**商業事件審理法**

[**Commercial Case Adjudication Act**](http://inlaw.judicial.gov.tw/LAWENGIN/FLAW/dat02.aspx?lsid=FL092711)

|  |  |
| --- | --- |
| 條文 | 英譯 |
| 第二條  (第1項)本法所稱商業法院，指智慧財產及商業法院；所稱商業事件，分為商業訴訟事件及商業非訟事件，由商業法院之商業法庭處理之。(第2項)商業訴訟事件指下列各款事件：1. (第1款)公司負責人因執行業務，與公司所生民事上權利義務之爭議，其訴訟標的之金額或價額在新臺幣一億元以上者。
2. (第2款)因下列事件所生民事上權利義務之爭議，且訴訟標的之金額或價額在新臺幣一億元以上者：
3. 證券交易法之有價證券詐欺、財務報告或財務業務文件不實、未交付公開說明書、公開說明書不實、違法公開收購、操縱市場、短線交易、內線交易、不合營業常規交易、違法貸款或提供擔保。
4. 期貨交易法之操縱市場、內線交易、期貨交易詐欺、公開說明書不實、未交付公開說明書。
5. 證券投資信託及顧問法之虛偽、詐欺、其他足致他人誤信之行為、公開說明書不實、未交付公開說明書。
6. 不動產證券化條例之公開說明書或投資說明書不實、未依規定提供公開說明書或投資說明書。
7. 金融資產證券化條例之公開說明書或投資說明書不實、未依規定提供公開說明書或投資說明書。
8. (第3款)公開發行股票之公司股東基於股東身分行使股東權利，對公司、公司負責人所生民事上權利義務之爭議事件，及證券投資人及期貨交易人保護機構依證券投資人及期貨交易人保護法規定，訴請法院裁判解任公司之董事或監察人事件。
9. (第4款)公開發行股票之公司股東會或董事會決議效力之爭議事件。
10. (第5款)與公開發行股票公司具有控制或從屬關係，且公司資本額在新臺幣五億元以上之非公開發行股票公司股東會或董事會決議效力之爭議事件。
11. (第6款)因公司法、證券交易法、期貨交易法、銀行法、企業併購法、金融機構合併法、金融控股公司法、不動產證券化條例、金融資產證券化條例、信託法、票券金融管理法、證券投資信託及顧問法所生民事法律關係之爭議，其訴訟標的之金額或價額在新臺幣一億元以上者，經雙方當事人以書面合意由商業法院管轄之民事事件。
12. (第7款)其他依法律規定或經司法院指定由商業法院管轄之商業訴訟事件。

(第3項)商業非訟事件指下列各款事件：1. (第1款)公開發行股票之公司裁定收買股份價格事件。
2. (第2款)公開發行股票之公司依公司法規定聲請選任臨時管理人、選派檢查人，及其解任事件。
3. (第3款)其他依法律規定或經司法院指定由商業法院管轄之商業非訟事件。

(第4項)與第二項事件相牽連之民事訴訟事件，得與其合併起訴，或於其訴訟繫屬中為追加或提起反訴。但專屬於其他法院管轄者，不得為之。(第5項)第二項所定數額，司法院得因情勢需要，以命令調整之。 | Article 2The Commercial Court, as mentioned in this Act, refers to the Intellectual Property Court and the Commercial Court; the commercial cases, as mentioned in this Act, include commercial litigation cases and commercial non-litigation cases, which are adjudicated by the commercial tribunal of the Commercial Court.Commercial litigation cases, in this Act, refer to the following cases:1.Where the responsible person of a company enters into disputes concerning civil rights and obligations with other companies as a result of business operations, and the price or value of the claim is equal to or more than one hundred million New Taiwan Dollars.2.Disputes concerning civil rights and obligations arising from any of the following events, and the price or value of the claim is equal to or more than one hundred million New Taiwan Dollars:(1) Securities fraud, presenting false financial reports or financial business documents, failing to deliver a prospectus, providing a false prospectus, making an illegal public acquisition, market manipulation, short-term trading, insider trading, irregular business transactions, or making an illegal loan or guarantee, as prescribed in the Securities and Exchange Act.(2) Market manipulation, insider trading, fraudulent futures trading, providing a false prospectus or failing to deliver a prospectus, as prescribed in the Futures Trading Act.(3) Participating in false or deceptive conduct, or conduct that otherwise results in misplaced trust, providing a false prospectus or failing to deliver a prospectus, as prescribed in the Securities Investment Trust and Consulting Act. (4) Providing a false prospectus or investment prospectus or failing to provide a prospectus or investment prospectus in accordance with the regulations, as prescribed in the Clauses of the Real Estate Securitization Act.(5) Providing a false prospectus or investment prospectus or failing to provide a prospectus or investment prospectus in accordance with the regulations, as prescribed in the Financial Asset Securitization Act.3.Disputed cases concerning civil rights and obligations arising between shareholders of publicly traded companies exercising shareholder rights based on their shareholder status and the company or the responsible persons of the company, and complaint cases where institutions protecting securities investors and futures traders petition the court to remove the company's directors or supervisors pursuant to the provisions of the Securities Investor and Futures Trader Protection Act.4.Disputes over the effectiveness of the resolutions of the shareholders, or boards of directors meetings of publicly traded companies.5.Disputes over the effectiveness of the resolutions of the shareholders' or boards of directors meetings of non-publicly traded companies that have control or affiliation relationships with publicly traded companies, and the capital value of the companies is equal to or more than five hundred million New Taiwan Dollars.6.Civil legal disputes arising from matters that are governed by the Company Act, the Securities and Exchange Act, the Futures Trading Act, the Banking Act, the Business Mergers and Acquisitions Act, the Financial Institutions Merger Act, the Financial Holding Company Act, Clauses of the Real Estate Securitization Act, the Financial Asset Securitization Act, the Trust Law, the Act Governing Bills Finance Business, or the Securities Investment Trust and Consulting Act, where the price or value of the claim is equal to or more than one hundred million New Taiwan Dollars, and where both parties agree in writing, that the case shall be adjudicated by a Commercial Court.7. Other commercial litigation cases that fall under the jurisdiction of a commercial court pursuant to other laws, or as designated by the Judicial Yuan.The commercial non-litigation cases in this Act refer to the following cases:1.Adjudicating buy-back share prices for publicly traded companies2.Petitions to select a temporary administrator, appoint an inspector, and dismiss the said personnel pursuant to the Company Act for publicly traded companies3.Other commercial non-litigation cases under the jurisdiction of a commercial court pursuant to legal regulations or as designated by the Judicial YuanAny civil case pertinent to a disputed case, as described in Paragraph 2, may be consolidated with or added to the said disputed case in a law suit or interposed as a counterclaim. However, such actions do not apply to cases that are exclusively under the jurisdiction of other courts.The Judicial Yuan may adjust the amount specified in Paragraph 2 by order, according to circumstances. |