

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》(第430章)率先以營運基金形式運作的部門之一。在二零零七年八月一日，本處度過了以營運基金形式運作的第十四年。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)(有關信託公司的部分)
- 《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的主要職能如下：—

註冊及登記

提供各項服務和設施，讓公司、有限責任合夥和信託公司的發起人，以及受託人可為其公司或法團辦理註冊成立手續；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

提供各項服務和設施，讓公眾人士查閱本處各類法定登記冊或電腦紀錄所保存的公司資料。

執行條例

確保公司及其高級人員遵從有關條例，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。

Functions

The Companies Registry was established as an independent government department on 1 May 1993 and, on 1 August 2007, marked its fourteenth year of operation as one of the first trading funds under the Trading Funds Ordinance (Chapter 430). The department is responsible for administering and enforcing the following ordinances: —

- Companies Ordinance (Chapter 32)
- Limited Partnerships Ordinance (Chapter 37)
- Trustee Ordinance (Chapter 29) (with respect to trust companies)
- 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 services and facilities to allow the promoters of companies, limited partnerships, trust companies and 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 services and facilities to search for the information held by the Registry on the various statutory registers, 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

公司註冊成立及解散

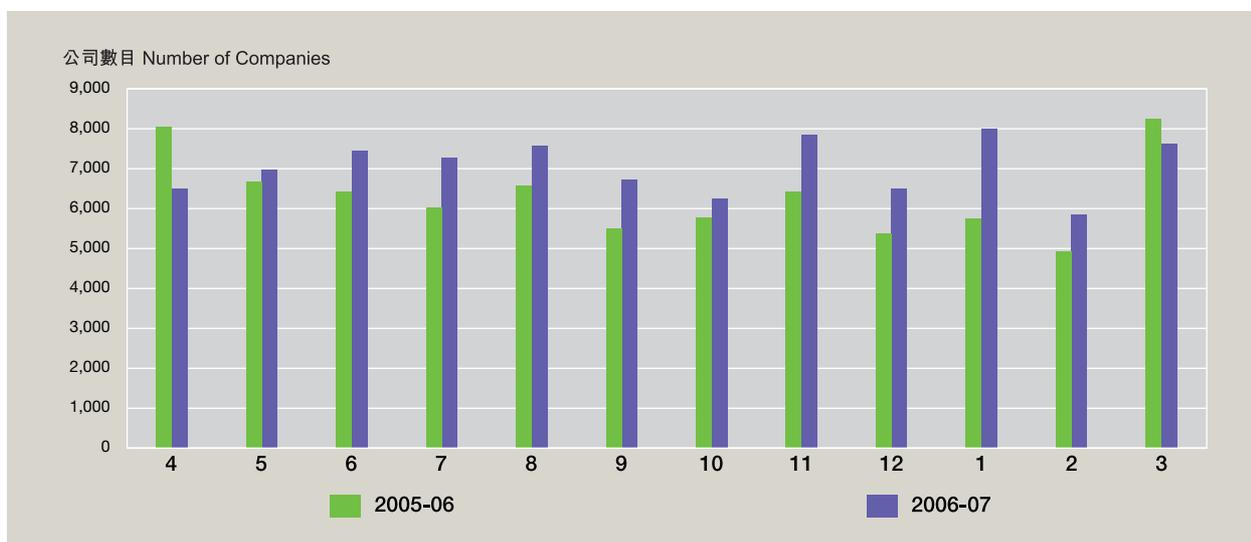
在二零零六至零七年度，共有84,545間公司註冊成立，較二零零五至零六年度增加11.5%。平均來說，每月有7,045間公司註冊成立。

Services and Business Volumes

Incorporation and Dissolution of Companies

In 2006-07, a total of 84,545 companies were incorporated, an increase of 11.5% compared to 2005-06. On average, 7,045 companies were incorporated per month.

