



公司註冊處
COMPANIES REGISTRY

Annual Return

*Notification of Change of
Secretary and Director*



Compliance

with the Companies Ordinance

Return of Allotments

*Notification of
Situation of
Registered Office*

*Notification of
First Secretary
and Director*

2006-07 年報
ANNUAL REPORT

理想 VISION



受世界認同為卓越的公司註冊處，
為社會提供優質服務。

To achieve world-wide recognition as an excellent
Companies Registry giving the community a quality service.



使命 MISSION

- 為客戶提供高效率、具成本效益和優良的服務與設施，以辦理有限公司註冊及登記和查閱公司文件。

To provide our customers with efficient, cost-effective and quality services and facilities to incorporate companies and to register and examine company documents.

- 因應客戶的需要和期望，引進現代科技，不斷檢討和改善本處所提供的各項服務和設施。

To continuously review and improve our services and facilities, taking account of the needs and expectations of our customers and the best modern technology available.

- 採用適當的人力資源管理策略，激勵員工，達成本處的目標。

To motivate our staff to achieve organisational objectives by adopting appropriate human resource management strategies.

信念 VALUES

- **以客為尊**：重視客戶的意見。按照他們的需要和期望，發展服務項目和釐定質素水平。

To care for and respect our customers by listening to them and taking into account their needs and expectations when shaping the type and quality of service which we deliver.

- **群策群力**：關懷和尊重我們的員工。透過全體熱誠能幹的工作人員，同心協力，推行優質服務。

To care for and respect our colleagues as a quality service can be delivered only through dedicated people of high calibre working together as a team.

- **精益求精**：採納嶄新的意念、科技和工作模式，不斷改良本處的服務質素和設施。

To change for the better by remaining receptive to new ideas, technologies and work practices so as to improve the level and quality of our services and facilities.



鍾悟思太平紳士

公司註冊處處長

Mr Gordon W E Jones, J.P.

Registrar of Companies



劉麗芬女士 公司註冊處經理
Miss P Lau Registry Manager



蕭善頌女士 公司註冊處律師
Ms D Silkstone Registry Solicitor



劉嘉寧 副首席律師
Mr E Lau Deputy Principal Solicitor



毛慧賢女士 副首席律師
Miss E Mo Deputy Principal Solicitor



邵國華 業務經理
Mr K Siu Business Manager



方劍峯 助理首席律師
Mr A Fong Assistant Principal Solicitor

這是本人退休前，以公司註冊處處長的身份撰寫的最後一份總經理報告。雖然公司註冊處在一九九三年五月一日才成為獨立的政府部門，但在我就任公司註冊處處長一職時，公司註冊處處長的職能已存在了好一段日子。《公司條例》最初於一八六五年制定，當時公司註冊處處長的職能由最高法院經歷司執行，到一九四九年則移交予註冊總署負責，該署在一九九三年年中停止運作。過去14年來，公司註冊處提供公共服務的方式，經歷了前所未有的改革，而我能夠督導改革的推行，感到十分榮幸。

概要

在二零零六至零七年度，本處核心服務的業務錄得輕微增長。由於年內註冊成立的公司數目增加，本處的淨盈餘達1億1,860萬元，超過了上一年度創下的1億1,410萬元紀錄。此外，我們在規管工作方面繼續取得進展。為重寫《公司條例》而成立的公司條例草案專責小組的所有職位，已於二零零六年十月填補，而重寫條例的工作現正如期進行。《財務匯報局條例》於二零零六年七月十三日制定後，當局已着手成立財務匯報局，負責調查上市法團和集體投資計劃的不當審計行為，並就會計違規事宜進行查訊。

業務情況

在強勁經濟下，註冊成立的公司，特別是一名成員組成的公司的數目持續上升。在截至二零零七年三月三十一日的年度，註冊成立的新公司總數達84,545間，較二零零五至零六年度的75,817間增加11.5%。年內解散的公司數目為35,473間，減少22.3%。公司登記冊上的本地公司總數截至二零零七年三月三十一日

This is my last General Manager's Statement as the Registrar of Companies before I retire from government service. Although the Companies Registry has existed as an independent Government department only since 1 May 1993, when I was first appointed as the Registrar of Companies, the functions of the Registrar of Companies have a much longer history. With the enactment of the first Companies Ordinance in 1865, the Registrar of the Supreme Court discharged the functions of the Registrar of Companies. Subsequently, in 1949, these functions were transferred to the Registrar General's Department which continued in existence until mid-1993. Over the past 14 years, it has been my privilege to oversee a period of quite unprecedented change and reform in the manner in which the department discharges its public services.

Overview

2006-07 saw a moderate growth in business volumes in our core services. Benefiting from the increase in the number of incorporations, the Registry achieved a net surplus of \$118.6 million for the year surpassing the record surplus of \$114.1 million registered in the year before. We have also continued to make progress on the regulatory front. All the posts in the Companies Bill Team (CBT), which has been set up to take forward the Companies Ordinance Rewrite Exercise, were filled by October 2006 and the rewrite is proceeding on schedule. With the enactment of the Financial Reporting Council (FRC) Ordinance on 13 July 2006, action has been taken to establish the FRC to investigate audit irregularities and enquire into accounting non-compliances in relation to corporations and collective investment schemes listed in Hong Kong.

Business Volumes

Thanks to a strong economy, the number of incorporations has continued to rise in particular with the formation of more one-member companies. For the year ended 31 March 2007, a total of 84,545 new companies were incorporated, an increase of 11.5%, compared with 75,817 in 2005-06. The number of dissolutions of companies during the year decreased by 22.3% to 35,473. The total number of local companies on the public register on 31 March 2007 rose to 604,993, compared to 555,745

為604,993間，較二零零六年三月三十一日的555,745間有所增加。截至二零零七年三月三十一日，根據《公司條例》第XI部登記的海外公司總數為7,762間，較上年度多261間。在二零零六至零七年度，提交本處登記的文件、申請更改公司名稱和提交押記登記的數目，分別增加了4.2%、2.7%和1.3%。公司註冊處電子查冊服務已踏入第二年，公眾查冊量錄得5.1%的增長。

財務業績

在截至二零零七年三月三十一日的年度，本處的營業額為3億2,220萬元，較上一年度增加8%，主要因為來自註冊成立公司的收入有輕微增長。年內除稅後的淨盈餘達1億1,860萬元，較二零零五至零六年度錄得的1億1,410萬元增加約4%。在二零零六至零七年度，固定資產平均淨值的回報率為23.2%。

生產力

本處的生產力是按每人每個工作天的加權生產量計算。就此來說，本處在二零零六至零七年度的整體生產力，較二零零五至零六年度上升14.1%。我們已因應本處最近的工作表現和發展，於本年年中完成對生產力目標的檢討。

客戶服務

本處致力持續改善服務和設施，並提供高效率 and 具成本效益的優質服務，盡量滿足所有客戶的各種不同需要。為了讓客戶知悉本處最近期的工作表現及服務標準，我們每年發表工作目標和成績。在員工的努力下，二零零六至零七年度13項主要服務的表現，均遠遠超出所承諾的服務標準。此外，二零零六至零七年度接獲對本處服務及員工的投訴共有

on 31 March 2006. The total number of overseas companies registered under Part XI of the Companies Ordinance stood at 7,762 on 31 March 2007, 261 more than the previous year. 2006-07 also saw increases of 4.2%, 2.7% and 1.3% in the numbers of documents received for registration, applications for changes of company name, and charges received for registration respectively. Entering the second year of the Companies Registry Electronic Search Services, public search registered an increase of 5.1% in the total number of searches.

Financial Results

The business turnover for the year ended 31 March 2007 was \$322.2 million, an increase of 8% over that for last year, attributable largely to a moderate growth in the revenue from company incorporations. The net surplus after tax for the year amounted to \$118.6 million, representing an increase of about 4% compared with \$114.1 million recorded in 2005-06. The return on the average net fixed assets employed for 2006-07 was 23.2%.

Productivity

The Registry measures the productivity of its activities in terms of weighted output per man-day. In this respect, the department's overall productivity in 2006-07 increased by 14.1% compared to 2005-06. Taking into account the latest performance and development, we completed a review of productivity targets in mid-2007.

Customer Services

We are fully committed to continuously improving our services and facilities, and providing efficient, quality and cost-effective services to meet, if not exceed, the many and varied needs of all our customers. To keep customers updated regarding our performance and service standards, the department publishes its performance targets and results annually. Thanks to staff efforts, the performance of all of our 13 core services well exceeded the performance pledges in 2006-07. Furthermore, the number of complaints against the department's services and



22宗，相對於年內收到多達1,750,928份存檔文件和2,740,830宗查閱公司資料的個案，投訴數目可說是十分少。我們透過客戶聯絡小組、一年一度的客戶服務調查及定期造訪主要客戶等途徑收集資料，從而不斷提升服務質素。一如既往，本人再次感謝客戶聯絡小組全體成員在年內熱心服務，作出不少貢獻。

人力資源

截至二零零七年三月三十一日，本處僱用333名可享退休金的常額人員及合約僱員。這批優秀的員工，對於確保本處快捷有效地處理日增的工作量和應付新挑戰，十分重要。過去一年，各同事工作勤奮，貢獻良多，本人謹此衷心向他們致謝。處方會繼續表揚表現優良的同事，並且不斷給予支援，為他們提供適當的培訓和健康安全的工作環境。本處的員工具有創新的精神，熱誠的工作態度，相信他們定會再接再厲，為客戶提供高質素的服務，確保本處繼續取得成功。

策略性改革計劃

本處「策略性改革計劃」的其中一個主要項目，是開發「公司註冊處綜合資訊系統」。該系統第一階段的推行，標誌着本處提供公共服務的質素與方式向前邁進了一大步。自第一階段於二零零五年二月二十八日投入運作後，客戶可全年每日二十四小時在網上查閱本處資料庫備存的公司和董事最新資料，以及已登記公司文件的數碼影像。網上查冊服務的使用率令人鼓舞，使用網上服務的登記客戶數目穩步增加。現時客戶透過互聯網查閱公司資料的比率已超過97%。

staff received in 2006-07 was kept at a very low level of 22 cases against the very high volume of 1,750,928 documents received for filing and 2,740,830 company searches during the year. Through our Customer Liaison Group, the annual customer survey and regular visits to major customers, we gather the information necessary to continually enhance our services. As always, I would like to express my gratitude and appreciation to all members of the Customer Liaison Group for their service and contributions throughout 2006-07.

Human Resources

As at 31 March 2007, the Registry employed 333 staff on permanent pensionable or contract terms. The high quality of the department's staff is a key factor in ensuring that an ever increasing workload and new challenges are handled efficiently and effectively. I would like to express my heartfelt thanks to all my colleagues for all their sheer hard work and contributions over the past year. The Registry will continue to recognise colleagues for meritorious performance and constantly support them by providing adequate training and a healthy and safe working environment. I am confident that our highly innovative and dedicated staff will continue to provide high quality services to our customers to ensure the department's continuing success.

Strategic Change Plan

The implementation of Phase I of the Integrated Companies Registry Information System (ICRIS), which is a key component of the department's Strategic Change Plan (SCP), marked an exponential leap forward in the quality and manner in which the Registry delivers its services to the public. Since its implementation on 28 February 2005, our customers can conduct online searches concurrently on the current data of companies and directors and digitised images of registered documents over the internet 24 hours a day throughout the year. The take-up rate of the internet search services has been most encouraging. Subscriptions by registered users to use the online service have increased steadily. At present, over 97% of company searches are conducted over the internet.

「公司註冊處綜合資訊系統」第二階段將提供以電子方式註冊成立公司和登記文件的服務，從而進一步提升已相當具效率的公司註冊和文件登記服務。本處已委聘顧問就該系統第二階段進行可行性研究，審議和界定系統的範圍、特點和功能。為確保新服務完全滿足客戶的需要，顧問將會與部分主要客戶進行討論，以確定他們對系統第二階段的要求和期望。

其他法律、政策及規管問題

本處的角色與職能除包括「一般」公司註冊處的角色與職能外，亦涵蓋法律、政策及規管領域，範圍至為廣闊。本處是推動公司法改革的主要政府機構，在重寫《公司條例》方面擔當主要角色。就此來說，本處為公司法改革常務委員會提供秘書處服務。本處另一項主要職能，是就規管放債人、有限責任合夥及信託公司的商業法例的政策和立法問題，向政府提供意見。此外，本人是財政司司長在香港會計師公會理事會的代表，同時亦全力參與改革會計專業的自我規管制度，以及草擬《財務匯報局條例》的工作。該條例於二零零六年七月十三日制定後，當局便着手為財務匯報局招聘行政總裁及專業和行政人員，該局已於二零零七年七月十六日開始運作。

重寫《公司條例》

由財經事務及庫務局和公司註冊處人員組成的公司條例草案專責小組成立之後，重寫《公司條例》的工作已於二零零六年年中正式展開，專責小組負責協調、支援和進行重寫工作。按照計劃，重寫工作將會分兩個階段進行。第一階段的目標，是在二零零九年年中擬備白紙條例

Phase II of ICRIS will see the provision of an e-filing service for incorporation and document registration which will further enhance our very efficient incorporation and registration services. We have appointed a consultant to conduct a feasibility study to review and define the scope, features and functionalities for the Phase II system. To ensure that the new services can fully meet our customers' needs, the consultant will discuss with some major customers to ascertain their requirements and expectations for Phase II.

Other Legal, Policy and Regulatory Issues

The department's role and functions embrace a wide range of legal, policy and regulatory issues in addition to those of a "pure" companies registry. The department is the Government's principal authority on company law reform and is playing a key role in the Companies Ordinance Rewrite Exercise. In this respect, the Companies Registry provides the secretariat for the Standing Committee on Company Law Reform (SCCLR). Another principal function is to advise the Government on policy and legislative issues on commercial legislation such as those governing money lenders, limited partnerships and trust companies. In addition, I represent the Financial Secretary on the Council of the Hong Kong Institute of Certified Public Accountants (HKICPA). I have also been heavily involved in the reform of the accountancy profession's self-regulatory regime and drafting the FRC Ordinance which was enacted on 13 July 2006. Subsequently, action has been taken to recruit a Chief Executive Officer and professional and administrative staff for the FRC which commenced operations on 16 July 2007.

Rewrite of the Companies Ordinance

The rewrite of the Companies Ordinance formally started in mid-2006 following the establishment of a dedicated CBT comprising officers from the Financial Services and the Treasury Bureau and the Companies Registry to co-ordinate, support and take forward the rewrite exercise. According to the plan, the rewrite will be carried out in two phases. Under Phase I, the aim is to produce a White Bill, tentatively comprising 22 parts of core company law



草案以諮詢公眾。該條例草案暫定分為22個部分，內容涵蓋公司法的核心條文。重寫這些部分所產生的問題將會根據有關事項的複雜性，以及有關事項在過往的公司法改革中所作檢討和改革的程度，分三類進行分析和不同層次的諮詢。重寫工作的第二階段將於較後時間進行，內容涵蓋現行《公司條例》中關於清盤和無力償債條文的部分。

展望

雖然本處過去幾年在提高服務水平和加強香港的財務規管制度方面，取得不少成績，但日後要做的工作仍然很多。當「公司註冊處綜合資訊系統」第二階段在二零零九至一零年度完成後，本處的運作便會完全自動化，客戶屆時可以在網上註冊成立公司和提交文件存檔。在規管工作方面，重寫《公司條例》的工作繼續穩步取得進展。隨着財務匯報局於二零零七年七月開始運作，將可針對不合標準的審計和財務報告採取迅速而有效的行動。

如期成功推行這些主要計劃，將可進一步改善香港的金融服務基礎設施，並提升香港作為全球首要商業和金融中心的競爭力。然而，要落實上述計劃，我們必須先完成多項既複雜又艱巨的工作。本處擁有充滿工作熱誠而又經驗豐富的員工、非常充裕的財政儲備和先進的資訊科技，憑着這些優勢，本處定能應付挑戰。本人深信，我們定會繼往開來，克服種種挑戰，實現我們的理想——受世界認同為卓越的公司註冊處，為社會提供優質服務。

最後，本人要藉此機會向公司註冊處全體同事致謝，他們在過去14年來致力改

provisions, for public consultation by mid-2009. Issues arising from these parts will be classified into three categories for analysis and different levels of consultation according to the complexity of the issues and the extent to which they have already been reviewed and reformed in the context of previous company law reform. Phase II of the rewrite, which will proceed at a later date, will cover those parts of the existing Companies Ordinance regarding the winding-up and insolvency related provisions.

