an independent legal person in Shanghai. | (1) | (2) A foreign-invested enterprise with the status of an independent legal person;  (3) The overseas parent company's direct or indirect shareholding shall not be less than 50%; the total assets of the parent company shall not be less than USD 200 million;  (4) The registered capital shall not be less than USD 2 million;  (5) They shall have been operating in Shanghai for at least one year; the revenue in the preceding year shall be not less than 10% of that of the division of the overseas parent company; and the revenue in the preceding year shall be not less than RMB 1 billion; and  (6) No serious dishonest acts shall have been committed within the past three years, or such dishonest acts have been rectified before the date of the application. |

(The definition and identification conditions of Division Headquarters)

Enterprises that satisfy the identification conditions of the Division Headquarters are eligible to apply for the corresponding funding and rewards and may enjoy the supporting policy benefits as other types of headquarter enterprises.

## II. Optimized Identification Criteria for Headquarter Enterprises

This revision has also optimized the original identification criteria for Regional Headquarters and Headquarter-type Organizations, including:

- Relaxing the overseas parent company's shareholding ratio, i.e., the direct or indirect shareholding of the overseas parent company shall be not less than 50%;
- Allowing foreign-invested enterprises (including branches) established by foreign-invested companies to apply for

identification of Headquarter-type Organizations; and

the applicant enterprise and the applicant enterprise does not appear on the Serious Dishonest Operator List.

No serious dishonest acts are committed by

| Types of Headquarter                           | Original Provisions   | Revised Provisions   |
|--|---|--|
| Enterprises                                    | (Hu Fu Gui [2019] No.31)  | (Hu Fu Gui [2022] No. 17)  |
| Regional<br>Headquarters <sup>1</sup>          | <ul> <li>(1) A foreign-invested enterprise with the status of an independent legal person;</li> <li>(2) The total assets of the parent company shall be not less than USD 200 million;</li> <li>(3) Assume the functions of management decision making, fund management, procurement, sales, logistics, accounts settlement, R&amp;D, training, etc. on a large scale (more than one country) under the authorization of the parent company;</li> <li>(4) The registered capital shall be not less than USD 2 million; and</li> <li>(5) Recognition may be taken into consideration on a discretionary basis provided that the applicant satisfies the aforesaid conditions and makes outstanding contributions to the local economic development.</li> </ul> | <ul> <li>(1) A foreign-invested enterprise with the status of an independent legal person;</li> <li>(2) The overseas parent company's direct or indirect shareholding shall be not less than 50%; the total assets of the parent company shall be not less than USD 200 million;</li> <li>(3) The registered capital shall be not less than USD 2 million;</li> <li>(4) Recognition may be taken into consideration on a discretionary basis provided that the applicant satisfies the aforesaid conditions and makes outstanding contributions to the local economic development; and</li> <li>(5) No serious dishonest acts have been committed in the past three years, or such dishonest acts have been rectified before the date of application.</li> </ul> |
| Headquarter-type<br>Organizations <sup>2</sup> | (1) A foreign-invested enterprise with independent legal person status or the branch thereof;   | (1) A foreign-invested enterprise with independent legal person status or the branch thereof;  |
|  | (2) The total assets of the parent company shall be not   | (2) The overseas parent company's direct or indirect shareholding shall be not less  |

<sup>&</sup>lt;sup>1</sup> Regional Headquarters refer to the sole head organization that assumes the functions of investment, management and services on a large scale (more than one country) in the form of investment or authorized management, which shall be established in Shanghai by the overseas-registered parent company. A multinational company shall establish the Regional Headquarters in the form of a corporate organization of an independent legal person in Shanghai.

person in Shanghai.

<sup>2</sup> Headquarter-type Organization refers to a foreign-invested enterprise (including a branch thereof) that assumes the functions of investment, management, sales, accounts settlement, supporting services, etc. on a large scale (more than one country), which shall be established by the overseas-registered parent company or a foreign-invested company in Shanghai and such enterprise cannot satisfy the conditions of the Regional Headquarters.

less than USD 100 million;

- (3) Assume the functions of management decision making, fund management, procurement, sales, logistics, accounts settlement, R&D, training, etc. on a large scale (more than one country) under the authorization of the parent company; and
- (4) The registered capital shall be not less than USD 1 million; the operation funds allocated by the parent company shall be not less than USD 1 million in the case that the applicant is established in the form of a branch.