註冊成立 Incorporations



本處引入「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。在二零零六至零七年度，新註冊的公司有77.3%是一名成員組成的公司。

The introduction of one-member companies and the simplification of incorporation procedures by replacing the statutory declaration of compliance by a statement of compliance have facilitated incorporation activities. In 2006-07, 77.3% of the companies newly incorporated were one-member companies.



財經事務及庫務局局長訪問本處
The Secretary for Financial Services and the Treasury
visiting the Registry

在二零零六至零七年度，共有13,569間不營運公司根據《公司條例》第291條被剔除名稱，另有20,345間不營運但有償債能力的私人公司根據該條例第291AA條被撤銷註冊。以清盤方式解散的公司共有1,559間。

In 2006-07, a total of 13,569 defunct companies were struck off under section 291 of the Companies Ordinance, and 20,345 defunct, solvent private companies were deregistered under section 291AA of the Companies Ordinance. A total of 1,559 companies were dissolved by liquidation.

截至二零零七年三月三十一日，共有604,993間本地公司名列公司登記冊。

As at 31 March 2007, the number of local companies on the public register was 604,993.

文件登記

在二零零六至零七年度，遞交本處登記的文件總數為1,750,928份，較二零零五至零六年度增加4.2%，即每個工作天平均有6,595份文件遞交本處。

Registration of Documents

In 2006-07, a total of 1,750,928 documents were received for registration, an increase of 4.2% compared to 2005-06. This represents an average of 6,595 documents received on each working day.

遞交文件登記 Documents Received for Registration



須交付公司註冊處處長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、股份分配申報表和周年申報表。在二零零六至零七年度，已登記及載入本處資料庫以供公眾人士查閱的文件當中，約有35%提供與公司董事及秘書有關的資料。

Documents required to be delivered to the Registrar of Companies for registration cover many different aspects of a company, such as the memorandum and articles of association, the notification of appointment and change of secretary and director, the notification of situation of registered office, the return of allotments and the annual return. In 2006-07, about 35% of the documents registered and captured in the Registry's database for public search provided information regarding company directors and secretaries.

公眾查冊

自「公司註冊處電子查冊服務」(電子查冊服務)啓用後，客戶可以在世界各地每周七天、全日二十四小時透過互聯網登入本處的網上查冊中心(www.icris.cr.gov.hk)，查閱公司資料，而查冊結果大部分可在網上閱覽或下載。經常使用聯線查冊服務的客戶，可向公司註冊處處長登記為**登記聯線客戶**，在本處開立戶口，透過從帳戶扣減預付款項的方式支付查冊費。非經常查冊的客戶，可以**非登記聯線客戶**的身份登入，透過網上的電子付款設施支付查冊費。此外，客戶亦可前往香港金鐘道政府合署公司註冊處的公眾查冊中心，以**在公司註冊處查冊客戶**的身份查冊。