Outlook

While much has been achieved in the past few years in terms of enhancing the Registry's service delivery and strengthening the financial regulatory regime in Hong Kong, much remains to be done. With the completion of Phase II of ICRIS in 2009-10, the department's operations will be fully automated thereby enabling our customers to incorporate companies and file documents over the internet. On the regulatory front, we have continued to make steady progress on the rewrite of the Companies Ordinance. With the commencement of FRC operations in July 2007, it is possible to take effective and efficient action against sub-standard audits and financial reports.

The successful and timely implementation of these very major initiatives will further improve Hong Kong's financial services infrastructure and competitiveness as a leading international business and financial centre. However, this is dependent on the satisfactory completion of a considerable amount of very complex and demanding work. The Companies Registry is well-equipped to meet this challenge given its inherent strengths of a dedicated and experienced staff force, very healthy financial reserves and a sophisticated technological base. I am, therefore, confident that the department will continue to meet these challenges and attain its vision of achieving world-wide recognition as an excellent Companies Registry providing quality service to the community.

Finally, in this my final General Manager's Statement, I would like to express my gratitude to all my colleagues in the Companies

善本處的服務質素，在推行改革方面亦有出色表現，使本處在提供最佳服務的政府部門之中穩佔一席。在離開公司註冊處處長這個工作崗位之際，本人深信，在下一任處長的領導下，他們會繼續全力以赴，再創佳績。

Registry for their commitment to improving the quality of our services and their outstanding performance in implementing the reforms of the past 14 years, which have, without a doubt, transformed this department into one of the best government departments in terms of service delivery. I leave the post of the Registrar of Companies in the full knowledge that they will continue to give of their best under the leadership of my successor.



鍾悟思太平紳士
公司註冊處處長暨
公司註冊處營運基金總經理

Gordon W E Jones, J.P.
Registrar of Companies and General Manager
Companies Registry Trading Fund

過去五年本處改善客戶服務的重要里程碑

Important milestones over the past five years in improving our services to customers

2002

- 批出兩份合約，分別給承辦商推行第一階段「公司註冊處綜合資訊系統」和提供「將縮微膠片及紙張文件轉換為數碼影像」服務，以便開發一個新的綜合系統，提供電子化服務
Award of the contracts for the implementation of ICRIS Phase I and the provision of microfiche and paper document conversion services to develop a new integrated system for delivery of electronic services

2003

- 制定《2003年公司(修訂)條例》，以便實施《公司法改革常務委員會報告 — 關於香港公司條例檢討顧問研究報告的建議》報告書所載有關修訂《公司條例》特定部分的建議，以及落實為推行「公司註冊處綜合資訊系統」第一階段而需要對《公司條例》作出的修訂
Enactment of the Companies (Amendment) Ordinance 2003 to implement the recommendations regarding amendments to specific sections of the Companies Ordinance made in “The Report of the Standing Committee on Company Law Reform on the Recommendations of a Consultancy Report of the Review of the Hong Kong Companies Ordinance” and legislative amendments to the Companies Ordinance necessitated by ICRIS Phase I
- 完成把大約6,700萬格微型縮影文件轉換為數碼影像的工作
Completion of the exercise to convert approximately 67 million frames of microfilmed documents into digitised images

2004

- 推出新的及經修訂的指明表格各25款，以配合法例修訂後的新存檔規定，並迎合客戶的需要
Introduction of 25 new and 25 revised specified forms to cater for the new filing requirements resulting from legislative changes and the needs of customers

2005

- 為設於金鐘道政府合署13及14樓的公司註冊處辦事處(包括公眾查冊中心及文件遞交處)進行裝修及翻新工程
Renovation and refurbishment of the Companies Registry's offices on the 13th and 14th floors of the Queensway Government Offices including the Public Search and Document Submission Centres
- 實施「公司註冊處綜合資訊系統」第一階段，並在互聯網上推出電子查冊服務
Implementation of ICRIS Phase I and launch of the electronic search services on the internet
- 全面革新公司註冊處的網站，以提供更豐富的資料，方便客戶使用
Revamp of the Companies Registry's website to make it more informative and user-friendly
- 通過在本處網站提供的訂閱電子資訊服務，與客戶加強溝通，並向客戶提供有關本處的新措施、新服務及法例修訂的資料
Enhanced communication with customers and dissemination of the Registry's new initiatives, services or legislative changes through the e-News subscription service on the Companies Registry's website

2006

- 本處電話諮詢熱線處理的一般和常見查詢，交由1823政府熱線的人員解答，提供迅速直接的答覆
Partial transfer of the Companies Registry's enquiry hotlines to 1823 Citizen's Easy Link to provide efficient and direct responses to general and common enquiries by call agents
- 在2006年年中展開重寫《公司條例》的工作
Commencement of the rewrite of the Companies Ordinance in mid-2006

2007

- 全面推行第二階段五天工作周後延長辦公時間，並在午膳時間提供領取證書服務
Extension of service hours and lunch time service for the collection of certificates upon full implementation of Five Day week in the Companies Registry
- 由1823政府熱線人員提供的公司註冊處電話諮詢熱線延長至全日二十四小時服務
Extension of the operator services for the Companies Registry's enquiry hotlines handled by 1823 Citizen's Easy Link to 24 hours a day
- 展開「公司註冊處綜合資訊系統」第二階段的可行性研究，探討以電子方式提交註冊成立公司的申請及其他法定文件對系統的要求和技術規格等事宜
Commencement of the feasibility study for ICRIS Phase II to examine the system requirements and technical specification etc. for implementing electronic filing of applications for incorporation and other statutory documents

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

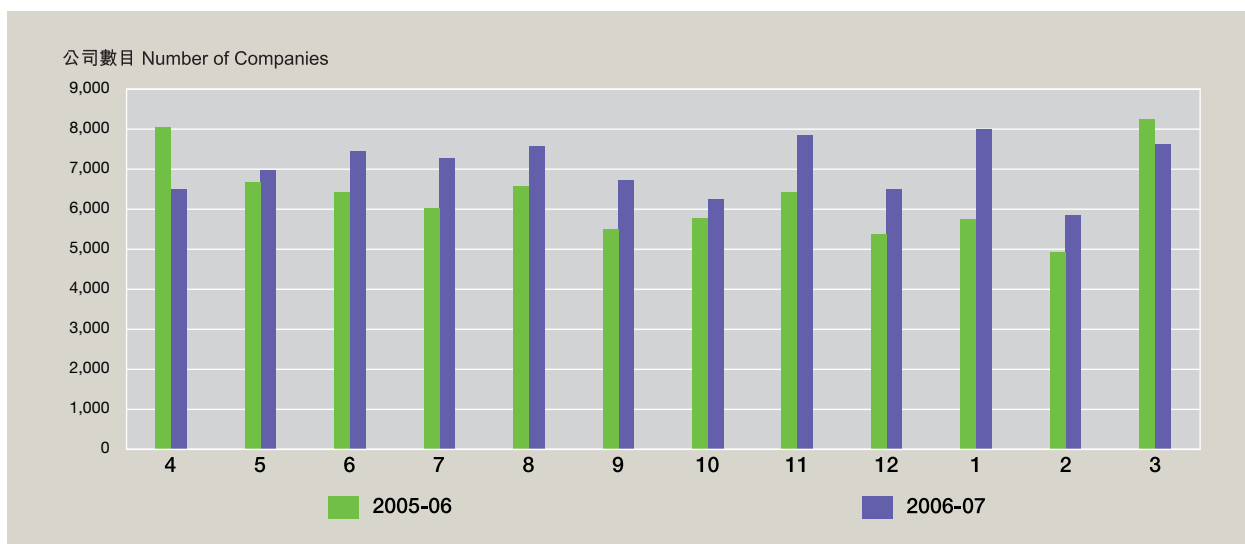
在二零零六至零七年度，共有84,545間公司註冊成立，較二零零五至零六年度增加11.5%。平均來說，每月有7,045間公司註冊成立。

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.

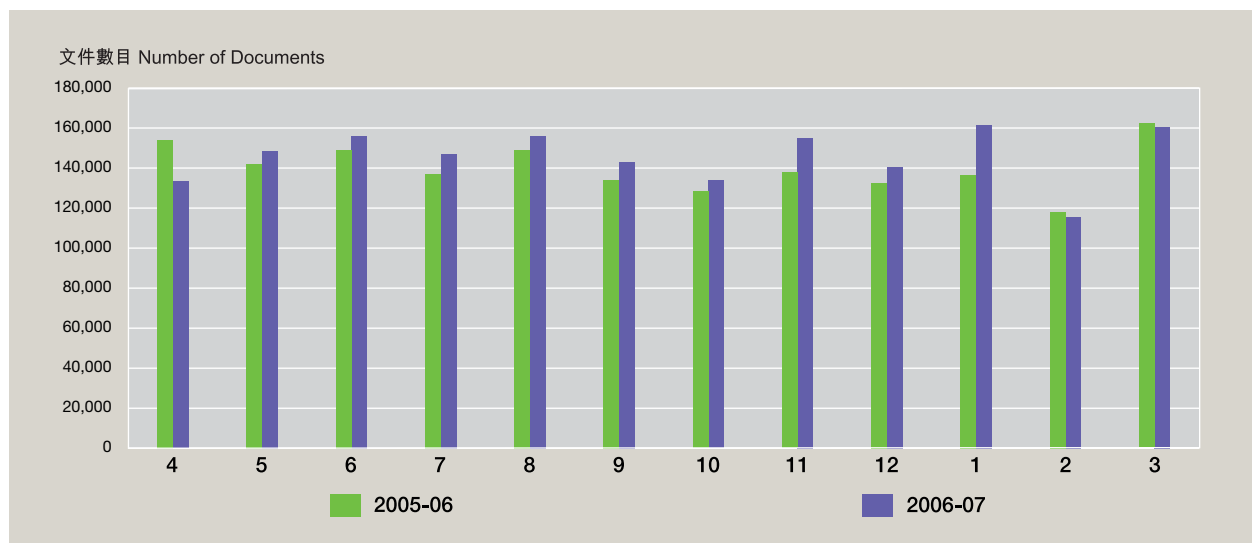
文件登記

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。

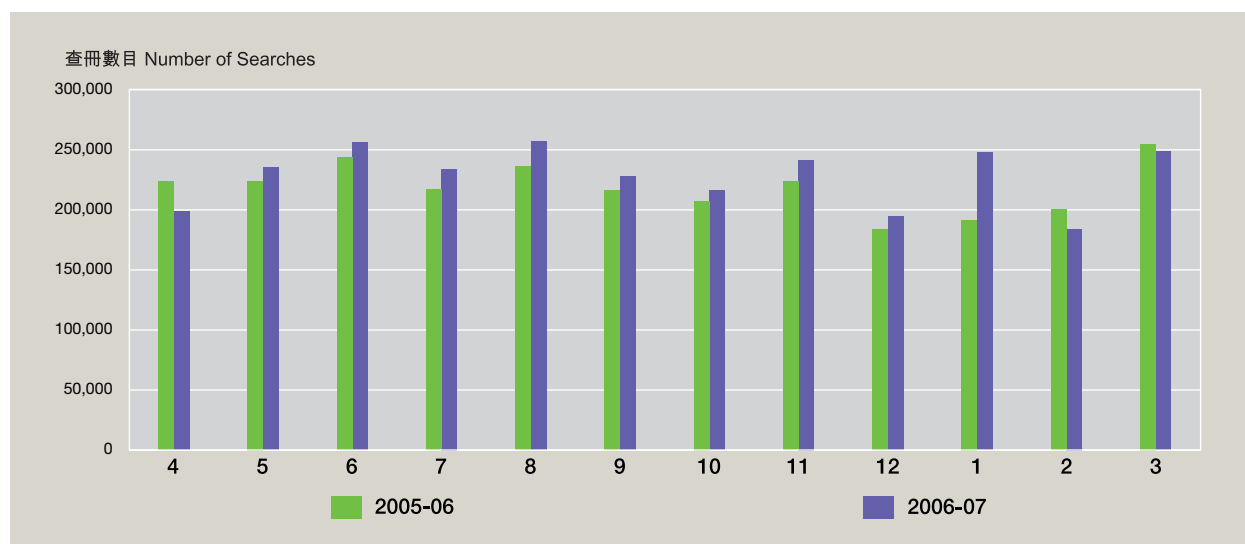
在二零零六至零七年度，利用電子查冊服務查閱文件影像紀錄的個案總數為2,740,830宗，較二零零五至零六年度增加4.5%。「查閱公司資料」和「查閱董事索引」的個案分別有124,069及157,312宗，較二零零五至零六年度分別增加8.2%及13.6%。

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.

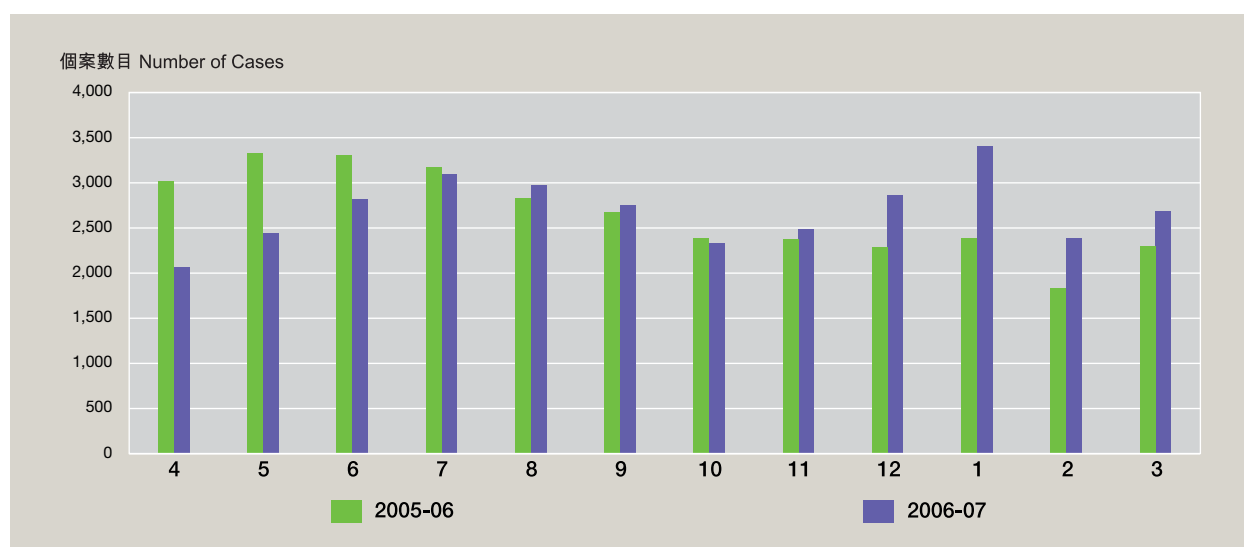
押記登記

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*	2006-07	2006-07			2007-08	
	年度	年度	年度			年度	
	實際處理 時間 Actual Response Time	標準處理 時間 Standard Response Time	工作表現 Achievement			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 [#]
網上聯網查冊 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.

