

業務與工作表現

職能

一九九九年三月三十一日，公司註冊處度過了根據《營運基金條例》以營運基金形式運作的第六年。本處負責實施及執行的條例如下 —

- 《公司條例》(第32章)
- 《有限責任合夥條例》(第37章)
- 《受託人條例》(第29章)
- 《註冊受託人法團條例》(第306章)
- 《放債人條例》(第163章)
- 其他的法團條例

本處根據上述的法例體制，執行下述的主要職能 —

註冊及登記

提供設施，讓公司、有限責任合夥公司、信託公司及註冊受託人的發起人，可為其公司辦理註冊成立手續，並登記公司按照各有關條例規定所遞交的文件。

公眾查冊

提供設施，讓公眾人士查閱本處各類法定登記冊、縮微膠片或電腦索引所儲存的資料。

執行條例

確保公司及其人員遵照有關條例，並履行責任。

提供意見

就與公司法及相關法例有關的政策及立法問題，向政府提供意見。



職員正在核證提交本處的公司資料
Officer verifying company information submitted

ACTIVITIES & PERFORMANCE

FUNCTIONS

On 31 March 1999, the Companies Registry completed its sixth year of operation as a trading fund under the Trading Funds Ordinance. The Registry is responsible for administering and enforcing the following ordinances —

- Companies Ordinance (Chapter 32)
- Limited Partnerships Ordinance (Chapter 37)
- Trustee Ordinance (Chapter 29)
- Registered Trustees Incorporation Ordinance (Chapter 306)
- Money Lenders Ordinance (Chapter 163)
- Miscellaneous incorporation ordinances

Within the framework of the above legislation, the Registry undertakes the following major functions —

INCORPORATION AND REGISTRATION

To provide facilities to allow the promoters of companies, limited partnerships, trust companies and registered trustees to incorporate their enterprises, and to register all documentation required by the various ordinances governing those enterprises.

PUBLIC SEARCH

To provide the public with facilities to search for the information held by the Registry on the various statutory registers, microfilm or computerized indices.

ENFORCEMENT

To ensure compliance by enterprises and their officers with their obligations under relevant ordinances.

ADVISORY SUPPORT

To advise the Government on policy and legislative issues regarding company law and related legislation.

工作量

由於一九九七年底經濟開始下滑，客戶在整個一九九八至九九年度對本處收費服務的需求持續下降。鑑於業務縮減，本處需要作出調節，以最少的資源來維持優質服務，務求收支相抵。