- than 50%; the total assets of the parent company shall be not less than USD 100 million;
- (3) The registered capital shall not be less than USD 1 million; the operation funds allocated by the parent company shall not be less than USD 1 million in the case that the applicant is established in the form of a branch; and
- (4) No serious dishonest acts have been committed in the past three years, or such dishonest acts have been rectified before the date of application.

(Comparison of the identification conditions between the original Provisions and the revised Provisions)

### III. Enhanced Supporting Measures for Headquarter Enterprises

The revised Provisions have enhanced and promoted supporting measures with respect to fund operation and management, the simplification of entry and exit procedures, trade facilitation and talent introduction. They have also

added supporting measures in scientific and technological innovation, commercial registration, project investment, intellectual property protection and service support. In the table below we have categorized and summarized the key information for easy reference:

#### A. Optimized Original Supporting Measures

| Supporting<br>Measures |     | Original Provisions (Hu Fu Gui [2019] No.31)  | Revised Provisions (Hu Fu Gui [2022] No. 17)   |
|------------------------|-----|---|--|
| Funding<br>Rewards     | and | Allows Regional Headquarters to receive subsidies for establishment and leasing;  Ouglifies that multipational  | Encourages each district-level government to provide subsidies to the headquarter enterprises based on the actual conditions;                                      |
|                        |     | <ul> <li>Qualifies that multinational companies with established headquarters in Asia, the Asia Pacific, or larger regional headquarters may receive the subsidy in accordance with the relevant laws and regulations;</li> <li>Specifies that qualified</li> </ul> | <ul> <li>Specifies that qualified<br/>headquarter enterprises may<br/>apply for subsidies in accordance<br/>with the relevant laws and<br/>regulations.</li> </ul> |
|                        |     | <ul> <li>Specifies that qualified<br/>Regional Headquarters may</li> </ul>  |  |

|                               | receive rewards.   |   |
|-------------------------------|--|---|
| Fund Operation and Management | <ul> <li>Encourages headquarter enterprises to establish a unified internal fund management system to implement the unified management of their own funds and participate in centralized management systems for multinational corporations' cross-border funds;</li> <li>Allows the investment company to establish a finance company;</li> <li>Optimizes the outbound remittance process and formalities for non-trade items and tax filing services;</li> <li>Allows headquarter enterprises to open free-trade accounts.</li> </ul> | <ul> <li>Provides adaptation services for the establishment of cross-border cash pools. High-level headquarter enterprises may carry out local and foreign currency integration cash pool businesses;</li> <li>Simplifies bank procedures for the use of foreign exchange income under capital items;</li> <li>Optimizes the cross-border RMB settlement of trade in goods and trade in services, etc.</li> </ul>   |
| Trade Facilitation            | <ul> <li>Facilitates the procedures and formalities for customs clearance of imports and exports;</li> <li>Undertakes convenient regulatory measures for Regional Headquarters with the establishment of distribution centers.</li> </ul>  | <ul> <li>Provides convenient services for off-shore trade and allows enterprises to apply for inclusion on the "white list" for offshore trade;</li> <li>Undertakes convenient regulatory measures on established international trade distribution centers;</li> <li>Provides exclusive services for export tax refunds;</li> <li>Strengthens customs credit cultivation;</li> <li>Carries out bonded repair services and begins pilot projects for tariff guarantee insurance, etc.</li> </ul> |
| Talent<br>Introduction        | <ul> <li>Allows staff from other areas of China to apply for household registration in Shanghai;</li> <li>Provides assistance to</li> </ul>  | <ul> <li>Aids returned students with<br/>their household registration in<br/>Shanghai;</li> <li>Aids overseas professionals<br/>introduced by the headquarter</li> </ul>  |
|                               | foreign staff regarding working in<br>Shanghai and applications for  | enterprises regarding their applications for professional titles  |