本處作為營運基金部門，必須在財源自給的基礎上，按照商業原則運作。《營運基金條例》規定，營運基金的收益，以跨年計算，須足以應付提供政府服務所需的開支。此外，所運用的固定資產亦須產生合理回報。營運基金的周年帳目表必須按照公認會計原則擬備，並提交立法會審議。

在截至二零零七年三月三十一日的財政年度，本處的營業總額及盈餘分別為3億2,220萬元和1億1,860萬元，二零零五至零六年度錄得的數字則分別為2億9,820萬元和1億1,410萬元。年內，本處所運用固定資產平均淨值的回報率達23.2%。

本處自一九九三年八月以營運基金運作以來，所運用固定資產平均淨值的回報率，平均每年高達13.7%，比8.3%的目標回報率為高。業績良好的主要原因，是本處不斷致力提高生產力和開支用得其所。

本處過去多年累積的充裕盈餘，為本處推行發展項目提供了資金。所有有關「公司註冊處綜合資訊系統」及《公司條例》重寫工作第一階段的開支，將由本處內部儲備支付。

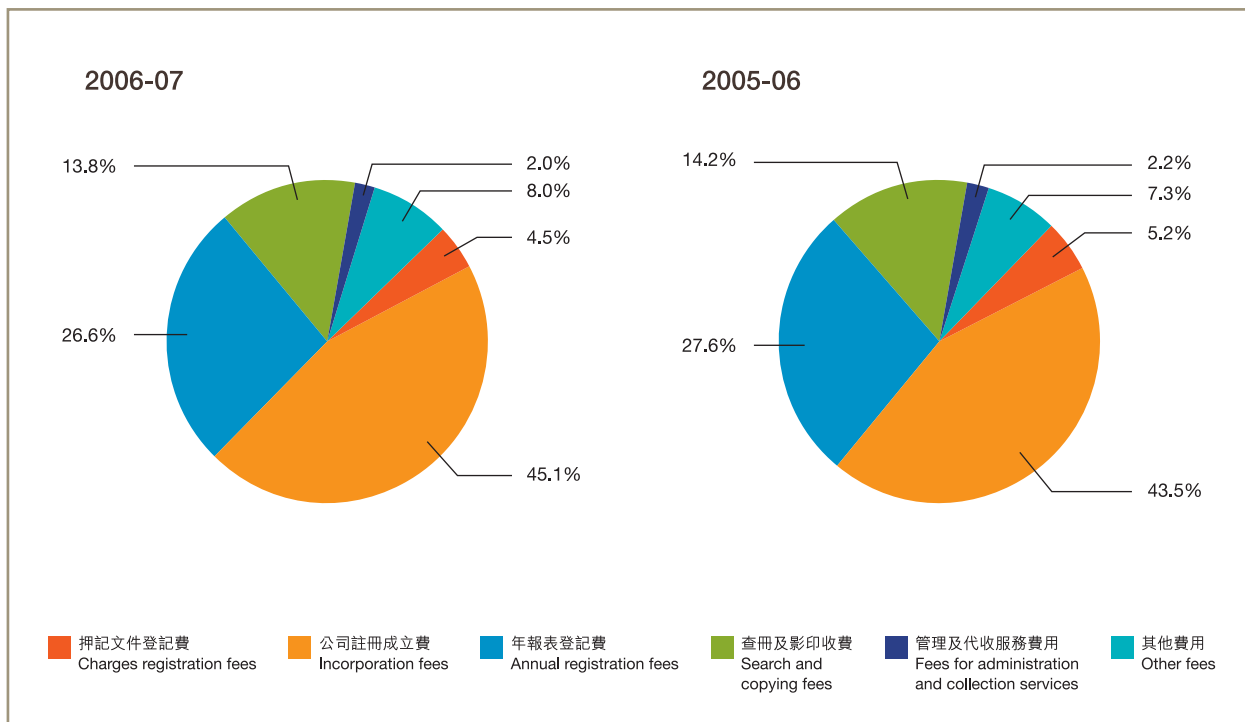
As a trading fund department, the Registry is required to operate on a self-financing basis and commercial principles. The Trading Funds Ordinance stipulates that a trading fund should meet expenses incurred in the provision of the government service out of its income, taking one year with another, and achieve a reasonable return on the fixed assets employed. The annual accounts of a trading fund must be prepared in accordance with generally accepted accounting principles and tabled in the Legislative Council.

For the financial year ended 31 March 2007, the total turnover and surplus for the year amounted to \$322.2 million and \$118.6 million respectively, compared to the turnover of \$298.2 million and surplus of \$114.1 million recorded in 2005-06. We achieved a 23.2% return on the average net fixed assets employed for the year.

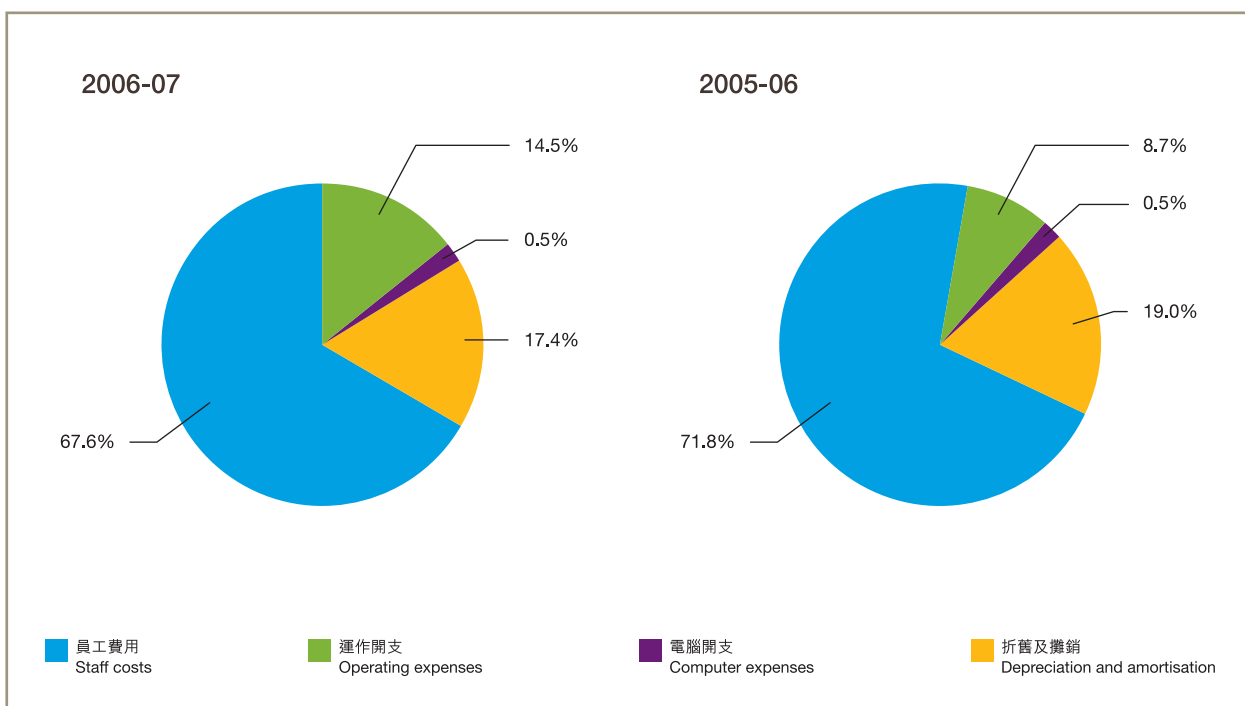
The average annual rate of return on average net fixed assets employed since the department commenced operations as a trading fund in August 1993 stands at a healthy level of 13.7%, compared to the target of 8.3%. This remarkable achievement was attributable to our constant efforts to enhance productivity and spend wisely.

The substantial surplus generated over the past years has enabled the Registry to build up a healthy reserve to finance the department's development projects. All the expenditure on ICRIS and the Phase I of the rewrite of the Companies Ordinance will be funded from the department's internal reserves.

營業額 Turnover



運作支出 Operating Expenditure



本處的財政狀況依然十分健全。截至二零零七年三月三十一日，營運基金資本及保留盈利合計為6億5,000萬元，「負債與資本比率」（按非流動負債與資本及保留盈利的比例計算）為10%，這是一個低比率。另一方面，手頭現金和銀行存款總計為3億2,900萬元。未來數年的資本開支將集中於開發「公司註冊處綜合資訊系統」第二階段、提升系統保安，以及因應法例修訂及政府網絡和資訊科技的需求，更新電腦系統。

截至二零零七年三月三十一日為止的周年帳目表和審計署署長報告載於附錄C。

The Registry's financial position remains very strong. As at 31 March 2007, the trading fund capital together with retained earnings amounted to \$650 million. Gearing, measured as the ratio of non-current liabilities to capital and retained earnings, stood at a low level of 10%. On the other hand, cash and placements with banks amounted to \$329 million. Capital expenditure over the next few years will focus on the development of ICRIS Phase II, improvements in system security, and system upgrades to cater for legislative changes and meet the government network and IT requirements.

The Annual Accounts for the year ended 31 March 2007, together with the Report of the Director of Audit on the Accounts, are shown at Appendix C.

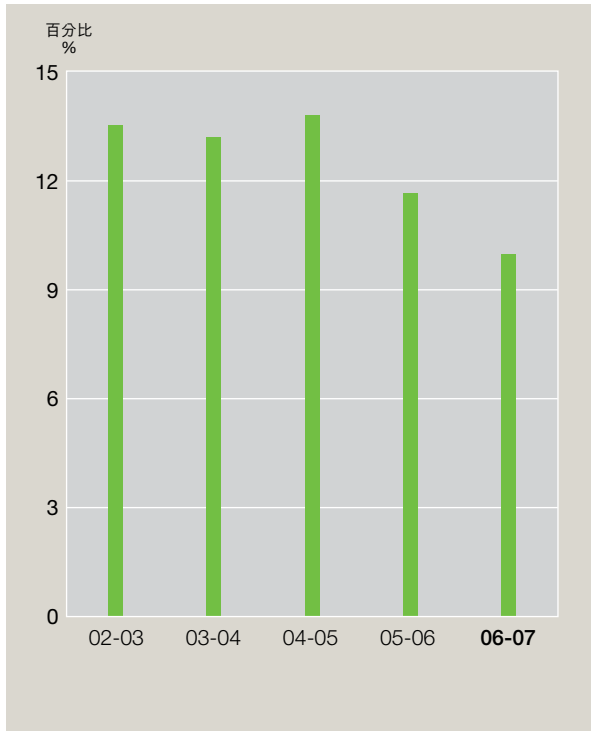
五年財務摘要 Five-year Financial Summary

	2002-03 百萬元 \$M	2003-04 百萬元 \$M	2004-05 百萬元 \$M	2005-06 百萬元 \$M	2006-07 百萬元 \$M
營業額 Turnover	242.3	234.4	270.0	298.2	322.2
運作成本 Operating costs	195.1	184.9	168.2	171.0	197.8
除稅後盈利 Profit after tax	40.4	48.2	85.1	114.1	118.6
付予政府的股息 Dividends paid to Government	12.1	14.5	25.5	57.1	59.3
固定資產平均淨值回報率 ^註 Rate of return on average net fixed assets ^{Note}	9.8%	9.8%	18.6%	22.6%	23.2%

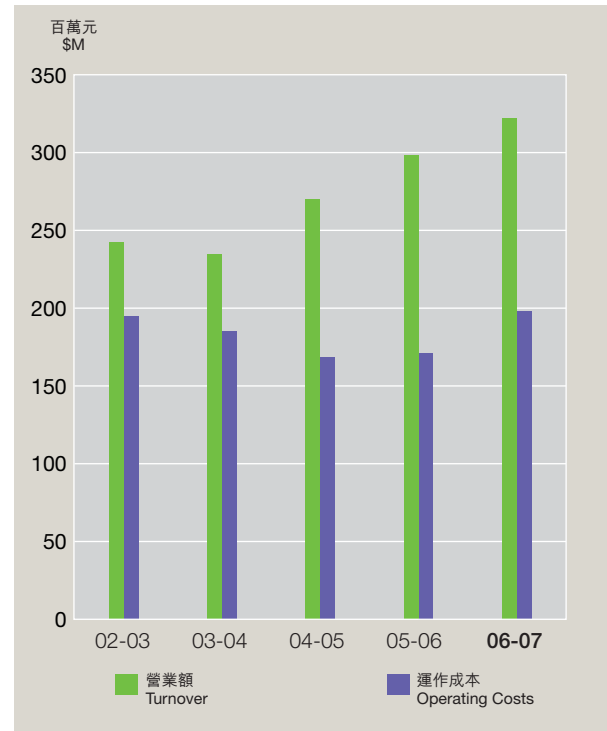
^註 由二零零六至零七年度起，利息收入和支出不再計算在營運基金的目標回報率內。為了在相同基礎上作出比較，二零零二／零三至二零零五／零六年度的數字已作調整。

^{Note} The target rates of return for trading funds have excluded interest income and expenditure from the calculation of return from 2006-07 onwards. The figures for 2002-03 to 2005-06 have been restated for the sake of comparison on a like-with-like basis.

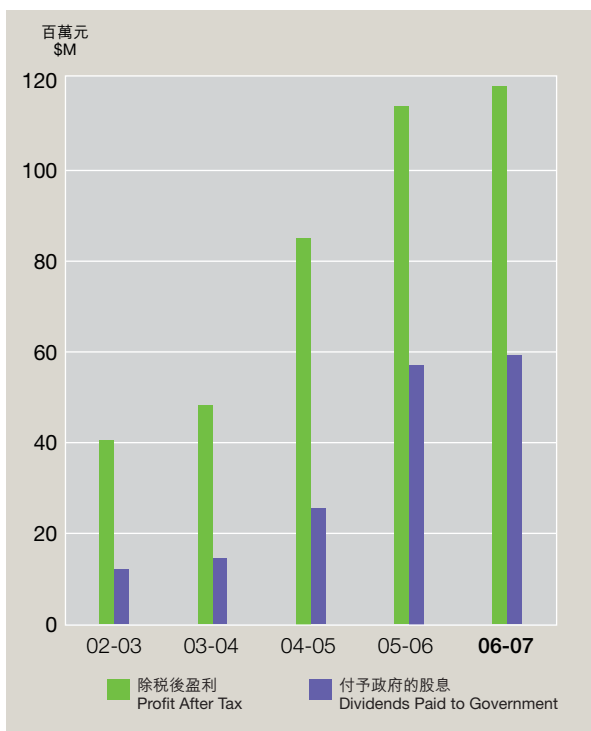
負債與資本比率
Gearing Ratio



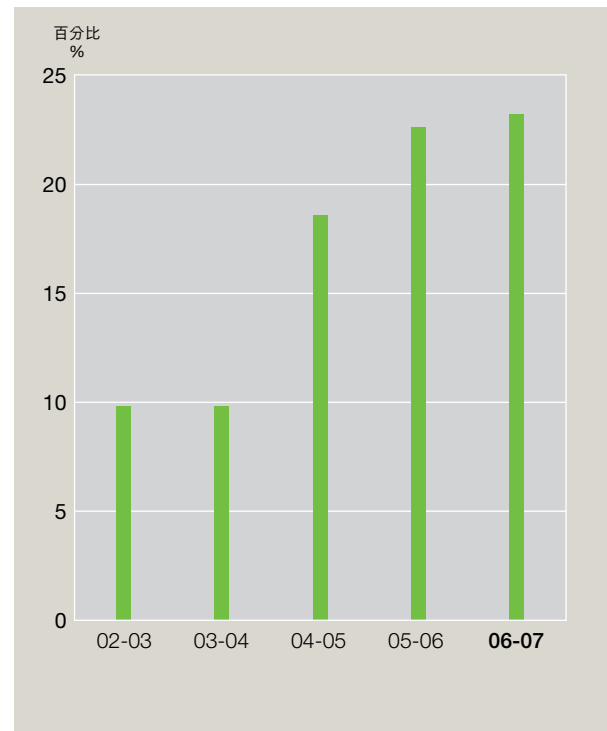
營業額及運作成本
Turnover and Operating Costs



除稅後盈利及付予政府的股息
Profit After Tax and Dividends Paid to Government



固定資產平均淨值回報率
Rate of Return on Average Net Fixed Assets



客戶需要

策略性改革計劃的實施，有助本處重整運作流程，並實行電腦化，使存檔、處理、儲存和發布資料的效率得以大大改善，從而為客戶提供高效率和具成本效益的優質服務。本處會繼續檢討所提供的服務和設施，務求提升效率和質素，以迎合客戶不斷轉變的需要。客戶的意見不論是褒是貶，我們也十分重視。本處設有完善的渠道，蒐集不同組別客戶的意見，以便檢討業務運作流程及研究可改善服務的新措施。此外，我們經常與主要客戶保持聯繫，並定期進行拜訪。

Customers' Needs

The re-engineering and computerisation of the Registry's operations consequential to the implementation of the SCP, have brought significant improvements in filing, processing, storing and disseminating information and enabled the department to provide efficient, high quality and cost-effective services to its customers. The Registry will continuously review its services and facilities in order to enhance efficiency and quality and meet the changing needs of customers. We value customers' feedback, be they compliments or complaints. We have well-established channels to collect views, ideas and opinions from different customer groups to facilitate business process review and consideration of service improvement initiatives. We maintain regular contacts and pay courtesy visits to our major customers.



