

# 業務回顧 Business Review



本處所提供的服務，主要包括辦理公司註冊、登記法定申報表，以及為公眾人士提供服務，讓他們取得本處所備存的公司資料。此外，本處是信託或公司服務提供者的發牌及監管當局。本處亦處理與放債人牌照有關的申請，並備存放債人登記冊供公眾查閱。由二零二零年八月起，本處的服務範疇擴展至包括管理全新的有限合夥基金制度，讓投資基金在香港以有限合夥基金形式成立和註冊。而開放式基金型公司制度和有限合夥基金制度下的基金遷冊機制，可進一步增加香港作為營商之都的吸引力。前瞻未來，我們會繼續致力利用先進科技，並在業務上推行創新意念，藉此提升本處的服務。

The Registry's services mainly comprise the registration of companies and statutory returns and the provision of services for members of the public to obtain company information held by the Registry. In addition, we serve as the licensing and regulatory authority for TCSPs. We also process applications relating to money lenders licences and maintain a register of money lenders for public inspection. Our services have been expanded to include the administration of a new LPF regime with effect from August 2020 for investment funds to set up and register in Hong Kong. The re-domiciliation mechanisms under the OFC and LPF regimes further enhance the attractiveness of doing business in Hong Kong. Looking ahead, we remain committed to enhancing our service delivery through the use of advanced technology and the implementation of innovative business ideas.

## 公司註冊成立

儘管2019冠狀病毒病疫情及第五波疫情對香港造成打擊，但在二零二一至二二年度仍有105,576間新公司註冊成立，按年跌幅僅為0.3%。在新註冊成立的公司當中，約82%是由一名成員組成的公司。

透過「註冊易」網站 ([www.eregistry.gov.hk](http://www.eregistry.gov.hk)) 及「CR交表易」流動應用程式以電子形式交付的公司註冊申請所佔的比例，由二零二零至二一年度的約54%攀升至二零二一至二二年度的約62%。這可歸因於在二零二一至二二年度因應2019冠狀病毒病疫情而實施特別工作安排，以及由二零二零年十月一日起扣減以電子形式成立公司及註冊非香港公司所須繳付的費用，致使有更多客戶由紙張申請轉用本處的一站式電子公司註冊及商業登記服務。

## Incorporation of Companies

Despite the impact caused by the COVID-19 pandemic and the fifth wave of COVID-19 pandemic in Hong Kong, the number of new companies incorporated in 2021-22 reached 105,576, only a 0.3% year-on-year decline. Around 82% of the new companies incorporated were one-member companies.

The proportion of incorporation applications delivered electronically through the e-Registry ([www.eregistry.gov.hk](http://www.eregistry.gov.hk)) and the "CR eFiling" mobile application climbed from approximately 54% in 2020-21 to around 62% in 2021-22. This could be attributed to the special work arrangements under COVID-19 in 2021-22 and the reduction of fees payable for incorporation of companies and registration of non-Hong Kong companies through electronic means with effect from 1 October 2020, resulting in more customers switching from paper applications to the Registry's one-stop electronic company incorporation and business registration service.

## 文件登記

在二零二一至二二年度，本處共收到2,808,164份交付本處登記的文件（即平均每個工作日收到11,369份），與二零二零至二一年度相比，錄得2.7%的輕微跌幅。交付本處登記的文件，包括公司組織章程細則、董事及公司秘書的委任、辭職及其有關詳情更改的通知書、註冊辦事處地址的更改、股份配發申報書和周年申報表等，可就公司在不同範疇的營運情況提供資料。

繼信託或公司服務提供者及重要控制人登記冊這兩個制度於二零一八年三月實施後，交付本處以申報公司秘書、註冊辦事處地址及登記冊備存地點有所更改的文件數目，在二零二一至二二年度維持於正常水平。

## 公眾查冊

在二零二一至二二年度，查閱文件影像紀錄有4,989,825宗（平均每日13,671宗），而查閱董事索引的數目有435,882宗（平均每日1,194宗），數字與前一年相若。查閱公司資料的數目減至345,579宗，輕微下跌3.2%。