|  | relevant permits;   | and awards assessment;  |
|--|---|---|
|  | <ul> <li>Provides assistance to<br/>introduced professional staff<br/>regarding permits for retinue,<br/>children's education, health care,<br/>and applications for staff<br/>apartments.</li> </ul>   | <ul> <li>Aids the dependents of<br/>foreign senior management<br/>personnel in terms of their stay<br/>and residence in China, health<br/>care services and their children's<br/>education.</li> </ul>  |
| Entry and Exit<br>Facilitation         | <ul> <li>Aids Chinese staff of headquarter enterprises regarding exit visas for business purposes;</li> <li>Foreign individuals who need temporary entry into China multiple times may apply for multiple entry visas valid for up to one year, but each stay shall not exceed 180 days;</li> <li>Recommends senior management personnel of headquarter enterprises to apply for the Foreigner Permanent Residence Permit.</li> </ul> | <ul> <li>Aids Chinese staff of headquarter enterprises with their exit visas for business purposes;</li> <li>Foreign individuals who need temporary entry into China multiple times are permitted to apply for multiple entry visas valid for up to five years, but each stay shall not exceed 180 days;</li> <li>Provides green channels for senior management personnel of headquarter enterprises regarding the issuance of health certificates, etc.</li> </ul> |
| District Governments / Service Support | Encourages each district-level government to make policies regarding support for the development of headquarter enterprises.  | <ul> <li>Encourages each district-level government to make policies regarding the development of headquarter enterprises based on actual conditions;</li> <li>Appoints service associates for headquarter enterprises at the municipal and district levels and establishes government-enterprise service and communication platforms, etc.</li> </ul>   |

(Comparison of the supporting measures between the original Provisions and the revised Provisions)

### **B.** Four Newly Added Categories of Supporting Measures

| Supporting Measures                                 | Key Information  |
|---|--|
| Support for Scientific and Technological Innovation | <ul> <li>Encourages headquarter enterprises to apply to undertake governmental scientific research projects;</li> <li>Encourages headquarter enterprises to apply to appear on the "White List" of Shanghai pilot biomedical enterprises and articles</li> </ul> |

| Commercial Registration            | <ul> <li>Provides assistance to headquarter enterprises regarding<br/>market registration and the receipt and application of electronic<br/>business licenses and electronic seals.</li> </ul>   |  |
|------------------------------------|--|--|
| Project Investment                 | Encourages headquarter enterprises to make investments and provide financial support accordingly.  |  |
| Intellectual Propert<br>Protection | <ul> <li>Recommends that foreign-related trademarks of headquarter enterprises are listed on the <i>Directory of Key Trademarks under Protection in Shanghai Municipality</i>.</li> <li>Establishes a cross-regional administrative protection cooperation mechanism.</li> </ul> |  |

(Key Information of the newly added supporting measures)

## IV. Improved Application Procedures and Evaluation Mechanisms

The approval procedures for headquarter enterprises have been changed from the original single-layer approval by the Shanghai Commission of Commerce to the updated double-layer approvals by both the municipal and district-level commerce authorities. This improves the functions of the commerce authorities at both the municipal and district levels. Specifically, the district-level commerce authorities where the enterprise is registered, (the Lingang New Area Administrative Committee and the Administration of Honggiao International Central Business District) shall conduct a preliminary assessment within five working days upon receipt of the complete application. The Shanghai Commission of Commerce shall complete the review of the application within five working days upon receipt of the application materials and decide on identification or non-identification.

The revised Provisions specify that the evaluation mechanism of headquarter enterprises will adopt a combination of "identification and encouragement" and "dynamic evaluation." For any headquarters which no longer satisfy the identification conditions, the relevant departments will cancel the applicant's headquarter enterprises qualification.

#### V. Our Observations

We believe that the revised Provisions convey a positive signal from the Shanghai Municipal Government to empower Shanghai's headquarter economies, and it is worth noting the following:

- Added Division Headquarters as a new type of headquarter enterprise. Multinational companies may apply to establish different Divisional Headquarters in Shanghai that assume different functions to complete strategic layout within domestic industries at multiple layers and in multiple fields. If there is more than one qualified Division Headquarter, multinational companies may enjoy the relevant policy benefits simultaneously.
- Credit requirements for applying headquarter enterprises. The revised Provisions clarify that corporate credit is one of the conditions for headquarter enterprises assessment. Applicants may not be approved by the competent authorities due to improper dishonest acts. It is worth mentioning according to the regulatory requirement of "dynamic evaluation", an enterprise should pay close attention to its own credit situation to avoid being disqualified due to subsequent dishonest acts even if the enterprise has been approved as а headquarter enterprise.

