

CHAPTER NINETEEN

TRANSPARENCY

Section A - Transparency

Article 1901: Publication

- Each Party shall ensure that its laws, regulations, procedures and administrative rulings of general application respecting any matter covered by this Agreement are promptly published or otherwise made available in such a manner as to enable interested persons and the other Party to become acquainted with them.
- To the extent possible, each Party shall:
 - publish in advance any such measure that it proposes to adopt; and
 - provide interested persons and the other Party a reasonable opportunity to comment on such proposed measures.

Article 1902: Notification and Provision of Information

- To the maximum extent possible, each Party shall notify the other Party of any proposed or actual measure that the Party considers might materially affect the operation of this Agreement or otherwise substantially affect the other Party's interests under this Agreement.

第十九章

透明度

A部分 - 透明度

第1901条：公布

- 每一缔约方应确保其与本协定所涉事项相关的、普遍适用的法律、法规、程序及行政裁决迅速公布或以其他方式提供，以便利害关系人和另一方能够知悉。
- 在可能范围内，每一缔约方应：
 - 提前公布其拟采取的任何此类措施；以及 (b) 为利害关系人和另一方提供对此类拟议措施发表意见的合理机会。

第1902条：通知与信息提供

- 在最大可能范围内，每一缔约方应将其认为可能对本协定的运作产生重大影响或以其他方式实质性影响另一方在本协定下利益的任何拟议或实际措施通知另一方。

2. On request of the other Party, a Party shall promptly provide information and respond to questions pertaining to any actual or proposed measure, whether or not the other Party has been previously notified of that measure.

3. Any notification or information provided under this Article shall be without prejudice as to whether the measure is consistent with this Agreement.

Article 1903: Administrative Proceedings

With a view to administering in a consistent, impartial and reasonable manner all measures of general application affecting matters covered by this Agreement, each Party shall ensure that in its administrative proceedings applying measures referred to in Article 1902 to particular persons, goods or services of the other Party in specific cases:

- (a) wherever possible, persons of the other Party that are directly affected by a proceeding are provided reasonable notice, in accordance with domestic procedures, when a proceeding is initiated, including a description of the nature of the proceeding, a statement of the legal authority under which the proceeding is initiated and a general description of any issues in controversy;
- (b) such persons are afforded a reasonable opportunity to present facts and arguments in support of their positions prior to any final administrative action, when permitted by time, the nature of the proceeding, and the public interest; and
- (c) its procedures are in accordance with domestic law.

2. 应另一方请求，一缔约方应立即提供信息并回答与任何实际或拟议措施相关的问题，无论另一方此前是否已获知该措施。

3. 根据本条提供的任何通知或信息，均不得损害该措施是否符合本协定的判断。

第1903条：行政程序

为以一致、公正和合理的方式管理影响本协定所涉事项的普遍适用措施，每一缔约方应确保在其行政程序中，将第1902条所述措施适用于特定案例中另一方的特定个人、货物或服务时：

- (a) 在可能的情况下，根据国内程序，当程序启动时，直接受程序影响的另一方个人应获得合理通知，包括对程序性质的描述、启动程序的法律授权声明以及对争议问题的概述；
- (b) 在时间、程序性质和公共利益允许的情况下，此类个人应在最终行政行为作出前，获得合理机会陈述事实和论据以支持其立场；
- (c) 其程序符合国内法。

Article 1904: Review and Appeal

1. Each Party shall establish or maintain judicial, quasi-judicial or administrative tribunals or procedures for the purpose of the prompt review and, where warranted, correction of final administrative actions regarding matters covered by this Agreement. Such tribunals shall be impartial and independent of the office or authority entrusted with administrative enforcement and shall not have any substantial interest in the outcome of the matter.

2. Each Party shall ensure that, in any such tribunals or procedures, the parties to the proceeding are provided with the right to:
 - (a) a reasonable opportunity to support or defend their respective positions; and
 - (b) a decision based on the evidence and submissions of record or, where required by domestic law, the record compiled by the administrative authority.

3. Each Party shall ensure, subject to appeal or further review as provided in its domestic law, that such decisions shall be implemented by, and shall govern the practice of, the offices or authorities with respect to the administrative action at issue.

Article 1905: Cooperation on Promoting Increased Transparency

The Parties agree to cooperate in bilateral, regional and multilateral fora on means to promote transparency in respect of international trade and investment.

第1904条：审查与上诉

1. 每一缔约方应设立或维持司法、准司法或行政法庭或程序，以便迅速审查本协定所涉事项的最终行政行为，并在适当时予以纠正。此类法庭应公正且独立于负责行政执法的机关或当局，且不得在该事项的结果中拥有任何实质性利益。

2. 每一缔约方应确保在此类法庭或程序中，诉讼各方被赋予以下权利：
 - (a) 合理机会以支持或辩护其各自立场；及
 - (b) 基于证据和记录呈件作出的裁决，或在国内法要求时，依据行政机关编制的记录作出裁决。

3. 每一缔约方应确保，在遵守其国内法规定的上诉或进一步审查的前提下，此类裁决应由相关办公室或行政机关执行，并规范其针对争议行政行为的运作。

第1905条：促进提高透明度的合作

各方同意在双边、区域和多边论坛中就促进国际贸易与投资透明度的方法开展合作。

Article 1906: Definitions

For purposes of this Section:

administrative ruling of general application means an administrative ruling or interpretation that applies to all persons and fact situations that fall generally within its ambit and that establishes a norm of conduct but does not include:

- (a) a determination or ruling made in an administrative or quasi-judicial proceeding that applies to a particular person, good or service of the other Party in a specific case; or
- (b) a ruling that adjudicates with respect to a particular act or practice.

