



### 職能

公司註冊處於一九九三年五月一日成為獨立的政府部門，亦是根據《營運基金條例》率先以營運基金形式運作的部門之一。在二零零三年八月一日，本處度過了以營運基金形式運作的第十年。本處負責實施及執行下述條例：—

- 《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)
- 其他法團註冊條例

本處根據上述法例，執行下述主要職能：—

#### • 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；辦理海外公司登記；撤銷不營運但有償債能力的私人公司的註冊；以及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、微縮影片或電腦紀錄所保存的公司資料。

#### • 執行條例

確保公司及其人員遵從有關條例，並履行責任。

#### • 政策與立法問題

就與公司法及相關法例和企業管治有關的政策及立法問題，以及影響商界的其他政策及規管問題，向政府提供意見。

### Functions

The Companies Registry was established as an independent government department on 1 May 1993 and, on 1 August 2003, marked **its tenth year of operation** as one of the first trading funds under the Trading Funds Ordinance. The department 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; to register oversea companies; to deregister defunct, solvent private companies; 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, microfilmed or computerised records.

#### • *Enforcement*

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

#### • *Policy and Legislation*

To advise the Government on policy and legislative issues regarding company law and related legislation, corporate governance and other policy and regulatory issues affecting the commercial sector.



財經事務及庫務局局長探訪本處  
*The Secretary for Financial Services and the Treasury visiting the Registry*



財經事務及庫務局常任秘書長(財經事務)探訪本處  
*The Permanent Secretary for Financial Services and the Treasury (Financial Services) visiting the Registry*



