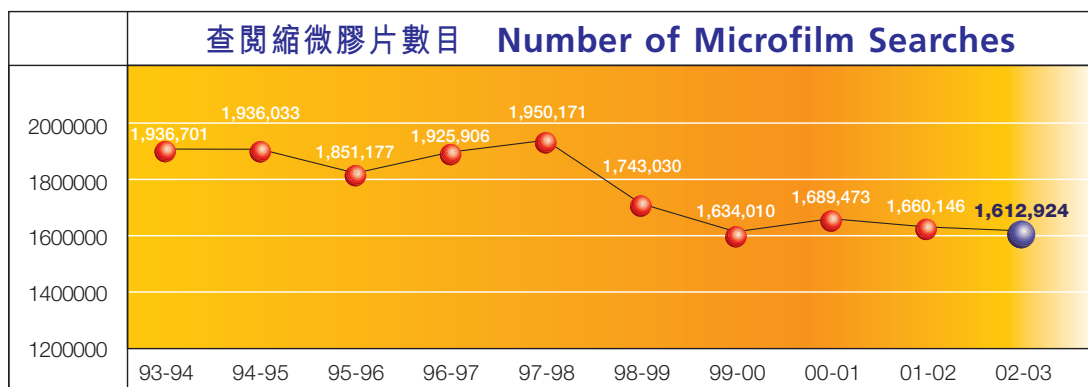
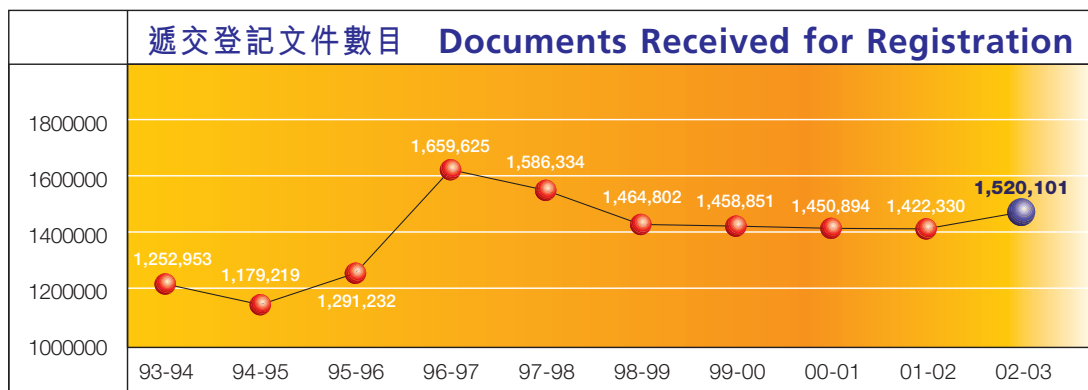
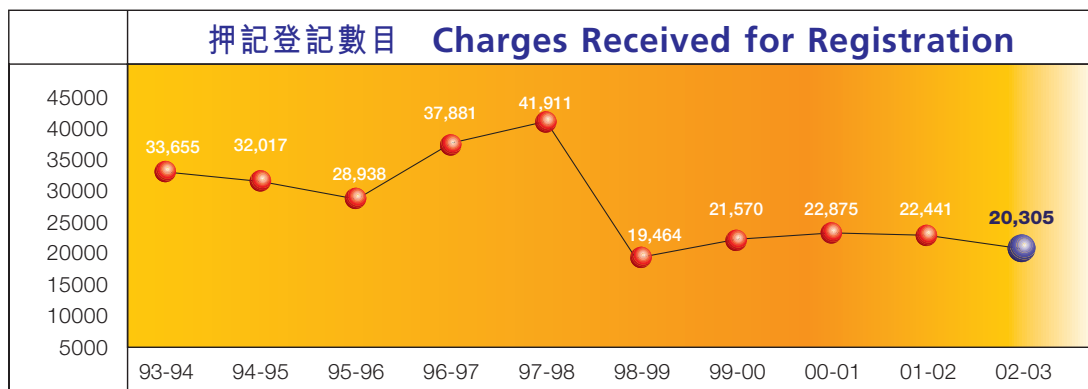
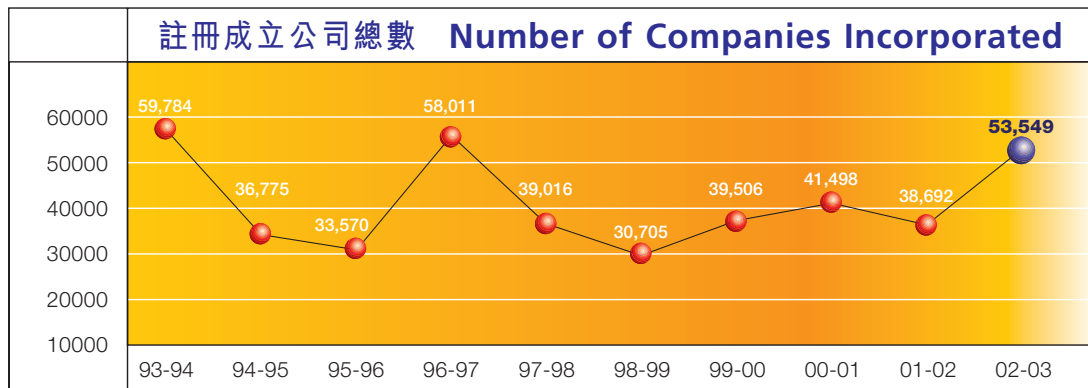


A	工作量統計數字 Workload Statistics
B	周年帳目表 Annual Accounts
C	審計署署長報告 Report of the Director of Audit
D	二零零二年四月一日至 二零零三年三月三十一日 根據《公司條例》 被檢控的上市公司 Listed Companies prosecuted under the Companies Ordinance for the period from 1 April 2002 to 31 March 2003
E	一九九三年至二零零二年 的主要統計數字 Statistical Highlights from 1993 to 2002