公司註冊成立

與過往五年相比，在一九九八至九九年度內註冊成立的本地公司數目較少，僅有30,705間，相等於每一工作天平均有113間公司成立。

雖然公司註冊成立的整體數量下降，但是全年的數目分布卻頗為平均，由此顯示公眾人士基本上一直需要本處提供服務，以便他們成立公司，經營業務。

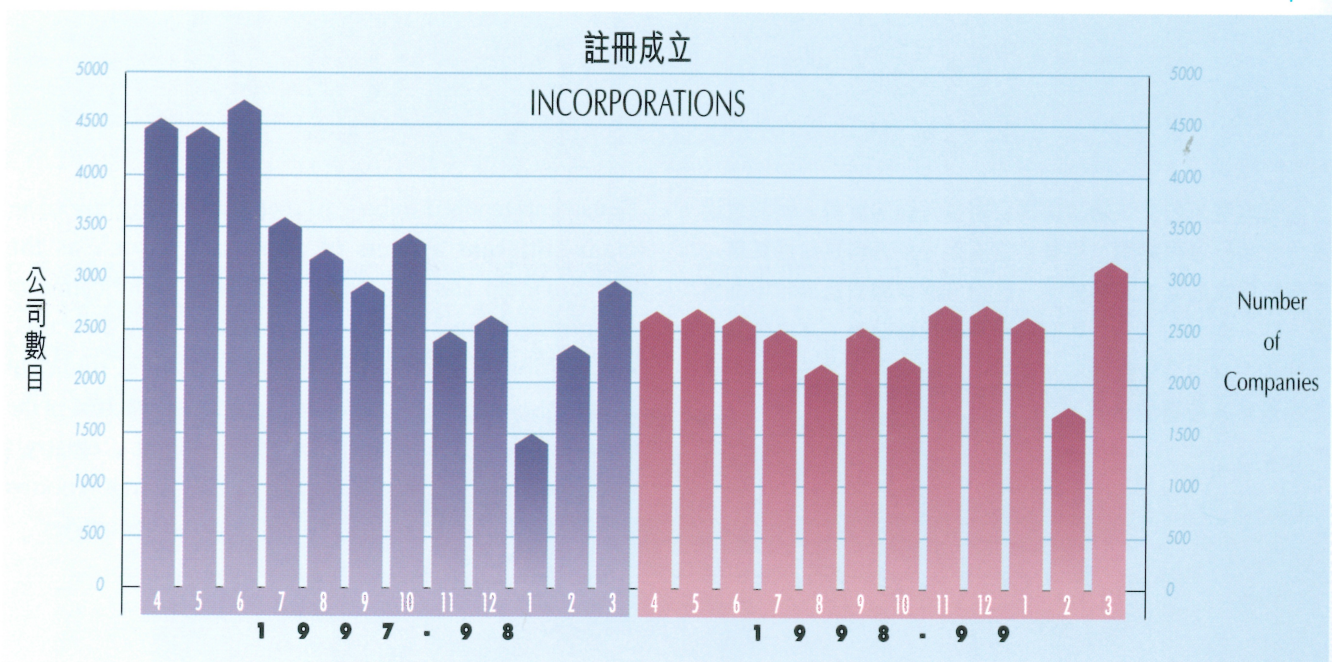
WORKLOAD

Throughout 1998-99, there was a continuing drop in demand for the Registry's chargeable services as a result of the economic downturn which started in late 1997. With a shrinking business, the department was required to maintain quality services with the minimum level of resources in order to make ends meet.

INCORPORATION OF COMPANIES

Compared with the previous five years, there was a reduction in the number of local companies incorporated in 1998-99. Only 30,705 local companies were incorporated, representing an average of 113 companies per working day.

However, while the overall level of incorporation had dropped, the fairly even distribution of the number of companies incorporated throughout the year indicates that the Registry's services are required all the time to meet the community's basic need to establish companies for conducting business.



截至一九九九年三月三十一日止，公司登記冊內共有474,761間本地公司。平均而言，每14名香港市民便有一間公司。

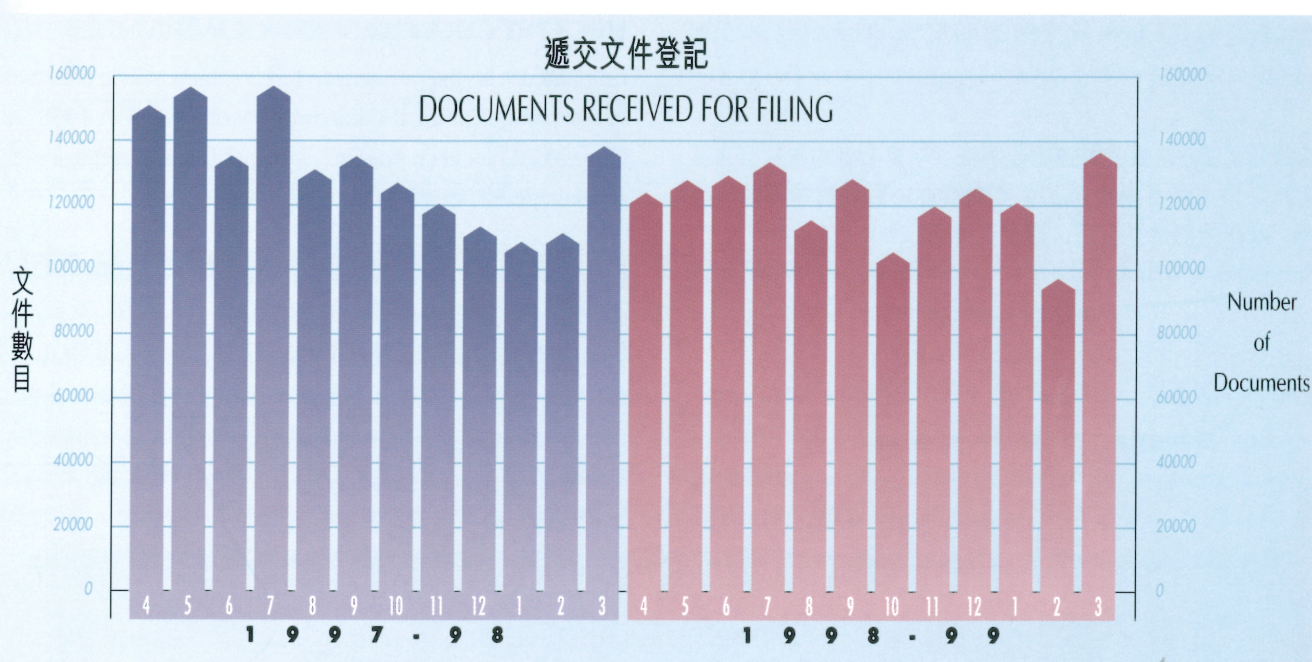
As at 31 March 1999, there were 474,761 local companies on the public register. On average, there is one company per 14 citizens in Hong Kong.