客戶聯絡小組的成員

Members of the Customer Liaison Group

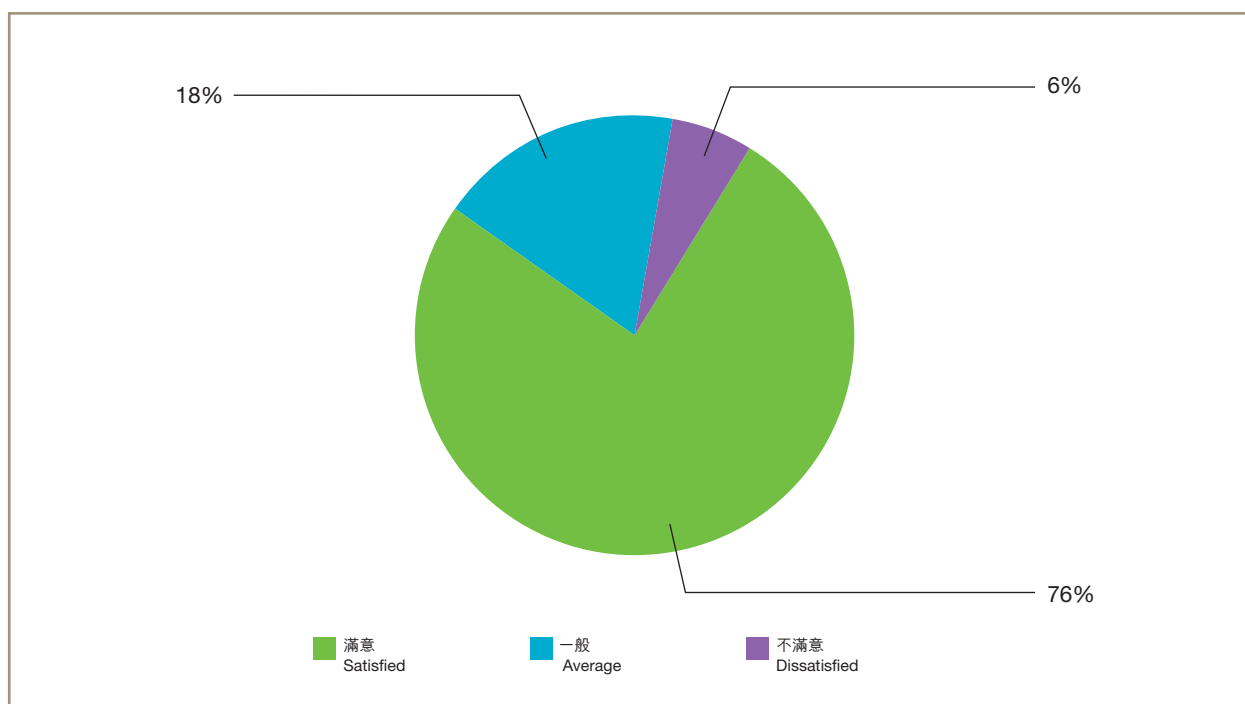
「公司註冊處客戶聯絡小組」在一九九一年設立，成員包括香港律師會、香港會計師公會、香港特許秘書公會和香港銀行公會的代表，以及一些主要客戶。年內，聯絡小組共開會四次，讓客戶得以加深對本處政策和工作程序的認識，並就本處的服務及新措施交換意見。

The Companies Registry Customer Liaison Group (CRCLG), which was established in 1991, comprises representatives of the Law Society of Hong Kong, the Hong Kong Institute of Certified Public Accountants, the Hong Kong Institute of Chartered Secretaries and the Hong Kong Association of Banks, and some principal customers. The CRCLG, which met four times during the past year, provides a useful forum for improving customers' understanding of the Registry's policies and procedures and for exchanging ideas and views on the Registry's services and new initiatives.

為了評估客戶的期望，並找出需要進一步改善的地方，本處委託獨立機構每年進行一次客戶服務調查。二零零六年六月的調查結果載於下圖。

To gauge customers' expectations and identify areas for further improvement, we also appoint an independent agent to conduct a customer survey on an annual basis. The results of the survey conducted in June 2006 are shown in the chart below.

二零零六年公司註冊處客戶滿意程度調查
客戶的整體滿意程度
Companies Registry Customer Satisfaction Survey 2006
Level of Overall Customer Satisfaction



提升服務

在二零零六至零七年度，本處在提升服務方面取得下列成績：—

- 所有櫃檯服務的辦公時間已經延長，並在午膳時間提供領取證書服務。
- 由1823政府熱線提供的公司註冊處電話諮詢熱線延長至全日二十四小時服務。
- 在有關註冊成立本地有限公司及更改公司名稱的資料小冊子強調公司在擬訂名稱時考慮知識產權問題的重要性。
- 聯同知識產權署和稅務局進行宣傳，包括派發資料單張、在報章雜誌刊登廣告及推出專題網頁 (www.registration.gov.hk) 等，以促進客戶了解公司註冊、商業登記與商標註冊的分別。

Improvements to Services

We achieved the following service improvements during 2006-07: —

- The service hours for all counter services and lunch hour service for the collection of certificates have been extended.
- The service hours of the Registry's enquiry hotlines handled by the 1823 Citizen's Easy Link has been extended to 24 hours a day.
- The information pamphlets on incorporation and change of name of a local limited company have highlighted the importance of taking intellectual property considerations into account when choosing a company name.
- Joint publicity programmes including distribution of information leaflets, advertisements in newspapers and magazines, introduction of a dedicated webpage (www.registration.gov.hk) etc., with the Intellectual Property Department and the Inland Revenue Department have been launched to help customers better understand the differences between the registration of companies, businesses and trade marks.



收集客戶的意見
Collecting views from a customer

為提高客戶遵從《公司條例》的意識，本處由二零零七年四月起在網頁發放有關檢控和未有遵從公司註冊處處長發出更改公司名稱指示的新統計數字。

二零零七年五月，本處印製了有關「註冊成立本地有限公司或更改公司名稱 — 注意事項」的新單張，重點指出為註冊成立公司或更改公司名稱而提交的文件中常見的錯誤。此外，為協助客戶及盡早完成註冊成立公司和更改公司名稱的手續，該單張亦列明遞交有關文件須注意的事項。

In April 2007, new categories of statistics in respect of prosecutions and non-compliance with the directions issued by the Registrar of Companies to change company names have been introduced on the Registry's website to help enhance awareness of compliance with the Companies Ordinance.

In May 2007, we introduced a leaflet "Incorporation or change of name of a local company — Points to note" to highlight the common errors found in documents relating to incorporation and change of company name. A checklist for presenting the relevant documents is also provided to assist customers and enable early completion of the incorporation or change of name procedures.

溝通渠道

本處設有完善的溝通渠道，蒐集不同組別客戶的意見，以便改善本處各項服務的質素和擴大服務範圍。

網頁

本處的網站 (www.cr.gov.hk) 是本處與客戶之間一個非常有效的溝通渠道。該網站備有繁體中文、簡體中文及英文版，詳載有關本處核心業務、法例修訂、提交文件規定和發展計劃的最新資料。客戶可從該網站下載指明表格、刊物 (例如公司註冊處年報、公司法改革常務委員會的報告和諮詢文件)，以及本處發出的對外通告。我們經常更新和豐富網站的內容，新增的統計數字包括以下幾類：—

- 登記冊上的本地私人公司和公眾公司數目；
- 註冊成立的本地私人公司和公眾公司數目；
- 未有遵從公司註冊處處長根據《公司條例》第22(2)條發出的更改名稱指示的公司名單；及
- 「發出傳票」一欄已改名為「檢控」，並新增有關定罪數目、罰款總額和被檢控的上市公司的定罪紀錄 (本月和過往月份) 的統計數字。

二零零六至零七年度共有995,443人次瀏覽本處網站，較二零零五至零六年度增加22.2%。截至二零零七年三月底，共有超過1,560位客戶訂閱本處的電子資訊，定期取得本處網站的最新資料。

Communication Channels

The Registry has well-established communication channels to collect views and opinion from different customer groups with a view to improving the quality and scope of our services.

Website

The Registry's website (www.cr.gov.hk) is one of the most effective communication channels with our customers. Our website presents comprehensive and up-to-date information on the Registry's core business activities, changes in legislation and related filing requirements and development plan in traditional Chinese, simplified Chinese and English versions. Customers can download specified forms, publications such as the Companies Registry Annual Report, Reports and Consultation Papers of the Standing Committee on Company Law Reform, and external circulars issued by the department. We regularly update and enhance the contents of our website. New categories of statistics have been introduced as follows: —

- the number of private and public local companies on the register;
- the number of private and public local companies incorporated;
- a "List of companies which have failed to comply with directions issued by the Registrar of Companies under section 22(2) of the Companies Ordinance to change their company names"; and
- the sub-section "Summonses Issued" has been renamed as "Prosecution" and new statistics on the number of convictions, total fines imposed and conviction record of listed companies prosecuted (both current month and past months) have been added.

In 2006-07, there were 995,443 visits to our website, an increase of 22.2% compared to 2005-06. Over 1,560 users subscribed to the Registry's electronic news subscription service as at the end of March 2007 to obtain regular updates of information on our website.

電話諮詢熱線

公司註冊處電話諮詢熱線(852)(2234 9933)全日二十四小時運作，方便市民查詢本處提供的服務。年內收到的查詢達62,855宗，平均每月有5,238宗，而以傳真方式索取資料則有2,238宗。此外，1823政府熱線接獲58,946宗有關本處服務的電話查詢。

刊物

本處製備多款刊物，包括對外通告、指引和資料小冊子，以供分發給專業團體、主要客戶和訂閱本處電子資訊的客戶，這些刊物亦載於本處網站。

自上一份年報發表以來，本處發出了三份對外通告：—

- 公司註冊處對外通告第1/2006號 — 公司註冊處推行五天工作周 — 二零零七年一月一日實施第二階段
- 公司註冊處對外通告第1/2007號 — 修訂帳目及報告 — (1)《公司條例》新訂的第141E及336A條(2)《公司(修訂帳目及報告)規例》(3)新的指明表格
- 公司註冊處對外通告第2/2007號 — 根據《公司條例》(第32章)第XI部註冊的公司 — 文件的核證及譯本

本處印製了18款資料小冊子，內容涵蓋各項服務，例如成立新公司、遞交文件規定和查閱公司資料。本處經常審閱和更新小冊子的內容，這些小冊子對於幫助客戶了解本處提供的服務和他們須履行的法定責任，發揮很大作用。此外，本處於二零零七年五月印製了新單張，重點說明在擬備和遞交文件以註冊成立本地有限公司或更改公司名稱時須注意的事項。

Enquiry Hotline

The Companies Registry Enquiry Hotline (852) (2234 9933) provides a twenty-four hours service on enquiries concerning services provided by the Registry. During the year, the number of calls received was 62,855, averaging 5,238 per month and the total request for fax materials amounted to 2,238. The enquiry hotline handled by 1823 Citizen's Easy Link received 58,946 calls regarding the department's services.

Publications

The Registry issues a variety of publications including external circulars, guidelines and information pamphlets. They will be distributed to professional bodies, major customers and subscribers to the electronic news subscription service and posted on the department's website.

The Registry has issued three external circulars since the last annual report: —

- Companies Registry External Circular No. 1/2006 — Five-day Week in the Companies Registry — Phase II Implementation on 1 January 2007
- Companies Registry External Circular No. 1/2007 — Revision of Accounts and Reports — (1) New sections 141E and 336A of the Companies Ordinance (2) Companies (Revision of Accounts and Reports) Regulation (3) New Specified Forms
- Companies Registry External Circular No. 2/2007 — Companies Registered under Part XI of the Companies Ordinance (Cap. 32) Certification and Translation of Documents

The Registry has published 18 information pamphlets covering various services such as company formation, filing requirements and company search. The pamphlets which are reviewed and updated regularly have proved to be very useful in helping customers to understand our services and their statutory obligations. An information sheet highlighting the points to note for preparation and submission of documents for incorporation or change of name of a local company has been issued in May 2007.

研討會和展覽

為了展示本處的最新發展和電子查冊服務，我們參加了香港特許秘書公會在二零零六年十月舉辦的「企業管治會議2006」，以及香港貿易發展局在二零零六年十一月舉辦的「中小企國際市場推廣日」。

二零零七年三月，公司註冊處處長在國際商標協會圓桌上發表演說，講題為「影子公司的手法 — 利用香港公司獲得不公平優勢或鑽法律漏洞」。此外，本處一位高級律師曾出席香港警務處商業罪案調查科舉辦的講座，講解香港公司法及檢控工作。

二零零七年五月，公司註冊處派員參加香港特許秘書公會舉辦的第八屆公司規管最新發展研討會，講解「《2004年公司（修訂）條例》有關第XI部的修訂」。本處並在二零零七年六月派員向香港會計師公會的會員講解這個課題。

Seminars and Exhibitions

To showcase our latest development and the electronic search services, we participated in the Corporate Governance Conference 2006 organised by the Hong Kong Institute of Chartered Secretaries in October 2006 and the World Small and Medium-sized Enterprises Expo organised by the Hong Kong Trade Development Council in November 2006.

In March 2007, the Registrar of Companies gave a presentation on “Shadow Boxing — using Hong Kong Companies to an unfair advantage or a legitimate loophole” at the International Trade Mark Association Roundtable. A senior solicitor of the Registry gave talk to the Commercial Crime Bureau of the Hong Kong Police Force on “Hong Kong Company Law and Prosecution”.

In May 2007, the Registry participated in the Eighth Annual Corporate and Regulatory Update organised by the Hong Kong Institute of Chartered Secretaries. A presentation on “Amendments to Part XI of the Companies Ordinance in Companies (Amendment) Ordinance 2004” was given. A similar presentation was given to members of the Hong Kong Institute of Certified Public Accountants in June 2007.



