

MMLC Note on Setting Up Manufacturing WFOEs in China

生产型外商独资企业设立程序

Step 1: Application for the Environmental Impact Pre-approval

- Approval authority: Environmental Protection Bureau
- Documents required:
 - 1) Application Form
 - 2) Registration Form of construction project environmental protection approval
 - 3) Environmental Impact Report
 - 4) Project Proposal
 - 5) Topographic map of the project location
- Processing time: 30-Day

步骤 1: 建设项目环境保护审批

- 审批机关: 环境保护局
- 所需材料:
 - 1) 申请表
 - 2) 建设项目环境保护审批登记表
 - 3) 环境影响报告书
 - 4) 项目建议书
 - 5) 拟建项目实施地点地形图
- 办理时限: 30 个工作日

Step 2: Application for the Planning Pre-approval

- Approval authority: Urban Planning Bureau
- Documents required:
 - 1) Authorization Letter
 - 2) Application Form of construction project planning approval
 - 3) Land Use Application
 - 4) Design plan
 - 5) Topographic map
- Processing time: 30-Day

步骤 2: 规划意见书审批

- 审批机关: 规划局
- 所需材料:
 - 1) 申报委托书
 - 2) 建设项目规划许可及其他事项申报表
 - 3) 用地申请
 - 4) 建设项目拟规划设计方案图
 - 5) 地形图
- 办理时限: 30 个工作日

Step 3: Application for the Project Land Use Pre-approval

- Approval authority: Land and Resources Bureau

- Documents required:
 - 1) Application Form for Project Land Use Pre-approval
 - 2) Application Report for Project Land Use Pre-approval
 - 3) Project Proposal
 - 4) Planning Pre-approval

- Processing time: 20-Day

步骤 3: 建设项目用地预审

- 审批机关: 国土资源局
- 所需材料:
 - 1) 建设项目用地预审申请表
 - 2) 建设项目用地预审申请报告
 - 3) 项目建议书
 - 4) 规划意见书
- 办理时限: 20 个工作日

Step 4: Application for the Project Approval

- Approval authority: Development and Reform Commission
- Documents required:
 - 1) Project Application Report
 - 2) Notarization of the Incorporation Certificate of the investor
 - 3) Audit report of last fiscal year of the investor
 - 4) Creditability Letter from the bank of the investor in certifying the account having descent transaction records
 - 5) Letter of Investment Intent
 - 6) Environment Impact Pre-approval
 - 7) Planning Pre-approval
 - 8) Project Land Use Pre-approval
- Processing time: 30-Day

步骤 4: 外商投资项目核准

- 审批机关: 发展与改革委员会
- 所需材料:
 - 1) 项目申请报告
 - 2) 投资方公司注册证明
 - 3) 经审计的最新企业财务报表
 - 4) 投资方开户银行出具的资信证明
 - 5) 投资意向书
 - 6) 环境影响评价意见书
 - 7) 规划意见书
 - 8) 项目用地预审意见书
- 办理时限: 30 个工作日

Step 5: Application for the Name Pre-approval

- Approval authority: Administration of Industry and Commerce
- Documents required:

- 1) Name pre-approval application form for setting up a WFOE
- 2) Authorization Letter from the investor for the name pre-approval

- Processing time: 5-Day

步骤 5: 企业名称预先核准申请

- 审批机关: 工商局
- 所需材料:
 - 1) 名称预先核准申请表
 - 2) 投资人授权委托书
- 办理时限: 5 个工作日

Step 6: Application for the Approval Certificate for the establishment of a foreign invested enterprise

- Application authority: Commerce Bureau
- Documents required:
 - 1) Application Form for setting up a WFOE
 - 2) Project Approval
 - 3) Feasibility Study
 - 4) Articles of Association
 - 5) Creditability Letter from the bank of the investor in certifying the account having descent transaction records
 - 6) Audit report of last fiscal year of the investor
 - 7) Appointment Letter of the legal representative
 - 8) Appointment Letter of directors and List of directors
 - 9) Notarization of the Incorporation Certificate of the investor
 - 10) Certificate of the legal representative of the foreign investor
 - 11) Name pre-approval notification
 - 12) Catalogue of import and export commodities
 - 13) Leasing Contract
 - 14) Title Certificate of the real estate provided by the landlord
- Processing time: 20-Day

步骤 6: 外商投资企业批准证书申请

- 审批机关: 商务局
- 所需材料:
 - 1) 设立外资企业申请书
 - 2) 项目核准通知
 - 3) 可行性研究报告
 - 4) 公司章程
 - 5) 投资方开户银行出具的资信证明
 - 6) 投资方最近一年的审计报告
 - 7) 法定代表人委派书
 - 8) 董事委派书及董事会成员名单
 - 9) 投资方公司注册证明
 - 10) 投资方法定代表人证明
 - 11) 企业名称预先核准通知书

- 12) 进出口商品目录
 - 13) 租房合同
 - 14) 出租方产权证明
- 办理时限：20 个工作日

Step 7: Application for the Business License

- Approval authority: Administration of Industry and Commerce
- Documents required:
 - 1) Application Form for the registration of a WFOE
 - 2) Articles of Association
 - 3) Approval Certificate for the establishment of a foreign invested enterprise
 - 4) Name pre-approval notification
 - 5) Notarization of the Certificate of Incorporation of the investor
 - 6) Copy of Title Certificate of the real estate provided by the landlord
 - 7) Copy of Business License of the landlord
- Processing time: 15-Day