## 服務與業務情況

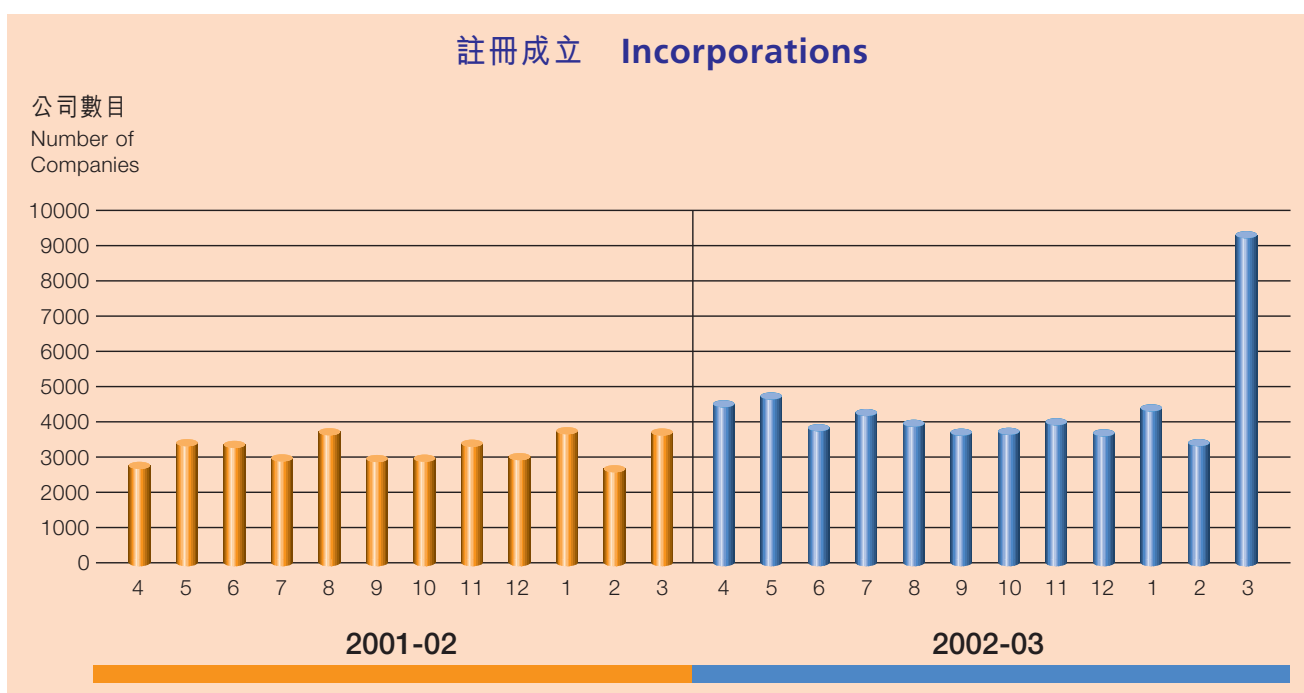
### • 公司註冊成立／ 不營運公司撤銷註冊

在二零零二至零三年度，共有53,549間公司註冊成立，較二零零一至零二年度增加38.4%。其中有17,121間新公司在二零零三年首季註冊成立。而每一工作天平均有196間公司註冊成立。

## Services & Business Volumes

### • *Incorporation of companies / Deregistration of defunct companies*

In 2002-03, a total of 53,549 companies were incorporated, an increase of 38.4% compared to 2001-02. Of these newly incorporated companies, 17,121 were incorporated in the first quarter of 2003. On average, 196 companies were incorporated per working day.



在二零零二至零三年度，共有35,246間不營運公司根據《公司條例》第291條被剔除名稱，另20,160間不營運但有償債能力的私人公司則根據該條例第291 AA 條被撤銷註冊。

截至二零零三年三月三十一日為止，共有504,246間本地公司登記於公司登記冊內。

In 2002-03, a total of 35,246 defunct companies were struck off under section 291 of the Companies Ordinance and 20,160 defunct, solvent private companies were deregistered under section 291AA of the Companies Ordinance.

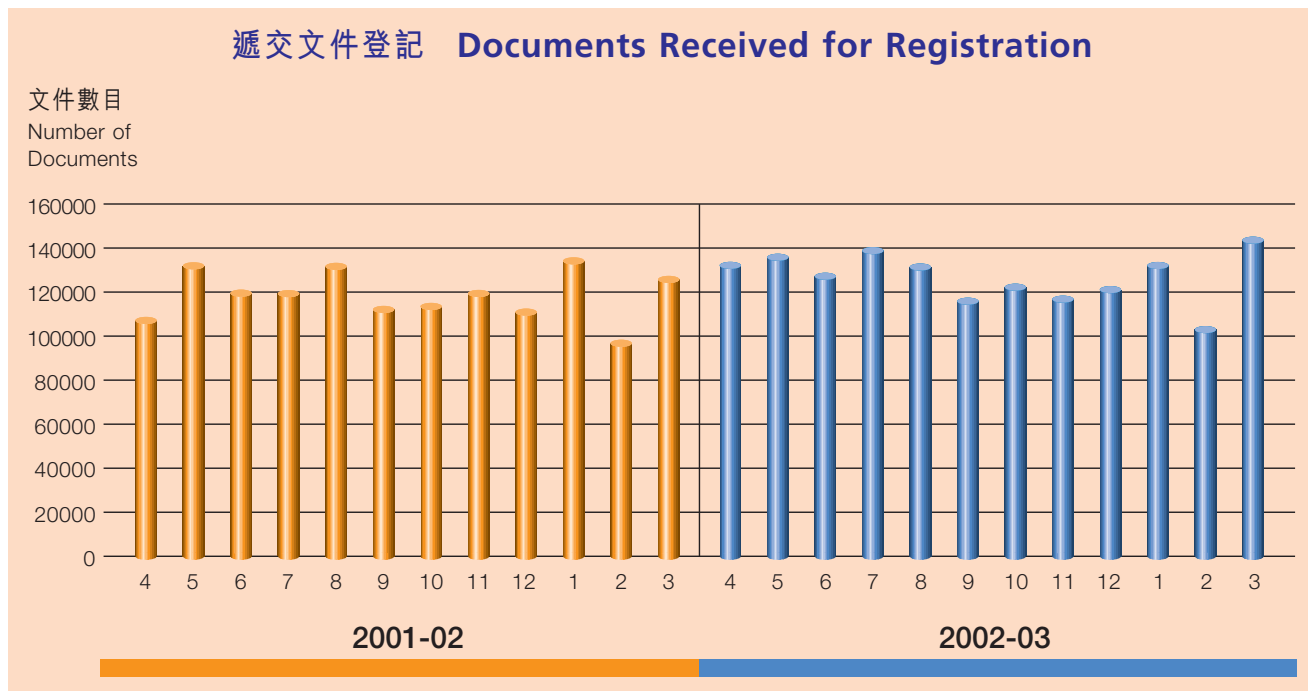
As at 31 March 2003, the number of local companies on the public register was 504,246.