本處參加「企業管治會議2006」
Participating in the Corporate Governance
Conference 2006



本處參加「中小企國際市場推廣日」
Participating in the World Small and
Medium-sized Enterprises Expo

客戶的建議和意見

本處很重視客戶的意見和建議。年內，我們從不同途徑，包括建議／意見表格、每年的客戶服務調查、電子查冊服務熱線及客戶聯絡小組，接獲共66份建議和意見書。本處研究客戶的建議和意見後，會在可行情況下落實推行。

造訪客戶

本處的客戶服務隊造訪主要客戶，蒐集他們的意見，並向他們講解本處的服務和工作程序。

與社區聯繫

本處接待來自其他政府部門、本地專業和教育機構的訪客，讓他們進一步認識本處的服務、遞交文件的程序和香港的公司註冊制度。

Customer Suggestions and Comments

The Registry values customers' feedback and suggestions. During the year, we received 66 suggestions and comments from customers through various channels including the Suggestions/Comments Forms, annual Customer Service Survey, e-search Helpdesk and the Customer Liaison Group. All customer suggestions and comments are reviewed and, where feasible, implemented.

Visits to Customers

The Registry's Customer Service Team pays courtesy visits to our major customers to collect feedback and explain our services and procedures.

Contact with the Community

The Registry received visitors from other government departments, local professional and educational institutions. During these visits, visitors gained a better understanding of the department's services and filing procedures and the company registration system in Hong Kong.

組織

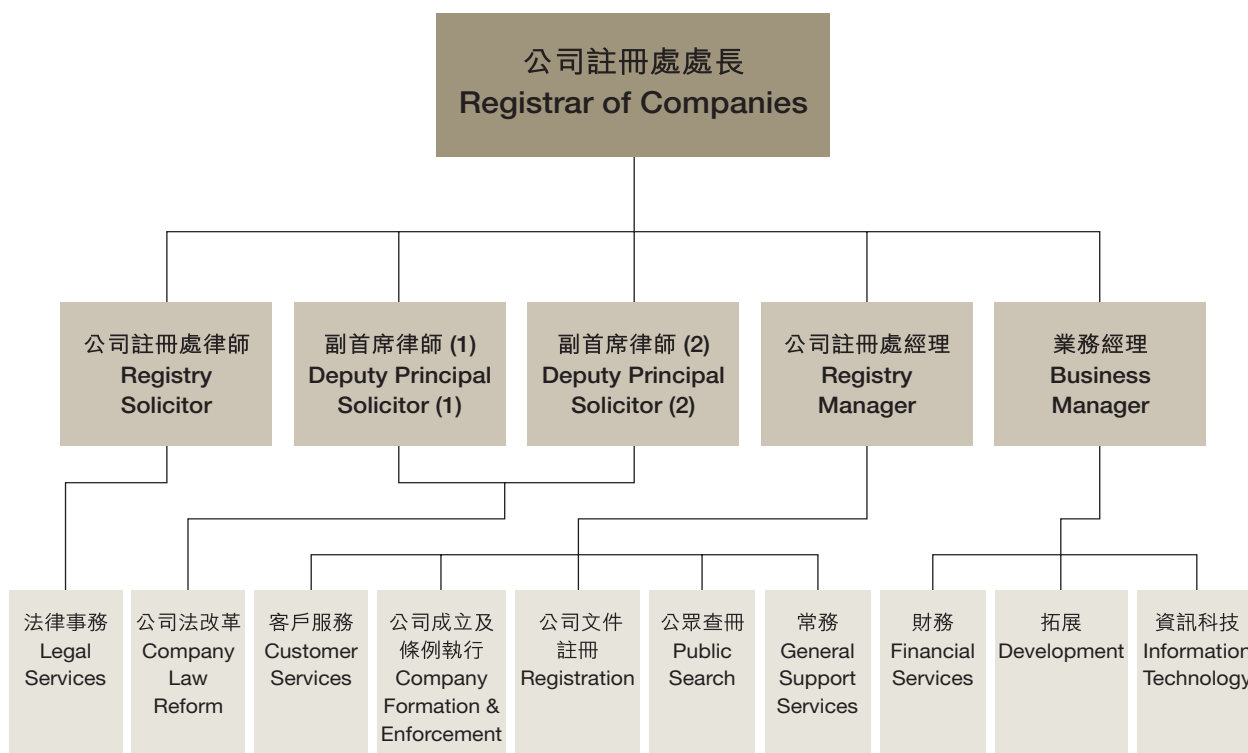
截至二零零七年三月三十一日，本處共有333名員工，其中283名為公務員，其餘50名為合約員工。在二零零六年三月三十一日，本處聘用的員工則共有319名，增加的人手包括為重寫《公司條例》而增聘的員工。

截至二零零七年三月三十一日，本處的組織架構如下：—

Organisation

As at 31 March 2007, the Registry had a total of 333 staff, of whom 283 were civil servants and 50 were contract staff, as compared with the 319 staff employed on 31 March 2006. The increase included additional staff employed for carrying out the Companies Ordinance Rewrite Exercise.

The Registry's organisation on 31 March 2007 was as follows: —





總部的管理人員
Managers of the
Headquarters Team



公司文件註冊部的管理人員
Managers of the Registration Division



公眾查冊部的管理人員
Managers of the Public Search Division



公司成立及條例執行部的管理人員
Managers of the Company Formation and
Enforcement Division

員工培訓及管理

本處致力支援全體員工，協助他們掌握所需的技能和知識，以便快捷有效地執行職務，並為客戶提供優質服務。

在員工培訓及發展方面，本處採取策略性和積極主動的方針。處方分析部別主管對員工培訓及發展需要的意見後，制訂了二零零六至零七年度部門培訓發展計劃，這個策略性計劃的目的，是配合本處的運作需要和員工的發展需要，並以具成本效益的方式運用培訓資源。

本處繼續以提供電腦培訓作為首要工作，使員工掌握所需的技能，以配合部門在「公司註冊處綜合資訊系統」啓用後改以電子模式運作，並響應政府推行電子政府措施。本處員工也有參加各種培訓課程以提高技能，包括普通話應用能力，以便為客戶提供更佳的服務。

除了傳統的課堂學習外，我們還鼓勵員工使用公務員培訓處在網上設立的公務員易學網所提供的教材。此外，本處亦就員工感興趣的課題，例如壓力管理、健康常識和食物安全，舉辦內容多元化的研討會及錄影帶放映會。

由於得到處方的支持和鼓勵，員工在二零零六至零七年度參加本地培訓課程的總日數達584天，較上個財政年度增加11%

為推廣公務員持續進修、自我發展的文化，本處繼續推行「前線員工培訓資助計劃」和「管理訓練資助計劃」，為修讀與工作有關的培訓或管理課程的員工提供資助。

Staff Training and Management

The Registry is committed to supporting all staff by equipping them with the necessary skills and knowledge to discharge their duties efficiently and effectively, and to provide a quality service to our customers.

The Registry adopts a strategic and proactive approach in staff training and development matters. After analysing the division heads' views regarding staff training and development needs, the department has formulated the 2006-07 Departmental Training and Development Plan, a strategic plan to meet the operational needs of the Registry and the development needs of staff and to achieve a cost-effective use of training resources.

Computer training has continued to be accorded high priority in order to equip staff with the necessary skills to cope with the department's transformation into an electronic operation under ICRIS and to support the Administration's e-government initiatives. Staff of the Registry have also attended various training courses to enhance their skills, including Putonghua, so that they can provide better services to customers.

Apart from traditional classroom training, staff are encouraged to make use of the training materials provided by the Civil Service Training and Development Institute at the Cyber Learning Centre over the internet. Besides, the Registry has also organised in-house seminars and video shows on different topics of interest such as stress management, physical health and food safety.

As a result of the support and encouragement from the management, a total of 584 training days were undertaken by staff locally in 2006-07, which exceeded that of the last fiscal year by 11%.

To promote a culture of continuous learning and self-development in the civil service, the Registry has continued to run the External Training Sponsorship Scheme for Front-line Staff and External Management Training Sponsorship Scheme by providing financial support for staff to pursue work-related training or management courses.

本處透過工作表現管理制度監察和評估員工的表現。上司除了日常給予督導和指引外，還需每年撰寫下屬的工作表現評核報告，以評估下屬的表現和找出他們的培訓和發展需要。處方在考慮調職、晉升和對表現欠佳的員工採取紀律處分時，評核報告是有用的參考資料。

The performance of the staff in the Registry is monitored and assessed through a performance management system. Apart from day-to-day supervision and guidance, supervisors are required to complete a performance appraisal for their subordinates annually to evaluate their performance and to identify their training and development needs. The appraisal report also serves to assist the management in consideration of career posting, promotion as well as taking disciplinary actions against substandard performers.



溝通及員工關係

本處十分重視與員工的溝通。由管方和員方代表組成的部門協商委員會定期召開會議，討論影響本處員工福祉的事宜，從而促進彼此的了解和合作。

此外，為了進一步加強與員工的關係和溝通，本處所有員工均獲邀出席由公司註冊處經理主持的員工聯絡會議。公司註冊處經理在會上簡報本處的最新情況和短期內的發展，並與出席者進行討論。員工也可以就他們關注的事項發表意見。

年內，本處繼續舉辦各式各樣的聯誼及康樂活動，以促進員工關係和健康，員工及其家屬都踴躍參加。在二零零六至零七年度舉辦的活動包括：以健康為題的錄影帶放映會、塔羅牌興趣班、聖誕聯歡會和聚餐。

Communication and Staff Relations

The Registry values communication with staff. A Departmental Consultative Committee, which comprises representatives from both the management and staff sides, will convene periodic meetings to discuss issues which will affect the well-being of the staff of the department. This will achieve better understanding and cooperation between the management and the staff.

In addition, to further enhance staff relations and communications, all staff are invited to attend the Staff Liaison Meeting chaired by the Registry Manager. During the Meeting, the Registry Manager will brief and discuss with participants the latest and upcoming matters in the Registry. Staff members are welcome to express their views on all issues of concerns to them.

During the year, the Registry continued to organise various kinds of social and recreational activities to enhance staff relations and physical well-being. Staff and their family members actively participated in these activities. Activities held in 2006-07 included video shows on health topics, Tarot classes, and the Christmas party and dinner.



播放有氧運動示範錄影帶
Video demonstration on aerobic exercise



聖誕聚餐
Christmas dinner party



塔羅牌興趣班
Tarot class



職業安全及健康

本處十分關注員工的職業安全及健康(職安健)，並於二零零零年成立公司註冊處安全委員會，討論與工作地點職安健風險有關的事宜，並且提出和監察推行有助改善本處員工職安健的措施。處方鼓勵員工參加與職安健有關的訓練課程，例如急救課程、有關預防筋肌勞損及壓力管理的講座。

本處就傳染病及緊急事故發出適時的指引和內部通告，供員工傳閱。有關流感爆發應變計劃的最新一份通告已於二零零六年發給員工傳閱。

此外，本處定期進行職業安全巡查，以監察職安健情況，並找出工作地點潛在的職安健風險。本處在二零零六年年中委聘職安健顧問，評估公眾查冊組收款櫃檯和一般辦公室標準工作間的風險。顧問提出的長期和短期改善措施都已付諸實行，以改善工作環境和盡量減低辦公室潛在的職安健風險。

Occupational Safety and Health

The Registry is very concerned about the occupational safety and health (OSH) of its staff. The Companies Registry Safety Committee was set up in 2000 to discuss issues in relation to safety and health risks at workplaces and to recommend and monitor measures for improving the safety and health of staff in the department. Staff are encouraged to attend training courses on OSH issues such as first aid courses, talks on prevention of musculoskeletal disorder and stress management.

The Registry issues and circulates timely guidelines and internal circulars in respect of communicable diseases and emergent situations. An updated circular on the Contingency Plan of Influenza Pandemic was circulated in 2006.

In addition, the Registry conducts occupational safety inspections regularly to monitor the safety and health conditions and identify potential hazards in the workplace. In mid-2006, the department commissioned an occupational safety and health consultant to conduct a risk assessment for the shroff counters of the Public Search Section and the workstations in the general office. Both long and short term improvement measures recommended by the consultant have been implemented to improve the working environment as well as to minimise the potential occupational health and safety risk in the office.

員工獎勵及嘉許

本處推行員工獎勵計劃的目的，在於加強員工對部門服務承諾的認識和承擔，並激勵他們不斷改善服務。該計劃共有五項活動，目的是達致下列五個不同目標：—

- 工作表現獎 — 就本處的整體工作表現，對每位員工表示嘉許；
- 最佳建議獎 — 對提出有助本處提高效率和改善工作建議的員工表示嘉許；
- 最佳服務獎 — 對某個部別或組別在指定服務方面的工作表現表示嘉許；
- 模範櫃檯職員獎 — 對個別為客戶提供優質服務的員工表示嘉許；及
- 好人好事獎 — 對個別員工的模範行為和卓越表現表示嘉許。

在二零零六年，公眾查冊小組提供的「在公眾查冊中心查冊」— 提供證書服務，獲本處的主要客戶選為最佳服務獎的得獎組別。本處訂下的目標，是在一個工作天內提供這項服務的個案比率須達總數的95%，而公眾查冊小組能夠在一個工作天內完成100%的個案，得獎可說

Staff Motivation and Recognition

The Registry has implemented a Staff Motivation Scheme for the purpose of promoting staff awareness of and commitment to the department's performance pledges and motivating staff towards the continuous improvement of the services it provides. The scheme consists of five activities targeted at five different levels as follows: —

- The Registry Performance Award — to acknowledge overall performance in the organisation by awarding every member of staff;
- The Best Suggestion Award — to acknowledge staff effort in making efficiency and improvement suggestions on the Companies Registry;
- The Best Service Award — to acknowledge specific service performance by awarding specific divisions/sections;
- The Best Counter Staff Award — to acknowledge the provision of quality customer services by awarding individual staff; and
- The Good People and Good Deeds Award — to acknowledge exemplary conduct and superlative efforts of individual staff.

In 2006, 'Onsite Search' — Supply of Certificates at the Public Search Centre, a service provided by the Public Search Unit, was voted by the Registry's major customers as the winner of the Best Service Award. The achievement target for this service was to complete 95% of total cases within one working day. As the Public Search Unit exceeded the target by completing 100% of the cases within one working day, the award to the staff concerned was well



客戶投票選出「模範櫃檯職員」

A customer casting his vote in the best counter staff election



公司註冊處處長頒發「最佳服務獎」予優勝者 — 公眾查冊小組

The Registrar of Companies presenting the Best Service Award to the winner — the Public Search Unit

是實至名歸。模範櫃檯職員獎的12名得主，均由到訪本處的客戶選出，所收到的選票共有1,126張。這個獎項有助培養員工工作出承擔，為客戶提供有禮和高效率的服務。

其他嘉許公務員的計劃，例如長期優良服務公費旅行獎勵計劃和長期優良服務獎勵計劃，目的都是表揚盡心服務和表現優良的員工。在二零零六至零七年度，本處有三名人員獲得長期優良服務公費旅行獎，而獲頒長期優良服務獎狀的人員則有八名。

社會責任

為響應公務員義工計劃，本處在二零零二年成立義工隊，幫助弱勢社群，貢獻社會。多年來，本處義工隊參與多項由政府及其他機構發起的義務工作。此外，本處員工繼續發揮社區精神，積極參與各項捐款活動，例如公益金舉辦的公益綠「識」日、公益服飾日、公益行善「折」食日和僱員樂助計劃。

justified. Twelve winners of the Best Counter Staff Award were selected by the department's walk-in customers who submitted 1,126 voting tickets. This award has helped to instill in our staff a commitment to providing courteous and efficient service.

Other civil service-wide staff recognition schemes, such as the Long and Meritorious Service Travel Award and the Long and Meritorious Service Award Schemes, are also in place to recognise loyal and meritorious service. In 2006-07, three officers received the Long and Meritorious Service Travel Award. Besides, a total of eight officers were awarded the Long and Meritorious Service Certificates.