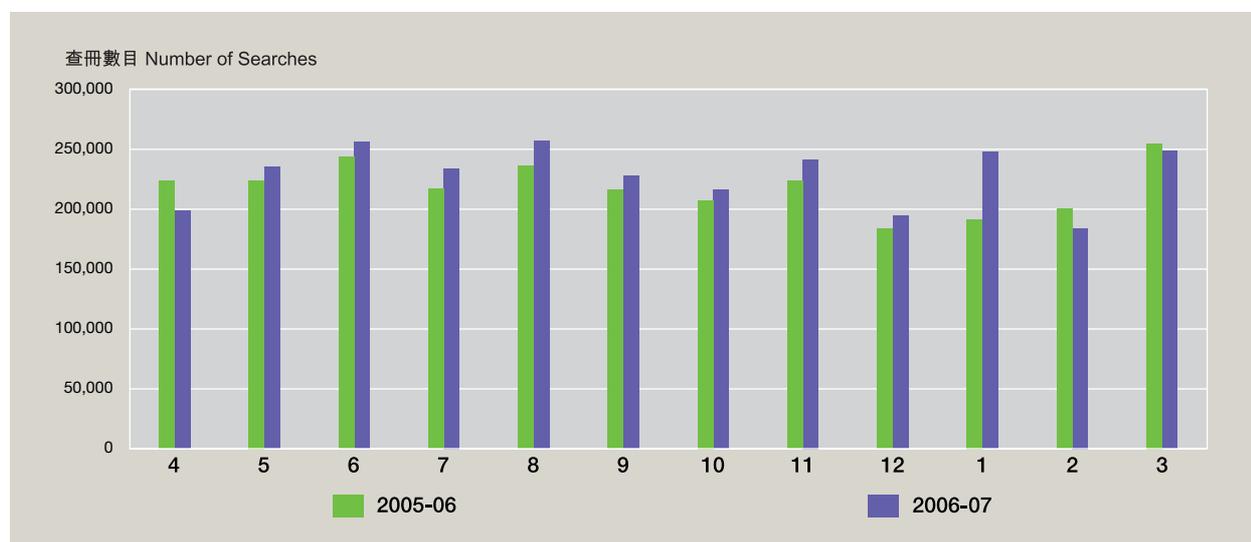
在二零零六至零七年度，利用電子查冊服務查閱文件影像紀錄的個案總數為2,740,830宗，較二零零五至零六年度增加4.5%。「查閱公司資料」和「查閱董事索引」的個案分別有124,069及157,312宗，較二零零五至零六年度分別增加8.2%及13.6%。

Public Search

Since the introduction of the Companies Registry Electronic Search Services (e-Search Services), customers can visit the Registry's Cyber Search Centre on the internet (www.icris.cr.gov.hk) to conduct company searches on a 24 x 7 basis anytime, anywhere. Most of the search results can be either viewed online or downloaded. Frequent online searchers can register with the Registrar of Companies as **Registered Online Users** and search fees may be readily deducted from the prepayments kept in their accounts with the Registry. Customers who conduct online searches on an ad hoc basis can login as **Unregistered Online Users** and pay search fees through the electronic payment facilities available on the internet. Customers may also conduct searches as **Onsite Users** at the Registry's Public Search Centre at the Queensway Government Offices, Hong Kong.

In 2006-07, a total of 2,740,830 searches on document image records were made through the e-Search Services, an increase of 4.5% compared to 2005-06. The total number of Company Particulars Searches and Directors Index Searches were 124,069 and 157,312 respectively, an increase of 8.2% and 13.6% respectively compared to 2005-06.

查閱文件影像紀錄 Document Image Records Searches



截至二零零七年三月三十一日，登記聯線客戶數目已超過1,530個，而在網上查閱公司資料的比率約佔97%。

As at 31 March 2007, there were over 1,530 registered online users, and about 97% of company searches were conducted over the internet.