網上公司查冊服務繼續大受歡迎，超過99.9%的公司查冊是在網上進行。

在二零二一至二二年度，使用流動裝置進行公司查冊有2,802,914宗，較前一年大幅增加378.1%。

## Registration of Documents

In 2021-22, the Registry received 2,808,164 documents for registration (an average of 11,369 documents received per working day), a mild 2.7% decline from 2020-21. Documents received by the Registry for registration, including the articles of association, notifications of appointments, resignations and changes in particulars of directors and company secretaries, changes of registered office addresses, returns of allotments and annual returns, can provide information on various aspects of the operation of a company.

Following the commencement of the TCSP and Significant Controllers Register ("SCR") regimes in March 2018, the number of documents delivered to the Registry for reporting changes in company secretaries, registered office addresses and the location of registers remained at a normal level in 2021-22.

## Public Searches

In 2021-22, there were 4,989,825 searches of document image records (a daily average of 13,671) and 435,882 searches on Directors Index (a daily average of 1,194), which are comparable to the previous year. The number of searches of company particulars decreased to 345,579, a slight reduction of 3.2%.

Online company searches continued to be very popular with over 99.9% of the company searches made online.

2,802,914 company searches were conducted through mobile devices in 2021-22, representing a significant increase of 378.1% when compared to the previous year.

## 向信託或公司服務提供者發牌

本處作為信託或公司服務提供者的監管當局，負責施行信託或公司服務提供者發牌制度。在二零二一至二二年度，本處共收到939宗新牌照申請，並批出了804個新牌照。截至二零二二年三月三十一日，「信託或公司服務持牌人登記冊」上共有6,805名持牌人。

儘管受到2019冠狀病毒病疫情的影響，在二零二一至二二年度，本處人員進行了701次實地巡查，並就違規個案發出616封警告信。在年內，本處亦對違反《打擊洗錢條例》的信託或公司服務提供者共發出309張傳票，並向12名持牌人採取紀律行動。

## 公司須備存重要控制人登記冊

在香港成立為法團的公司須取得和保存實益擁有權的最新資料，以備存「重要控制人登記冊」，供執法人員查閱。《2018年公司（修訂）條例》訂定自二零一八年三月一日起，公司須備存重要控制人登記冊，目的是為提升法團實益擁有權的透明度。重要控制人登記冊制度一直運作暢順有效，本處定期進行實地巡查，確保公司遵從有關規定。

## Licensing of Trust or Company Service Providers

In its capacity as the regulatory authority for TCSPs, the Registry administers a licensing regime for TCSPs. In 2021-22, we received 939 applications for new licences and granted 804 new licences. As at 31 March 2022, there were 6,805 licensees on the Register of TCSP Licensees.

Despite the impact of the COVID-19 pandemic, we managed to conduct 701 onsite inspections and issued 616 warning letters for non-compliant cases in 2021-22. We also issued 309 summonses for breaches of the AMLO and imposed disciplinary actions against 12 licensees in the year.

## Keeping of Significant Controllers Registers

Companies incorporated in Hong Kong are required to obtain and maintain up-to-date information on beneficial ownership by way of keeping a SCR which is opened for inspection by law enforcement officers upon demand. The requirements for the keeping of SCRs were introduced by the Companies (Amendment) Ordinance 2018 on 1 March 2018 to enhance the transparency of corporate beneficial ownership. The SCR regime has been operating smoothly and effectively, and the Registry conducts site inspections on a regular basis to ensure that companies are in compliance with the rules.