• 文件登記

在二零零二至零三年度，遞交本處登記的文件的總數為1,520,101份，較二零零一至零二年度增加6.9%，相等於每一工作天平均有5,630份文件遞交本處。

• Registration of Documents

In 2002-03, a total of 1,520,101 documents were received for registration, an increase of 6.9% compared to 2001-02. This represents an average of 5,630 documents received on each working day.



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。在二零零二至零三年度，已登記及記錄入本處已擴充資料庫以供公眾查閱的文件中，大約有32%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, the notification of appointment and changes of secretary and directors, the notification of situation of registered office, the return of allotments and the annual return. In 2002-03, about 32% of the documents registered and captured in the Registry's expanded database for public search provided information regarding company directors and secretaries.



- **公眾查冊**

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。客戶可免費在本處的縮微膠片閱讀室或在其辦公室內閱讀縮微膠片的內容。他們亦可在本處的電腦終端機室免費查閱公司名稱索引及文件索引。

在二零零二至零三年度，公眾查閱縮微膠片紀錄的個案總數為1,612,924宗，較二零零一至零二年度減少2.8%，相等於每一工作天平均有5,974宗。

此外，客戶可透過「查閱公司資料」及「查閱董事索引」的服務取得公司的主要資料。在二零零二至零三年度，「查閱公司資料」及「查閱董事索引」個案分別有74,398及109,117宗，較二零零一至零二年度分別增加35.1%及29.3%。

- **Public Search**

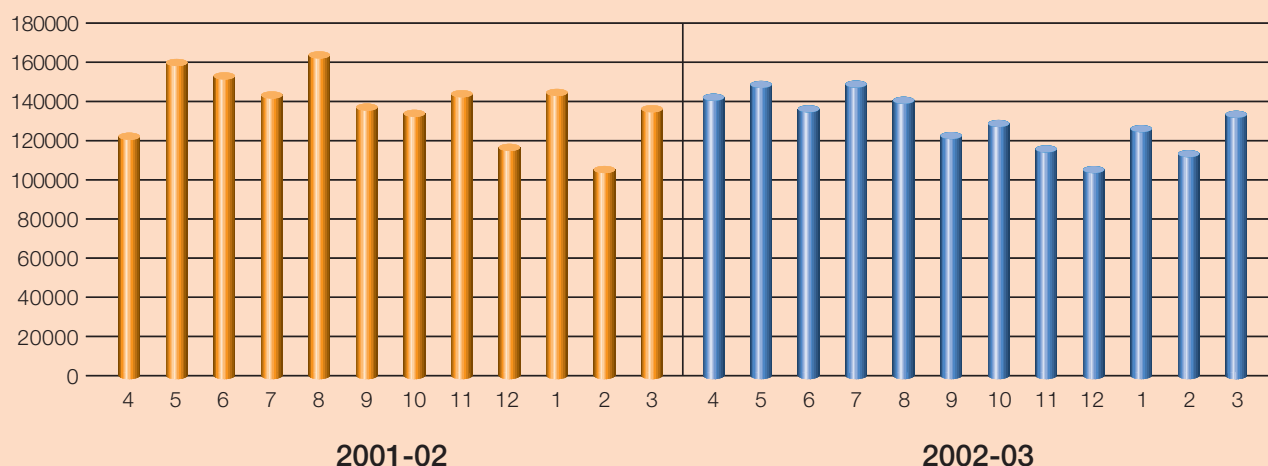
One of the key functions of the public search service is to provide copies of microfilmed company documents/forms filed at the Registry for customers who may read the content of the microfiches in either the Registry's Microfiche Reading Room free of charge or their own offices. Customers can also conduct searches on the company name and document indices at the Registry's Public Computer Terminal Room free of charge.