工作量統計數字
Workload Statistics

		截至3月31日止年度 Year to 31 March		增／(減)百分比 % Change
		2003	2002	%
新公司	New Companies			
註冊成立	Incorporations			
— 公眾公司	— public	468	361	29.6
— 私人公司	— private	53,081	38,331	38.5
登記的海外公司	Oversea companies registered	741	773	(4.1)
公司文件登記	General Registration of Documents			
所收到的押記	Charges received	20,305	22,441	(9.5)
所收到的文件	Documents received	1,520,101	1,422,330	6.9
更改名稱申請書	Change of name applications	9,719	9,260	5.0
自動清盤通知書	Voluntary liquidation notices	1,266	1,394	(9.2)
查冊設施	Search Facilities			
查閱縮微膠片	Microfilm Searches	1,612,924	1,660,146	(2.8)
查閱公司資料	Company Particulars Searches	74,398	55,059	35.1
查閱董事索引	Directors' Index Searches	109,117	84,405	29.3
檢控	Prosecution			
發出傳票	Summonses issued	275	170	61.8
定罪率	Conviction rate	75%	24%	212.5
剔除行動	Striking Off Action			
被剔除名稱的公司	Companies struck off	35,246	20,628	70.9
撤銷註冊	Deregistration			
被撤銷註冊的公司	Companies deregistered	20,160	20,526	(1.8)



周年帳目表
Annual Accounts

公司註冊處營運基金
截至2003年3月31日止的周年帳目表

**Annual Accounts of the Companies Registry Trading Fund
for the Year Ended 31 March 2003**

按照營運基金條例第7(4)條製備及提交

Prepared and submitted pursuant to section 7(4) of the Trading Funds Ordinance

公司註冊處營運基金損益表
Companies Registry Trading Fund
Profit and Loss Account

截至2003年3月31日止年度
 for the Year Ended 31 March 2003

(以港幣千元位列示) (Expressed in thousands of Hong Kong dollars)		註釋 Note	2003	2002 (重新計算) (restated)
營業額	Turnover	(3)	242,283	242,043
運作成本	Operating costs	(4)	(195,149)	(200,139)
運作盈利	Profit from operations		47,134	41,904
其他收入	Other income	(5)	2,214	3,700
融資成本	Finance cost	(6)	(1,878)	(4,055)
除稅前盈利	Profit before tax		47,470	41,549
稅款	Taxation	(7)	(7,108)	(6,492)
除稅後盈利	Profit after tax		40,362	35,057
股息	Dividend	(8)	(12,109)	(11,305)
保留盈利	Profit retained		28,253	23,752
固定資產回報率	Rate of return on fixed assets	(9)	10.3%	9.6%

第七十四頁至八十三頁之註釋亦為此帳目的一部分。

The notes on pages 74 to 83 form part of these accounts.



鍾悟思

公司註冊處處長暨

公司註冊處營運基金總經理

二零零三年九月十六日

G W E Jones

Registrar of Companies and

General Manager

Companies Registry Trading Fund

16 September 2003

公司註冊處營運基金資產負債表
Companies Registry Trading Fund
Balance Sheet

在2003年3月31日的結算
as at 31 March 2003

(以港幣千元位列示) (Expressed in thousands of Hong Kong dollars)		註釋 Note	2003	2002 (重新計算) (restated)
資產	ASSETS			
非流動資產	Non-current assets			
固定資產	Fixed assets	(10)	406,434	402,971
流動資產	Current assets			
應收帳款及預付款項	Debtors and prepayments		2,548	2,657
應收有關連機構帳款	Amounts due from related parties		1,700	1,920
銀行存款	Placements with banks		111,400	108,400
現金及銀行結餘	Cash and bank balances		24,007	4,098
			139,655	117,075
流動負債	Current liabilities			
短期借款	Short term borrowings	(11)	(27,670)	(27,670)
應付帳款	Creditors		(12,978)	(17,476)
應付有關連機構帳款	Amounts due to related parties		(59,966)	(34,330)
應付稅款	Tax payable		(1,320)	(927)
			(101,934)	(80,403)
流動資產淨額	Net current assets		37,721	36,672
總資產減去 流動負債	Total assets less current liabilities		444,155	439,643
非流動負債	Non-current liabilities			
遞延稅款	Deferred tax	(12)	(4,991)	(3,539)
僱員福利	Employee benefits		(46,514)	(44,841)
政府貸款	Government loan	(13)	—	(27,670)
			(51,505)	(76,050)
淨資產	NET ASSETS		392,650	363,593
資本及儲備	CAPITAL AND RESERVES			
營運基金資本	Trading fund capital	(14)	138,460	138,460
保留盈利	Retained earnings	(15)	242,081	213,828
擬發股息	Proposed dividend		12,109	11,305
			392,650	363,593

第七十四頁至八十三頁之註釋亦為此帳目的一部分。

The notes on pages 74 to 83 form part of these accounts.

公司註冊處營運基金權益變動結算表
Companies Registry Trading Fund
Statement of Changes in Equity

截至2003年3月31日止年度
for the Year Ended 31 March 2003

(以港幣千元位列示) (Expressed in thousands of Hong Kong dollars)	註釋 Note	2003	2002
在2002年4月1日之結餘 (根據過往會計政策 報告)	Balance at 1 April 2002, as previously reported	411,648	386,552
因會計政策改變而調整 之僱員福利	Change in accounting policy with respect to employee benefits (19a)	(48,055)	(45,429)
在2002年4月1日之結餘 (根據新會計政策 重新計算)	Balance at 1 April 2002, as restated	363,593	341,123
年內除稅後盈利 (根據過往會計政策 報告)	Profit after tax for the year, as previously reported		37,683
因會計政策改變而調整 之僱員福利	Change in accounting policy with respect to employee benefits		(2,626)
年內除稅後盈利 (2002年：根據新 會計政策重新計算)	Profit after tax for the year (2002: as restated)	40,362	35,057
年內股息支出	Dividend paid during the year	(11,305)	(12,587)
在2003年3月31日之結餘	Balance at 31 March 2003	392,650	363,593

第七十四頁至八十三頁之註釋亦為此帳目的一部分。

The notes on pages 74 to 83 form part of these accounts.

