

THE YEAR'S ACTIVITIES

ORGANISATION

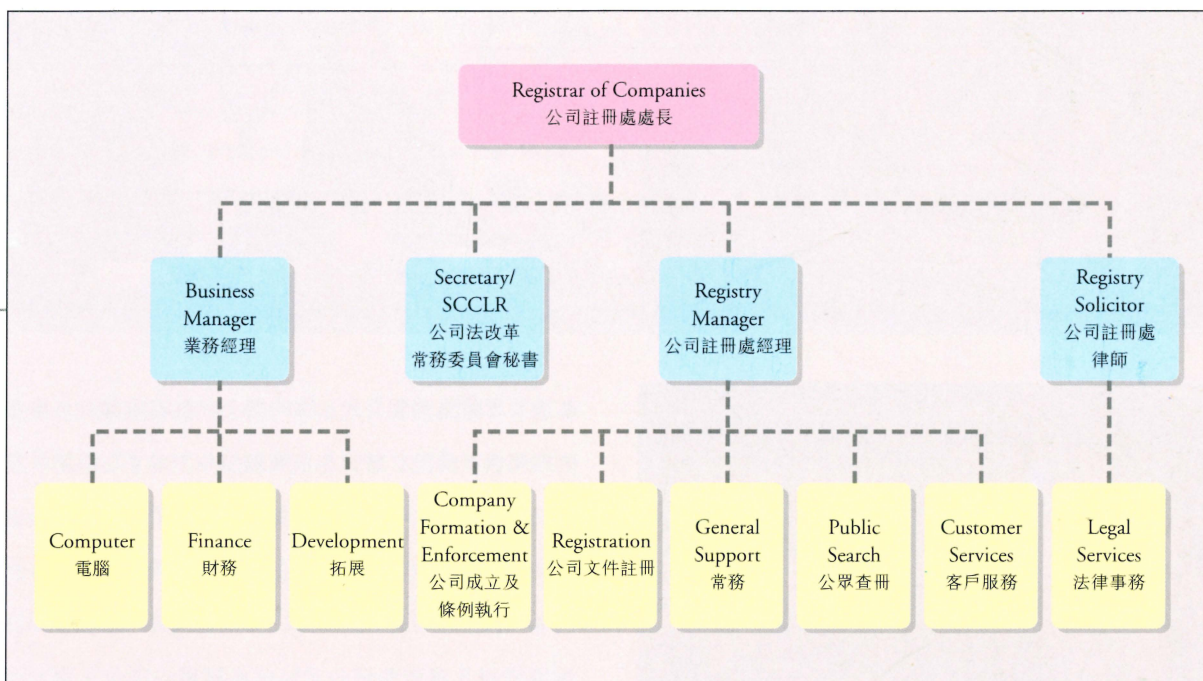
While the large majority of the Registry's staff are full time permanent civil servants (350 at 31 March 1995), an important part of the Registry's resources are provided by temporary staff (73 at 31 March 1995).

During the year, approval was given by the Government to offer short term contracts to some temporary staff to provide a somewhat greater security, while allowing the Registry the ability to deploy resources flexibly as market

conditions change. There were 10 staff employed on short term contracts at 31 March 1995.



Managers of the Public
Search Division
公眾查冊部的經理級人員



Organisation of
the Registry as at
31 March 1995
公司註冊處在1995年
3月31日的組織

年內工作情況

組織

雖然本處大部分職員都是全職公務員（截至一九九五年三月卅一日止共有三百五十名），臨時員工（截至一九九五年三月卅一日止共有七十三名）亦是本處人力資源的重要組成部份。



Managers of the
Headquarters Team
總部的經理級人員

During the year, the Registry strengthened its management structure by reorganising the functions under the Registry Manager to ensure a better focus on key aspects of the business and to enable a wider succession plan to be available for managers. This involved, inter-alia, the splitting of the Administration and Registration Division into two divisions, one responsible for Company Formation and Enforcement and the other for Registration, and the creation of one Deputy Registry Manager and two Assistant Registry Manager posts. At the same time, the functions of the Computer Section were transferred to the Business

Manager to reflect the need for close liaison with the development function as the Registry embarks on its development programme.

STAFF TRAINING AND DEVELOPMENT

One of the Registry's Deputy Registry Managers was seconded to the Government Secretariat for a period of six months during the year and another Deputy Registry Manager will be seconded in 1995/96 in a plan to broaden the experience of managers by exposing them to a different working environment.

In house training this year has been used specifically to prepare staff for changes in working practices, notably the increased use of computer systems and to enhance the awareness of staff to their roles in customer relations. The services of the Civil Service Training Centre have also been widely used to improve management and language skills, with particular emphasis on Putonghua courses.

