

# 上海金融法院

## 中小投资者诉讼指南

### 一、本指南适用范围

本指南适用于中小投资者提起的证券欺诈责任纠纷诉讼。

### 二、投资者提起证券虚假陈述责任纠纷诉讼所需材料

#### (一) 起诉状

可参考最高人民法院、司法部、中华全国律师协会印发的证券虚假陈述责任纠纷民事起诉状示范文本进行填写。电子文本可通过微信登录“人民法院在线服务全国版”小程序—“全部功能”—“工具”—“部分案件起诉状答辩状示范文本”查询下载，也可通过微信登录“案沪通”平台—“诉讼服务”—“我要办”—“更多”—“部分案件起诉状答辩状示范文本”扫码查询下载。

证券虚假陈述责任纠纷民事起诉状示范文本要点如下：

1.载明原、被告的姓名、性别、工作单位、职务、住所、联系电话等；原、被告系法人或其他组织的，应当载明名称、住所、法定代表人或者主要负责人的姓名、职务等；原告系投资者继承人的，应当注明继承人身份。

2.载明诉讼请求，形式一般为赔偿损失，损失一般包括投资差额损失、佣金损失及印花税损失；要求被告承担连带责任的，应当说明连带责任范围。

3.载明事实与理由，包括被告存在虚假陈述行为的具体情况、虚假陈述行为具有重大性的理由及原告因虚假陈述进行交易并遭受投资损失的事实等；关于被告存在虚假陈述行为的具体情况，应当说明虚假陈述行为类型、内容（包括所涉的会计科目、报表数据等）、相关信息披露资料、有无监管部门的认定及处罚等，并提出关于虚假陈述行为实施日、揭露日、更正日、基准日的主张；关于原告损失情况，应当在“明细”中说明损失计算方式；关于连带责任，应当说明连带责任人的身份、职责及在信息披露

资料形成等活动中所起的作用等。

4.落款部分：原告本人签名暑期。

## (二) 身份证明、授权委托书等材料

1.原告身份证明材料（身份证等）、被告身份证明材料（被告系法人或其他组织的，可通过国家企业信用信息公示系统调取企业登记信息）；原告系投资者继承人的，应当提供关于继承人身份及被继承人索赔权利由原告继受的公证书或其他证明材料；

2.如委托近亲属作为代理人，需提供委托书（载明委托人身份、受托人身份、委托权限等）、代理人身份证明材料（身份证等）、代理人与原告之间的亲属关系证明材料（同一户口簿或公安机关出具的户籍证明等）；

3.如委托律师代理，需提供律师事务所函、授权委托书、律师证；

4.填写送达地址确认书及原告本人胜诉退费账户确认书。

## (三) 起诉的证据材料

1.原告因虚假陈述进行交易的凭证及投资损失等相关证据（证券交易记录可通过证券公司网点调取）；

2.发行人（上市公司）等信息披露义务人实施虚假陈述的相关证据。

注：为便利当事人诉讼，原告通过上海金融法院官网及微信公众号的“投资者司法保护综合平台”、“人民法院在线服务全国版”微信小程序等网上立案途径的当事人平台提交本人起诉材料的，无需到现场进行身份核验；通过邮寄立案、代理人网上立案、代理人现场立案途径提交起诉材料的，需原告本人持身份证件原件到场或通过在线方式进行身份核验，或提交证明原告身份的相关文件（如公证机构出具的证明原告真实身份的公证书、公安机关出具的原告的户籍证明等）。

## 三、证券虚假陈述责任纠纷诉讼的管辖法院

1. 证券虚假陈述侵权民事赔偿案件，由发行人住所地的省、直辖市、自治区人民政府所在的市、计划单列市和经济特区中级人民法院或者专门人民法院管辖。若发行人（上市公司）住所地在上海市，则由上海金融法院管辖。

2. 在上海证券交易所科创板上市公司的证券欺诈责任纠纷案件，由上海金融法院管辖。

3. 证券纠纷特别代表人诉讼案件，由涉诉证券集中交易的证券交易所、国务院批准的其他全国性证券交易场所所在地的中级人民法院或者专门人民法院管辖。若该特别代表人诉讼案件涉诉证券为上海证券交易所集中交易证券，则由上海金融法院管辖。

#### 四、投资者至上海金融法院提起诉讼的途径

1. 网上立案—通道：上海金融法院官网及微信公众号的“投资者司法保护综合平台”、“人民法院在线服务全国版”微信小程序等；

2. 邮寄立案—将起诉状、身份证明材料、证据材料等全部邮寄至上海金融法院立案庭（地址：上海市前程路 611 号，信封正面备注：起诉材料）；

3. 现场立案—携带身份证件原件、起诉状、身份证明材料、证据材料等至上海金融法院诉讼服务中心（地址：上海市前程路 611 号）提起诉讼。在已有生效示范案件情况下，可通过“中小投资者保护智慧舱”进行立案。

#### 五、投资者可通过什么方式咨询诉讼事宜？

如需咨询，可拨打上海金融法院投资者保护热线（021-33029898 转 9999）或 12368 诉讼服务热线。

## **Litigation Guidelines for Securities Investors**

### **I. Scope of Application**

These guidelines apply to securities fraud liability disputes initiated by small and medium investors.