## 放債人牌照

在二零二一至二二年度，放債人註冊辦事處（下稱「註冊辦事處」）對持牌放債人進行了461次定期及恆常的實地巡查。此外，自二零二一年三月起，就所有放債人牌照當批出或續期時，在牌照上施加一項新增的牌照條件及兩項修訂的牌照條件。為監察和確保持牌人遵從上述牌照條件，註冊辦事處在年內進行了15次針對性巡查、123次針對性電話訪問及233次針對性非現場監察，並對放債廣告進行了285次針對性檢查。註冊辦事處發出了179項糾正命令及四封警告信，要求持牌放債人糾正未有遵從牌照條件的違規情況。

在二零二一至二二年度，共有284個新牌照獲批出。截至二零二二年三月三十一日，持牌放債人的數目為2,458名，數字與前一年相若。

## 為有限合夥基金註冊

有限合夥基金制度自二零二零年八月三十一日開始實施以來，吸引了多個投資基金在香港成立和運作。截至二零二二年三月三十一日，「有限合夥基金登記冊」上共有457個有限合夥基金，其中287個是在二零二一至二二年度註冊。

## 執法及檢控

公司註冊處處長負責執行《公司條例》的各項規定，並獲授權按情況檢控未有遵從法規的個案。在二零二一至二二年度，本處對公司進行了3,276次實地巡查，以確保公司已遵從展示公司名稱及備存公司登記冊（包括重要控制人登記冊）的規定，這數字比二零二零至二一年度的實地巡查數目高出超過一倍。此外，在同期，本處就違反《公司條例》的個案發出了2,821張傳票。

## Licensing of Money Lenders

In 2021-22, the Money Lenders Section conducted 461 regular and routine onsite inspections on licensed money lenders. Furthermore, to monitor and ensure compliance with the additional and two revised conditions imposed on all money lenders licences as and when they are granted or renewed starting from March 2021, 15 thematic inspections, 123 thematic phone interviews, 233 thematic offsite monitoring and 285 thematic checking on money lending advertisements were conducted during the year. 179 rectification orders and four warning letters were issued requiring rectification of non-compliances with licensing conditions.

In 2021-22, 284 new licences were granted. As at 31 March 2022, there were 2,458 licensed money lenders which are comparable to the previous year.

## Registration of Limited Partnership Funds

The LPF regime has attracted a number of investment funds to set up and operate in Hong Kong since its commencement on 31 August 2020. There were 457 LPFs on the LPF Register as at 31 March 2022, with 287 registered in 2021-22.

## Enforcement and Prosecution

The Registrar undertakes the responsibility to enforce the provisions of the Companies Ordinance and prosecute cases of non-compliance with delegated authority, where appropriate. In 2021-22, there were 3,276 site inspections conducted on companies to ensure that they are in compliance with the requirements in displaying company names and keeping company registers, including the SCR. This is more than double the number of site inspections conducted in 2020-21. Also, in the same period of time, the Registry issued 2,821 summonses for breaches under the Companies Ordinance.

