

会社分割に伴う労働契約の承継等に関する法律施行規則

Regulation for Enforcement of the Act on the Succession to Labor Contracts upon Company Split

(平成十二年十二月二十七日労働省令第四十八号)

(Order of the Ministry of Labour No. 48 of December 27, 2000)

会社の分割に伴う労働契約の承継等に関する法律（平成十二年法律第百三号）第二条第一項及び第二項並びに第七条の規定に基づき、会社の分割に伴う労働契約の承継等に関する法律施行規則を次のように定める。

Based on the provisions of Article 2, paragraphs (1) and (2) and Article 7 of the Act on the Succession to Labor Contracts upon Company Split (Act No. 103 of 2000), the Regulation for Enforcement of the Act on the Succession to Labor Contracts upon Company Split is established as follows.

(労働者への通知)

(Notice to Workers)

第一条 会社分割に伴う労働契約の承継等に関する法律（以下「法」という。）第二条第一項の厚生労働省令で定める事項は、次のとおりとする。

Article 1 The matters prescribed by Order of the Ministry of Health, Labour and Welfare referred to in Article 2, paragraph (1) of the Act on the Succession to Labor Contracts upon Company Split (hereinafter referred to as the "Act") are as follows:

一 通知の相手方たる労働者が法第二条第一項各号のいずれに該当するかの別

(i) the item of Article 2, paragraph (1) of the Act that the worker, to whom the notice is given, falls under;

二 通知の相手方たる労働者が法第二条第一項の分割（以下「会社分割」という。）をする同条第二項の会社（以下「分割会社」という。）との間で締結している労働契約であって、同条第一項の分割契約等（以下「分割契約等」という。）に同条第一項の承継会社等（以下「承継会社等」という。）が承継する旨の定めがあるものは、分割契約等に係る会社分割がその効力を生ずる日（以下「効力発生日」という。）以後、分割会社から承継会社等に包括的に承継されるため、その内容である労働条件はそのまま維持されるものであること

(ii) with regard to a labor contract that the worker, to whom the notice is given, has entered into with a company as referred to in Article 2, paragraph (2) of the Act that conducts a split as referred to in paragraph (1) of the same Article (hereinafter, that split is referred to as "company split" and the company conducting it is referred to as "split company"), if there are provisions to the effect that a successor company, etc. as referred to in

paragraph (1) of the same Article (hereinafter, referred to as "successor company, etc.") is to succeed to that labor contract in the split contract, etc. as referred to in paragraph (1) of the same Article (hereinafter referred to as a "split contract, etc."), the fact that the working conditions contained in the labor contract will be maintained as they are because the labor contract will be comprehensively succeeded to by the successor company, etc. from the split company on or after the day on which the company split pertaining to the split contract, etc. becomes effective (hereinafter referred to as the "effective day");

三 分割会社から承継会社等に承継される事業（以下「承継される事業」という。）の概要

(iii) the outline of the business that is to be succeeded to by the successor company, etc. from the split company (hereinafter referred to as the "succeeded business");

四 効力発生日以後における分割会社及び承継会社等の商号、住所（会社法（平成十七年法律第八十六号）第七百六十三条第一項に規定する新設分割設立会社にあつては所在地）、事業内容及び雇用することを予定している労働者の数

(iv) tradenames, addresses (or locations in the case of a company incorporated in an incorporation-type split as prescribed in Article 763, paragraph (1) of the Companies Act (Act No. 86 of 2005)), details of the business of the split company and the successor company, etc. on or after the effective day, and the number of workers scheduled to be employed thereby on or after that day;

五 効力発生日

(v) the effective day;

六 効力発生日以後における分割会社又は承継会社等において当該労働者について予定されている従事する業務の内容、就業場所その他の就業形態

(vi) details of the duties that the relevant worker is scheduled to engage in, and the workplace and other working style at the split company or the successor company, etc. on or after the effective day;

七 効力発生日以後における分割会社及び承継会社等の債務の履行の見込みに関する事項

(vii) matters concerning the probability of performance of liabilities by the split company and the successor company, etc. on or after the effective day;

八 法第四条第一項又は法第五条第一項の異議がある場合はその申出を行うことができる旨及び異議の申出を行う際の当該申出を受理する部門の名称及び住所又は担当者の氏名、職名及び勤務場所

(viii) the fact that the worker may file an objection, if any, as referred to in Article 4, paragraph (1) or Article 5, paragraph (1) of the Act, and the name and address of the section that accepts an objection or the name, job title, and workplace of the person in charge.