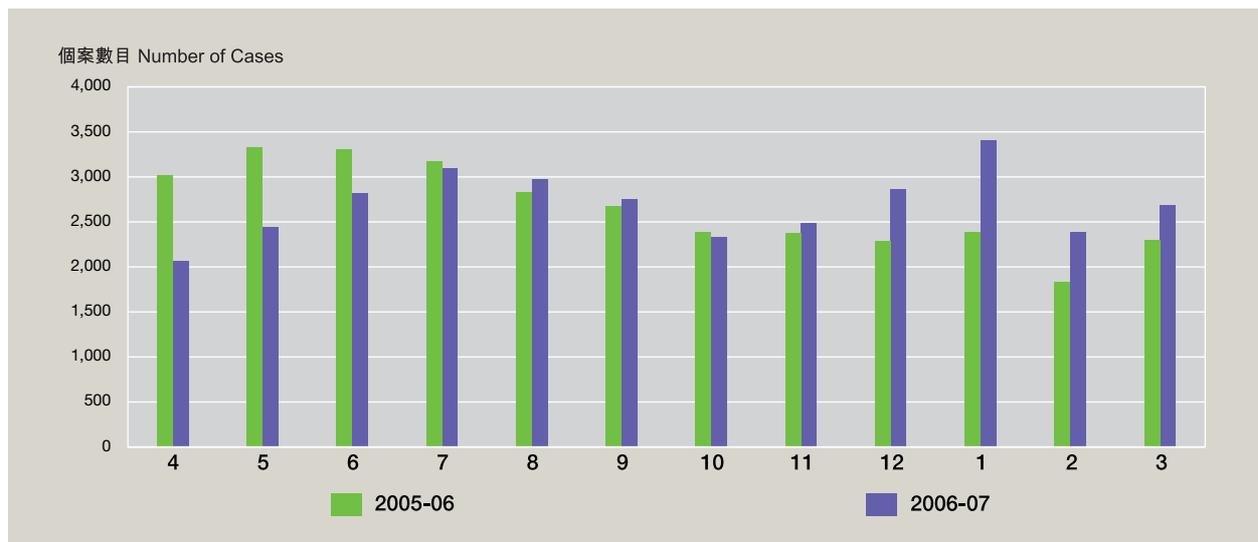
押記登記

在二零零六至零七年度，遞交本處登記的押記總數為32,315宗，較二零零五至零六年度增加1.3%，即每個工作天平均有122宗押記遞交本處。遞交本處登記的押記約有三分之二與房地產有關。

Registration of Charges

In 2006-07, a total of 32,315 charges were received for registration, an increase of 1.3% compared to 2005-06. This represents an average of 122 charges received on each working day. About two-thirds of the charges received were related to landed property.

登記押記 Charges Received for Registration



二零零七年主要工作量統計數字載於附錄A。一九九七至二零零七年主要統計數字載於附錄B。

The key workload statistics for 2007 are set out at Appendix A. The statistical highlights from 1997 to 2007 are set out at Appendix B.

服務承諾與生產力

為確保本處能為客戶提供高效率 and 優質的服務，本處營運基金自成立後，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：—

- 根據《公司條例》辦理公司註冊成立／登記及不營運但有償債能力私人公司撤銷註冊的事宜；
- 登記公司須提交的文件；及
- 提供查閱公司紀錄的服務和設施。

本處的服務水平標準是以達到標準處理時間的百分比計算。本處密切監察工作量變動對服務水平的影響，並參考客戶的意見和建議，每年檢討服務水平標準。

在推行五天工作周方面，本處提供內部專業及行政服務的辦公室由二零零六年七月一日起實施第一階段五天工作周，而由二零零七年一月一日起，提供公共服務和櫃檯服務的辦公室實施第二階段五天工作周，在星期一至五的整體辦公時間已經延長，本處亦承諾維持整體服務水平與效率。

在二零零六至零七年度，本處的服務已達到甚或超出承諾的所有服務標準，我們並已就二零零七至零八年度訂定新的服務標準和目標。本處的服務標準及表現詳載於下表：—

Performance Pledges and 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 services and 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.

In taking forward the five-day week initiative, the divisions providing in-house professional and administrative support services in the Registry moved to a five-day week from 1 July 2006 under Phase I. With effect from 1 January 2007, the divisions providing public and counter services moved to the five-day week under Phase II. The overall opening hours on Monday to Friday have been extended. The department has pledged to maintain the overall level and efficiency of services delivered to the public.

In 2006-07, we have met or exceeded all our performance pledges. For 2007-08, new service standards and performance targets have been set. The Registry's detailed targets and performances are set out in the following table: —