文件登記

一九九八至九九年度遞交文件登記的總數為 1,464,802 份，相等於每一工作天平均有 5,400 份文件遞交本處。雖然本處收到的文件總數亦有減少，但每月的數量似較過往數年穩定。

REGISTRATION OF DOCUMENTS

The number of documents received for registration in 1998-99 was 1,464,802, representing an average of 5,400 documents received on each working day. Although there was also a decrease in the volume of documents received, the monthly level of activity seemed to be more stable than in previous years.



須向本處登記的文件涵蓋每間公司各方面的資料，例如組織章程大綱及章程細則、秘書及董事委任及資料更改通知書、註冊辦事處座落地點通知書、股份分配申報表及周年申報表等。在一九九八至九九年度，已登記及被記錄入本處電腦化文件索引以供公眾查閱的文件中，大約有百分之三十為申報公司董事及秘書的資料。

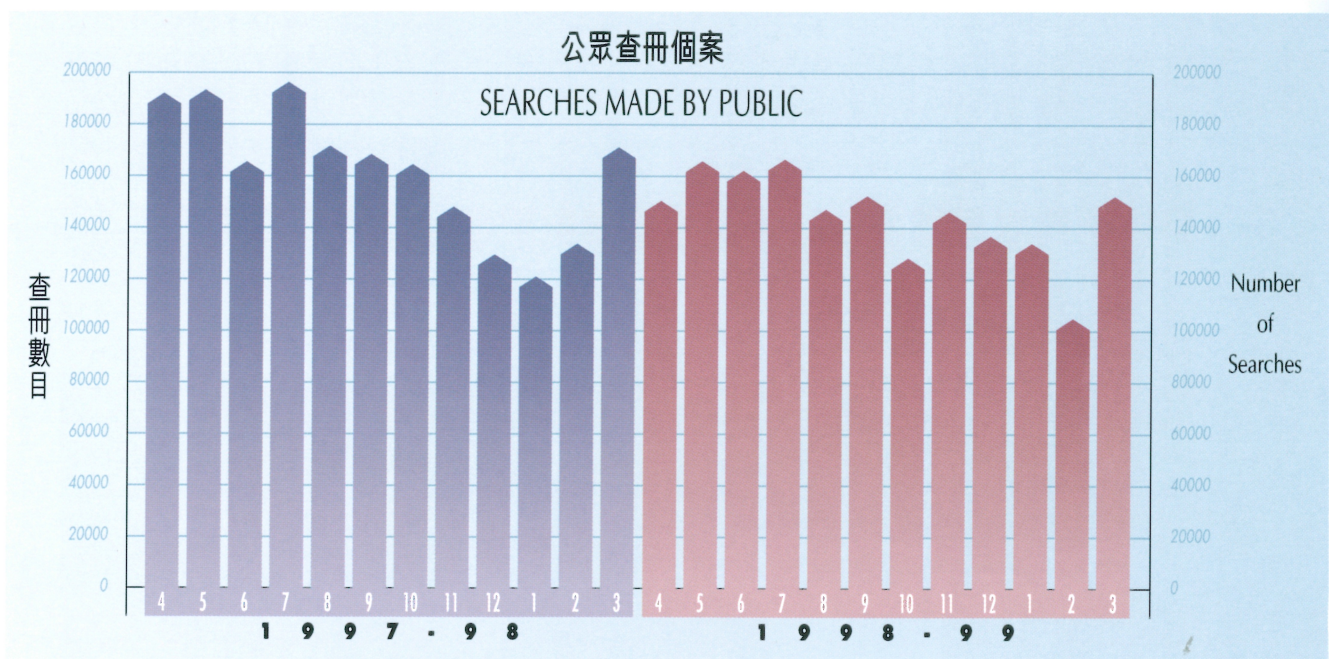
Documents required to be registered with the Registry cover many different aspects of a company, such as the memorandum and articles of association, notification of appointment and changes of secretary and directors, notification of situation of registered office, return of allotments, and annual return. In 1998-99, about 30% of the documents registered and captured in the Registry's computerized document index for public search reported information regarding company directors and secretaries.