(承継される事業に主として従事する者の範囲)

(Scope of Persons Who Primarily Engage in the Succeeded Business)

第二条 法第二条第一項第一号の厚生労働省令で定める者は、次のとおりとする。

Article 2 The worker prescribed by Order of the Ministry of Health, Labour and Welfare referred to in Article 2, paragraph (1), item (i) of the Act is as follows:

一 分割契約等を締結し、又は作成する日において、承継される事業に主として従事する労働者（分割会社が当該労働者に対し当該承継される事業に一時的に主として従事するように命じた場合その他の分割契約等を締結し、又は作成する日において当該日後に当該承継される事業に主として従事しないこととなることが明らかである場合を除く。）

(i) a worker who primarily engages in the succeeded business as of the day on which the split contract, etc. is entered into or prepared (excluding cases where the split company has ordered the worker to primarily engage in the succeeded business on a temporary basis or otherwise it is clear, as of the day on which the split contract, etc. is entered into or prepared, that the worker will cease to primarily engage in the succeeded business after that day);

二 前号の労働者以外の労働者であつて、分割契約等を締結し、又は作成する日以前において分割会社が承継される事業以外の事業（当該分割会社以外の者のなす事業を含む。）に一時的に主として従事するよう命じたもの又は休業を開始したもの（当該労働者が当該承継される事業に主として従事した後、当該承継される事業以外の事業に従事し又は当該休業を開始した場合に限る。）その他の分割契約等を締結し、又は作成する日において承継される事業に主として従事しないもののうち、当該日後に当該承継される事業に主として従事することとなることが明らかであるもの

(ii) a worker who will evidently come to primarily engage in the succeeded business after the day on which the split contract, etc. is entered into or prepared, among those other than the worker referred to in the preceding item who was ordered by the split company to primarily engage in a business other than the succeeded business (including a business conducted by a person other than the split company) on a temporary basis or who commenced an absence from work on or before the day on which the split contract, etc. is entered into or prepared (limited to cases where the worker had primarily engaged in the succeeded business and then engaged in a business other than the succeeded business or commenced an absence from work) or otherwise who will not primarily engage in the succeeded business as of the day on which the split contract, etc. is entered into or prepared.

(労働組合への通知)

(Notice to Labor Union)

第三条 法第二条第二項の厚生労働省令で定める事項は、次のとおりとする。

Article 3 The matters prescribed by Order of the Ministry of Health, Labour and Welfare referred to in Article 2, paragraph (2) of the Act are as follows:

一 第一条第三号から第五号まで及び第七号に掲げるもの

(i) the matters set forth in Article 1, items (iii) to (v) and item (vii);

二 その分割会社との間で締結している労働契約が承継会社等に承継される労働者の範囲及び当該範囲の明示によっては当該労働組合にとって当該労働者の氏名が明らかとならない場合には当該労働者の氏名

(ii) the scope of the workers whose labor contracts entered into with the split company are to be succeeded to by the successor company, etc., and if the indication of that scope fails to enable the labor union to identify the workers' names, the names of the relevant workers;

三 承継会社等が承継する労働協約の内容（法第二条第二項の規定に基づき、分割会社が、当該労働協約を承継会社等が承継する旨の当該分割契約等中の定めがある旨を通知する場合に限る。）

(iii) the details of the collective agreement to be succeeded to by the successor company, etc. (limited to cases where the split company notifies the labor union of the fact that the split contract, etc. has provisions to the effect that the collective agreement is to be succeeded to by the successor company, etc.).