- Enriched structures for headquarter enterprise establishment. Multinational companies have more flexibility to apply for headquarter enterprises. For instance, with the more relaxed requirements for overseas parent company's shareholding ratios, Sino-foreign joint venture groups are also eligible to apply for headquarter enterprises in Shanghai.
- The implementation of the support measures remains to be seen. Due to the lack of clear guidance on the specific implementation for supporting measures such as funding and rewards, it remains to be seen how enterprises may benefit in practice. It is advised that enterprises pay close attention to the

relevant policies in their districts and the Shanghai Municipal Government during the application process and keep close and timely communication with the competent authorities.

The revision of the Provisions on Encouraging Multinational Companies to Establish Regional Shanghai Headquarters in promotes development of global multinational corporations and accelerates and innovates Shanghai's business environment. This is undoubtedly good news for multinational companies in Shanghai, China and the Asia-Pacific region who anticipate long-term development in China. We will continue to pay close attention to the newly issued policies relating to headquarter enterprises and provide updates on any new information.

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# 君合专题研究报告問

2023年1月5日

### 上海市政府修订《上海市鼓励跨国公司设立地区总部的规定》

#### 前言

2022年10月28日,上海市人民政府印发修订后的《上海市鼓励跨国公司设立地区总部的规定》(以下简称"规定")。本次修订是该规定自2002年颁布以来历经的第五次修订。修订后的规定将从2022年11月1日起正式施行,有效期至2027年10月31日。

本次修订旨在进一步深入贯彻上海市《关于促进"五型经济"发展的若干意见》,进一步鼓励更多跨国公司在上海设立总部型企业,对总部企业的

认定标准、支持举措、评估机制等内容进行了优化 和完善。

#### 一、新增跨国公司事业部总部

相较于修订前的总部企业仅包含跨国公司地区总部(以下简称"地区总部")和跨国公司总部型机构(以下简称"总部型机构")两种组织类型,修订后的规定新增跨国公司事业部总部(以下简称"事业部总部")这一新的总部企业形式,并进一步明确了事业部总部的认定条件。

#### 定义

事业型总数

在境外注册的母公司具有以功能、业务、产品、品牌、服务等为依据细分的事业部制组织架构,由其或外商投资性公司在上海市设立,以投资或授权管理形式负责事业部在一个国家及以上区域范围内投资、管理和服务职能的唯一总机构。跨国公司须以具有独立法人资格的企业组织形式在上海市设立事业部总部。

#### (事业型总部的定义及认定标准)

符合事业部总部认定条件的企业将和其他类型的总部企业一样,可以申请相应的资助和奖励并享受相应的政策扶持。

#### 二、优化总部企业认定标准

本次修订对地区总部和总部型机构原有的认 定标准也进行了优化调整,具体包括:

#### 认定标准

- (一) 具有独立法人资格的外商投资企业;
- (二)境外母公司直接或间接持股不低于50%,母公司资产总额不低于2亿美元;
- (三) 注册资本不低于200万美元;
- (四) 在上海市持续经营1年以上,本企业上一年度营业收入占境外母公司事业部营业收入的比例不低于10%,企业上一年度营业收入不低于10亿元人民币;以及
- (五) 在3年内无严重失信行为,或者至申报之日其 失信行为已修复。
  - 放宽境外母公司的持股比例,即直接或间接持股不低于50%;
  - 允许外商投资性公司在上海设立的外商 投资企业(含分支机构)申请总部型机构 的认定;以及
  - 申请企业在3年内须无严重失信行为,未被列入严重失信主体名单。