In 2002-03, a total of 1,612,924 public searches on microfilmed records were made, a decrease of 2.8% compared to 2001-02. This represents an average of 5,974 public searches made on each working day.

Customers can obtain key company information through the Company Particulars Search and Directors' Index Search. In 2002-03, a total of 74,398 and 109,117 Company Particulars Searches and Directors' Index Searches were made respectively, an increase of 35.1% and 29.3% respectively compared to 2001-02.

### 公眾查閱縮微膠片 **Microfilm Searches Made by Public**

查冊數目  
Number of Searches

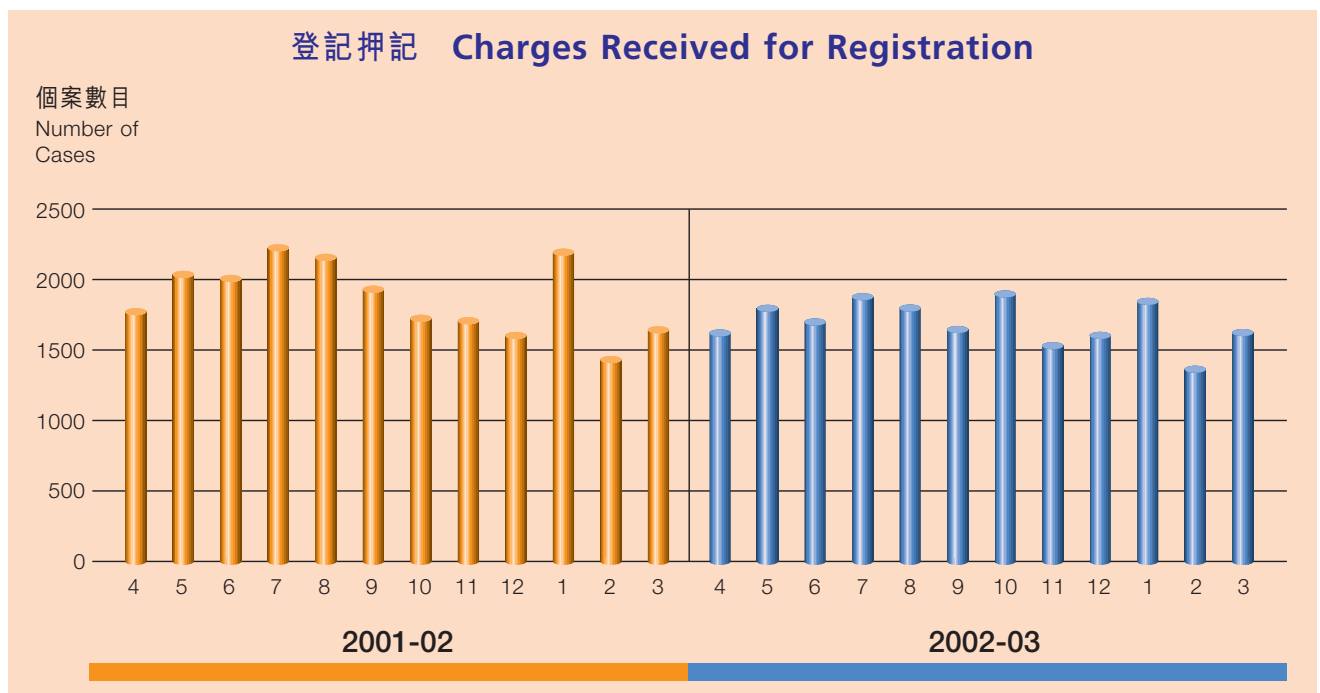


• 押記登記

在二零零二至零三年度，遞交本處登記的押記的總數為20,305宗，較二零零一至零二年度減少9.5%，相等於每一工作天平均有75宗押記遞交本處。大約有三分之二遞交登記的押記與物業有關。