## 財務表現

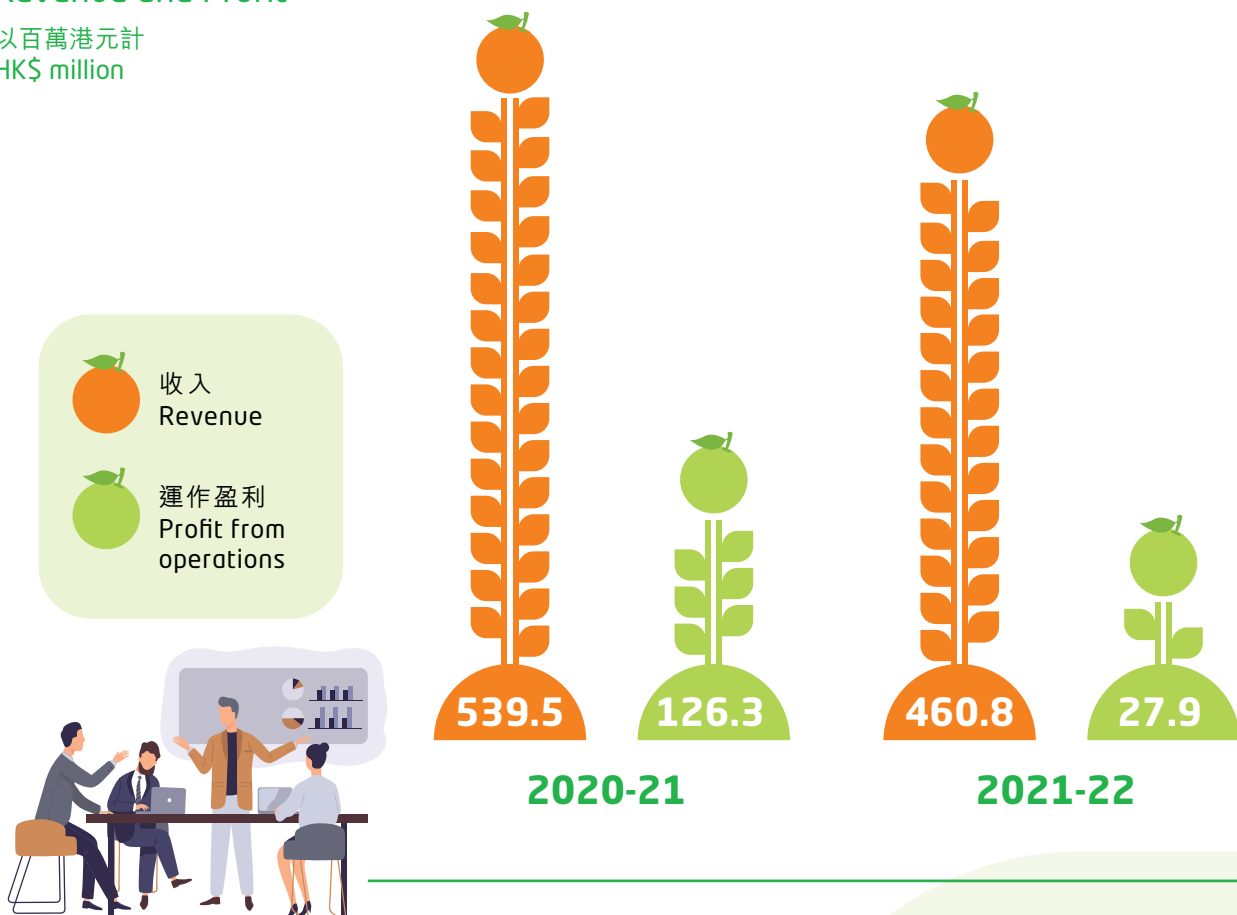
在二零二一至二二年度，由於2019冠狀病毒病疫情肆虐，本處的業務錄得溫和跌幅，收入下跌14.6%至4億6,080萬元（二零二零至二一年度為5億3,950萬元）。由二零二零年十月一日起寬免公司的所有周年申報表登記費（逾期交付的周年申報表除外）的全年效應，亦是導致二零二一至二二年度收入下降的原因，該項寬免為期兩年。計及運作成本上升4.8%至4億3,290萬元（二零二零至二一年度為4億1,320萬元）。本處的運作盈利下跌77.9%至2,790萬元（二零二零至二一年度為1億2,630萬元）。

## Financial Performance

The Registry's business declined moderately in 2021-22 as a result of the COVID-19 pandemic with revenue dropped by 14.6% to \$460.8 million (2020-21: \$539.5 million). The full-year effect of the waiver of registration fees for all annual returns (except for those delivered late) for two years from 1 October 2020 also attributed to the decrease in revenue for 2021-22. Operating costs increased by 4.8% to \$432.9 million (2020-21: \$413.2 million). The profit from operations declined by 77.9% to \$27.9 million (2020-21: \$126.3 million).

