



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。在二零零四年八月一日，本處度過了以營運基金形式運作的第十一年。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

Functions

The Companies Registry was established as an independent government department on 1 May 1993 and, on 1 August 2004, marked its eleventh 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



財經事務及庫務局副秘書長(財經事務) 探訪本處

The Deputy Secretary for Financial Services and the Treasury (Financial Services) visiting the Registry

OPERATIONAL ACTIVITIES

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。

- **政策及立法問題**

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。

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.



服務與業務情況

• 公司註冊成立／ 不營運公司撤銷註冊

在二零零三至零四年度，共有 48,463 間公司註冊成立，較二零零二至零三年度減少 9.5%，其中有 15,535 間新公司在二零零四年首季註冊成立。平均來說，每月有 4,039 間公司註冊成立。

本處由二零零四年二月十三日起引入「一名成員組成的公司」，加上簡化註冊手續，以遵從註冊規定的陳述書代替法定聲明，均有助公司註冊成立。平均來說，新註冊的公司有超過 50% 是一名成員組成的公司。

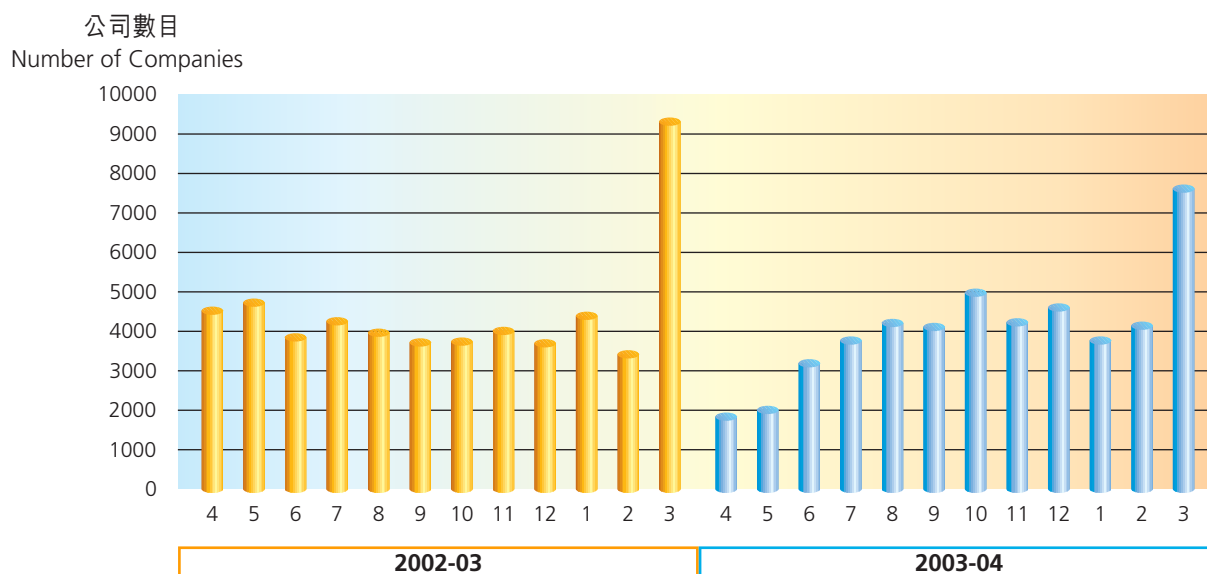
Services & Business Volumes

• *Incorporation of companies/Deregistration of defunct companies*

In 2003-04, a total of 48,463 companies were incorporated, a decrease of 9.5% compared to 2002-03. Of these newly incorporated companies, 15,535 were incorporated in the first quarter of 2004. On average, 4,039 companies were incorporated per month.

The introduction of one-member companies with effect from 13 February 2004 and the simplification of incorporation procedures by replacing the statutory declaration of compliance by a statement of compliance have facilitated incorporation activities. On average, over 50% of the newly incorporated companies are one-member companies.

註冊成立 Incorporations



在二零零三至零四年度，共有 29,979 間不營運公司根據《公司條例》第 291 條被剔除名稱，另有 19,540 間不營運但有償債能力的私人公司則根據該條例第 291AA 條被撤銷註冊。

截至二零零四年三月三十一日，共有 500,919 間本地公司名列公司登記冊。

In 2003-04, a total of 29,979 defunct companies were struck off under section 291 of the Companies Ordinance and 19,540 defunct, solvent private companies were deregistered under section 291AA of the Companies Ordinance.

As at 31 March 2004, the number of local companies on the public register was 500,919.