• *Registration of Charges*

In 2002-03, a total of 20,305 charges were received for registration, a decrease of 9.5% compared to 2001-02. This represents an average of 75 charges received on each working day. About two-thirds of the charges received were related to property.



詳細的工作量統計數字載於附錄A。

The detailed workload statistics are set out at Appendix A.



## 服務承諾與生產力

為確保本處向客戶提供高效率及優質的服務，本處自從轉為營運基金後，便實行服務承諾制度。該制度的承諾範圍包括以下主要服務：—

- 按照《公司條例》辦理公司註冊成立或登記事宜，以及不營運但有償債能力的私人公司的撤銷註冊事宜；
- 登記公司所須遞交的文件；及
- 提供查閱公司紀錄的設施。

服務水平標準以各項服務能在標準處理時間內完成的百分比計算。本處會密切監察工作量的變動對服務水平的影響，並且參考客戶的意見和建議，以便每年檢討有關服務水平標準。本處的服務標準及表現詳載於下表：—

## Performance Pledges & Productivity

To ensure that the Registry provides an efficient and quality service to customers, the department has maintained a performance pledge system since the establishment of the trading fund. The following core services are covered in the system: —

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

Service level standards are measured in terms of percentages achieved against target response time. We closely monitor the performance standards in relation to fluctuations in workload and review the standards annually, taking account of customers' comments and suggestions. The detailed targets and performances of the Registry are set out in the following table: —

服務 Service	1993-94*	2002-03	2002-03			2003-04		
	年度 實際 處理時間 Actual Response Time	年度 標準 處理時間 Standard Response Time	年度 工作表現 Achievement			年度 目標 Target		
			(目標) 達到標準 處理時間 的百分比 (Target) %	(實際表現) 達到標準 處理時間 的百分比 (Actual) %	高於/(低於) 目標 Over/ (Under) Achieved 百分比 %	標準 處理時間 Standard Response Time	達到標準 處理時間 的百分比 % Meeting Standard	
			(以工作天計算，另外述明者除外) (expressed in working days unless otherwise stated)					
<b>新公司註冊成立／登記</b> <b>Incorporation/Registration of new companies</b>								
— 本地公司 local company	7	6	98	100	2	6	98	
— 海外公司 overseas company	38	22	90	100	11	22	90	
<b>更改公司名稱</b> <b>Change of company name</b>	不適用 N.A.	9	95	99	4	8	95	
<b>公司文件登記</b> <b>Registration of general documents</b>								
— 本地公司 local company	33	8	90	98	9	8	90	
— 海外公司 overseas company	47	8	90	99	10	8	90	
<b>押記登記</b> <b>Registration of charges</b>	12	9	90	99	10	9	90	
<b>查冊 Searches</b>								
— 特快服務櫃檯 (包括排隊輪候時間) express service counter (including queuing time)	22 分鐘 min.	20 分鐘 min.	95	100	5	20 分鐘 min.	95	
— 普通服務櫃檯 ordinary service counter	1	1	95	100	5	1	95	
<b>影印服務</b> <b>Photocopying services</b>								
— 需要認證 certification required	1	1	95	100	5	1	95	
— 無需認證 certification not required	10 分鐘 min.	10 分鐘 min.	98	100	2	10 分鐘 min.	98	
<b>在收款處遞交文件 (僅指排隊輪候時間)</b> <b>Submission of documents at the shroff office (queuing time only)</b>								
— 繁忙時間 peak hours	不適用 N.A.	20 分鐘 min.	98	100	2	20 分鐘 min.	98	
— 非繁忙時間 non-peak hours	不適用 N.A.	10 分鐘 min.	98	100	2	10 分鐘 min.	98	
<b>公司撤銷註冊</b> <b>Deregistration of companies</b>								
— 發出批准撤銷註冊函件 issue of approval letter	不適用 N.A.	5	95	100	5	5	96	

\*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.