公司註冊處營運基金現金流量表
Companies Registry Trading Fund
Cash Flow Statement

截至2003年3月31日止年度
 for the Year Ended 31 March 2003

(以港幣千元位列示)

(Expressed in thousands of Hong Kong dollars)

註釋

Note

2003

2002
 (重新計算)
 (restated)

**來自營運項目之
 現金流量**

**Cash flows from
 operating activities**

運作盈利	Profit from operations	47,134	41,904
折舊及攤銷	Depreciation and amortisation	15,730	16,043
應付帳款的 (減少)/增加	(Decrease)/Increase in creditors	(1,883)	1,154
應付有關連機構帳款 的增加	Increase in amounts due to related parties	26,194	2,176
僱員福利的負債的 (減少)/增加	(Decrease)/Increase in liabilities for employee benefits	(832)	2,626
應收帳款及預付款項 的(增加)/減少	(Increase)/Decrease in debtors and prepayments	(159)	200
應收有關連機構帳款 的減少/(增加)	Decrease/(Increase) in amounts due from related parties	220	(376)
已付利得稅	Profits tax paid	(5,263)	(4,526)

**來自營運項目之
 現金淨額**

**Net cash from
 operating activities**

81,141 59,201

**來自投資項目之
 現金流量**

**Cash flows from
 investing activities**

銀行存款減少/(增加) 淨額(等同現金除外)	Net decrease/(increase) in placements with banks (other than cash equivalents)	53,100	(57,100)
利息收入	Interest received	2,482	3,563
購買固定資產	Purchase of fixed assets	(18,744)	(13,061)
售賣固定資產所得款項	Proceeds from disposal of fixed assets	—	98

**來自/(用作)投資
 項目之現金淨額**

**Net cash from/(used in)
 investing activities**

36,838 (66,500)

(以港幣千元位列示) (Expressed in thousands of Hong Kong dollars)		註釋 Note	2003	2002 (重新計算) (restated)
來自融資項目之 現金流量	Cash flows from financing activities			
償還貸款	Loan repayments	(13)	(27,670)	(27,670)
利息支出	Interest paid		(2,995)	(7,085)
股息支出	Dividend paid		(11,305)	(12,587)
用作融資項目之 現金淨額	Net cash used in financing activities		(41,970)	(47,342)
現金及等同現金 的增加／(減少) 淨額	Net increase/(decrease) in cash and cash equivalents		76,009	(54,641)
現金及等同現金在 2002年4月1日 之結餘	Cash and cash equivalents at 1 April 2002		50,398	105,039
現金及等同現金在 2003年3月31日 之結餘	Cash and cash equivalents at 31 March 2003	(16)	126,407	50,398

第七十四頁至八十三頁之註釋亦為此帳目的一部分。

The notes on pages 74 to 83 form part of these accounts.

帳目註釋

(除特別註明外，以港幣千元位列示)

1. 公司註冊處營運基金的地位

前立法局在1993年6月30日根據《營運基金條例》(第430章)第3、4及6條通過決議，在1993年8月1日設立公司註冊處營運基金。本處為客戶提供服務與設施以辦理有限公司註冊及登記和查閱公司文件。

2. 會計政策

(a) 會計基準

本帳目是根據香港公認會計原則製備。

(b) 固定資產

1993年8月1日由政府撥歸公司註冊處營運基金的固定資產是按前立法局所通過的設立營運基金決議中所列的估值入帳。從1993年8月1日起新購的固定資產則按當時用於購買及裝置設備的實際直接開支入帳。

(c) 折舊及攤銷

i. 折舊是依直線折舊法按資產原值減去其在最終使用期末的剩餘值，在預計資產可使用年期內逐年分期定額註銷。

折舊年率為：

建築物	3.3% — 3.6%
電腦系統	20% — 33.3%
傢具及裝置	20%
辦公室及特殊器材	20%
部門自用車輛	20%

ii. 土地及正在進行中的資本性設備，則並無折舊。

iii. 電腦系統的發展及數據轉換成本是從使用月的第一天開始分3至5年攤銷。

NOTES ON THE ACCOUNTS

(Expressed in thousands of Hong Kong dollars unless otherwise stated)

1. Status of the Companies Registry Trading Fund

The Companies Registry Trading Fund was established on 1 August 1993 under the Legislative Council Resolution passed on 30 June 1993 pursuant to sections 3, 4 and 6 of the Trading Funds Ordinance (Cap. 430). The Companies Registry provides our customers with services and facilities to incorporate companies and to register and examine company documents.

2. Accounting policies

(a) Basis of accounting

The accounts have been prepared in accordance with accounting principles generally accepted in Hong Kong.

(b) Fixed assets

Fixed assets appropriated to the Companies Registry Trading Fund on 1 August 1993 are stated at the value contained in the Resolution of the Legislative Council for setting up the Companies Registry Trading Fund. Fixed assets acquired since 1 August 1993 are capitalised at the actual direct expenditure of acquisition and installation.

(c) Depreciation and amortisation

i. Depreciation is provided on a straight-line basis calculated to write off the cost of assets less residual value over their estimated useful lives. The annual rates of depreciation used are:

Building	3.3% — 3.6%
Computer system	20% — 33.3%
Furniture and fittings	20%
Office and specialist equipment	20%
Office car	20%

ii. No depreciation is provided in respect of land and capital projects in progress.

iii. System development and data conversion costs for computer systems are amortised over a period of three to five years from the beginning of the month they are commissioned into service.