Social Responsibility

In support of the Civil Service Volunteer Programme, the Registry's volunteer team was established in 2002 to help the underprivileged and to serve the community for meaningful causes. Throughout these years, the department's volunteer team had participated in various volunteer activities organised by the government or other organisations. Besides, staff continued demonstrating their community-spirit by actively participating in various donation programmes, such as the Green Day, Dress Special Day, Skip Lunch Day and Community Assistance Raised by Employees Scheme organised by the Community Chest.

執法與檢控

為使公司登記冊的資料保持完整，本處繼續以傳票方式，循簡易程序檢控未有履行《公司條例》所訂責任的失責公司，例如提交周年申報表和帳目、申報包括董事和秘書註冊詳情的更改等重要的資料披露規定。東區、沙田及荃灣裁判法院每月針對未有提交周年申報表而發出的傳票共480張。在二零零六至零七年度，共有83.3%的公司訂明期限內提交周年申報表，而在二零零五至零六、二零零四至零五年度的比率則分別為84.6%和80.8%。

在二零零六至零七年度向未有履行《公司條例》所訂責任的公司發出的傳票共6,089張，而在二零零五至零六、二零零四至零五年度則分別發出了4,207和1,760張。被定罪的個案共有2,338宗，罰款數額共達13,497,429元。被檢控的上市公司資料及法庭裁定的罪名和刑罰載於附錄D。

在二零零六至零七年度，市民及其他政府部門就涉嫌違反《公司條例》而向本處提出的投訴有520宗，而在二零零五至零六、二零零四至零五年度則分別有391和193宗。接獲投訴最多的事項包括：公司名稱、申請撤銷註冊的不營運私人公司提供虛假或誤導性資料、公司未有申報註冊辦事處座落地點、公司未有提交周年申報表及其他法定申報表，以及申報表的資料過時或不準確。《公司條例》中關於執法的部分，現正在重寫該條例的工作中予以檢討。

Enforcement and Prosecutions

To maintain the integrity of the register of companies, the Registry has continued to issue summonses for summary prosecution against companies in default of their obligations stipulated under the Companies Ordinance, such as filing of annual returns and accounts, reporting change of registered particulars including those of directors and secretaries, which are regarded as key disclosure requirements. A total of 480 summonses are issued each month in the Eastern, Shatin and Tsuen Wan Magistracies for failure to file annual returns. In 2006-07, 83.3% of companies filed their annual returns within the prescribed time limit compared with compliance rates of 84.6% for 2005-06 and 80.8% for 2004-05.

In 2006-07, a total of 6,089 summonses were issued against companies for failure to comply with their obligations under the Companies Ordinance compared with 4,207 and 1,760 summonses issued in 2005-06 and 2004-05 respectively. A total of 2,338 convictions were obtained with total fines amounting to \$13,497,429. Details of the listed companies prosecuted together with the offences and penalties imposed by the court are given in Appendix D.

In 2006-07, the Registry received 520 complaints from members of the public and other Government departments regarding alleged breaches of the Companies Ordinance, compared with 391 and 193 complaints received in the years 2005-06 and 2004-05 respectively. Areas in which the highest numbers of complaints were received included name complaints, false or misleading information relating to applications for deregistration of defunct private companies, failure to report the addresses of the registered office of companies, failure to file annual returns and other statutory returns and outdated or inaccurate information contained in returns. The relevant enforcement areas in the Companies Ordinance are being reviewed under the Companies Ordinance rewrite exercise.

公司法改革常務委員會

公司法改革常務委員會是一個非法定的委員會，在一九八四年成立，成員由財政司司長委任。委員會現任主席為私人執業的資深大律師，成員包括有關政府部門、監管機構、學術界、會計師、商人、公司秘書和律師的代表。本處為委員會提供秘書處服務。委員會的主要職能是定期檢討《公司條例》，以確保香港的公司法配合商界不斷轉變的需要。在二零零六至零七年度，委員會共召開四次會議，審議多項修訂《公司條例》的建議。

委員會的工作詳情刊載於二零零七年下半年出版的《公司法改革常務委員會第23號年報》。

Standing Committee on Company Law Reform

The SCCLR is a non-statutory committee established in 1984. Appointments to the SCCLR are made by the Financial Secretary and it is currently chaired by a Senior Counsel in private practice. Its membership comprises representatives of relevant Government departments, regulators, academics, accountants, businessmen, company secretaries and lawyers. Its secretariat is provided by the Companies Registry. The principal function of the SCCLR is to review the Companies Ordinance on a regular basis to ensure that Hong Kong's company law meets with the changing needs of the business community. During 2006-07, the SCCLR met four times and considered a wide range of proposals to amend the Companies Ordinance.

Full details of the SCCLR's work can be found in the Committee's 23rd Annual Report to be issued in the latter half of 2007.

制定法例

修訂帳目及報告

《財務匯報局條例》(第588章)第62、63和66條在《公司條例》(第32章)加入新訂的第141E及336A條，以便引入修訂帳目及報告的新法定機制。該條例於二零零七年四月二十日開始實施。此外，《公司(修訂帳目及報告)規例》同於二零零七年四月二十日開始實施，該規例就新訂的第141E及336A條的適用範圍作出規定。

公司註冊處處長已指定新的指明表格AC3及F7「修訂帳目或報告的陳述書」，供本地公司及海外公司分別根據《公司條例》第141E(3)及336A(3)條作出警告性陳述。

《2004年公司(修訂)條例》

《2004年公司(修訂)條例》附表1及3於二零零四年七月二十二日制定，並分別在二零零四年十二月三日及二零零五年七月十五日生效。附表2的修訂旨在把非香港公司的登記制度現代化，當「公司註冊處綜合資訊系統」為配合這些修訂而作出所需的相應修改後，附表2的修訂便會在二零零七年第四季實施。與此同時，本處會推出一套共15款指明表格，包括周年申報表的指明表格，以供非香港公司列明在截至登記日期的周年日為止的資料。

《2007年公司條例(修訂附表8)令》

《2007年公司條例(修訂附表8)令》的修訂旨在調整非香港公司須繳付的存檔費，以及引入向這些公司發出註冊證明書的新費用。該項命令於二零零七年五月十八日刊登憲報，五月二十三日提交立法會審議，並將於二零零七年第四季與《2004年公司(修訂)條例》附表2一併實施。

Legislation

Revision of Accounts and Reports

Sections 62, 63 and 66 of the Financial Reporting Council Ordinance (Chapter 588), which introduced a new statutory regime for revision of accounts and reports by adding new sections 141E and 336A to the Companies Ordinance (Chapter 32), commenced on 20 April 2007. The Companies (Revision of Accounts and Reports) Regulation, which provides for the application of the new sections 141E and 336A, also came into operation on 20 April 2007.

New Forms AC3 and F7 "Statement of Revision of Accounts or Reports" have been specified by the Registrar of Companies for local and overseas companies to give the warning statements under sections 141E(3) and 336A(3) of the Companies Ordinance respectively.

Companies (Amendment) Ordinance 2004

Schedules 1 and 3 of the Companies (Amendment) Ordinance 2004, which were enacted on 22 July 2004, came into effect on 3 December 2004 and 15 July 2005 respectively. Schedule 2, which contains amendments to modernise the registration regime for non-Hong Kong companies, will be implemented in the fourth quarter of 2007 after necessary consequential modifications to ICRIS to cater for the amendments have been carried out. A new set of 15 new specified forms, including a specified form of annual return containing particulars of a non-Hong Kong company as at its anniversary date of registration, will also be introduced at the same time.

Companies Ordinance (Amendment of Eighth Schedule) Order 2007

This Order, which contains amendments to restructure the filing fees for non-Hong Kong companies and introduces a new fee for the issue of certificates of registration in respect of such companies, was gazetted on 18 May 2007 and tabled in the Legislative Council on 23 May 2007. The Order will be brought into operation together with Schedule 2 of the Companies (Amendment) Ordinance 2004 in the fourth quarter of 2007.

策略性改革計劃

過去數年，本處一直致力進行一項持續發展計劃，以擴展並改善所提供的公共設施和服務。策略性改革計劃勾劃了部門的理想：建立以全電腦化方式存檔、處理、儲存和發布公司資料的公司註冊處。這計劃的目的，是通過多項措施，包括改善資訊科技基礎設施和推行電子化服務，以達到三個策略目標，分別是發展電子化服務和更廣泛使用資訊科技、提高申報資料質素和加強公司遵守法規意識，以及提供並維持卓越的服務。策略性改革計劃的主要措施，是分階段實施「公司註冊處綜合資訊系統」，取代本處舊有電腦系統以支援部門的核心業務，並協助本處向無紙運作模式大步邁進。

公司註冊處綜合資訊系統

「公司註冊處綜合資訊系統」第一階段在二零零五年二月二十八日投入運作後，本處的核心業務已轉化為無紙運作模式。在第一階段，本處把收到的所有紙張文件即時轉換成數碼影像，資訊系統會按照預先訂定的運作規則，把文件影像傳送給適當的組別處理，以便本處人員將資料輸入系統以核對有關資料，或以連線方式審閱資料。文件一經登記，公眾差不多可以即時查閱其影像紀錄。在該系統第一階段的運作模式下，新的操作程序大大縮短處理和登記文件所需的時間、更快捷地更新和披露公司資料、加強資料的保安和完整性，以及提高生產

Strategic Change Plan

Over the past years, the Registry has embarked on a continuous development programme to expand and enhance the level of facilities and services to the public. The SCP outlines the department's vision of establishing a fully computerised companies registry for filing, processing, storing and disseminating corporate information. The SCP aims to achieve three strategic goals — *Developing electronic service and wider use of information technologies, Enhancing quality of information and corporate compliance and Achieving and sustaining excellence in service delivery* — through the implementation of a number of initiatives including information technology infrastructure enhancement and implementation of electronic services. The major initiative in the SCP is the phased implementation of the Integrated Companies Registry Information System (ICRIS) which replaced the Registry's previous computer systems to support the department's core business activities and enable the department to move substantially towards a paperless operation.

Integrated Companies Registry Information System

The implementation of ICRIS Phase I on 28 February 2005 has transformed the Registry's core business activities into a paperless operation. Under ICRIS Phase I, all paper documents submitted to the Registry are converted into digitised images soon after receipt. Document images are routed to the processing sections in accordance with the business rules pre-defined in the system to enable data entry and system verification or online scrutiny by departmental staff. Image records of documents are almost instantly available for public search after registration. The new operational procedures under ICRIS Phase I have led to a significant reduction in the time taken to process and register documents, more timely updating and disclosure of company information, enhanced data security and integrity and improved productivity at reduced operating costs. Customers can conduct

力和降低運作成本。客戶可在網上查閱本處資料庫備存的最新公司資料，以及九千五百多萬已登記文件的數碼影像。本處的電子查冊服務深受商界歡迎，而客戶對於查冊程序簡便、收費合理，都給予好評。本處並設有服務組，全日二十四小時提供服務。現時，在網上查閱公司資料的比率約為97%。

本處現正對資訊系統進行一些主要的提升工程，以配合《2003年公司(修訂)條例》和《2004年公司(修訂)條例》就備任董事索引和非香港公司作出的新規定。與此同時，本處現正為開發「公司註冊處綜合資訊系統」第二階段進行可行性研究，審議和界定第二階段的範圍、特點和功能。第二階段包括以電子方式遞交註冊成立公司的申請和辦理文件登記，計劃在二零零九至一零年度落實推行。

company searches over the internet on the current data and over 95 million digitised images of registered company documents kept in the Registry's database. The department's electronic search services have received overwhelming support from the business community and positive feedback from customers on the user friendly procedures and reasonable priced search products. A helpdesk service is available twenty four hours a day. At present, about 97% of company searches are conducted online.

The Registry is carrying out some major enhancements to the information system to cater for the new requirements relating to the index of reserve directors and non-Hong Kong companies in the Companies (Amendment) Ordinance 2003 and Companies (Amendment) Ordinance 2004. At the same time, the department is conducting a feasibility study to review and define the scope, features and functionalities for the development of ICRIS Phase II, which will include the implementation of electronic filing of applications for incorporation and document registration. It is planned that Phase II will be implemented in 2009-10.

公司法改革

重寫《公司條例》

隨着由財經事務及庫務局和公司註冊處人員組成的公司條例草案專責小組成立，重寫《公司條例》的工作已於二零零六年年中展開。公司條例草案專責小組在本處辦公。此外，在提供法律諮詢及草擬方面，專責小組得到律政司的人員提供協助，而有關股本及債權證、利潤及資產的分發及押記的條文，則由一名外聘的法律顧問進行研究和制訂建議。重寫工作規模龐大，因此分兩個階段進行。

第一階段處理那些影響超過60萬間現存公司運作的《公司條例》核心條文。《公司條例草案》暫定分為22個部分，《公司條例》中有關招股章程的部分會由證券及期貨事務監察委員會在另行檢討時處理。當局擬於二零零九年年中擬備白紙條例草案以諮詢公眾，然後在二零一零年第三季向立法會提交新的《公司條例草案》。第二階段處理《公司條例》中關於清盤及無力償債條文，這些條文主要由破產管理署實施。

Company Law Reform

Re-write of the Companies Ordinance

The Companies Ordinance Rewrite Exercise commenced in mid-2006 following the establishment of the CBT comprising staff of the Financial Services and the Treasury Bureau and the Companies Registry. The CBT is located in the Registry. In addition, legal advisory and law drafting support is provided by staff in the Department of Justice while an external legal consultant has been commissioned to research and make recommendations on the provisions regarding share capital and debentures, distribution of profits and assets and charges. In view of its extensive nature, the rewrite exercise has been divided into two phases.

Phase I covers the core company law provisions which affect the daily operation of over 600,000 live companies. The Companies Bill will tentatively comprise 22 parts. Those parts of the Companies Ordinance regarding prospectuses will be dealt with in a separate review by the Securities and Futures Commission. The Administration intends to publish a White Bill for public consultation by mid-2009 and introduce the new Companies Bill into the Legislative Council in the third quarter of 2010. Phase II will cover the winding-up and other insolvency related provisions in the Companies Ordinance which are mainly administered by the Official Receiver's Office.

重寫工作採用三層諮詢架構。首先，當局已成立一個由財經事務及庫務局常任秘書長(財經事務)出任主席的督導委員會，負責監督整項重寫工作。其次，公司法改革常務委員會就重寫期間產生的所有主要建議和推薦方案提供意見。最後，由有關專業和利益相關團體的代表組成的四個專責諮詢小組亦已成立，各負責就不同的專題提出意見：諮詢小組(1)負責關於股本及債權證、利潤及資產的分發、押記的登記及公司重組的條文；諮詢小組(2)負責關於公司的組成、註冊、重新註冊、剔除名稱和撤銷註冊，以及公司會議和行政的條文；諮詢小組(3)負責關於董事和高級人員的條文；以及諮詢小組(4)負責關於審查、調查、罪行及懲罰的條文。

A three-tier consultative structure has been adopted for the rewrite exercise. First, a Steering Committee, chaired by the Permanent Secretary for Financial Services and the Treasury (Financial Services), has been formed within the administration to oversee the entire rewrite process. Secondly, the SCCLR will advise on all major proposals and recommendations arising from the rewrite. Finally, four dedicated Advisory Groups comprising representatives from relevant professional bodies and stakeholders have also been set up to advise on various specific issues: Advisory Group 1 on the share capital and debentures, distribution of profits and assets, registration of charges and company restructuring provisions; Advisory Group 2 on the company formation, registration, re-registration, striking-off and de-registration, and company meeting and administration provisions; Advisory Group 3 on the directors and officers related provisions; and Advisory Group 4 on the inspection, investigation and offences and punishment provisions.