步骤 7: 营业执照申请

- 审批机关：工商局
- 所需材料：
 - 1) 外商投资企业设立登记申请书
 - 2) 公司章程
 - 3) 外商投资企业批准证书
 - 4) 企业名称预先核准通知书
 - 5) 投资方公司注册证明
 - 6) 出租方产权证明复印件
 - 7) 出租方营业执照复印件
- 办理时限：15 个工作日

Step 8: Application for Official Seal

- Approval authority: Public Security Bureau
- Documents required:
 - 1) Seal Customization Form
 - 2) Approval Certificate for the establishment of a foreign invested enterprise
 - 3) Business License
 - 4) Application Letter in making stamps
 - 5) Reference Letter signed by the Chief Representative to verify the employment of the handling person by the office
 - 6) Identification card of the handling person
- Processing time: 2-Day

步骤 8: 申请刻制公章

- 审批机关：公安局
- 所需材料：
 - 1) 印章定制单
 - 2) 外商投资企业批准证书

- 3) 营业执照
 - 4) 刻制印章申请函
 - 5) 法定代表人签字的介绍信（证明经办人为该企业工作人员）
 - 6) 经办人有效身份证件
- 办理时限：2 个工作日

Step 9: Application for Organization Code Certificate

- Approval authority: Organization Code Management Center
- Documents required:
 - 1) Approval Certificate for the establishment of a foreign invested enterprise
 - 2) Business License
 - 3) Passport of the Legal Representative
 - 4) Official Seal
 - 5) Identification card of the handling person
 - 6) Organization Code Notification
- Processing time: 10-Day

步骤 9: 组织机构代码证书申请

- 审批机关：代码管理中心
- 所需材料：
 - 1) 外商投资企业批准证书
 - 2) 营业执照
 - 3) 法定代表人护照复印件
 - 4) 公章
 - 5) 经办人有效身份证明
 - 6) 组织机构代码赋码通知单
- 办理时限：10 个工作日

Step 10: Statistical Registration

- Approval authority: Statistics Bureau
- Documents required:
 - 1) Statistical Registration Form
 - 2) Business License
 - 3) Organization Code Certificate
- Processing time: 1-Day

步骤 10: 统计登记

- 审批机关：统计局
- 所需材料：
 - 1) 统计登记单位基本情况表
 - 2) 营业执照
 - 3) 组织机构代码证书
- 办理时限：1 个工作日

Step 11: Tax Registration

- Approval authority: Tax Bureau

- Documents required:
 - 1) Tax Registration Form
 - 2) Approval Certificate for the establishment of a foreign invested enterprise
 - 3) Business License
 - 4) Articles of Association
 - 5) Passport of the Legal Representative
 - 6) Official Seal
 - 7) Organization Code Certificate
 - 8) Leasing Contract
 - 9) Rent invoice
- Processing time: 30-Day

步骤 11: 税务登记

- 审批机关: 税务局
- 所需材料:
 - 1) 税务登记表
 - 2) 外商投资企业批准证书
 - 3) 营业执照
 - 4) 公司章程
 - 5) 法定代表人护照复印件
 - 6) 公章
 - 7) 组织机构代码证书
 - 8) 租房合同
 - 9) 租金发票
- 办理时限: 30 个工作日

Step 12: Foreign Exchange Registration & Opening Bank Account

- Approval authority: Administration of Foreign Exchange
- Documents required:
 - 1) Application Letter
 - 2) Registration Form of the basic information of the foreign invested enterprise
 - 3) Approval Certificate for the establishment of a foreign invested enterprise
 - 4) Business License
 - 5) Articles of Association
 - 6) Organization Code Certificate
- Processing time: 20-Day

步骤 12: 外币登记和开立银行账户

- 审批机关: 外汇管理局
- 所需材料:
 - 1) 书面申请
 - 2) 外商投资企业基本情况登记表
 - 3) 外商投资企业批准证书
 - 4) 营业执照
 - 5) 公司章程
 - 6) 组织机构代码证书

- 办理时限：20 个工作日

Step 13: Financial Registration

- Approval authority: Finance Bureau
- Documents required:
 - 1) Approval Certificate for the establishment of a foreign invested enterprise
 - 2) Business License
 - 3) Articles of Association
 - 4) Organization Code Certificate
 - 5) Tax Registration Certificate
 - 6) Foreign Exchange Registration Certificate
 - 7) License for opening bank account
 - 8) Financial Registration Form
- Processing time: 8-Day

步骤 13: 财政登记

- 审批机关：财政局
- 所需材料：
 - 1) 外商投资企业批准证书
 - 2) 营业执照
 - 3) 公司章程
 - 4) 组织机构代码证书
 - 5) 税务登记证
 - 6) 外汇登记证
 - 7) 银行开户许可证
 - 8) 财政登记卡
- 办理时限：8 个工作日

Step 14: Customs Registration

- Approval authority: Customs
- Documents required:
 - 1) Business License
 - 2) Articles of Association
 - 3) Organization Code Certificate
 - 4) Tax Registration Certificate
 - 5) License for opening bank account
 - 6) Registration Form of the customs declaration unit
 - 7) Registration Form of the manager of customs declaration unit
- Processing time: 30-Day

步骤 14: 海关登记

- 审批机关：海关
- 所需材料：
 - 1) 营业执照
 - 2) 公司章程
 - 3) 组织机构代码证书

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- 4) 税务登记证
 - 5) 银行开户许可证
 - 6) 报关单位情况登记表
 - 7) 报关单位管理人员情况登记表
- 办理时限：30 个工作日