公眾查冊

一九九八至九九年度公眾查冊個案的總數為 1,743,030 宗，相等於每一工作天平均有 6,450 宗查冊個案。此項紀錄顯示查冊宗數減少百分之十一。這些數字並不包括公眾在本處的公眾電腦終端機室免費查閱公司名稱索引及文件索引。

PUBLIC SEARCH

A total of 1,743,030 public searches was made in 1998-99, representing an average of 6,450 public searches made on each working day. However, a decrease of 11% in search volume was recorded. These figures do not include searches conducted by the public on the company name and document indices at the Registry's Public Computer Terminal Room free of charge.



公眾查冊服務的其中一項主要功能，是為客戶提供已登記的公司文件或表格的縮微膠片副本。客戶可在本處免費提供的縮微膠片閱讀室或在其辦公室內閱讀縮微膠片的內容。

One of the key functions of the public search service is to produce copies of microfilmed company documents/forms filed at the Registry for customers who may read the content of the microfiches in the Registry's Microfiche Reading Room free of charge or in their own offices.



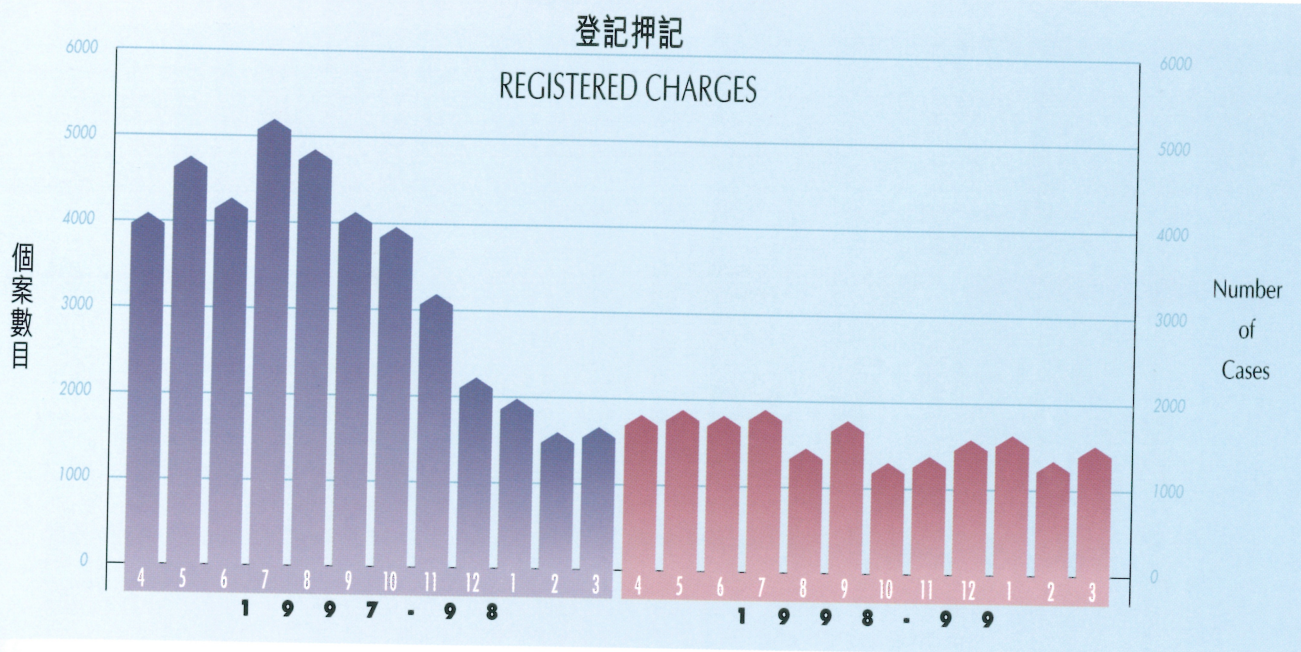
為客戶提供公司縮微文件複印本
Producing a hard copy of a microfilmed company document for our customers