Managers of the
Registration Division
公司文件註冊部的經理級
人員



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Managers of the Company
Formation and
Enforcement Division
公司成立及條例執行部的
經理級人員



年內，政府批准本處以短期合約方式聘用臨時員工。此舉一方面為員工提供較佳的就業保障，而另一方面又容許本處因應市場情況的變動，靈活調配資源。截至一九九五年三月卅一日止，共有十名員工與本處訂有短期合約。

年內，本處為加強管理結構，將公司註冊處經理所負責的職務重新編配，確保更能照顧工作上的主要環節，及為經理級人員安排涉及較大範圍的接班計劃。此次改組包括將行政及註冊部一分为二，分別處理公司成立和條例執行以及公司文件註冊的工作，並開設一個副公司註冊處經理及兩個助理公司註冊處經理的職位。與此同時，電腦組的職務亦調歸業務經理負責，以反映隨著本處著手展開拓展計劃，該組的工作有需要與拓展事務保持密切聯繫。

員工培訓及發展

本處其中一名副公司註冊處經理於年內被借調往布政司署工作，為期六個月。而另一名副公司註冊處經理亦將於一九九五／九六年度同樣被借調。此項計劃旨在令經理級人員置身於不同工作環境，藉以增廣經驗。

WORKLOAD AND PERFORMANCE

The main activities of the Registry are:-

1. Incorporation and registration of new companies.
2. General registration of documents for established companies.

3. Microfilming of all public documents and provision of facilities for the public to search them.

(The workload statistics for the year to 31 March 1995 are shown in the Table at Appendix A.)



A staff outing organised by the Registry for staff
公司註冊處為員工所安排的一次郊遊活動

本處又藉著內部培訓，協助屬下人員適應更頻繁使用電腦系統及工作方式上的改變，並促使他們對本身在與客戶關係上所扮演的角色有更深認識。本處亦廣泛使用公務員訓練中心所提供的服務，包括普通話的訓練課程，以改良本處人員的管理能力及語文技巧。

工作量及工作表現

本處的主要工作為：-

1. 為新公司辦理註冊及登記
2. 為已成立的公司登記文件
3. 將一切公眾文件予以微型縮影，並提供設施利便公眾人士查閱該等資料。

(本處在截至一九九五年三月卅一日為止一年內的工作量統計數字，詳列於附錄 A。)



Mr. G W E Jones,
Registrar of Companies
presented the 500,000th
Certificate of Incorporation
to the H.K. Blind Union
公司註冊處處長向香港
失明人協進會頒發
第五十萬張的公司註冊證書

The Registry's workload in the year to 31 March 1995 in general showed a downturn from the high levels experienced over the two previous years. The most significant change was the reduction of nearly 40% in the number of local companies incorporated. This partially reflected the fact that the considerable stocks of shelf companies built up in 1993/94 by company promoters were in excess of the demand experienced in 1994/95 and in addition, it is understood that increasing numbers of promoters forming companies have chosen to incorporate under overseas jurisdictions.

Most of the performance targets set for the Registry's services for 1994/95 were achieved. However, it was disappointing to note that the productivity standard for the main service functions of the Registry slipped a little between the start and the end of the year. Steps have been taken to ensure a more rigorous analysis of the need for temporary staff in the light of changing levels of activity to try to ensure that improvements may be achieved.

Service 服務類別	1993/94 Actual 1993/94年度 實際表現	1994/95 1994/95年度		1995/96 Target 1995/96年度 目標
		Target 目標	Actual performance 實際表現	
Incorporation/registration of new companies. 註冊成立/登記新公司				
- Local company 本地公司	7	7	7	7
- Overseas company 海外公司	38	42	35	36
Registration of general documents (including microfilming) 登記公司文件(包括微型縮影)				
- Local company 本地公司	33	27	29	25
- Overseas company 海外公司	47	34	39	34
Registration of charges 登記押記	12	14	11	12
Searches 查冊				
- Express Counter 特快櫃台	22 mins 22分鐘	20 mins 20分鐘	22 mins 22分鐘	20 mins 20分鐘
- Normal Counter 普通櫃台	1	1	1	1
- Multi-transactions 申請多份拷貝櫃台	1-2	1-2	1-2	1-2

Performance targets and
actual results (expressed
in working days)
服務目標及實際表現 (以工
作日數計算)

SERVICE DEVELOPMENT

The Registry's plans to improve the level and quality of facilities and services have continued during the year and some significant changes have been achieved.

The renovation and refurbishment programme covering the 13th and 14th floors of the Queensway Government Offices has resulted in much improved facilities for the public to lodge documents and to use the Registry's computer terminals to search for name and document information.