雖然削減成本措施導致可動用的資源減少，本處仍然能夠超越所有服務水平標準。在二零零二至零三年度，本處的整體生產力，以每人每一工作天的加權生產量計算，較二零零一至零二年度增加1%。本處會繼續努力向客戶提供高效率及具成本效益的服務，並在可行的情況下提高本處的生產力。

## 電腦化計劃

### 資訊科技管理

本處的日常運作由兩個資訊系統支援，即「公司註冊系統」及「公司來件紀錄冊及公司文件索引系統」。「公司註冊系統」於一九九二年設計，「公司來件紀錄冊及公司文件索引系統」則於一九九四年啟用。處方不時改善該兩個系統，以配合新的需求。此外，本處亦已經提升伺服器，以確保系統性能良好。

本處的運作雖然由資訊系統支援，但基本上仍以人手作業及處理紙張文件為主，而且公司遞交本處登記的文件均以微型縮影方式儲存。為實現全面電腦化運作的理想，處方正在推行「公司註冊處綜合資訊系統」，務求在二零零三年底／二零零四年初完全取代現在運作的資訊系統。

Despite the reduction in available resources as a result of cost-cutting measures, the Registry has managed to surpass all performance targets. In terms of weighted output per man-day, the Registry's overall productivity for 2002-03 increased by 1% compared with 2001-02. We will continue to provide efficient and cost-effective services to our customers and enhance our productivity as far as practicable.

## Computerisation

### Information Technology (IT) Management

The Registry's daily operation is supported by two information systems, namely the Companies Registration System (CRS) and the Control Book & Document Index System (CBDIS). The CRS was developed in 1992 and the CBDIS came into operation in 1994. The department has enhanced the systems from time to time to meet new requirements. In addition, the servers have been upgraded where necessary to ensure a high standard of system performance.

Although the Registry's operation is supported by IT systems, it is essentially a manual, paper based operation and the registered documents filed by companies are stored in microfilm form. In order to accomplish its vision to computerise fully the operations, the department is now implementing ICRIS, which will completely replace the information systems currently running by the end of 2003/early 2004.

### 公司註冊處聯線公眾查冊系統

「公司註冊處聯線公眾查冊系統」在二零零零年九月推出，客戶可透過該系統以英文或中文聯線查冊。所提供的服務包括查閱公司名稱、文件索引、公司資料、董事索引及取消資格令。客戶亦可以聯線方式訂購載有備存於本處的公司文件的縮微膠片，然後由專遞人員送交。使用該系統的用戶無須離開其辦公室亦可快捷及方便地取得公司的主要資料。與親自前來本處辦事處查冊相比，該系統的服務時間較長，即星期一至星期五每天上午九時至下午七時（每天多三小時），星期六上午九時至下午五時（多五小時）。此外，該系統的服務組在服務時間內亦可以協助客戶使用該系統及解答查詢。截至二零零三年三月三十一日，該系統共有140名用戶。預料該系統將於二零零三年底／二零零四年初「公司註冊處綜合資訊系統」啟用之時終止服務。

### *The Companies Registry On-line Public Search System*

CROPS is a system launched in September 2000, through which customers can conduct company searches online in English or Chinese. The services provided include company name search, document index search, company particulars search, directors' index search and disqualification orders search. Furthermore, subscribers can place orders online for microfiches containing microfilmed company documents filed with the Registry which are then delivered to them by couriers. Through the use of CROPS, subscribers can obtain key company information quickly and conveniently without leaving their offices. The service hours under CROPS are longer than those for conducting physical searches at the Registry's offices, from Monday to Friday from 9:00 a.m. to 7:00 p.m. (three hours more per day) and on Saturday up to 5:00 p.m. (five hours more). In addition, a Help Desk is available during service hours to assist customers in using CROPS and answer enquiries. As at 31 March 2003, there were a total of 140 CROPS subscribers. The CROPS service is expected to terminate by the end of 2003/early 2004 upon the implementation of ICRIS.