押記登記

最受經濟不景氣影響的業務是押記登記。與一九九七至九八年度比較，該項業務的需求下降百分之五十四。一九九八至九九年度押記登記的總數為 19,464 宗，相等於每一工作天平均有 72 宗登記。

REGISTRATION OF CHARGES

The activity which has been most affected by the economic downturn was the registration of charges and, compared with 1997-98, demand decreased by 54%. The number of charges registered in 1998-99 was just 19,464, representing an average of 72 charges registered on each working day.



詳細的統計數字載於附錄 A。

The detailed statistics are at Appendix A.

服務承諾與生產力

本處現時的服務承諾制度是自一九九三年設立營運基金起，經多年的改進而成。該制度的範圍包括以下的主要服務 —

- 按照《公司條例》，辦理公司註冊成立或登記事宜；
- 登記公司所需遞交的文件；
- 提供查閱公司紀錄的設施。

為確保服務得以不斷改善，本處每年均會檢討有關服務承諾，對客戶的意見和建議亦會詳加考慮。為加強監察變動不定的工作量對服務水平的影響，本處於一九九七年十月起增設了服務水平標準，定出各項服務能在目標處理時間內完成的百分比。

PLEDGES & PRODUCTIVITY

The present performance pledge system has been developed over the years after the establishment of the trading fund in 1993. The following core services are covered in the system —

- the incorporation/registration of companies under the Companies Ordinance;
- the registration of documents required to be lodged by companies;
- the provision of facilities for the search of company records.

In order to ensure continuous improvement, the performance pledge is reviewed annually, taking account of customers' comments and suggestions. For the purpose of improving the monitoring of performance standards in relation to workload fluctuations, additional service level standards showing the percentages achieved against target response time have been implemented since October 1997.

本處竭力為所有來自私營及公營機構的客戶提供高效率、以禮待人及專業的服務，務求表現達到標準而服務得以提升。有見本處在新增服務承諾實施後首六個月的成績良好，本處在一九九八至九九年度再作進一步改善：提高絕大部份的服務水平目標，以及縮短更改公司名稱的目標處理時間。本處在新制度下的服務表現載於下表 —

The Registry is committed to provide an efficient, courteous and professional service to all its customers from both the private and public sectors and do its best to meet performance standards and improve services. In the light of the good performance during the first six months after the implementation of the new pledges, the Registry aimed to improve performance in 1998-99 and raised almost all the targets as well as shortening the target response time for change of company name. The department's performance under the new system are shown in the following table —