As a result of the renovations to the 14th floor, there are now ten service counters available for customers, each linked to a fully computerised system which records all documents as they are presented and provides an index of documents lodged. This index has been added to the existing Company Names Index and both indices can now be accessed free of charge through one of the

41 computer terminals which have been provided for public use in the completely refurbished public computer terminal room on the 13th floor.

Newly implemented legislation requires additional details of directors of listed companies to be lodged with the Registry and for disqualification orders made by the courts against directors, liquidators or other officers to



The refurbished public area and the computerised service counters at the 14th floor of Queensway Government Offices
整修後的金鐘道政府合署
14字樓的公眾地方和電腦化
收款櫃台



The Hon Eric Li Ka-cheung, JP visited the new facilities of the Registry
立法局議員李家祥太平紳士
參觀本處的新設施

截至一九九五年三月卅一日止的一年內，本處的工作量普遍從過往兩年的高水平回落。最主要的改變是註冊成立的新公司，數目減少幾近四成。這部分反映出在一九九三/九四年度成立的案頭公司，數目較一九九四/九五年度的需求為多，及越來越多人選擇在海外司法管轄區註冊成立公司的趨勢。

本處為一九九四/九五年度訂下的服務表現目標，大部分均能達到。可惜各項主要服務的員工生產力指標在年終時候均較年初略告下降。本處經已採取行動，基於不斷轉變的工作水平，更精確地分析對臨時員工的需求，以確保情況得到改善。

拓展服務

年內，本處繼續致力改善設施及服務的水平 and 質素，並已取得若干顯著成績。

本處設於金鐘道政府合署13字及14字樓的辦事處經進行整修及翻新工程後，已大大改善提供予公眾人士遞交文件及使用本處電腦終端機查閱公司名稱及文件資料的設施。

be notified to the Registry. To allow the public easy access to this new information, computer terminals have been installed where, for a fee, the details can be shown on a screen or in print out form. Demand by the public for information on listed companies' directors has been fairly low since the introduction of this service on 21 November 1994.

More computer terminals are available at the new public terminal room at 13th floor, Queensway Government Offices
在金鐘道政府合署13字樓
本處的全新公眾電腦終端機
室提供了更多的電腦終端機
設備



本處設於14字樓的辦事處，經過整修之後，現時有十個服務柜台負責接收文件。每一柜台均與本處的電腦化系統連接，該系統能將全部交來的文件紀錄在案，從而編成索引。此索引加上現有的公司名稱索引，均可供公眾免費查閱。有意查閱者可前往13字樓全新的公眾電腦終端機室，使用設在該處的四十一部電腦終端機。

新實施的法例規定上市公司須向本處呈報其董事的更詳盡資料，並通知本處有關法庭對董事、清盤人或其他人員所發出的取消資格令。本處已安裝電腦終端機，方便公眾人士取得此等新資料，在繳費後，公眾可在螢幕上閱讀或選擇以印表方式帶走該等資料。提供上市公司董事資料的服務，自從於一九九四年十一月廿一日推出以來，公眾人士的需求未見殷切。

CUSTOMER RELATIONS

In view of the Registry's emphasis on the importance of its customers, considerable effort has been made during the year to help customers' understanding of the range of the Registry's services and how to obtain them.

A customer service unit has been installed in the document registration area to assist presenters of documents; ten new pamphlets to explain the Registry's services have been produced; and design work was completed on a touch-screen information system to assist searchers unfamiliar with the layout and procedures of searching for company information.

In house training courses have been held on ten occasions during the year to help front line staff as well as those who deal with the public on the telephone to deliver a better service to the Registry's customers.

客戶關係

本處秉承以客為尊的信念，年內積極協助客戶認識本處所提供的各項服務，及指導他們如何取得所需的服務。

本處在文件註冊部的收件範圍內設立客戶服務組，協助前來遞交文件的人士，並印製十份新的小冊子，解釋本處的服務。此外，一個為協助不熟識翻閱公司資料程序的查冊人士而設的輕觸螢幕式資訊系統的設計工作經已完成。

年內，本處分十次向前線工作人員及負責接聽公眾電話的人員提供有關改善客戶服務的訓練，以加強服務質素。

A survey of our customers' needs and the Registry staff's strengths and weaknesses was completed during the year and this highlighted issues for the Registry to pursue. As a result, a second study was commissioned to provide the Registry with specific options for developing the Registry's systems and methods of improving the provision of information to its customers. It is hoped that tenders for the new systems will be called in 1995/96.

The Customer Liaison Group met four times during the year and has been expanded by the appointment of three additional members representing the Registry's customers. The Group has continued to provide a useful forum for the Registry to receive comments and advice from its users and to sound out opinions on the Registry's existing and proposed practices and procedures and development programme.