OPERATIONAL ACTIVITIES

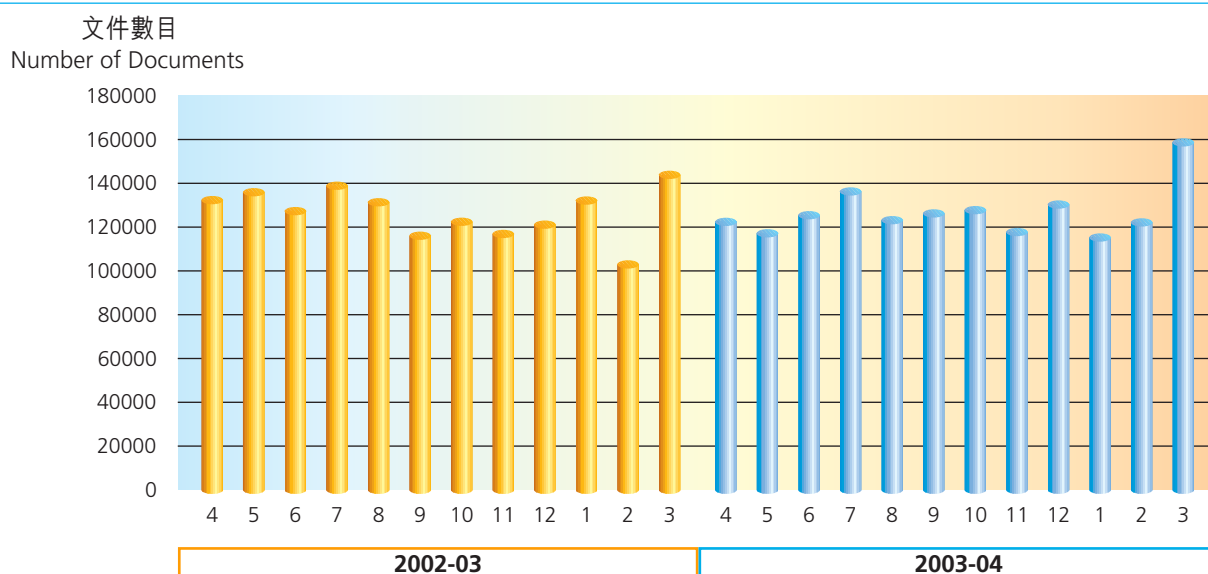
• 文件登記

在二零零三至零四年度，遞交本處登記的文件總數為 1,522,678 份，較二零零二至零三年度增加 0.2%，即每個工作天平均有 5,588 份文件遞交本處。

• Registration of Documents

In 2003-04, a total of 1,522,678 documents were received for registration, an increase of 0.2% compared to 2002-03. This represents an average of 5,588 documents received on each working day.

遞交文件登記 Documents Received for Registration



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組織章程細則、秘書及董事的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。在二零零三至零四年度，已登記及載入本處已擴充的資料庫以供公眾查閱的文件中，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 2003-04, 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。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。

在二零零三至零四年度，公眾查閱縮微膠片紀錄的個案總數為 1,563,636 宗，較二零零二至零三年度減少 3.1%，即每個工作天平均有 5,738 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。在二零零三至零四年度，「查閱公司資料」及「查閱董事索引」的個案分別有 87,187 及 131,505 宗，較二零零二至零三年度分別增加 17.2% 及 20.5%。