（労働者の理解と協力）

(Understanding and Cooperation of Workers)

第四条 分割会社は、当該会社分割に当たり、そのすべての事業場において、当該事業場に、労働者の過半数で組織する労働組合がある場合においてはその労働組合、労働者の過半数で組織する労働組合がない場合においては労働者の過半数を代表する者との協議その他これに準ずる方法によって、その雇用する労働者の理解と協力を得よう努めるものとする。

Article 4 In conducting a company split, the split company is to endeavor to obtain the understanding and cooperation of the workers in its employment at all its workplaces through consultations with the labor union when a workplace has one organized by the majority of the workers or with a person representing the majority of the workers when a workplace has no such labor union, or by any other method equivalent thereto.

（準用）

(Application Mutatis Mutandis)

第五条 第一条から第四条までの規定は、農業協同組合法（昭和二十二年法律第百三十二号）第七十条の三第一項に規定する新設分割について準用する。この場合において、これらの規定（第一条各号列記以外の部分及び同条第二号を除く。）中「分割会社」とあるのは「分割組合」と、「承継会社等」とあるのは「設立組合」と、「分割契約等」とあるのは「分割計画」と、「会社分割」とあるのは「新設分割」と読み替える

ほか、次の表の上欄に掲げる規定中同表の中欄に掲げる字句は、それぞれ同表の下欄に掲げる字句に読み替えるものとする。

Article 5 The provisions of Articles 1 to 4 apply mutatis mutandis to an incorporation-type split as prescribed in Article 70-3, paragraph (1) of the Agricultural Cooperatives Act (Act No. 132 of 1947). In this case, in these provisions (excluding the part other than the items of Article 1 and item (ii) of the same Article), the term "split company" is deemed to be replaced with "split cooperative"; the term "successor company, etc." is deemed to be replaced with "formed cooperative"; the term "split contract, etc." is deemed to be replaced with "split plan"; and the term "company split" is deemed to be replaced with "incorporation-type split"; and the terms listed in the middle column of the following table in the provisions listed in the left-hand column of the same table are to be respectively deemed to be replaced with the terms listed in the right-hand column of the same table.

第一条各号列記以外の部分 The part other than the items of Article 1	会社分割に伴う労働契約の承継等に関する法律 the Act on the Succession to Labor Contracts upon Company Split	農業協同組合法（昭和二十二年法律第百三十二号）第七十条の六第二項において準用する会社分割に伴う労働契約の承継等に関する法律 the Act on the Succession to Labor Contracts upon Company Split as applied mutatis mutandis pursuant to Article 70-6, paragraph (2) of the Agricultural Cooperatives Act (Act No. 132 of 1947)
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<p>第一条第二号 Article 1, item (ii)</p>	<p>法第二条第一項の分割（以下「会社分割」という。）をする同条第二項の会社（以下「分割会社」という。） a company as referred to in Article 2, paragraph (2) of the Act that conducts a split as referred to in paragraph (1) of the same Article (hereinafter, such split is referred to as a "company split" and such company conducting a company split is referred to as a "split company")</p>	<p>農業協同組合法第七十条の三第一項に規定する新設分割（以下「新設分割」という。）をする同法第十条第二項に規定する出資組合（以下「分割組合」という。） a contribution cooperative as prescribed in Article 10, paragraph (2) of the Agricultural Cooperatives Act that conducts an incorporation-type split as prescribed in Article 70-3, paragraph (1) of the same Act (hereinafter, such split is referred to as an "incorporation-type split" and such cooperative conducting an incorporation-type split is referred to as a "split cooperative")</p>
	<p>同条第一項の分割契約等（以下「分割契約等」という。）に同条第一項の承継会社等（以下「承継会社等」という。） a split contract, etc. as referred to in paragraph (1) of the same Article (hereinafter referred to as a "split contract, etc.") has provisions to the effect that a successor company, etc. as referred to in paragraph (1) of the same Article (hereinafter referred to as a "successor company, etc.")</p>	<p>同法第七十条の三第一項の新設分割計画（以下「分割計画」という。）に同条第二項第一号に規定する新設分割設立組合（以下「設立組合」という。） an incorporation-type split plan as referred to in Article 70-3, paragraph (1) of the same Act (hereinafter referred to as a "split plan") has provisions to the effect that a cooperative formed in an incorporation-type split as referred to in paragraph (2), item (i) of the same Article (hereinafter referred to as a "formed cooperative")</p>
	<p>分割会社から承継会社等 by the successor company, etc. from the split company</p>	<p>分割組合から設立組合 by the formed cooperative from the split cooperative</p>
	<p>分割契約等に係る会社分割が the company split pertaining to the split contract, etc.</p>	<p>分割計画に係る新設分割が the incorporation-type split pertaining to the split plan</p>