服務 Service	1993-94* 年度 實際處理 時間 Actual Response Time	2006-07 年度 標準處理 時間 Standard Response Time	2006-07 年度 工作表現 Achievement			2007-08 年度 目標 Target	
			(目標) 達到標準 處理時間 的百分比 (Target) % Meeting Standard	(實際表現) 達到標準 處理時間 的百分比 (Actual) % Meeting Standard	高於 目標 的百分比 % Over Achieved	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	99	1	6	98
— 海外公司 overseas company	38	18	85	99	14	16 [#]	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	7 [#]	95
公司文件登記 Registration of general documents							
— 本地公司 local company	33	8	90	98	8	8	90
— 海外公司 overseas company	47	8	90	98	8	8	90
押記登記 Registration of charges	12	9	90	95	5	9	90
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	99	3	5	97 [#]
網上聯線查冊 Online search on the internet							
— 提供文件影像紀錄以供下載 supply of image records of documents for download	—	10分鐘min.	95	99	4	10分鐘min.	95
— 提供查冊結果的核證副本** supply of certified copies of search result**	—	5小時hr.	85	96	11	5小時hr.	90 [#]
— 提供證書** supply of certificates**	—	1	95	100	5	1	95
在公眾查冊中心查冊 Onsite Search at the Public Search Centre							
— 提供查冊結果的印文本 supply of hard copies of search result	—	40分鐘min.	90	99	9	40分鐘min.	90
— 提供查冊結果的核證副本 supply of certified copies of search result	—	4小時hr.	85	99	14	4小時hr.	90 [#]
— 提供證書 supply of certificates	—	1	95	100	5	1	95
遞交文件 (僅指排隊輪候時間) Submission of documents (queuing time only)	—	30分鐘min.	90	99	9	20分鐘min. [#]	90

* 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.

** 不包括以郵寄或速遞方式送達所需的時間。
Time for delivery by post or by courier service is excluded.

[#] 新訂的更高目標。
New and improved targets.

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。本處委任一名首長級人員擔任環保經理，並有四名助理環保經理，負責推展部門各項環保措施和監督措施的推行。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。

此外，本處參加了環境保護署舉辦的辦公室及公眾場所室內空氣質素檢定計劃，獲頒良好級證書，證明本處在金鐘道政府合署所佔用樓層的室內空氣質素，完全符合良好級「室內空氣質素指標」的要求。

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 directorate officer has been appointed as the Green Manager and four Assistant Green Managers have been tasked to promote and 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 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.

We have also participated in the “Indoor Air Quality Certification Scheme for Offices and Public Places” organised by the Environmental Protection Department. A “Good Class” certificate has been awarded to the Registry, certifying that the indoor air quality in the floors occupied by the department in the Queensway Government Offices has fully complied with the Good Class of the Indoor Air Quality Objectives.

我們的環保目標和實際表現載於下表：—

Our targets and actual performances on various green measures are as follows: —

	2006年目標 Target for 2006 百分比%	2006年實際表現 Performance in 2006 百分比%	2007年目標 Target for 2007 百分比%
(a) 減少廢物 Waste Minimisation			
• 利用已使用紙張的空白一面草擬文件 using blank side of used paper for drafting	99	100	100 [#]
• 使用循環再造紙張／無木漿紙張 using recycled/wood-free paper	100	99	100
• 使用舊信封或可多次使用的環保信封 re-using envelopes or using transit envelopes	98	98	98
• 使用可替換筆芯的原子筆 using refillable ball pens	100	100	100
• 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	100 [#]
(b) 回收廢物以便循環使用／再次使用 Waste Recovery for Recycling/Re-use			
• 收集廢紙 collection of waste paper	98	98	98
• 收集使用過的打印機色粉盒 collection of used printer cartridges	100	100	100
(c) 節省能源 Energy Conservation			
• 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	100	100 [#]
(d) 在節日期間採取的措施 Measures at Festive Seasons			
• 使用舊有裝飾物品 re-using decorations	100	100	100

[#] 新訂的更高目標。

New and improved targets.

行政長官於二零零六年十一月二十七日代表香港特區政府簽署《清新空氣約章》。本處根據該約章的原則和精神，致力改善空氣質素和減少空氣污染物排放量。本處會繼續致力減少耗用能源和紙張，並提高員工對環保措施的認識。

The Chief Executive has signed the Clean Air Charter (the Charter) on behalf of the Government of the HKSAR on 27 November 2006. We contribute to the improvement of air quality and reduction of air emission in accordance with the principles and spirit of the Charter. We will continue the on-going effort to reduce energy/paper consumption and promote staff awareness of green measures.