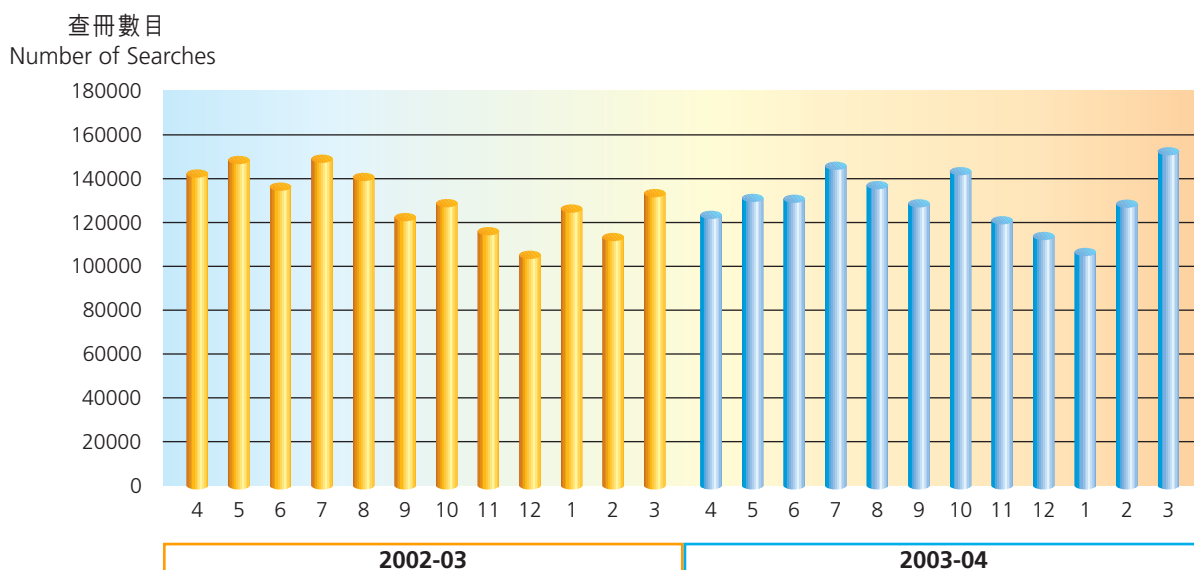
- **Public Search**

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 2003-04, a total of 1,563,636 public searches on microfilmed records were made, a decrease of 3.1% compared to 2002-03. This represents an average of 5,738 public searches made on each working day.

Customers can obtain key company information through the Company Particulars Search and Directors' Index Search. In 2003-04, a total of 87,187 and 131,505 Company Particulars Searches and Directors' Index Searches were made respectively, an increase of 17.2% and 20.5% respectively compared to 2002-03.

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



OPERATIONAL ACTIVITIES

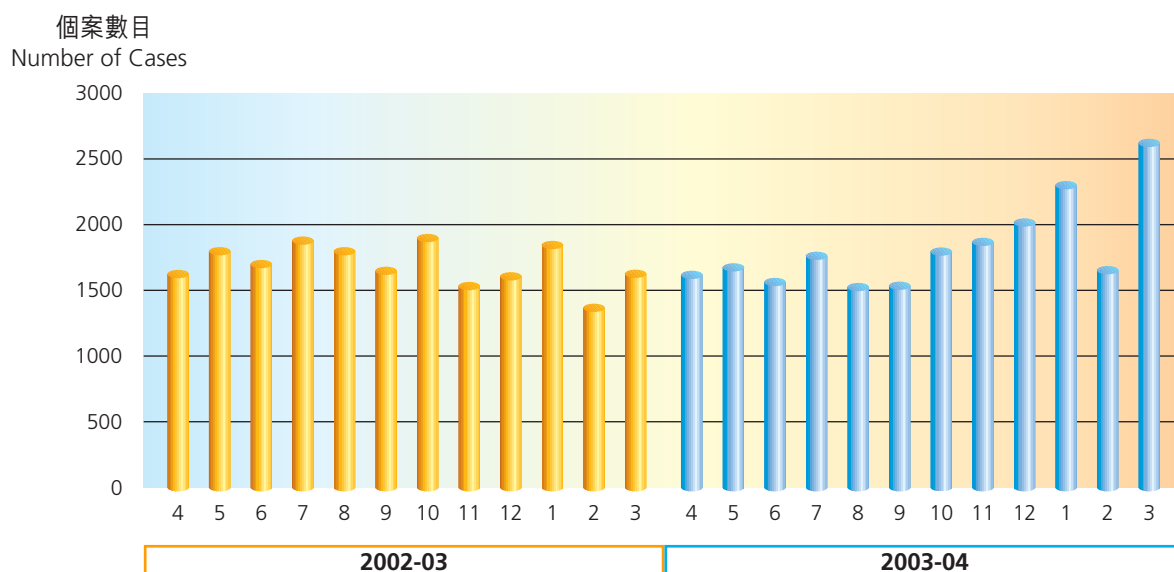
• 押記登記

在二零零三至零四年度，遞交本處登記的押記總數為 21,940 宗，較二零零二至零三年度增加 8.1%，即每個工作天平均有 81 宗押記遞交本處。遞交本處登記的押記約有三分之二與物業有關。

• Registration of Charges

In 2003-04, a total of 21,940 charges were received for registration, an increase of 8.1% compared to 2002-03. This represents an average of 81 charges received on each working day. About two-thirds of the charges received were related to property.

登記押記 Charges Received for Registration



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 Registry's detailed targets and performances are set out in the following table: —

OPERATIONAL ACTIVITIES

服務 Service	1993-94* 年度 實際 處理時間 Actual Response Time	2003-04 年度 標準 處理時間 Standard Response Time	2003-04 年度 工作表現 Achievement			2004-05# 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 specified)							
新公司註冊成立／登記 Incorporation/Registration of new companies							
— 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
本地公司更改名稱 Change of name of a local company	不適用 N.A.	8	95	99	4	8	95
公司文件登記 Registration of general documents							
— 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
押記登記 Registration of charges	12	9	90	99	10	9	90
查冊 Searches							
— 特快服務櫃檯 (包括排隊候時間) express service (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	1	1	95	100	5	1	95
影印服務 Photocopying services							
— 必須認證 certification required	1	1	95	100	5	1	95
— 無須認證 certification not required	10分鐘 min.	10分鐘 min.	98	100	2	10分鐘 min.	98
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.	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
公司撤銷註冊 Deregistration of companies							
— 發出批准撤銷註冊函件 issue of approval letter	不適用 N.A.	5	96	100	3	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.