第一条第四号 Article 1, item (iv)	会社法（平成十七年法律第八十六号）第七百六十三条第一項に規定する新設分割設立会社 a company incorporated in an incorporation-type split as prescribed in Article 763, paragraph (1) of the Companies Act (Act No. 86 of 2005))	設立組合 a formed cooperative
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第六条 第一条から第四条までの規定は、医療法（昭和二十三年法律第二百五号）第六十条に規定する吸収分割及び同法第六十一条第一項に規定する新設分割について準用する。この場合において、これらの規定（第一条各号列記以外の部分及び同条第二号を除く。）中「分割会社」とあるのは「分割医療法人」と、「承継会社等」とあるのは「承継医療法人等」と、「会社分割」とあるのは「医療法人分割」と読み替えるほか、次の表の上欄に掲げる規定中同表の中欄に掲げる字句は、それぞれ同表の下欄に掲げる字句に読み替えるものとする。

Article 6 The provisions of Articles 1 to 4 apply mutatis mutandis to an absorption-type split as prescribed in Article 60 of the Medical Care Act (Act No. 205 of 1948) and an incorporation-type split as prescribed in Article 61, paragraph (1) of the same Act. In this case, in these provisions (excluding the part other than the items of Article 1 and item (ii) of the same Article), the term "split company" is deemed to be replaced with "split medical corporation"; the term "successor company, etc." is deemed to be replaced with "successor medical corporation, etc."; and the term "company split" is deemed to be replaced with "medical corporation split"; and the terms listed in the middle column of the following table in the provisions listed in the left-hand column of the same table are to be respectively deemed to be replaced with the terms listed in the right-hand column of the same table.

第一条各号列記以外の部分 The part other than the items of Article 1	会社分割に伴う労働契約の承継等に関する法律 the Act on the Succession to Labor Contracts upon Company Split	医療法（昭和二十三年法律第二百五号）第六十二条において準用する会社分割に伴う労働契約の承継等に関する法律 the Act on the Succession to Labor Contracts upon Company Split as applied mutatis mutandis pursuant to Article 62 of the Medical Care Act (Act No. 205 of 1948)
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<p>第一条第二号 Article 1, item (ii)</p>	<p>法第二条第一項の分割（以下「会社分割」という。）をする同条第二項の会社（以下「分割会社」という。） a company as referred to in Article 2, paragraph (2) of the Act that conducts a split as referred to in paragraph (1) of the same Article (hereinafter, such split is referred to as a "company split" and such company conducting a company split is referred to as a "split company")</p>	<p>医療法第六十条の吸収分割又は同法第六十一条第一項の新設分割（以下「医療法人分割」という。）をする同法第六十条の二第一号の吸収分割医療法人又は同法第六十一条の二第三号の新設分割医療法人（以下「分割医療法人」という。） a medical corporation splitting in an absorption-type split as referred to in Article 60-2, item (i) of the Medical Care Act or a medical corporation splitting in an incorporation-type split as referred to in Article 61-2, item (iii) of the same Act that conducts an absorption-type split as referred to in Article 60 of the same Act or an incorporation-type split as referred to in Article 61, paragraph (1) of the same Act (hereinafter, such split is referred to as a "medical corporation split" and such medical corporation conducting a medical corporation split is referred to as a "split medical corporation")</p>
	<p>同条第一項の分割契約等 a split contract, etc. as referred to in paragraph (1) of the same Article</p>	<p>同法第六十条の吸収分割契約又は同法第六十一条第一項の新設分割計画 an absorption-type split contract as referred to in Article 60 of the same Act or an incorporation-type split plan as referred to in Article 61, paragraph (1) of the same Act</p>