## 環境保護

本處了解保護環境的重要性，並承擔以負責任的環保方式，拓展本處各方面的服務和運作。一名環保經理和四名助理環保經理負責監督本處環保措施的發展與推行。本處採取下述環保政策和原則，以改善環境：—

- (a) 鼓勵妥善使用能源和物料。為此，本處採納三項物料使用原則——減少廢物、廢物再用、循環再用，並購買環保產品。
- (b) 提高員工的環保意識，鼓勵他們採取環保措施。
- (c) 遵從有關環保法例、規例及標準。
- (d) 盡量減少廢物及污染物，確保廢物得到妥善處理。
- (e) 採用現代環保技術、盡量減少可能出現的惡劣環境影響、以及繼續尋求方法提高本處對環保的貢獻，作為長遠的環保措施。
- (f) 如有需要，安排由獨立專家進行環境審核。

## Environmental Protection

The Registry is very conscious of the importance of environmental protection and is committed to developing and conducting all our services and operations in an environmentally responsible manner. A Green Manager and four Assistant Green Managers have been tasked to oversee the development and implementation of green measures in the Registry. We have adopted the following environmental policies and principles to improve the environment: —

- (a) Encouraging the efficient use of energy and materials by adopting the three “R” principles — Reduce, Re-use and Recycling of materials, and green purchasing.
- (b) Maintaining a high level of environmental awareness amongst staff and encouraging them to practise green environmental measures.
- (c) Complying with legislation, regulation and standards on environmental protection.
- (d) Minimising waste and contaminants and ensuring the safe handling of waste produced.
- (e) Pursuing environmental protection through the adoption of environmental friendly modern technologies, minimisation of possible adverse impact on the environment, and continuing to find ways to improve the Registry’s environmental performance.
- (f) Conducting environmental audits by independent experts as and when necessary.

我們的環保目標與實際表現載於下表：—

Our targets and actual performances are as follows: —

	2002年 目標 Target for 2002  百分比 %	2002年 實際表現 Performance in 2002  百分比 %	2003年 目標 Target for 2003  百分比 %
<b>(a) 減少廢物</b> <b>Waste Minimisation</b> <ul style="list-style-type: none"> <li>利用已使用紙張的空白一面草擬文件 using blank side of used paper for drafting</li> <li>使用循環再造紙張／無木漿紙張 using recycled/wood-free paper</li> <li>使用舊信封或可多次使用的環保信封 re-using envelopes or using transit envelopes</li> <li>使用可替換筆芯的原子筆 using refillable ball pens</li> <li>在再次傳閱文件時，使用舊有的各套文件傳閱 using old sets of documents for re-circulation</li> </ul>	 99  100  96  100  92	 99  100  96  99  98	 99  100  97  100  99
<b>(b) 回收廢物以便循環使用／再次使用</b> <b>Waste Recovery for Recycling/Re-use</b> <ul style="list-style-type: none"> <li>收集廢紙 collection of waste paper</li> <li>收集使用過的打印機色粉盒 collection of used printer cartridges</li> </ul>	 95  100	 97  100	 98  100
<b>(c) 節省能源</b> <b>Energy Conservation</b> <ul style="list-style-type: none"> <li>確保在辦公時間外，關掉燈光、影印機等 routine checking to switch off lights, photocopiers etc. outside office hours</li> </ul>	 98	 99	 99
<b>(d) 在節日裏所採用的措施</b> <b>Measures at Festive Seasons</b> <ul style="list-style-type: none"> <li>使用舊有裝飾物品 re-using decorations</li> </ul>	 98	 99	 99