Mr. G W E Jones, the Registrar of Companies and some of the members of the Customer Liaison Group
公司註冊處處長鍾悟思先生和客戶聯絡小組的部分成員

在年內完成的一項有關客戶需求及評論本處人員工作表現的調查，指出了本處應著手處理的事項，亦促使本處進行第二項研究，尋找明確辦法發展本處的資訊存取系統，及改善向客戶提供資料的方式。有關新系統的招標工作可望於一九九五/九六年度展開。

客戶聯絡小組在年內共開會四次，並增加了三名成員代表本處客戶。透過該小組，本處有機會聽取客戶的意見和批評，並了解他們對現有及建議中的做法、程序及發展計劃的意見。



Customer Service Unit at the document registration area — a new initiative to serve customers better
在文件註冊部的收件範圍內設立客戶服務組——改善客戶服務的新猷

OVERSEAS VISITORS

With the increasing interdependence of global economies, it is very important that the Registry develops its contacts with equivalent bodies in overseas jurisdictions, in particular China. During the year, the Registry received six delegations or visitors, mainly from China, but also from Brazil and the Cook Islands. We have close contacts with Companies House in the United Kingdom, and are developing contacts with the Australian and New Zealand Governments to share their experiences in developing registry services.

LEGISLATION AND ENFORCEMENT

Two major changes to filing requirements were implemented on 29 April 1994 as a result of the Companies (Amendment) (No.2) Ordinance 1993. The first changed the basis for private companies to file their Annual Returns from their annual general meeting dates to their incorporation dates and the second required listed companies to notify the Registrar of all the directorships held by their directors and any change to these.

Visitors from the Audit Administration of the People's Republic of China seeing the conversion of paper documents into microfilm

中華人民共和國審計署代表團參觀本處的微縮文件作業



海外訪客

隨著全球經濟關係日益密切，本處與海外司法管轄區（特別是中國）的對口機構保持聯繫至為重要。年內，本處共接待六個代表團或訪問團。他們主要來自中國，其餘則來自巴西及庫克群島。此外，本處亦與英國的公司註冊處保持緊密聯絡，並正與澳洲及新西蘭政府的人員接觸，從而分享他們在發展註冊服務方面的經驗。

制訂法規、實施執行

在一九九四年四月二十九日，本處根據公司（修訂）（第2號）條例對公司遞交文件登記的規定，作出兩項更改。首項改變是私人公司遞交周年申報表的時限，由以往按周年大會舉行日期計算，改為以公司註冊成立周

Both changes have had an impact on the Registry's operations - the first has generated a considerable number of enquiries by, and explanations to, individuals and professional bodies about the application of the new filing dates. In addition, defaults by a number of companies in complying with the second has required the Registry's Legal Services Division to take prosecution action against these companies.

Striking off activity, under sections 290A and 291 of the Companies Ordinance continued throughout the year and has proved to be an effective means of removing non-operational companies from the Register. Some companies, however, on being faced with striking off action have complied with their outstanding filing obligations and have paid arrears of Annual Return fees. The additional revenue from this source in the year was approximately \$5 million.

During the year, the Legal Services Division provided advice and proposed amendments to the Ordinance on the issues of disqualification of directors; the incorporation of accounting practices; giving auditors statutory protection from liability when reporting fraud; and allowing documents required to be filed with the Registry to be in either English or Chinese.

STANDING COMMITTEE ON COMPANY LAW REFORM

During the review period, the Standing Committee on Company Law Reform (SCCLR), for which the Registry provides the secretariat, met on six occasions to consider a wide variety of amendments to the Companies Ordinance. Full details of the SCCLR's work may be found in the Committee's Eleventh Report to the Governor in Council.

年日期為根據；其次便是要求上市公司向註冊處處長申報其董事的資料，及彼等所擔任全部董事職位的詳情及這些資料的任何改動情況。

兩項更改都對本處的運作造成影響。對於第一項更改，本處須多番向個人及專業團體解釋遞交文件的新期限的應用範圍；至於第二項措施，由於部分公司未有及時提供有關資料，以致本處的法律事務部需對此等失責公司採取檢控行動。

本處全年繼續執行公司條例第290A及291條，有效地將已停止運作的公司從登記冊上刪除。然而，部分公司當面臨名稱被剔除的情況，會補回欠交的文件，及繳付周年申報表的拖欠費用。年內，來自這方面的額外收入約達五百萬元。

年內，法律事務部就有關免除董事資格，會計師事務所成為有限公司，給予核數師法定保護免除因報告詐騙而負上責任，以及容許公司遞交中文或英文本文件給公司註冊處等事項，提出意見及法例修訂建議。

公司法改革常務委員會

公司法改革常務委員會由本處擔任秘書處，年內，共召開六次會議，考慮對公司條例的各項修訂。有關公司法改革常務委員會的職責及工作詳情，可參閱該會向總督會同行政局所提交的第十一號報告書。