| 总部企业类型             | 原规定   | 新规定   |
|--------------------|---|---|
| <b>总</b> 市企业关至     | (沪府规[2019]31号)  | (沪府规[2022]17号)  |
|                    | (一) 为具有独立法人资格的外商投资  | (一) 具有独立法人资格的外商投资企  |
| 地区总部1              | 企业; (二) 母公司的资产总额不低于2亿美元; (三) 经母公司授权,承担在一个国家以上区域内的管理决策、资金管理、采购、销售、物流、结算、研发、培训等总部功能; (四) 注册资本不低于200万美元; (五) 基本符合前述条件,并为所在地区经济发展做出突出贡献的,可酌情考虑认定。                           | 业; (二)境外母公司直接或间接持股不低于50%,母公司资产总额不低于2亿美元; (三)注册资本不低于200万美元; (四)基本符合前述条件,并为所在地区经济发展作出突出贡献的,可以酌情考虑认定;以及 (五)在3年内无严重失信行为,或者至申报之日其失信行为已修复。                                      |
| 总部型机构 <sup>2</sup> | (一) 为具有独立法人资格的外商投资企业或其分支机构;<br>(二) 母公司的资产总额不低于1亿美元;<br>(三) 经母公司授权,承担在一个国家以上区域内的管理决策、资金管理、采购、销售、物流、结算、研发、培训等总部功能;<br>(四) 注册资本不低于100万美元,如以分支机构形式设立的,总公司拨付的运营资金应不低于100万美元。 | (一) 具有独立法人资格的外商投资企业或其分支机构;<br>(二) 境外母公司直接或间接持股不低于50%, 母公司资产总额不低于1亿美元;<br>(三) 注册资本不低于100万美元, 如以分支机构形式设立的, 总公司近3年累计拨付的运营资金不低于100万美元; 以及<br>(四) 在3年内无严重失信行为,或者至申报之日其失信行为已修复。 |

(认定标准新旧规定之对比)

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 $<sup>^{1}</sup>$ 地区总部是指在境外注册的母公司在上海市设立,以投资或授权管理形式履行一个国家及以上区域范围内投资、管理和服务职能的唯一总机构。跨国公司须以具有独立法人资格的企业组织形式在上海市设立地区总部。

<sup>&</sup>lt;sup>2</sup> 总部型机构是指未达到地区总部标准,由境外注册的母公司或外商投资性公司在上海市设立的,实际履行一个国家及以上区域范围内投资、管理、营销、结算、支持服务等总部职能的外商投资企业(含分支机构)。

### 三、丰富总部企业的各项支持举措

本次修订在原有规定的基础上,对涉及资金运 作与管理、简化出入境手续、贸易便利、人才引进 等方面的支持举措进行了丰富和完善。此外,规定 还新增了科技创新、商事登记、项目投资、知识产权保护、服务支持等方面的支持举措。具体请见如下对扶持政策的重点内容所进行的汇总与梳理:

#### 1. 优化原有的支持举措

|          | 原规定   | 新规定   |
|----------|---|---|
| 支持举措     | (沪府规[2019]31号)  | (沪府规[2022]17号)  |
| 资助和奖励    | <ul> <li>同意地区总部获得开办和租房的资助;</li> <li>符合相关条件的跨国公司设立亚洲区、亚太区或更大区域总部,可以按照有关规定获得资助;</li> <li>仅明确满足条件的地区总部可以获得奖励。</li> </ul>                           | <ul><li>鼓励各区政府结合实际情况,对总部企业给予资助和奖励;</li><li>明确符合条件的总部企业按照有关规定,可以申请资助和奖励。</li></ul>   |
| 资金运作与管理  | <ul> <li>鼓励总部企业建立资金管理体制,对自有资金实行统一管理,开展多项跨国公司跨境资金集中运营管理业务;</li> <li>允许投资性公司设立财务公司;</li> <li>优化非贸易项下付汇流程手续、纳税服务等;</li> <li>允许开立自由贸易账户。</li> </ul> | <ul> <li>为设立跨境资金池提供适配服务,高能级总部企业可以开展本外币一体化资金池业务;</li> <li>简化办理资本项目外汇收入使用的银行办理手续;</li> <li>优化货物贸易、服务贸易跨境人民币结算的流程等。</li> </ul>                                   |
| 贸易便利     | <ul><li>为进出口货物提供通关便利;</li><li>对设立分拨中心的总部企业,采取<br/>便利化的监管措施。</li></ul>   | <ul> <li>为新型离岸贸易提供便利服务,允许总部企业申请纳入离岸贸易"白名单";</li> <li>对设立的国际贸易分拨中心采取便利化的监管措施;</li> <li>为出口退税提供专属服务;</li> <li>加强海关信用培育;</li> <li>开展保税维修业务、关税保证保险试点等。</li> </ul> |
| 人才引进     | <ul> <li>允许引进的国内优秀人才办理上海市户籍;</li> <li>为外籍人才在上海市工作和申请相关证件提供便利;</li> <li>为引进的专业人才在随员证办理、子女教育、医疗保障、申请人才公寓等方面提供便利。</li> </ul>                       | <ul> <li>为引进的留学回国人员提供落户便利;</li> <li>为引进的境外专业人才参与职称申报、奖项参评提供便利;</li> <li>为外籍高级管理人员的家属在华居留、医疗服务、子女教育等方面提供便利。</li> </ul>   |
| 出入境便利    | <ul> <li>为总部企业聘用的中国籍人员提供商务出境便利;</li> <li>对于多次临时入境的外籍人员,可以申请办理多次签证,其入境有效期不超过1年,停留期不超过180日;</li> <li>推荐总部企业高级管理人员优先申办《外国人永久居留证》等。</li> </ul>      | <ul> <li>为总部企业聘用的中国籍人员提供商务出境便利;</li> <li>对于需要多次临时入境的外籍人员,允许申请办理多次签证,其入境有效期放宽至不超过5年,停留期仍为不超过180日;</li> <li>为总部企业高级管理人员办理健康证明提供绿色通道等。</li> </ul>                |
| 区政府/服务支持 | <ul><li>鼓励各区政府制定支持总部企业<br/>发展的政策措施。</li></ul>   | • 鼓励各区政府结合实际,制定支持<br>总部企业发展的政策措施;   |