(d) 遞延稅款

對於因固定資產加速折舊免稅額所引致的重大時差會採用遞延稅款計算，在可見將來不會實現的負債則不包括在內。

(e) 收入的確認

服務收費是在提供服務時確認入帳。利息收入則按應計的利息確認入帳。

(f) 僱員福利

薪金與年假開支均在僱員提供有關服務所在年度以應計基準確認入帳。僱員附帶福利開支包括香港特別行政區政府給予僱員的退休金福利，均在營運基金支銷，並在僱員提供有關服務所在年度確認入帳。

(g) 有關連機構

根據《營運基金條例》(第430章)設立的公司註冊處營運基金是屬於政府轄下的一個獨立會計單位。年內，營運基金在日常業務中曾與各有關連機構進行交易。這等機構包括各政策局及政府部門，營運基金，以及受政府所控制或政府對其有重大影響力的財政自主組織。

(h) 等同現金

等同現金指短期而高度流通的投資，可隨時轉換為已知數額現金，在購入時距離期滿日不超過三個月，而且所涉及的價值改變風險不大。



(d) Deferred tax

Provision is made for deferred tax in respect of all material timing difference attributable to accelerated depreciation allowances on fixed assets except where it is considered that no liability will crystallize in the foreseeable future.

(e) Revenue recognition

Revenue is recognised as services are provided. Interest income is recognised on an accrual basis.

(f) Employee benefits

Salaries and annual leave are accrued and recognised as an expense in the year in which the associated services are rendered by the staff. Staff oncosts including pensions provided to the staff by the Government of the Hong Kong Special Administrative Region are charged to the Trading Fund and recognised as an expense in the year in which the associated services are rendered.

(g) Related parties

The Companies Registry Trading Fund is a separate accounting entity within the Government established under the Trading Funds Ordinance (Cap. 430). During the year, the Trading Fund has entered into transactions with various related parties, including Government bureaux and departments, trading funds and financially autonomous bodies controlled or significantly influenced by the Government, in the ordinary course of its business.

(h) Cash equivalents

Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, having been within three months of maturity at acquisition.

3. 營業額 Turnover

		2003	2002
押記文件登記費	Charges registration fees	9,813	10,962
公司註冊成立費	Incorporation fees	91,653	66,115
年報表登記費	Annual registration fees	67,728	89,096
查冊及影印收費	Searches and copying fees	46,006	48,165
管理及代收服務費用	Fees for administration and collection services	10,001	10,002
其他費用	Other fees	17,082	17,703
		242,283	242,043

4. 運作成本 Operating costs

		2003	2002 (重新計算) (restated)
員工費用	Staff costs	154,783	159,908
一般運作開支	General operating expenses	17,784	19,362
電腦開支	Computer expenses	3,680	3,614
中央行政間接費用	Central administration overheads	2,805	818
折舊及攤銷	Depreciation and amortisation	15,730	16,043
審計師酬勞	Auditor's remuneration	367	394
		195,149	200,139

5. 其他收入 Other income

		2003	2002
銀行存款利息	Interest from bank deposits	2,214	3,602
售賣固定資產的利潤	Profit on disposal of fixed assets	—	98
		2,214	3,700

6. 融資成本 Finance cost

		2003	2002
利息	Interest on		
已償還及一年內 應償還之政府貸款	Government loan repaid and repayable within one year	1,878	2,362
一年後應償還之 政府貸款	Government loan repayable after one year	—	1,693
		<u>1,878</u>	<u>4,055</u>

7. 稅款 Taxation

名義利得稅是按16% 稅率計算(2002年：16%)。本處會把一筆款項支付予政府，以代替按照《稅務條例》(第112章)規定計算的利得稅。對於因固定資產加速折舊免稅額所引致的重大時差會採用遞延稅款計算，在可見將來不會實現的負債則不包括在內。

Notional profits tax is provided at the rate of 16% (2002: 16%). A payment in lieu of profits tax calculated on the basis of the provisions of the Inland Revenue Ordinance (Cap. 112) will be made to the Government. Provision is made for deferred tax in respect of all material timing difference attributable to accelerated depreciation allowances on fixed assets except where it is considered that no liability will crystallize in the foreseeable future.

		2003	2002
名義利得稅	Notional profits tax	5,656	5,782
年內遞延稅款	Deferred tax for the year		
因時間差異所作準備	Provision for the timing differences	1,452	710
年內稅款	Taxation for the year	<u>7,108</u>	<u>6,492</u>

8. 股息 Dividend

擬發港幣1,210.9萬元作股息給政府(2002年：港幣1,130.5萬元)。

An amount of HK\$12,109,000 (2002 : HK\$11,305,000) is proposed as dividend to the Government.

9. 固定資產回報率 Rate of return on fixed assets

固定資產回報率是運作盈利加上利息收入並扣除稅款後相對於固定資產平均淨值的百分率。公司註冊處營運基金的目標是要達到由財政司司長所釐定的每年百分之十的目標回報率。

The rate of return on fixed assets is calculated as the percentage of operating profit and interest income after taxation to Average Net Fixed Assets (ANFA). The Companies Registry Trading Fund aims to achieve a target return of 10% per annum as determined by the Financial Secretary.