### 收入與盈利 Revenue and Profit

以百萬港元計  
HK\$ million

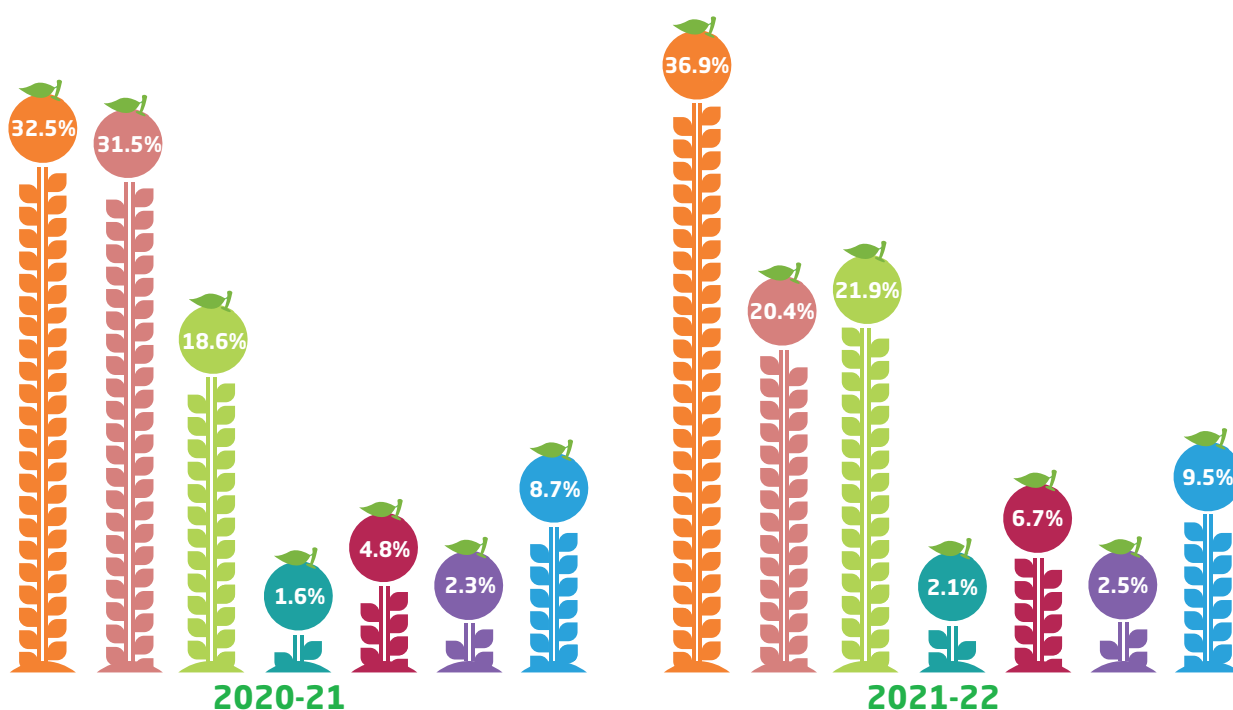




本處接近80%的總收入是來自新公司註冊成立、周年申報表登記和公司資料查冊等業務。在二零二一至二二年度，由於實施寬免公司的周年申報表登記費這項紓困措施，導致周年申報表登記費收入大幅下跌44.9%至9,380萬元（二零二零至二一年度為1億7,020萬元）。與此同時，來自公司成立註冊費的收入下跌至1億7,010萬元（二零二零至二一年度為1億7,510萬元），按年減少2.9%，而來自查冊及影印費用的收入則保持平穩。

The incorporation of new companies, registration of annual returns and searches for company information accounted for almost 80% of the Registry's total revenue. In 2021-22, the relief measure on waiver of annual registration fees resulted in a considerable decline in revenue from annual registration fees by 44.9% to \$93.8 million (2020-21: \$170.2 million). Meanwhile, revenue from incorporation fees dropped to \$170.1 million (2020-21: \$175.1 million), representing a year-on-year decrease of 2.9% while revenue from search and copying fees remained stable.