服務 Service	1993-94* 年度 實際處理 時間 Actual Response Time	1997-98 & 1998-99 年度 目標處理 時間 Target Response Time	1997-98 年度 工作表現 Achievement			1998-99 年度 工作表現 Achievement		
			10/97-3/98		高於/(低於) 目標	高於/(低於) 目標		高於/(低於) 目標
			目標 Target	實際表現 # Actual#	Over/(Under) Achieved	目標 Target	實際表現 Actual	Over/(Under) Achieved
			百分比 %	百分比 %	百分比 %	百分比 %	百分比 %	百分比 %
新公司註冊成立 / 登記 Incorporation/Registration of new companies	(以工作天計算， 另外証明者除外 expressed in working days unless otherwise stated)							
• 本地公司 local company	7	6	90	97	8	95	99	4
• 海外公司 oversea company	38	30	75	85	13	80	95	19
更改公司名稱 Change of company name	不適用 N.A.	13 12	90 —	98 —	9 —	— 90	— 98	— 9
公司文件登記 Registration of general documents								
• 登記 registration)	33	7	75	96	28	80	96	20
— 本地公司 local company)	(本地 local)	10	75	84	12	80	94	18
— 海外公司 oversea company)	47	8	—	—	—	85	99	16
• 微縮影片攝製文件 microfilming)	(海外 Oversea)							
押記登記 Registration of charges	12	10.5	75	91	21	80	99	24
查冊 Searches								
• 特快服務櫃檯 express service counter	22分鐘 min.	20分鐘 min.	90	100	11	95	100	5
• 普通服務櫃檯 ordinary service counter	1	1	90	100	11	95	100	5
影印服務 Photocopying services								
• 需要認證 certification required	1	1	90	100	11	95	100	5
• 無需認證 certification not required	10分鐘 min.	10分鐘 min.	90	100	11	95	100	5
在收款處遞交文件(僅指排隊候時間) Submission of documents at the shroff office (queuing time only)								
• 繁忙時間 peak hours	不適用 N.A.	20分鐘 min.	90	100	11	95	100	5
• 非繁忙時間 non-peak hours	不適用 N.A.	10分鐘 min.	90	100	11	95	100	5

* 公司註冊處營運基金於一九九三年八月一日設立。
The Companies Registry Trading Fund was set up on 1 August 1993.

由於本處在一九九七年十月一日開始以達到各項服務目標處理時間的百分比設立表現目標，故該年度只有下半年的實際工作表現數據可供比較。
As the targets expressed in terms of percentages achieved against the target response time were implemented with effect from 1 October 1997, only the actual performance during the second half of the year are available for comparison purpose.

從前表可見，本處能達到全部所定的服務承諾，而且在某些方面更超逾指標百分之十以上。

除提供優質服務外，本處的另一持續不斷的目標是提升每年的生產力。在一九九八至九九年度，業務不幸地進一步縮減，擾亂了一向安排妥善的均衡工作隊伍架構。此外，服務需求每天變動不定，無法預測，令致本處更難一方面以最少工作人數維持服務以求將生產力提升至最高，另一方面又要超逾服務承諾所定的指標。在這種情況下，儘管本處管理人員努力作出改善，本處在一九九八至九九年度的生產力，以每人每一工作日的加權生產量計算，平均仍較前一年下跌百分之四。



提供優質服務是我們的承諾
We pledge to provide quality services

It can be seen that the Registry was able to achieve all its performance pledges with some services even exceeding the target by over 10%.

Apart from providing quality services, the Registry has another on-going objective which is to achieve some productivity gains every year. Unfortunately, in 1998-99, the further deterioration in business disrupted the previously well-balanced team structure and the unpredictable daily fluctuations in the demand for services caused additional difficulties to the Registry in maintaining a minimum size of working team to optimize operational productivity on the one hand and exceeding the performance pledge on the other. As a result, despite managers' efforts, the department's productivity showed an average fall of 4% in 1998-99 in terms of weighted output per man-day as compared to 1997-98.

財政狀況

過往數年，本處始終堅持一個準則，就是以營運基金運作的部門應有能力在合理的時間內，使其收益足以應付因提供服務而招致的開支和債務。該項適用於所有營運基金部門的準則會繼續作為本處日後財政政策的指引。