檢討《公司條例》的會計及審計條文

「政府／香港會計師公會聯合工作小組」（聯合工作小組）在二零零二年三月成立，負責徹底檢討《公司條例》的會計及審計條文。截至二零零七年三月三十一日，工作小組召開了51次會議，並向公司法改革常務委員會提出七組建議，以供審議和確認。財經事務及庫務局根據聯合工作小組的最終建議，在二零零七年三月二十九日就改革《公司條例》會計及審計條文的立法建議發表諮詢文件，徵詢公眾意見，諮詢期於二零零七年六月二十九日結束。公司條例草案專責小組和聯合工作小組現正研究所收到的意見，並會按情況把意見納入將於二零零九年年中發表的白紙條例草案內，以徵詢公眾意見。

當局計劃在二零零八年第一季就其他部分，例如股本和債權證、押記的登記、董事責任及公司名稱，進行公眾諮詢。

Review of Accounting and Auditing Provisions of the Companies Ordinance

The Joint Government/HKICPA Working Group (JWG) was established in March 2002 to undertake a comprehensive review of the accounting and auditing provisions of the Companies Ordinance. Up to 31 March 2007, the JWG held 51 meetings and submitted seven sets of recommendations to the SCCLR for consideration and endorsement. On the basis of the finalised recommendations of the JWG, the Financial Services and the Treasury Bureau published a consultation paper on 29 March 2007 to consult the public on legislative proposals to reform the accounting and auditing provisions in the Companies Ordinance. The consultation period ended on 29 June 2007. The comments received are being studied by the CBT and JWG, and will be incorporated, where appropriate, into the White Bill to be published for public consultation by mid-2009.

Public consultation on other topics, such as share capital and debentures, registration of charges, directors' duties and company names, is planned for the first quarter of 2008.

本處經常與內地及其他司法管轄區保持並加強聯繫，就提供和發展公司註冊服務，以及企業管治事宜，交流意見和經驗，這對於本處日後制訂新的措施和策略，大有裨益。

本處在二零零六至零七年度共接待了15批訪客，包括內地政府部門和專業團體，以及斯里蘭卡、越南、馬來西亞中華工商聯合會、新加坡律政部、澳洲證券及投資監察委員會和薩摩亞國際財務管理局的政府官員。

The Registry maintains and develops contacts with the Mainland and other jurisdictions on a regular basis. These contacts enabled us to exchange ideas and share experiences regarding the provision and development of corporate registration services and corporate governance issues and will be very useful for developing new initiatives and strategies in the future.

In 2006-07, the Registry received 15 groups of visitors from government departments and professional bodies from the Mainland and government officials from Sri Lanka, Vietnam, the Associated Chinese Chambers of Commerce and Industry of Malaysia, the Ministry of Law of Singapore, the Australian Securities & Investments Commission of Australia and the Samoa International Finance Authority.



新加坡律政部代表團訪問本處

A delegation from the Singapore Ministry of Law visiting the Registry



訪問上海市工商行政管理局
Visiting the Shanghai Administrative
Bureau for Industry and Commerce

公司註冊處處長分別在二零零六年九月及二零零七年六月出席在泰國曼谷和新加坡舉行的「2006年亞洲企業管治圓桌會議」和「2007年亞洲企業管治圓桌會議」。二零零六年十一月，處長率領由本處高層人員組成的代表團訪問上海市

The Registrar of Companies attended the 2006 Asian Roundtable on Corporate Governance in Bangkok, Thailand in September 2006 and the 2007 Asian Roundtable Corporate Governance in Singapore in June 2007. In November 2006, the Registrar led a delegation of the Registry's senior officials to visit the Shanghai Administrative Bureau for Industry and Commerce. The Registrar



香港特許秘書公會的學生大使到本處參觀

Students ambassadors of The Hong Kong Institute of Chartered Secretaries visiting the Registry

工商行政管理局。二零零七年四月，處長聯同本處和財經事務及庫務局的高層人員出席在新加坡及馬來西亞舉行的第四屆公司註冊論壇。論壇結束之後，公司註冊處經理聯同本處數名人員與新加坡會計及公司監管局進行了有建設性的討論和經驗交流。

年內，本處為內地當局，包括國家工商行政管理局外商投資企業註冊局，以及上海市、杭州市和深圳市工商行政管理局的政府官員安排實習計劃，讓他們加深了解香港的公司註冊制度，以及「公司註冊處綜合資訊系統」啓用後本處的運作情況，而本處人員亦可藉此機會得知內地企業註冊制度的最新發展。

of Companies together with senior officers from the department and the Financial Services and the Treasury Bureau, attended the fourth Corporate Registers Forum which was held in Singapore and Malaysia in April 2007. After the Forum, the Registry Manager with a small team from the Registry had useful discussions and experience sharing with the Accounting and Corporate Regulatory Authority of Singapore.

During the year, we organised attachment programmes for government officials from the Mainland — the Registration Bureau of Foreign Invested Enterprises of the State Administration for Industry and Commerce, and the Administration for Industry and Commerce of Shanghai, Hangzhou and Shenzhen. The attachment programmes helped enhance their understanding of the corporate registration system in Hong Kong and the Registry's operations under ICRIS. They also offered a good opportunity for the department's staff to update their knowledge of the corporate registration systems in the Mainland.



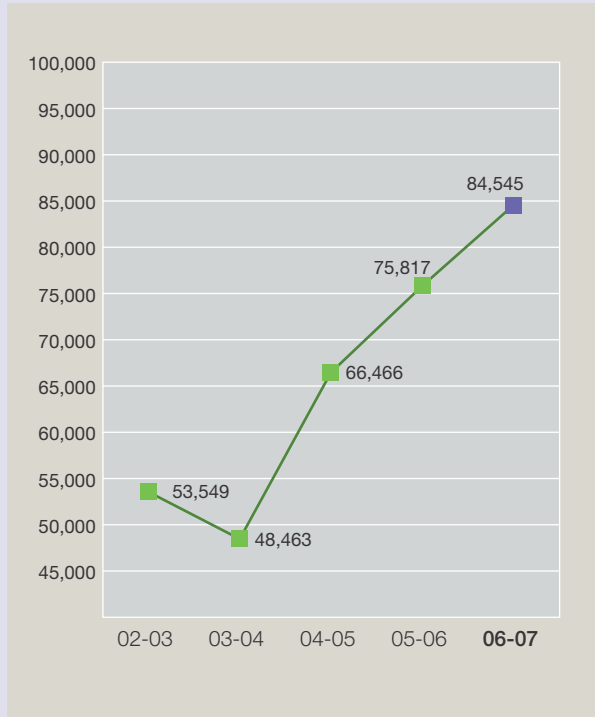
深圳市工商行政管理局的官員到本處實習
Officials from the Shenzhen Administration for Industry and Commerce on attachment to the Registry

- A 二零零七年主要工作量統計數字
Key Workload Statistics for 2007
- B 一九九七至二零零七年主要統計數字
Statistical Highlights from 1997 to 2007
- C 審計署署長報告及周年帳目表
Report of the Director of Audit and
Annual Accounts
- D 二零零六年四月一日至二零零七年
三月三十一日根據《公司條例》
被檢控的上市公司的定罪紀錄
Conviction Record of Listed Companies
Prosecuted under the Companies
Ordinance for the period from
1 April 2006 to 31 March 2007

二零零七年主要工作量統計數字
Key Workload Statistics for 2007

		截至3月31日止年度 Year to 31 March		增／(減) 百分比 % Change
		2007	2006	
新公司	New Companies			
註冊成立	Incorporations			
— 公眾公司	— public companies	540	591	(8.6)
— 私人公司	— private companies	84,005	75,226	11.7
登記的海外公司	Overseas companies registered	611	638	(4.2)
公司文件登記	General Registration of Documents			
所收到的文件	Documents received	1,750,928	1,680,222	4.2
所收到的押記	Charges received	32,315	31,890	1.3
更改名稱通知書	Change of name notifications	10,851	10,565	2.7
自動清盤通知書	Voluntary liquidation notices	906	1,034	(12.4)
公司查冊	Company Search			
查閱文件影像紀錄	Document image record searches	2,740,830	2,622,086	4.5
查閱公司資料	Company particulars searches	124,069	114,692	8.2
查閱董事索引	Directors index searches	157,312	138,534	13.6
檢控	Prosecution			
發出傳票	Summonses issued	6,089	4,207	44.7
定罪率	Conviction rate	38.7%	44%	(12.0)
剔除行動	Striking Off Action			
被剔除名稱的公司	Companies struck off	13,569	24,428	(44.5)
撤銷註冊	Deregistration			
被撤銷註冊的公司	Companies deregistered	20,345	19,608	3.8

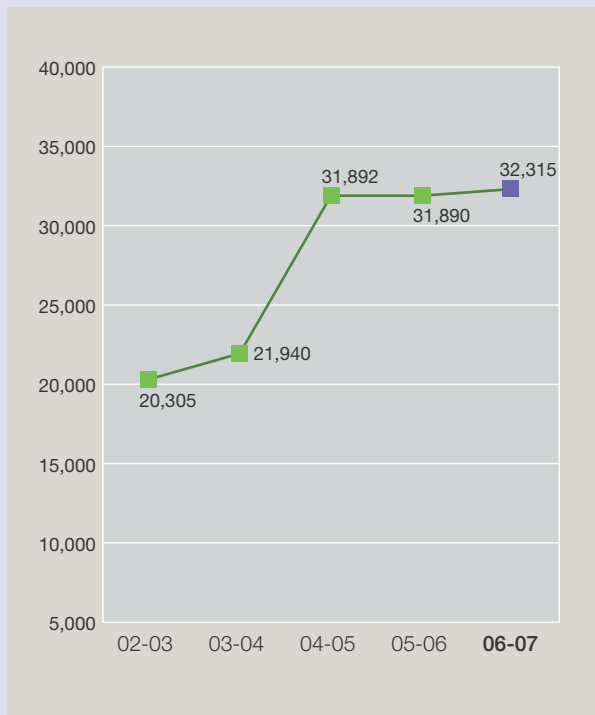
註冊成立公司總數
Number of Companies Incorporated



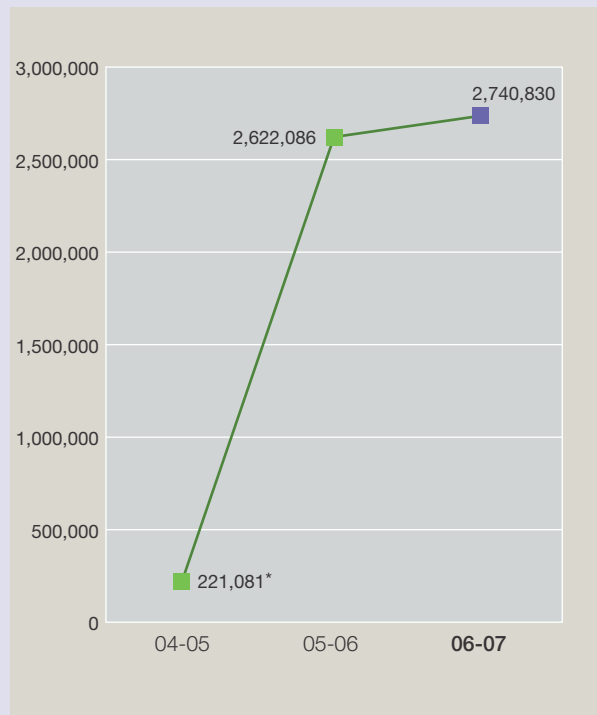
遞交登記文件數目
Documents Received for Registration



登記押記
Charges Received for Registration



查閱文件影像紀錄
Document Image Record Searches



* 二零零五年二月二十八日起提供的服務
Service available since 28 February 2005

一九九七至二零零七年主要統計數字
Statistical Highlights from 1997 to 2007

	年份 Year											
	1997	1998	1999	2000	2001	2002	2003	2004	2005	2006	2007 (首6個月 first 6 months)	
本地公司 LOCAL COMPANIES												
註冊成立公司 Incorporations												
— 公眾公司 Public companies												
• 股份有限公司 Limited by shares	4	3	7	5	2	4	2	6	3	5	2	
• 擔保有限公司 Limited by guarantee	354	264	356	383	345	462	373	459	547	537	340	
— 私人公司 Private companies	48,917	29,680	35,197	42,971	37,911	46,088	49,674	65,093	72,809	81,432	47,075	
更改公司類別 Conversions												
— 公眾公司轉為私人公司 Public companies to private companies	8	14	11	10	14	4	6	9	7	9	3	
— 私人公司轉為公眾公司 Private companies to public companies	17	2	7	11	5	5	7	5	6	11	6	
恢復註冊 Restorations												
— 公眾公司 Public companies	2	4	7	3	3	2	1	—	—	1	—	
— 私人公司 Private companies	32	109	94	79	111	93	106	124	140	188	77	
解散 Dissolutions												
— 清盤 Liquidation	3,603	3,220	3,747	3,312	2,090	1,978	2,319	1,961	1,752	1,653	910	
— 撤銷註冊 (自1999年11月推行) Deregistration (starting from November 1999)	—	—	—	9,767	20,219	21,380	18,936	19,225	18,665	19,962	10,347	
— 剔除名稱 Striking-off	54,369	26,763	15,620	9,747	17,185	30,560	34,606	22,922	22,156	17,830	5,862	
— 其他 Others	1	—	—	—	1	—	—	—	—	4	1	
截至年底登記冊上的公司數目 No. of companies on register at end of year												
— 公眾公司 Public companies	5,837	5,934	6,058	6,310	6,576	6,922	7,171	7,562	7,912	8,376	8,695	
— 私人公司 Private companies	468,680	468,660	484,830	505,193	503,804	496,189	490,235	511,418	541,320	583,568	613,623	
包括 including												
• 不活動公司 Dormant companies	3,194	3,646	3,748	3,809	3,925	4,020	4,110	4,451	4,768	5,131	5,331	
• 獲發特許證免除在名稱中 加入「有限公司」 一詞的公司 Companies licensed to dispense with the word “Limited” in their names	536	554	585	606	626	644	661	666	672	688	691	

年份 Year

	1997	1998	1999	2000	2001	2002	2003	2004	2005	2006	2007 (首6個月 first 6 months)
登記文件 REGISTRATION OF DOCUMENTS											
收到文件總數 Total no. of documents received	1,664,421	1,468,461	1,445,501	1,468,597	1,416,161	1,498,231	1,505,144	1,634,452	1,649,466	1,730,040	929,225
包括 including											
— 周年申報表 Annual returns	309,751	370,926	381,568	377,714	393,364	381,611	371,092	390,750	420,569	457,510	248,327
— 更改公司名稱 Change of company name	10,319	9,045	9,787	12,312	9,698	10,228	10,223	10,491	10,049	10,808	5,639
— 增加股本 Increase of share capital	6,953	3,622	5,595	6,263	5,510	5,591	5,778	6,181	5,870	5,955	3,135
— 減少股本 Reduction of share capital	19	16	11	11	18	20	26	26	23	19	10
— 押記 Charges • 押記 Charges	47,705	20,205	20,139	23,411	22,576	20,741	20,193	30,380	33,470	30,349	17,386
• 解除押記備忘錄 Memorandum of discharge	30,992	20,582	19,342	19,668	19,203	16,763	15,193	21,804	26,945	21,653	11,715
— 委任接管人通知書 Notices of appointment of receiver	14	13	195	250	316	205	176	131	51	58	8
公司查冊 COMPANY SEARCH											
查閱縮微膠片／紙張檔案 (2005年2月28日起 停止的服務) Microfiches / Paper files search (service ceased on 28 February 2005)	2,002,372	1,777,663	1,636,075	1,660,690	1,690,984	1,575,561	1,548,891	1,585,314	225,919	—	—
查閱文件影像紀錄 (2005年2月28日起 提供的服務) Document image record search (service available since 28 February 2005)	—	—	—	—	—	—	—	—	2,196,679	2,706,566	1,415,805
查閱董事索引 Directors index search	623	1,002	928	11,916	67,249	103,554	121,964	153,212	133,996	152,114	85,297
查閱公司資料 (2000年3月31日起 提供的服務) Company particulars search (service available since 31 March 2000)	—	—	—	5,400	47,379	60,887	82,616	95,518	107,872	122,705	62,397