直至「公司註冊處綜合資訊系統」第一階段投入運作為止。第一階段啓用後，本處將採用新的運作模式，並以一套新訂的服務標準取代現有標準。
Up to the live-run of Phase I of the Integrated Companies Registry Information System (ICRIS). After the launching of Phase I of ICRIS, a new mode of operation will be adopted and a new set of target standards will replace the existing standards.



電腦化計劃

資訊科技管理

本處的日常運作現時由兩個資訊系統提供支援，即分別於一九九二和一九九四年開發的「公司註冊系統」和「公司來件紀錄冊及公司文件索引系統」。雖然處方不時改善這兩個系統，以配合運作和服務水平方面的要求，但這些系統的使用期快將完結，並將在二零零五年年初由「公司註冊處綜合資訊系統」完全取代。

推行「公司註冊處綜合資訊系統」會令本處的面貌煥然一新，尤其是在引進自動化工作流程系統和文件影像處理技術後，本處的運作更會全面改觀。我們深信有了這些經改良的新設施後，本處定能在大幅減省成本的同時，提供優質服務。

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，用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。此外，用戶亦可以聯線方式訂購本處備存的公司文件縮微膠片，本處可安排專人送遞。該系統的用戶無須離開辦公室，即可方便快捷地取得公司的主要資料。與親自到本部門的辦事處查冊相比，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協助客戶使用該系統及解答查詢。截至二零零四年三月三十一日，該系統共有 133 名用戶。該系統將在「公司註冊處綜合資訊系統」啓用時終止服務。

Computerisation

Information Technology (IT) Management

The Registry's daily operation is currently supported by two information systems, namely the Companies Registration System (CRS) and the Control Book & Document Index System (CBDIS), which were developed in 1992 and 1994 respectively. Notwithstanding the fact that these two systems have been enhanced from time to time to meet operational and performance requirements, they are now near the end of their serviceable lives and will be completely replaced by ICRIS in early 2005.

The implementation of ICRIS will give the Registry a completely new look. In particular, the introduction of the automated workflow system and the imaging technology will totally transform the department's operation. We are very confident that, with these new and improved facilities, the Registry will be able to provide top quality services at much reduced costs.

The Companies Registry On-line Public Search System

CROPS is a system launched in September 2000, through which subscribers 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 department'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 2004, there were a total of 133 CROPS subscribers. The CROPS service will be terminated upon the implementation of ICRIS.

環境保護

本處十分了解保護環境的重要性，並致力以合乎環保要求的方式，拓展本處各方面的服務和運作。本處有一名環保經理和四名助理環保經理，負責監督部門各項環保措施的發展和推行情況。本處為改善環境而採納的環保政策和原則如下：—

- (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、盡量減少可能對環境造成的不良影響，以及繼續尋求方法對環保作出更大貢獻，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 department. 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, regulations 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.



我們的環保目標和實際表現載於下表：— Our targets and actual performances are as follows: —

	2003 年 目標 Target for 2003	2003 年 實際表現 Performance in 2003	2004 年 目標 Target for 2004
	百分比 %	百分比 %	百分比 %
(a) 減少廢物 Waste Minimisation <ul style="list-style-type: none">利用已使用紙張的空白一面草擬文件 using blank side of used paper for drafting使用循環再造紙張／無木漿紙張 using recycled/wood-free paper使用舊信封或可多次使用的環保信封 re-using envelopes or using transit envelopes使用可替換筆芯的原子筆 using refillable ball pens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	99 100 97 100 99	99 100 96 99 99	99 100 97 100 99
(b) 回收廢物以便循環使用／再次使用 Waste Recovery for Recycling/Re-use <ul style="list-style-type: none">收集廢紙 collection of waste paper收集使用過的打印機色粉盒 collection of used printer cartridges	98 100	98 100	98 100
(c) 節省能源 Energy Conservation <ul style="list-style-type: none">確保在辦公時間外，關掉電燈、影印機等 routine checking to switch off lights, photocopiers etc. outside office hours	99	99	99
(d) 在節日期間採取的措施 Measures at Festive Seasons <ul style="list-style-type: none">使用舊有裝飾物品 re-using decorations	99	99	99