10. 固定資產 Fixed assets

		土地及 建築物	電腦系統	傢具及 裝置	辦公室及 特殊器材	部門 自用車輛	總值
		Land & building	Computer system	Furniture & fittings	Office & specialist equipment	Office car	Total
成本或估價	Cost or valuation						
在2002年4月1日	At 1 April 2002	398,511	90,310	16,948	2,460	130	508,359
增加	Additions	—	19,181	12	—	—	19,193
在2003年3月31日	At 31 March 2003	398,511	109,491	16,960	2,460	130	527,552
累計折舊／攤銷	Aggregate depreciation/amortisation						
在2002年4月1日	At 1 April 2002	37,030	50,269	16,509	1,450	130	105,388
年內費用	Charge for the year	4,444	10,587	251	448	—	15,730
在2003年3月31日	At 31 March 2003	41,474	60,856	16,760	1,898	130	121,118
帳面淨值	Net Book Value						
在2003年3月31日	At 31 March 2003	357,037	48,635	200	562	—	406,434
在2002年3月31日	At 31 March 2002	361,481	40,041	439	1,010	—	402,971

11. 短期借款 Short term borrowings

		2003	2002
截至3月31日一年內 應付政府貸款 (請亦參閱註釋13)	Government loan repayable within one year at 31 March (see also note 13)	27,670	27,670

12. 遞延稅款 Deferred tax

		2003	2002
在2002年4月1日之結餘	Balance at 1 April 2002	3,539	2,829
年內準備	Provision for the year	1,452	710
在2003年3月31日之結餘	Balance at 31 March 2003	4,991	3,539

13. 政府貸款 Government loan

根據前立法局1993年6月30日所通過的決議，在1993年8月1日撥歸營運基金的資產淨值港幣4.1516億元中，港幣2.767億元為資本投資基金向營運基金的貸款。貸款由1994年8月1日起分十期按年等額攤還，每年還款港幣2,767萬元，而應於2003年8月1日繳交的最後一期還款，已在帳目列作短期借款。至於貸款利息，息率為香港銀行公會委員會的當然會員所公布的最優惠貸款利率的平均息率。

The loan of HK\$276,700,000 from the Capital Investment Fund was made in accordance with the resolution passed by the Legislative Council on 30 June 1993 to finance part of the net assets valued at HK\$415,160,000 appropriated to the Companies Registry Trading Fund with effect from 1 August 1993. The loan is repayable in ten equal annual instalments of HK\$27,670,000 starting from 1 August 1994. The last instalment due and payable on 1 August 2003 is shown as short term borrowing. The loan bears interest at a rate equal to the average of the best lending rate quoted by the continuing members of the Committee of The Hong Kong Association of Banks.

14. 營運基金資本 Trading fund capital

此為政府對公司註冊處營運基金的投資。

This represents the Government's investment in the Companies Registry Trading Fund.

15. 保留盈利 Retained earnings

		2003	2002 (重新計算) (restated)
在2002年4月1日之結餘 (根據過往會計政策報告)	Balance at 1 April 2002, as previously reported	261,883	235,505
因會計政策改變而調整之 僱員福利(見註釋19a)	Change in accounting policy with respect to employee benefits (Note 19a)	(48,055)	(45,429)
在2002年4月1日之結餘 (根據新會計政策 重新計算)	Balance at 1 April 2002, as restated	213,828	190,076
年內除稅後盈利 (根據過往會計政策報告)	Profit after tax for the year, as previously reported		37,683
因會計政策改變而調整 之僱員福利	Change in accounting policy with respect to employee benefits		(2,626)
年內除稅後盈利 (2002年：根據新 會計政策重新計算)	Profit after tax for the year (2002: as restated)	40,362	35,057
擬發股息	Proposed dividend	(12,109)	(11,305)
在2003年3月31日之結餘	Balance at 31 March 2003	242,081	213,828

16. 現金及等同現金年終結餘分析 Analysis of the balances of cash and cash equivalents at end of year

		2003	2002
現金及銀行結餘	Cash and bank balances	24,007	4,098
銀行存款(等同現金部分)	Placements with banks (cash equivalents portion)	102,400	46,300
		<u>126,407</u>	<u>50,398</u>

17. 有關連機構的交易 Related party transactions

除了那些在帳目表內獨立披露的交易外，年內與有關連機構的其他重要交易概述如下：

- (a) 本處提供予有關連機構的服務包括查冊及影印服務，代收某部分稅項及無主財物，和代表政府管理放債人註冊處。來自這些服務的收益計有港幣1,668.5萬元(2002年：港幣1,675.6萬元)；
- (b) 有關連機構提供予本處的服務包括購置物料、郵政、印刷、培訓、資訊科技、大廈管理、辦公地方租賃、中央管理及審計。這等服務的支出共港幣1,351.9萬元(2002年：港幣1,239.3萬元)；及
- (c) 由有關連機構提供的資訊科技及翻修設備方面的資本開支，款額達到港幣109.3萬元(2002年：港幣49.4萬元)。

Apart from those separately disclosed in the accounts, the other material related party transactions for the year are summarised as follows:

- (a) Services provided to related parties included search and copying services, collection of certain tax-loaded fees and bona vacantia, and the administration of the Money Lenders Registry on behalf of the Government. The total revenue derived from these services amounted to HK\$16,685,000 (2002: HK\$16,756,000);
- (b) Services received from related parties included services on acquisition of stores, mail, printing, training, information technology, building management, rental of accommodation, central administration and auditing. The total cost incurred on these services amounted to HK\$13,519,000 (2002: HK\$12,393,000); and
- (c) Capital expenditure in relation to information technology and renovation services provided by related parties amounted to HK\$1,093,000 (2002: HK\$494,000).

與有關連機構的交易如亦同時提供予公眾，收費會依隨公眾所須繳付的費用；如該等服務祇提供予有關連機構，收費則按全部成本徵收。

Services provided by or to related parties were charged at the rates payable by the general public where such services were also available to members of the public, or on a full cost recovery basis where such services were only available to related parties.