### **II. Materials Required for Filing a Securities Misrepresentation Liability Lawsuit**

#### **1. Complaint**

Refer to the Civil Complaint Form for Securities Misrepresentation Liability Disputes jointly distributed by the Supreme People's Court, the Ministry of Justice, and the All-China Lawyers Association. Electronic templates of the Complaint Form can be downloaded via:

- The "People's Court Online Service (National Edition)" WeChat mini-program: All Features > Tools > Model complaint and defense pleadings for certain cases .

Electronic forms also can be downloaded by scanning the QR code:

- The "AnHuTong Platform" on WeChat: Litigation Services > Apply For > More> Model complaint and defense pleadings for certain cases

Key elements of Securities Misrepresentation Liability Lawsuit Complaint:

#### **(1) Plaintiff and Defendant Information:**

For individuals: name, gender, workplace, position, domicile, and contact details.

For legal persons or other organizations: name, domicile, and details

of the legal representative or principal officer.

If the plaintiff is an investor's heir, the heir's status shall be specified.

(2) Claims:

Specify the claims for damages, including: investment value differential losses; commission and stamp duty losses. If claiming joint liability, the scope of joint liability shall be defined.

(3) Facts and Grounds:

Including specific circumstances of the defendant's misrepresentations, the reasons for the materiality of the misrepresentations, and the fact that the plaintiffs traded and suffered investment losses as a result of the misrepresentations.

Specific circumstances of the defendant's misrepresentation acts, type, content (involved account subjects, reporting dates, etc.), relevant disclosure materials, whether there are any regulatory determinations and penalties, etc.

Specify key dates: misrepresentation date, disclosure date, correction date, and benchmark date.

Calculate losses under the "Loss Details" section.

For joint liability, explain the roles of liable parties in the misrepresentation.

(4) Signature and Date: Signed by the plaintiff.

## 2. Identity and Authorization Documents

(1) Identity Proof:

Plaintiff: ID card or equivalent.

Defendant: For legal person or other organization, provide business registration information (via National Enterprise Credit Information System).

Investor's heir: Submit a notarized certificate or other identification materials proving the heir's identity and inheritance of claims.

(2) If close relative is appointed as an agent, the power of attorney (contains identity of principal, agent, scope of proxy), agent's identification material (ID card or equivalent), and proof of kinship (the same household register or certificate of household registration issued by the public security authorities, etc.) shall be provided.

(3) If a lawyer is appointed as an agent, a law firm letter, power of attorney, and lawyer's license shall be provided.

(4) Fill in the address confirmation form for service of process and a confirmation of the receipt of return of litigation costs in a prevailing case.

### 3. Evidence

(1) Transaction Records and Loss Proof: Securities transaction records (obtainable from securities firms).

(2) Evidence of the issuer's (e.g. listed company) or other information disclosure obligor's misrepresentation.

Note: Plaintiffs submitting materials via online platforms (e.g. official website and WeChat account of Shanghai Financial Court's Investor Protection Portal, "People's Court Online Service (National Edition)" WeChat mini program) are exempt from in-person verification. For mailed cases, agent online filing cases and agent on-site filing cases, plaintiffs must verify identity in person or online, or submit notarized identity documents (notary certificate issued by a notary public attesting to the true identity of the plaintiff or certificate of household registration issued by the public security authorities).

### III. Competent Courts for Securities Misrepresentation Liability Disputes Cases

1. Cases fall under the jurisdiction of Intermediate People's Courts in provincial capitals, municipalities, or special economic zones where the issuer is domiciled; if the issuer (listed company) is based in Shanghai, the Shanghai Financial Court has jurisdiction.

2. Cases involving companies listed on the Science and Technology Innovation Board of the Shanghai Stock Exchange are handled by the Shanghai Financial Court.

3. Special representative actions shall be heard by Intermediate People's Court or specialized People's Court in the place where the stock exchange, on which the securities involved are listed, is located. For special representative actions involving securities listed on Shanghai Stock Exchange, the Shanghai Financial Court has jurisdiction.

### IV. How to file a case with the Shanghai Financial Court

1. Online Filing: Shanghai Financial Court's Investor Protection Portal, "People's Court Online Service (National Edition)" mini-program.

2. Mail Filing: Send materials (including complaint, identification materials, evidentiary materials, etc.) to the Case Filing Division of the Shanghai Financial Court (611 Qiancheng Road, Shanghai, label the envelope with "Complaint Materials").

3. On-site Filing: Visit the Litigation Service Center (611 Qiancheng Road, Shanghai) with originals of ID, complaint, and identification

materials, evidentiary materials, etc. Use the Securities Investor Protection Chamber if precedent cases exist.

#### V. Consultation Channels

For inquiries, please contact Shanghai Financial Court Investor Hotline 021-33029898 ext. 9999 or 12368 Litigation Service Hotline.