第1906条：定义

就本节而言：

普遍适用的行政裁定 指适用于所有一般属于其范围内的个人和事实情况并确立行为规范的行政裁定或解释，但不包括：

- (a) 在管理或准司法程序中作出的适用于另一方特定人、货物或服务在特定案例中的决定或裁定；或
- (b) 一项针对特定行为或做法作出裁定的裁决。

Section B - Anti-Corruption

Article 1907: Statement of Principles

The Parties affirm their resolve to prevent and combat bribery and corruption in international trade and investment.

Article 1908: Anti-Corruption Measures

1. Each Party shall adopt or maintain the necessary legislative or other measures to establish, in matters affecting international trade or investment, as criminal offences when committed intentionally:
- (a) the solicitation or acceptance by a public official, directly or indirectly, of an undue advantage for the official himself or another person or entity, in order that the official act or refrain from acting in the exercise of his official duties;
 - (b) the promise, offering or giving to a public official, directly or indirectly, of an undue advantage for the official himself or another person or entity, in order that the official act or refrain from acting in the exercise of his official duties;
 - (c) the promise, offering or giving to a foreign public official or an official of a public international organization, directly or indirectly, of an undue advantage for the official himself or another person or entity, in order that the official act or refrain from acting in relation to the performance of official duties, in order to obtain or retain business or other undue advantage in relation to the conduct of international business; and

B部分 - 反腐败

第1907条：原则声明

各方申明其预防和打击国际贸易与投资中贿赂与腐败的决心。

第1908条：反腐败措施

1. 每一缔约方应采取或维持必要的立法或其他措施，将在影响国际贸易或投资的事项中故意实施的下列行为定为刑事犯罪：
- (a) 公职人员直接或间接为自己或他人或实体索取或收受不正当利益，以使该公职人员在执行公务职责时作为或不作为；
 - (b) 直接或间接向公职人员许诺给予、提议给予或实际给予该公职人员或他人或实体不正当利益，以使该公职人员在执行公务职责时作为或不作为；
 - (c) 直接或间接向外国公职人员或国际公共组织官员承诺、提议或给予其本人或他人/实体不正当利益，以使该官员在执行公务职责时作为或不作为，从而获取或保留与国际商务相关的业务或其他不正当利益；以及

(d) aiding, abetting or conspiring to commit any of the offences described in subparagraphs (a) through (c).

2. Each Party shall adopt such measures as may be necessary to establish its jurisdiction over offences committed in its territory.

3. Each Party shall make the commission of an offence covered by this Agreement liable to sanctions that take into account the gravity of that offence.

4. Each Party shall adopt such measures as may be necessary, consistent with its legal principles, to establish the liability of enterprises for participation in the offences covered by this Agreement. In particular, each Party shall ensure that enterprises held liable in accordance with this Article are subject to effective, proportionate and dissuasive criminal or non-criminal sanctions, including monetary sanctions.

5. Each Party shall consider incorporating in its domestic legal system at the national level appropriate measures to provide protection against any unjustified treatment for any person who reports in good faith and on reasonable grounds to the competent authorities any facts concerning offences established in accordance with this Agreement.

Article 1909: Cooperation in International Fora

The Parties recognize the importance of regional and multilateral initiatives to prevent and combat bribery and corruption in international trade and investment. The Parties agree to work together to advance efforts in regional and multilateral fora to prevent and combat bribery and corruption in international trade and investment, including encouraging and supporting appropriate initiatives.

(d) 协助、教唆或共谋实施第(a)至(c)项所述任何罪行。

2. 每一缔约方应采取必要措施，确立对其领土内所犯罪行的管辖权。

3. 每一缔约方应确保本协议所涵盖的罪行受到制裁，制裁应考虑到该罪行的严重性。

4. 每一缔约方应根据其法律原则采取必要措施，确立企业参与本协议所涵盖罪行的责任。特别是，每一缔约方应确保根据本条被追究责任的企业受到有效、相称和具有威慑性的刑事或非刑事制裁，包括金钱制裁。

5. 每一缔约方应考虑在其国内法律体系的国家层面纳入适当措施，为基于善意和合理理由向主管当局举报与本协议所确立罪行相关事实的任何人员提供免受任何不公正待遇的保护。

第1909条：国际论坛中的合作

各方认识到区域和多边倡议对于预防和打击国际贸易与投资中的贿赂和腐败的重要性。各方同意共同努力，在区域和多边论坛推进预防和打击国际贸易与投资中贿赂与腐败的工作，包括鼓励和支持适当的倡议。

Article 1910: Definitions

For purposes of this Section:

foreign public official means any natural person holding a legislative, executive, administrative, or judicial office of a foreign country, whether appointed or elected, and any natural person exercising a public function for a foreign country, including for a public agency or public enterprise;

public function means any temporary or permanent, paid or honorary activity, performed by a natural person in the name of a Party or in the service of a Party or its institutions, at any level of its hierarchy; and

public official means any natural person holding a legislative, executive, administrative or judicial office of a Party, whether appointed or elected and whether permanent or temporary.

第1910条：定义

就本节而言：

外国公职人员 指在外国担任立法、行政、管理或司法职务的任何自然人，无论经任命还是选举产生，以及为外国行使公共职能的任何自然人，包括为公共机构或公共企业行使公共职能者；

公共职能 指任何临时或长期、有偿或名誉性的活动，由自然人代表缔约方或以缔约方或其机构服务者的名义，在该缔约方任何层级体系中履行；及

公职人员 指在缔约方担任立法、行政、管理或司法职务的任何自然人，无论经任命还是选举产生，也无论长期或临时任职。