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A n a l y s i s o f C o m m e r c i a l S u b j e c t R e g i s t r a t i o n a n d  
C o m m e r c i a l R e c o r d - f i l i n g R u l e s  
C o m m e n t s o n t h e R e g i s t r a t i o n O r d i n a n c e o f  
C o m m e r c i a l S u b j e c t s ( D r a f t )

LIU Bin ZHANG Xinhui

**Abstract:** In the information regulation of commercial subjects, China has adopted both of registration rules and record-filing rules for a long time, but the differences between them are not well established. The Registration Ordinance of Commercial Subjects (Draft) stipulates in detail the registration rules of commercial subjects, leaving the record-filing rules into pieces. Commercial registration is the act of confirming and publicizing the registered items after the formal examination of the relevant matters by the administration. Its function lies in market access and information publicizing, and embodies the value of maintaining transaction security and commercial transaction efficiency. The record-filing rules are to disclose relevant information to the administrative organs to keep files for future reference. Its function is to facilitate the administration to supervise and manage commercial subjects and improve the efficiency of administrative management. It does not have the effect of private law itself. Therefore, the classification of registered items and recorded items should be based on their impact on civil and commercial transactions as a screening standard. In the Registration Ordinance of Commercial Subjects (Draft), the articles of association, the company's directors, supervisors and senior management personnel and the farmers' professional co-operatives (association) members, individual businesses members shall be classified as registered items, in order to maintain the efficiency of commercial transaction, and security.

**Keywords:** Commercial Subject; Registration; Record-filing; the Registration Ordinance of Commercial Subjects