18. 資本承擔 Capital commitments

在結算日，營運基金未有在帳目表中作出準備的資本承擔如下：

At the date of balance sheet, the Trading Fund had capital commitments, so far as not provided for in the financial statements, as follows:

		2003	2002
已簽約	Contracted for	77,284	1,263
已核准惟未簽約	Authorised but not contracted for	—	—
		<u>77,284</u>	<u>1,263</u>

19. 採用香港新會計準則 Adoption of new accounting standards in Hong Kong

本處採用了香港會計師公會所頒布、於本年生效的下列新或修訂的《會計實務準則》製備營運基金本年度的財務報表：

(a) 《會計實務準則》第34號：「僱員福利」

為遵從《會計實務準則》第34號的新規定，本處就截至結算日僱員因提供服務而享有年假涉及的估計負債提撥準備。這顯示會計政策有所轉變，因為本處在先前各年度並無就此項負債提撥準備。此項轉變溯及既往，而往年的比較數字已重新計算，配合已轉變的政策。就2003年3月31日及2002年3月31日的僱員未放取年假所提撥的準備分別為港幣4,722.3萬元及港幣4,805.5萬元。年內所減少的港幣83.2萬元已於損益表內支銷，作為員工費用，而港幣4,805.5萬元則計入年初的保留盈利，作為往年的調整款額（見註釋15）。此項會計政策之變動已導致2001-02回報率由10.2%減少至9.6%；

(b) 《會計實務準則》第1號（修訂）：「財務報表的呈列」

為遵從《會計實務準則》第1號（修訂）的規定，權益變動結算表須予呈交，作為財務報表的獨立組成部分；及

(c) 《會計實務準則》第15號（修訂）：「現金流量表」

現金流量表的格式已予修訂，以配合《會計實務準則》第15號（修訂）的新規定。

The following new or revised Statements of Standard Accounting Practice (SSAPs) issued by the Hong Kong Society of Accountants, which became effective from this year, were adopted for preparation of the Trading Fund's financial statements for the year:

(a) SSAP 34 "Employee Benefits"

In order to comply with the new requirements of SSAP 34, a provision is made for the estimated liability for annual leave as a result of services rendered by the staff up to the balance sheet date. This represents a change in accounting policy as in previous years no provision was made for this liability. This change in accounting policy has been accounted for retrospectively and the prior year comparative figures have been restated to conform with the changed policy. The provisions for unused annual leave entitlements of the staff at 31 March 2003 and 2002 were HK\$47,223,000 and HK\$48,055,000 respectively. The amount of HK\$832,000, being the decrease for the year, was charged to the profit and loss account as staff costs, and the amount of HK\$48,055,000 was charged against the opening retained earnings for the year as prior year adjustment (see note 15). The change in accounting policy has resulted in a decrease in the Rate of Return for 2001-02 from 10.2% to 9.6%;

(b) SSAP 1 (revised) "Presentation of Financial Statements"

A statement of changes in equity is presented as a separate component of the financial statements in order to comply with the new requirements of SSAP 1 (revised); and

(c) SSAP 15 (revised) "Cash Flow Statements"

The format of the cash flow statement has been revised to follow the new requirements of SSAP 15 (revised).

20. 比較數字 Comparative figures

比較數字已根據所採用並列載於註釋19的新會計準則的規定重新計算和分類。

Comparative figures have been restated and reclassified based on the requirements of the new accounting standards adopted as set out in note 19.

審計署署長提交立法會的報告書

我已完成審計刊於附錄B按照香港公認會計原則製備的財務報表。

公司註冊處營運基金總經理及審計署署長的責任

根據《營運基金條例》(第430章)第7(4)條的規定，公司註冊處營運基金總經理負責把按照公認會計原則製備，並經他簽署的財務報表呈交本人。在製備財務報表時，公司註冊處營運基金總經理必須貫徹採用合適的會計政策。

我的責任是根據我的審計工作的結果，對該等財務報表作出獨立意見，並向立法會報告。

意見的基礎

茲證明我已按照《營運基金條例》第7(5)條的規定及審計署的審計準則，審核及審計上述的財務報表。審計範圍包括以抽查方式查核與財務報表所載數額及披露事項有關的憑證，亦包括評估公司註冊處營運基金總經理於製備該等財務報表時所作的重大估計和判斷、所釐定的會計政策是否適合公司註冊處營運基金的具體情況、及有否貫徹運用並足夠披露該等會計政策。

REPORT OF THE DIRECTOR OF AUDIT TO THE LEGISLATIVE COUNCIL

I have audited the financial statements in Appendix B which have been prepared in accordance with accounting principles generally accepted in Hong Kong.

Respective responsibilities of the General Manager, Companies Registry Trading Fund and the Director of Audit

Under section 7(4) of the Trading Funds Ordinance (Cap. 430), the General Manager, Companies Registry Trading Fund is responsible for the submission of financial statements prepared in accordance with generally accepted accounting principles and signed by him to me. In preparing the financial statements, the General Manager, Companies Registry Trading Fund has to select appropriate accounting policies and to apply them consistently.

It is my responsibility to form an independent opinion, based on my audit, on those statements and to report my opinion to you.

Basis of opinion

I certify that I have examined and audited the financial statements referred to above in accordance with section 7(5) of the Trading Funds Ordinance and the Audit Commission auditing standards. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the General Manager, Companies Registry Trading Fund in the preparation of the financial statements, and of whether the accounting policies are appropriate to the Companies Registry Trading Fund's circumstances, consistently applied and adequately disclosed.