|  | • | 设立市、区两级总部服务专员, 搭 |
|--|---|------------------|
|  |   | 建政企服务沟通平台等。      |

(支持举措新旧规定之对比)

#### 2. 新增的四类支持举措

| 支持举措   | 重点内容  |
|--------|---|
| 科技创新支持 | • 鼓励总部企业申请承担政府科研项目;                           |
|        | • 支持总部企业申请加入上海市生物医药试点企业和物品"白名单"等。             |
| 商事登记   | <ul><li>为市场登记,申领和应用电子营业执照和电子印章提供便利。</li></ul> |
| 项目投资   | • 鼓励开展项目投资,并给予资金支持。                           |
| 知识产权保护 | • 推荐总部企业的涉外商标纳入《上海市重点商标保护名录》;                 |
|        | ● 制定异地维权机制等。                                  |

(新增支持举措的重点内容)

#### 四、完善总部企业的申请程序与评估机制

企业申请审核程序由原先的市级商务委的单级审批改变为市级、区级两级部门的双层审批,改善了市区两级商务主管部门的职能分配。具体而言,企业所在区的商务主管部门、临港新片区管委会、虹桥国际中央商务区管委会应当在材料齐全后5个工作日内将对企业申报材料进行初审,并由市商务委在材料齐全后5个工作日内完成复审,并作出认定或不予认定的决定。

此外,规定还明确了总部企业的评估机制将采用"认定鼓励"和"动态评估"相结合的模式,对不再满足认定条件的总部企业,有关部门将取消其总部企业资格。

#### 五、我们的观察

我们认为本次修订进一步传递了上海市政府 为上海总部经济赋能的积极讯号,以下几点尤为值 得关注:

- 增设事业部总部作为新的总部企业类型。本次修订后,跨国企业集团可以在上海申请设立承担不同功能与业务的事业部总部,以完成其在多层级、多领域的境内产业战略布局。如果存在多个符合条件的事业部总部,跨国企业集团可叠加享受相关政策扶持。
- **申请总部企业的信用要求。**本次修订明确 了企业信用是总部企业认定的考核标准

- 之一。申请企业可能因不当的失信行为而 无法通过主管部门的审批。提请注意,根 据"动态评估"的监管要求,即便是取得 认定的企业,也应当密切关注自身的信用 情况,避免因后续的失信行为被取消总部 企业资格。
- 总部企业的设立架构更加丰富。随着总部企业认定标准的优化,跨国企业集团在申请总部企业时存在更多的灵活性。例如,随着境外母公司持股比例的放宽,中外合资集团也具备在上海申请总部企业的资格。
- 扶持政策的落地和实施仍有待观察。鉴于目前尚未就资助和奖励等一系列支持举措的具体实施提供进一步的指引,申请企业将如何从中实际受惠,需要等待具体实施办法出台。建议企业在申请过程中密切关注所在地区及上海市政府的相关政策动向,并与有关部门保持密切、及时的沟通。

《上海市鼓励跨国公司设立地区总部的规定》的修订不仅顺应全球跨国公司发展,同时也为上海优越的营商环境再次赋能创新。对于那些希望在中国长期深耕的跨国公司而言,无疑是一个立足上海,面向中国,乃至辐射亚太地区的利好消息。我们也将持续关注并根据新出台的总部企业政策进行更新。

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