	同条第一項の承継会社等（以下「承継会社等」 a successor company, etc. as referred to in paragraph (1) of the same Article (hereinafter referred to as a "successor company, etc.	同法第六十条の吸収分割承継医療法人又は同法第六十一条の二第一号の新設分割設立医療法人（以下「承継医療法人等」 a medical corporation succeeding in an absorption-type split as referred to in Article 60 of the same Act or a medical corporation incorporated in an incorporation-type split as referred to in Article 61-2, item (i) of the same Act (hereinafter referred to as a "successor medical corporation, etc.
	分割会社から承継会社等 by the successor company, etc. from the split company	分割医療法人から承継医療法人等 by the successor medical corporation, etc. from the split medical corporation
	会社分割が the company split	医療法人分割が the medical corporation split
第一条第四号 Article 1, item (iv)	商号 tradenames	名称 names
	住所（会社法（平成十七年法律第八十六号）第七百六十三条第一項に規定する新設分割設立会社にあつては所在地） addresses (or locations in the case of a company incorporated in an incorporation-type split as prescribed in Article 763, paragraph (1) of the Companies Act (Act No. 86 of 2005))	主たる事務所の所在地 locations of principal offices

第七条 第一条から第四条までの規定は、国民年金法（昭和三十四年法律第百四十一号）第百三十七条の三の七第一項に規定する吸収分割について準用する。この場合において、これらの規定（第一条各号列記以外の部分及び同条第二号を除く。）中「分割会社」とあるのは「分割基金」と、「承継会社等」とあるのは「承継基金」と、「分割契約等」とあるのは「吸収分割契約」と、「会社分割」とあるのは「基金分割」と読み替えるほか、次の表の上欄に掲げる規定中同表の中欄に掲げる字句は、それぞれ同表の下欄に掲げる字句に読み替えるものとする。

Article 7 The provisions of Articles 1 to 4 apply mutatis mutandis to an absorption-type split as prescribed in Article 137-3-7, paragraph (1) of the

National Pension Act (Act No. 141 of 1959). In this case, in these provisions (excluding the part other than the items of Article 1 and item (ii) of the same Article), the term "split company" is deemed to be replaced with "split fund"; the term "successor company, etc." is deemed to be replaced with "successor fund"; the term "(a) split contract, etc." is deemed to be replaced with "(an) absorption-type split contract"; and the term "company split" is deemed to be replaced with "fund split"; and the terms listed in the middle column of the following table in the provisions listed in the left-hand column of the same table are to be respectively deemed to be replaced with the terms listed in the right-hand column of the same table.

第一条各号列記以外の部分 The part other than the items of Article 1	会社分割に伴う労働契約の承継等に関する法律 the Act on the Succession to Labor Contracts upon Company Split	国民年金法（昭和三十四年法律第百四十一号）第百三十七条の三の十三において準用する会社分割に伴う労働契約の承継等に関する法律 the Act on the Succession to Labor Contracts upon Company Split as applied mutatis mutandis pursuant to Article 137-3-13 of the National Pension Act (Act No. 141 of 1959)
第一条第二号 Article 1, item (ii)	法第二条第一項の分割（以下「会社分割」という。）をする同条第二項の会社（以下「分割会社」という。） a company as referred to in Article 2, paragraph (2) of the Act that conducts a split as referred to in paragraph (1) of the same Article (hereinafter, that split is referred to as a "company split" and the company conducting a company split is referred to as a "split company")	国民年金法第百三十七条の三の七第一項の吸収分割（以下「基金分割」という。）をする同条第二項の吸収分割基金（以下「分割基金」という。） a fund splitting in an absorption-type split as referred to in Article 137-3-7, paragraph (2) of the National Pension Act that conducts an absorption-type split as referred to in paragraph (1) of the same Article (hereinafter, that split is referred to as a "fund split" and the fund conducting a fund split is referred to as a "split fund")
	同条第一項の分割契約等（以下「分割契約等」 a split contract, etc. as referred to in paragraph (1) of the same Article (hereinafter referred to as a "split contract, etc.	同項の吸収分割契約（以下「吸収分割契約」 an absorption-type split contract as referred to in the same paragraph (hereinafter referred to as an "absorption-type split contract