我在策劃和進行審計工作時，均以取得一切我認為必需的資料及解釋為目標，使我能獲得充分的憑證，就該等財務報表是否存有重要錯誤陳述，作合理的確定。在作出意見時，我亦已衡量該等財務報表所載資料在整體上是否足夠。我相信，我的審計工作已為下列意見建立合理的基礎。

意見

我認為上述的財務報表均真實而中肯地反映公司註冊處營運基金在二零零三年三月三十一日的狀況及截至該日止年度的運作成果和現金流量，並已按照《營運基金條例》第7(4)條所規定的方式妥為製備。

I planned and performed my audit so as to obtain all the information and explanations which I considered necessary in order to provide me with sufficient evidence to give reasonable assurance as to whether the financial statements are free from material misstatement. In forming my opinion I also evaluated the overall adequacy of the presentation of information in the financial statements. I believe that my audit provides a reasonable basis for my opinion.

Opinion

In my opinion the financial statements give a true and fair view of the state of affairs of the Companies Registry Trading Fund as at 31 March 2003 and of the results of its operations and cash flows for the year then ended and have been properly prepared in accordance with the manner provided in section 7(4) of the Trading Funds Ordinance.

審計署署長
(審計署助理署長陳霸強代行)

(CHAN Bar-keung)
Assistant Director of Audit
for Director of Audit

香港審計署

Audit Commission
Hong Kong
16 September 2003

二零零三年九月十六日

二零零二年四月一日至二零零三年三月三十一日
根據《公司條例》被檢控的上市公司

**Listed Companies prosecuted under the Companies Ordinance
for the period from 1 April 2002 to 31 March 2003**

公司名稱 Name of Company	違規事項 (見附註) Types of Breaches (See Note)	罰款數額 Fine Imposed
雅高企業(集團)有限公司 Argos Enterprise (Holdings) Limited	1, 2	\$24,400
亞洲訊息(控股)有限公司 Asian Information Resources (Holdings) Limited	4	\$17,200
B-Tech (Holdings) Limited	4	\$11,200
Chevalier International Holdings Limited	4	\$2,490
China Elegance International Fashion Limited	4	\$23,250
China Fair Land Holdings Limited	4	\$4,680
中國海外發展有限公司 China Overseas Land & Investment Limited	1, 3	\$23,430
華潤創業有限公司 China Resources Enterprise, Limited	3	\$5,900
中國特種纖維控股有限公司 China Specialised Fibre Holdings Limited	4	\$3,520
CIL Holdings Limited	4	\$18,400
Computech Holdings Limited	5	\$18,100
Computer And Technologies Holdings Limited	5	\$5,020
Coslight Technology International Group Limited	4	\$6,850
Credit Card DNA Security System (Holdings) Limited	4	\$3,540
Cyber On-Air Group Company Limited	4	\$6,950
First Dragoncom Agro-strategy Holdings Limited	4, 5	\$16,550
First Natural Foods Holdings Limited	4	\$11,750
第一拖拉机股份有限公司 First Tractor Company Limited	4	\$10,270
金龍集團(控股)有限公司 Golden Dragon Group (Holdings) Limited	5	\$7,000
GP NanoTechnology Group Limited	4, 5	\$19,460
G-Prop (Holdings) Limited	4	\$4,350
Grand Field Group Holdings Limited	4	\$4,820
Greenfield Chemicals Holdings Limited	4	\$4,770
廣南(集團)有限公司 Guangnan (Holdings) Limited	1	\$37,000

公司名稱 Name of Company	違規事項 (見附註) Types of Breaches (See Note)	罰款數額 Fine Imposed
國新集團有限公司 Guo Xin Group Limited	5	\$19,640
哈爾濱啤酒集團有限公司 Harbin Brewery Group Limited	5	\$7,020
漢寶集團(龍蝦大王)有限公司 Hon Po Group (Lobster King) Limited	5	\$8,310
i100 Limited	4	\$4,160
I-China Holdings Limited	4	\$4,950
江蘇南大蘇富特軟件股份有限公司 Jiangsu NandaSoft Company Limited	5	\$10,800
交大昆机科技股份有限公司 Jiaoda Kunji High-Tech Company Limited	5	\$8,450
Kin Don Holdings Limited	4	\$4,500
KTP Holdings Limited	4	\$14,850
洛阳玻璃股份有限公司 Luoyang Glass Company Limited	4	\$10,220
M Channel Corporation Limited	4, 5	\$15,500
马鞍山钢铁股份有限公司 Maanshan Iron & Steel Company Limited	4, 5	\$131,700
Mae Holdings Limited	4	\$6,500
Magnum International Holdings Limited	4	\$4,560
Manulife Financial Corporation	4	\$4,625
駿雷國際有限公司 Massive Resources International Corporation Limited	1	\$28,000
Medical China Limited	4	\$5,950
自然美生物科技有限公司 Natural Beauty Bio-Technology Limited	4, 5	\$11,420
科建集團有限公司 Neo-Tech Gobal Limited	4, 5	\$12,940
东北輸變電机械制造股份有限公司 Northeast Electrical Transmission & Transformation Machinery Manufacturing Company Limited	4	\$4,990
Oriental Union Holdings Limited	4	\$27,210
PME Group Limited	4	\$4,200
renren Holdings Limited	5	\$6,600
Rising Development Holdings Limited	4	\$4,800
RNA Holdings Limited	5	\$8,000
Rojam Entertainment Holdings Limited	4	\$2,760

公司名稱 Name of Company	違規事項 (見附註) Types of Breaches (See Note)	罰款數額 Fine Imposed
Shang Hua Holdings Limited	4	\$24,560
Shanghai Ming Yuan Holdings Limited	4	\$5,825
Shun Cheong Holdings Limited	4	\$20,350
Tanrich Financial Holdings Limited	4	\$3,700
Technology Venture Holdings Limited	4	\$5,325
Techpacific Capital Limited	4	\$26,140
Tem Fat Hing Fung (Holdings) Limited	5	\$23,050
The Sun's Group Limited	4	\$8,000
Theme International Holdings Limited	5	\$7,720
天津泰达生物医学工程股份有限公司 (天津泰達生物醫學工程股份有限公司) Tianjin Teda Biomedical Engineering Company Limited	5	\$10,825
UDL Holdings Limited	4	\$6,450
威誠國際集團有限公司 V. S. International Group Limited	4	\$3,680
Van Shung Chong Holdings Limited	4	\$6,750
Vision Tech International Holdings Limited	4	\$14,200
Vitop Bioenergy Holdings Limited	4, 5	\$34,130
Wafer Systems Limited	4	\$7,900
浙江玻璃股份有限公司 Zhejiang Glass Company, Limited	4	\$4,620
中海发展股份有限公司	4	\$11,180
中国南方航空股份有限公司	4	\$20,680
北京大唐发电股份有限公司	4	\$35,760