在一九九八至九九年度，經濟下調嚴重影響商業活動，本處的收入亦因而受到影響。此外，本處為了紓緩商界的負擔，延遲調整收費，這使本處的財政狀況進一步受到壓力。

儘管如此，由於本處自一九九八年四月起加強檢控政策，該年度從公司逾期繳交周年申報表所得的收入有所增加。公司因遲交周年申報表而須繳付的費用一般是按延遲的時間折

FINANCE

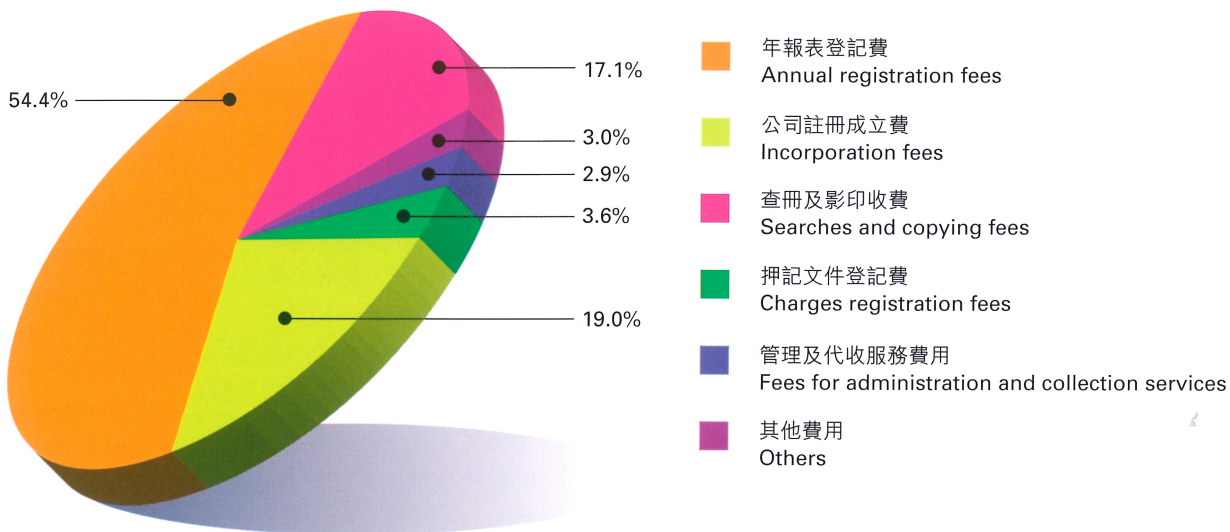
Over the years, the Registry has adhered to the principle that a trading fund should have the capacity, within a reasonable time, to meet the expenses incurred in providing the service and finance liabilities out of its income. This principle, which is applicable to all trading funds, will continue to guide the department's future financial policy.

In 1998-99, the economic downturn adversely affected commercial activities which, in turn, affected the Registry's revenue. The department's financial position was put under further strains as it was necessary to defer fee increases in order to ease the burden on the business community.

算，即超出期限越久，所須繳付的費用便愈高；因此本處獲得的額外收入頗大，足以抵消其他服務收入的減少。此外，由於業務情況不穩定，本處着力加強預算控制，節省開支。結果，一九九八至九九年度的盈利達七千三百萬元，而回報率則為固定資產平均淨值的百分之二十。以過去六年計算，回報率平均為每年百分之十四。

上年度的周年帳目表和審計署署長的報告分別載於附錄B及附錄C。

一九九八至九九年度營業額 1998-99 TURNOVER



本處預期，當公司因更明瞭自己應遵從《公司條例》而履行遞交文件的法定責任，則本處在一九九八至九九年度的惡劣經濟環境下而仍然出現的高回報率不會在將來重現。由於目前的業務處於低潮，兼且因去年延遲調整各項收費而導致個別服務不能收回成本，本處須要密切監察來年的業務情況，以確保維持一個健全的財政基礎，應付日常的運作所需及支持有關改善服務質素及效率的發展計劃。

Despite this, additional income was received during the year from the late filing of annual returns by companies subsequent to the expansion of the Registry's prosecution policy since April 1998. As the late filing fees are charged on a sliding scale basis so that the longer the delay in filing, the higher the fee, the additional revenue generated was quite substantial and more than offset the decrease in revenue from other services. On the other hand, given the uncertainties regarding business volume, the department placed much emphasis on tighter budgetary control and considerable savings were achieved in expenditure. As a result, the surplus for the year was \$73 million and the rate of return on average net fixed assets for 1998-99 was 20% giving an average rate of return of 14% over the past six years.

The Annual Accounts for the year, together with the Report of the Director of Audit, are shown at Appendices B and C respectively.

The relatively high rate of return in 1998-99 despite the poor economic climate is not expected to be repeated in future years once companies become more aware of their statutory obligations and comply with the filing requirements of the Companies Ordinance. With the current low level of business and the under-recovery of cost of individual services due to deferred fee revision last year, the Registry needs to closely monitor the business situation in the coming year so that the department will have a healthy financial foundation to provide for its daily operations and future development projects to improve service quality and efficiency.