	同条第一項の承継会社等（以下「承継会社等」 a successor company, etc. as referred to in paragraph (1) of the same Article (hereinafter referred to as a "successor company, etc.	同項の吸収分割承継基金（以下「承継基金」 a fund succeeding in an absorption-type split as referred to in the same paragraph (hereinafter referred to as a "successor fund
	分割会社から承継会社等 by the successor company, etc. from the split company	分割基金から承継基金 by the successor fund from the split fund
	分割契約等に係る会社分割 the company split pertaining to the split contract, etc.	吸収分割契約に係る基金分割 the fund split pertaining to the absorption-type split contract
第一条第四号 Article 1, item (iv)	商号、住所（会社法（平成十七年法律第八十六号）第七百六十三条第一項に規定する新設分割設立会社にあつては所在地） tradenames, addresses (or locations in the case of a company incorporated in an incorporation-type split as prescribed in Article 763, paragraph (1) of the Companies Act (Act No. 86 of 2005))	名称、主たる事務所の所在地 names, locations of principal offices

附 則

Supplementary Provisions

この省令は、法の施行の日（平成十三年四月一日）から施行する。

This Ministerial Order comes into effect as of the date on which the Act comes into effect (April 1, 2001).

附 則 〔平成十八年四月二十八日厚生労働省令第百十六号〕 〔抄〕

Supplementary Provisions [Order of the Ministry of Health, Labour and Welfare No. 116 of April 28, 2006 Extract] [Extract]

（施行期日）

(Effective Date)

第一条 この省令は、平成十八年五月一日から施行する。

Article 1 This Ministerial Order comes into effect as of May 1, 2006.

附 則 〔平成二十七年二月四日厚生労働省令第十四号〕

Supplementary Provisions [Order of the Ministry of Health, Labour and Welfare No. 14 of February 4, 2015]

この省令は、会社法の一部を改正する法律の施行の日（平成二十七年五月一日）から施行する。

This Ministerial Order comes into effect as of the date on which the Act Partially Amending the Companies Act (May 1, 2015) comes into effect.

**附 則 〔平成二十八年三月三十一日厚生労働省令第五十八号〕
Supplementary Provisions [Order of the Ministry of Health, Labour and Welfare No. 58 of March 31, 2016]**

この省令は、平成二十八年四月一日から施行する。

This Ministerial Order comes into effect as of April 1, 2016.

**附 則 〔平成二十八年八月十七日厚生労働省令第百四十号〕
Supplementary Provisions [Order of the Ministry of Health, Labour and Welfare No. 140 of August 17, 2016]**

（施行期日）

(Effective Date)

第一条 この省令は、平成二十八年九月一日から施行する。

Article 1 This Ministerial Order comes into effect as of September 1, 2016.

（経過措置）

(Transitional Measures)

第二条 この省令の施行の日前に吸収分割契約又は新設分割計画が締結又は作成された場合におけるその吸収分割又は新設分割については、なお従前の例による。

Article 2 Prior laws continue to govern an absorption-type company split or an incorporation-type company split in cases where the relevant absorption-type split contract or the relevant incorporation-type split plan was entered into or prepared before the date on which this Ministerial Order comes into effect.

**附 則 〔平成二十八年十月五日厚生労働省令第百五十九号〕〔抄〕
Supplementary Provisions [Order of the Ministry of Health, Labour and Welfare No. 159 of October 5, 2016 Extract] [Extract]**

（施行期日）

(Effective Date)

第一条 この省令は、平成二十九年一月一日から施行し、第四条の規定による改正後の国民年金基金及び国民年金基金連合会の財務及び会計に関する省令第八条及び第十二

条（これらの規定を同令第二十条において読み替えて準用する場合を含む。）の規定は、国民年金基金又は国民年金基金連合会の平成二十九年度の予算から適用する。

Article 1 This Ministerial Order comes into effect as of January 1, 2017, and the provisions of Articles 8 and 12 of the Ministerial Order on the Finance and Accounting of the National Pension Fund and the National Pension Fund Association after the amendment under Article 4 (including as applied mutatis mutandis pursuant to Article 20 of the same Order following the deemed replacement of terms) become applicable from the FY2017 budget for the National Pension Fund or the National Pension Fund Association.