附註 (Note)

1. 未有或逾期遞交股份分配申報表
Failure or Late in Filing Return of allotments
2. 未有或逾期遞交成員登記冊備存地點通知書
Failure or Late in Filing Notification of Location of Registers of Members
3. 未有或逾期遞交秘書及董事資料更改通知書
Failure or Late in Filing Notification of Changes of Secretary and Directors
4. 未有或逾期遞交就海外公司的註冊詳情更改而須遞交的通知或申請
Failure or Late in Filing Notification or Application required for change in the Registered Particulars of Oversea Companies
5. 未有或逾期遞交海外公司帳目
Failure or Late in Filing Accounts of Oversea companies



一九九三年至二零零二年的主要統計數字
Statistical Highlights from 1993 to 2002

(a) 登記冊上本地公司數目

Number of local companies on the register

	年份 Year									
	1993	1994	1995	1996	1997	1998	1999	2000	2001	2002
登記冊上本地公司數目 No. of local companies on the register	415,911	452,789	471,883	483,181	474,517	474,594	490,888	511,503	510,380	503,111

(b) 透過撤銷註冊、剔除註冊和清盤而解散的公司數目

Number of dissolutions by way of deregistration,
striking-off and liquidation respectively

	年份 Year									
	1993	1994	1995	1996	1997	1998	1999	2000	2001	2002
撤銷註冊 (由一九九九年十一月開始) De-registration (starting from Nov 1999)	0	0	0	0	0	0	0	9,767	20,219	21,380
剔除註冊 Striking-off	928	3,133	10,544	34,626	54,369	26,763	15,620	9,747	17,185	30,560
清盤 Liquidation	3,123	2,714	3,371	3,820	3,603	3,220	3,747	3,312	2,090	1,978
其他 Others	1	1	4	0	1	0	0	0	1	0
總數 Total	4,052	5,848	13,919	38,446	57,973	29,983	19,367	22,826	39,495	53,918

(c) 成員自動清盤與債權人自動清盤的清盤個案數目

Number of liquidation cases by way of members' voluntary winding-up and creditors' voluntary winding-up

成員自動清盤 Members' Voluntary Winding-up										
	年份 Year									
	1993	1994	1995	1996	1997	1998	1999	2000	2001	2002
進行中的個案數目 No. of cases in progress	不適用 N.A.	不適用 N.A.	3,548	3,390	2,887	3,130	3,000	1,870	1,518	1,333
剛展開的個案數目 No. of cases commenced	不適用 N.A.	不適用 N.A.	2,992	3,250	2,638	3,005	3,067	1,581	1,178	1,085

債權人自動清盤 Creditors' Voluntary Winding-up										
	年份 Year									
	1993	1994	1995	1996	1997	1998	1999	2000	2001	2002
進行中的個案數目 No. of cases in progress	不適用 N.A.	不適用 N.A.	508	428	353	439	573	490	560	657
剛展開的個案數目 No. of cases commenced	不適用 N.A.	不適用 N.A.	182	174	107	211	322	164	229	267

(d) 登記冊上海外公司數目連新登記和不再設有營業地點的海外公司數目

Number of overseas companies on the register, with the number of overseas companies newly registered and ceased to have a place of business shown separately

	年份 Year									
	1993	1994	1995	1996	1997	1998	1999	2000	2001	2002
新登記設有營業地點的 公司數目 No. of companies newly registered as having a place of business	498	573	582	665	713	570	658	814	812	700
不再設有營業地點的公司數目 No. of companies ceased to have a place of business	147	161	221	378	250	325	341	350	448	447
在登記冊上的公司數目 Total no. of companies on the register	3,544	3,956	4,317	4,604	5,067	5,312	5,629	6,093	6,457	6,710

(e) 根據《公司條例》第XI部註冊海外公司數目

Distribution of overseas companies registered
under Part XI of the Companies Ordinance

國家 Country	年份 Year									
	1993	1994	1995	1996	1997	1998	1999	2000	2001	2002
澳洲 Australia	99	110	117	107	107	108	107	112	121	116
百慕大 Bermuda	298	349	381	423	478	510	538	592	617	632
英屬維爾京群島 British Virgin Islands	572	756	922	1,121	1,359	1,561	1,816	2,044	2,215	2,372
開曼群島 Cayman Islands	98	120	128	149	186	204	234	332	442	532
日本 Japan	318	336	368	381	368	339	318	304	297	283
利比里亞 Liberia	135	139	130	123	113	108	131	140	132	124
巴拿馬 Panama	83	83	80	68	69	70	80	93	104	111
中華人民共和國 People's Republic of China	—	53	59	70	91	101	108	119	129	155
新加坡 Singapore	148	156	165	175	202	208	212	224	227	218
聯合王國 United Kingdom	373	383	395	402	414	415	398	400	407	395
美利堅合眾國 United States of America	694	747	797	800	822	801	796	799	776	756
其他 Others	726	724	775	785	858	887	891	934	990	1,016
海外公司總數 Total number of overseas companies	3,544	3,956	4,317	4,604	5,067	5,312	5,629	6,093	6,457	6,710