## 收入 Revenue



公司成立註冊費  
Incorporation fees



周年申報表登記費  
Annual registration fees



查冊及影印收費  
Search and copying fees



押記文件登記費  
Charges registration fees



管理及代收服務費用  
Fees for administration and collection services



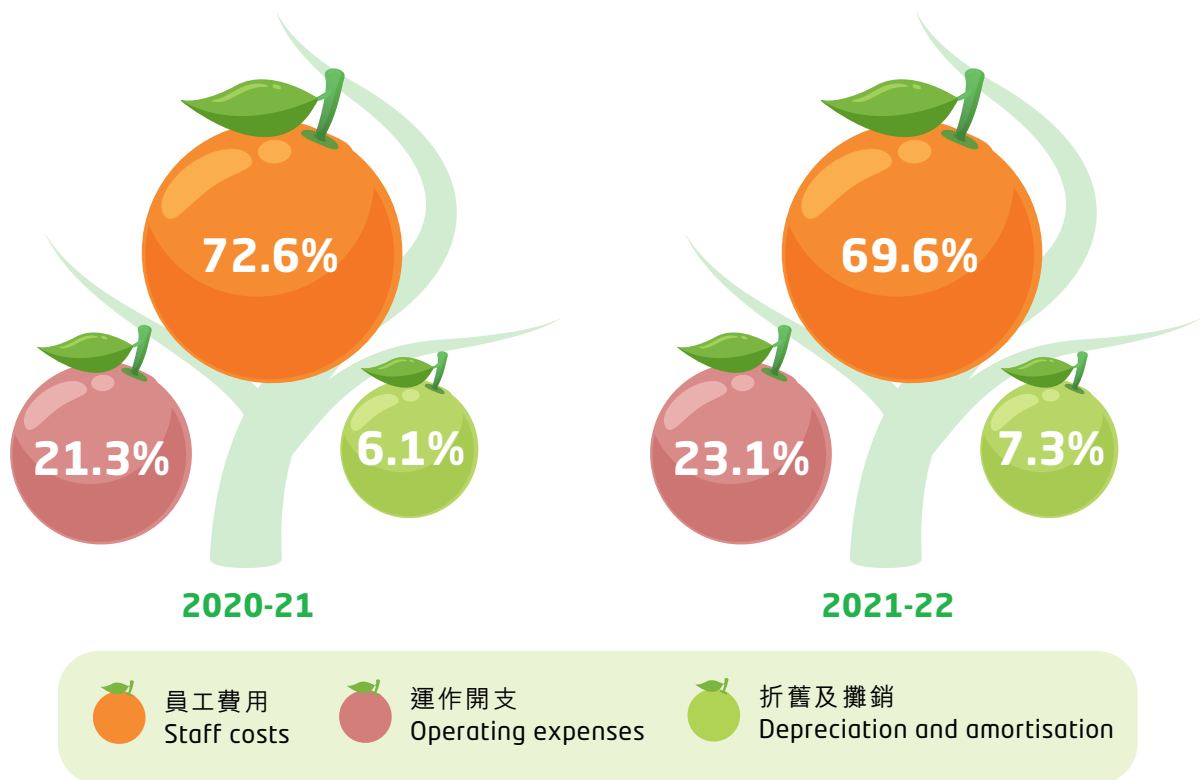
信託或公司服務提供者發牌制度費用  
Fees under TCSPs licensing regime



其他費用  
Other fees



## 運作成本 Operating Costs



多年來，本處一直能夠達致在財政自給的基礎上運作，並取得足夠儲備以應付可持續發展。穩健的財務狀況讓本處能運用最新的科技發展，著力提升服務和生產力，例如全面翻新現時的綜合資訊系統及建設新的資訊科技基礎設施。由於本處的財務表現很大程度視乎公司的業務情況而定，而公司的業務情況又會因全球和本地經濟狀況變動而出現波動，因此，本處會繼續嚴格監控資源的運用。

Over the years, the Registry has been successful in operating on a self-financing basis and securing sufficient funds for its sustainable development. Our healthy financial position enables us to focus on enhancing service and productivity by implementing new technologies, such as the revamp of the ICRIS and the establishment of new IT infrastructure. As the Registry's performance is highly dependent on company activities which will fluctuate owing to changes in global and local economic conditions, we will continue to exercise stringent control over the use of resources.