	年份 Year										
	1997	1998	1999	2000	2001	2002	2003	2004	2005	2006	2007 (首6個月 first 6 months)
公司清盤 COMPANY LIQUIDATION											
成員自動清盤 Members' voluntary winding-up											
— 已展開的個案 Cases commenced	2,638	3,005	3,067	1,581	1,178	1,085	946	825	788	776	375
— 處理中的個案 Cases in progress	2,887	3,130	3,000	1,870	1,518	1,333	1,235	1,141	1,150	1,137	1,166
債權人自動清盤 Creditors' voluntary winding-up											
— 已展開的個案 Cases commenced	107	211	322	164	229	267	217	256	192	175	58
— 處理中的個案 Cases in progress	353	439	573	490	560	657	589	636	656	600	567
檢控 PROSECUTIONS											
發出傳票數目 Summonses issued	200	302	172	235	238	139	1,351	1,474	3,462	6,028	2,992
定罪率 Conviction rate	90%	76%	53%	49%	23%	67%	24%	51%	45%	40%	37%
罰款總數 Total fines (HK\$'000 港元)	2,427	4,181	431	751	254	862	1,504	5,670	9,584	13,710	6,174
被取消資格人士 DISQUALIFIED PERSONS											
截至年底登記冊上 被取消資格人士數目 No. of disqualified persons on register at end of year	77	70	70	69	105	123	140	178	199	229	245
海外公司 OVERSEA COMPANIES											
在香港新登記的公司 Newly registered in Hong Kong	713	570	658	814	812	700	724	735	620	608	316
不再在香港設有 營業地點的公司 Ceased to have a place of business in Hong Kong	250	325	341	350	448	447	451	439	411	387	171
截至年底登記冊上的 公司數目 No. of companies on register at end of year	5,067	5,312	5,629	6,093	6,457	6,710	6,983	7,279	7,488	7,709	7,854

年份 Year

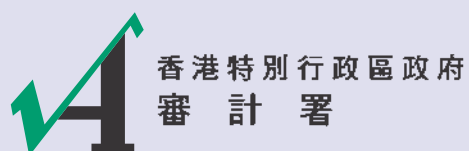
	1997	1998	1999	2000	2001	2002	2003	2004	2005	2006	2007 <small>(首6個月 first 6 months)</small>
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根據《公司條例》第 XI 部登記海外公司數目（按成立地方劃分）

**DISTRIBUTION OF OVERSEA COMPANIES REGISTERED UNDER PART XI OF THE COMPANIES ORDINANCE
BY PLACE OF INCORPORATION**

澳洲 Australia	107	108	107	112	121	116	110	110	106	113	111
百慕大 Bermuda	478	510	538	592	617	632	638	642	643	647	645
英屬維爾京群島 British Virgin Islands	1,359	1,561	1,816	2,044	2,215	2,372	2,493	2,655	2,755	2,876	2,961
開曼群島 Cayman Islands	186	204	234	332	442	532	583	630	677	729	750
日本 Japan	368	339	318	304	297	283	281	274	260	257	255
利比里亞 Liberia	113	108	131	140	132	124	182	179	154	120	121
巴拿馬 Panama	69	70	80	93	104	111	133	177	212	229	233
中國大陸 The Mainland of China	91	101	108	119	129	155	186	204	207	231	234
新加坡 Singapore	202	208	212	224	227	218	224	227	241	238	242
英國 United Kingdom	414	415	398	400	407	395	393	388	401	412	414
美國 United States of America	822	801	796	799	776	756	729	736	734	730	731
其他 Others	858	887	891	934	990	1,016	1,031	1,057	1,098	1,127	1,157

審計署署長報告



獨立審計報告 致立法會

茲證明我已審核及審計列載於第63至85頁公司註冊處營運基金的財務報表，該等財務報表包括於2007年3月31日的資產負債表與截至該日止年度的損益表、權益變動表和現金流量表，以及主要會計政策概要及其他附註解釋。

公司註冊處營運基金總經理 就財務報表須承擔的責任

公司註冊處營運基金總經理須負責按照《營運基金條例》(第430章)第7(4)條及香港財務報告準則，製備及真實而中肯地列報該等財務報表。這責任包括設計、實施及維護與製備及真實而中肯地列報財務報表有關的內部控制，以使財務報表不存有由於欺詐或錯誤而導致的重大錯誤陳述；選擇和應用適當的會計政策；以及按情況作出合理的會計估計。

審計師的責任

我的責任是根據我的審計對該等財務報表作出意見。我已按照《營運基金條例》第7(5)條及審計署的審計準則進行審計。這些準則要求我遵守道德規範，並規劃及執行審計，以合理確定財務報表是否不存有任何重大錯誤陳述。

Report of the Director of Audit

Audit Commission The Government of the Hong Kong Special Administrative Region

Independent Audit Report To the Legislative Council

I certify that I have examined and audited the financial statements of the Companies Registry Trading Fund set out on pages 63 to 85, which comprise the balance sheet as at 31 March 2007, and the profit and loss account, statement of changes in equity and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory notes.

General Manager, Companies Registry Trading Fund's responsibility for the financial statements

The General Manager, Companies Registry Trading Fund is responsible for the preparation and the true and fair presentation of these financial statements in accordance with section 7(4) of the Trading Funds Ordinance (Cap.430) and Hong Kong Financial Reporting Standards. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and the true and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's responsibility

My responsibility is to express an opinion on these financial statements based on my audit. I conducted my audit in accordance with section 7(5) of the Trading Funds Ordinance and the Audit Commission auditing standards. Those standards require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the financial statements are free from material misstatement.



審計涉及執程序以獲取有關財務報表所載金額及披露資料的審計憑證。所選定的程序取決於審計師的判斷，包括評估由於欺詐或錯誤而導致財務報表存有重大錯誤陳述的風險。在評估該等風險時，審計師考慮與該基金製備及真實而中肯地列報財務報表有關的內部控制，以設計適當的審計程序，但並非為對基金的內部控制的效能發表意見。審計亦包括評價公司註冊處營運基金總經理所採用的會計政策的合適性及所作出的會計估計的合理性，以及評價財務報表的整體列報方式。

我相信，我所獲得的審計憑證是充足和適當地為我的審計意見提供基礎。

意見

我認為，該等財務報表已按照香港財務報告準則真實而中肯地反映公司註冊處營運基金於2007年3月31日的狀況及截至該日止年度的運作成果及現金流量，並已按照《營運基金條例》第7(4)條所規定的方式妥為製備。

審計署署長
(審計署助理署長應國榮代行)

審計署
香港灣仔
告士打道7號
入境事務大樓26樓
2007年8月24日

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and true and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the General Manager, Companies Registry Trading Fund, as well as evaluating the overall presentation of the financial statements.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit 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 2007 and of its results of operations and cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards and have been properly prepared in accordance with the manner provided in section 7(4) of the Trading Funds Ordinance.

(YING Kwok-wing)
Assistant Director of Audit
for Director of Audit

Audit Commission
26th Floor, Immigration Tower
7 Gloucester Road
Wanchai, Hong Kong
24 August 2007

周年帳目表
Annual Accounts

公司註冊處營運基金
截至 2007 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 2007

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2007年3月31日止年度
for the Year Ended 31 March 2007

(以港幣千元位列示) (Expressed in thousands of Hong Kong dollars)		註釋 Note	2007	2006
營業額	Turnover	(3)	322,169	298,201
運作成本	Operating costs	(4)	(197,792)	(170,981)
運作盈利	Profit from operations		124,377	127,220
其他收入	Other income	(5)	15,986	9,167
除稅前盈利	Profit before tax		140,363	136,387
稅款	Taxation	(6)	(21,728)	(22,264)
除稅後盈利	Profit after tax		118,635	114,123
股息	Dividend	(7)	(59,318)	(57,062)
保留盈利	Profit retained		59,317	57,061
固定資產回報率	Rate of return on fixed assets	(8)	23.2%	22.6%

第 69 頁至 85 頁之註釋亦為此帳目的一部分。

The notes on pages 69 to 85 form part of these accounts.

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

於2007年3月31日
as at 31 March 2007

(以港幣千元位列示) (Expressed in thousands of Hong Kong dollars)		註釋 Note	2007	2006
非流動資產	Non-current assets			
物業、設備及器材	Property, plant and equipment	(9)	355,603	356,266
無形資產	Intangible assets	(10)	75,940	98,366
			431,543	454,632
流動資產	Current assets			
應收帳款及預付款項	Debtors and prepayments		5,642	1,282
應收有關連機構帳款	Amounts due from related parties		601	950
銀行存款	Placements with banks		321,500	300,200
現金及銀行結餘	Cash and bank balances		7,329	5,422
			335,072	307,854
流動負債	Current liabilities			
應付帳款	Creditors		(23,435)	(59,487)
應付有關連機構帳款	Amounts due to related parties		(30,281)	(34,144)
應付稅款	Tax payable		(5,158)	(18,943)
			(58,874)	(112,574)
流動資產淨額	Net current assets		276,198	195,280
總資產減去流動負債	Total assets less current liabilities		707,741	649,912
非流動負債	Non-current liabilities			
遞延稅款	Deferred tax	(11)	(14,378)	(16,620)
僱員福利	Employee benefits		(43,771)	(45,273)
			(58,149)	(61,893)
淨資產	NET ASSETS		649,592	588,019



(以港幣千元位列示) (Expressed in thousands of Hong Kong dollars)		註釋 Note	2007	2006
資本及儲備	CAPITAL AND RESERVES			
營運基金資本	Trading fund capital	(12)	138,460	138,460
保留盈利	Retained earnings	(13)	451,814	392,497
擬發股息	Proposed dividend		59,318	57,062
			649,592	588,019

第69頁至85頁之註釋亦為此帳目的一部分。

The notes on pages 69 to 85 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

二零零七年八月二十四日

Gordon W E Jones

Registrar of Companies and

General Manager

Companies Registry Trading Fund

24 August 2007

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

截至2007年3月31日止年度
for the Year Ended 31 March 2007

(以港幣千元位列示) (Expressed in thousands of Hong Kong dollars)		註釋 Note	2007	2006
在年初的結餘	Balance at beginning of year		588,019	499,432
年內除稅後盈利	Profit after tax for the year		118,635	114,123
年內股息支出	Dividend paid during the year		(57,062)	(25,536)
在年終的結餘	Balance at end of year		649,592	588,019

第69頁至85頁之註釋亦為此帳目的一部分。

The notes on pages 69 to 85 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2007年3月31日止年度
for the Year Ended 31 March 2007

(以港幣千元位列示) (Expressed in thousands of Hong Kong dollars)		註釋 Note	2007	2006
來自營運項目之 現金流量	Cash flows from operating activities			
運作盈利	Profit from operations		124,377	127,220
折舊及攤銷	Depreciation and amortisation		34,441	32,509
應付帳款的 增加／(減少)	Increase/(Decrease) in creditors		2,764	(2,451)
應付有關連機構帳款的 (減少)／增加	(Decrease)/Increase in amounts due to related parties		(4,408)	5,406
僱員福利的負債的 減少	Decrease in liabilities for employee benefits		(391)	(344)
應收帳款及預付款項的 (增加)／減少	(Increase)/Decrease in debtors and prepayments		(115)	2,406
應收有關連機構帳款的 減少	Decrease in amounts due from related parties		349	391
已付利得稅	Profits tax paid		(37,755)	(11,501)
來自營運項目之 現金淨額	Net cash from operating activities		119,262	153,636
來自投資項目之 現金流量	Cash flows from investing activities			
銀行存款的增加 (等同現金除外)	Increase in placements with banks (other than cash equivalents)		(156,700)	(29,300)
已收利息	Interest received		11,741	8,162
購買物業、設備及器材 和無形資產	Purchase of property, plant and equipment and intangible assets		(50,734)	(11,775)
用作投資項目之 現金淨額	Net cash used in investing activities		(195,693)	(32,913)

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

截至2007年3月31日止年度
 for the Year Ended 31 March 2007

(以港幣千元位列示) (Expressed in thousands of Hong Kong dollars)		註釋 Note	2007	2006
來自融資項目之 現金流量	Cash flows from financing activities			
已付股息	Dividend paid		(57,062)	(25,536)
用作融資項目之 現金淨額	Net cash used in financing activities		(57,062)	(25,536)
現金及等同現金的 (減少)/增加淨額	Net (decrease)/increase in cash and cash equivalents		(133,493)	95,187
在年初的現金及 等同現金	Cash and cash equivalents at beginning of year		175,322	80,135
在年終的現金及 等同現金	Cash and cash equivalents at end of year	(14)	41,829	175,322

第69頁至85頁之註釋亦為此帳目的一部分。
 The notes on pages 69 to 85 form part of these accounts.

帳目註釋

NOTES TO THE ACCOUNTS

(除特別註明外，以港幣千元位列示)
(Amounts expressed in thousands of Hong Kong dollars unless otherwise stated)

1. 總論

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(「營運基金」)。營運基金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. 主要會計政策

(a) 符合準則聲明

本財務報表是按照香港公認的會計原則及所有適用的香港財務報告準則(此詞是統稱，當中包括香港會計師公會頒布的所有適用的個別香港財務報告準則、香港會計準則及詮釋)編製。營運基金採納的主要會計政策摘要如下。

(b) 編製財務報表的基礎

本財務報表的編製基礎均以原值成本值計量。

編製符合香港財務報告準則的帳目需要管理層作出判斷、估計及假設。該等判斷、估計及假設會影響會計政策的實施，以及資產與負債和收入與支出的呈報款額。該等估計及相關的假設，均按以往經驗及其他在有關情況下被認為合適的因素而制訂。倘若沒有其他現成數據可供參考，則

1. General

The Companies Registry Trading Fund (“the CRTF”) 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 CRTF provides our customers with services and facilities to incorporate companies and to register and examine company documents.

2. Significant accounting policies

(a) Statement of compliance

These financial statements have been prepared in accordance with accounting principles generally accepted in Hong Kong and all applicable Hong Kong Financial Reporting Standards (“HKFRSs”), a collective term which includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (“HKASs”) and Interpretations issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). A summary of the significant accounting policies adopted by the CRTF is set out below.

(b) Basis of preparation of the financial statements

The measurement basis used in the preparation of these financial statements is historical cost.

The preparation of financial statements in conformity with HKFRSs requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgements about carrying values of

會採用該等估計及假設作為判斷有關資產及負債的帳面值的基礎。估計結果或會與實際價值有所不同。

該等估計及相關假設會被不斷檢討修訂。如修訂只影響本會計期，會在作出修訂的期內確認，但如影響本期及未來的會計期，有關修訂便會在該期及未來期間內確認。

營運基金在實施會計政策方面並不涉及任何關鍵的會計判斷。無論對未來作出的假設，或在結算日估計過程中所存在的不明朗因素，皆不足以構成重大風險，導致資產和負債的帳面金額在來年大幅修訂。

(c) 金融資產及金融負債

- (i) 營運基金在成為有關金融工具的合約其中一方之日會確認有關金融資產及金融負債。金融資產及金融負債最初按公平值計量；公平值通常相等於成交價，加上因購買金融資產或產生金融負債而直接引致的交易成本。
- (ii) 營運基金的金融資產包括貸款及應收帳款。貸款及應收帳款為有固定或可以確定的支付金額，但在活躍市場並沒有報價，而且營運基金無意持有作交易用途的非衍生金融資產。貸款及應收帳款採用實際利率法按攤銷成本

assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

There are no critical accounting judgements involved in the application of the CRTF's accounting policies. There are also no key assumptions concerning the future, and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities in the next year.

(c) Financial assets and financial liabilities

- (i) The CRTF recognises financial assets and financial liabilities on the date it becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are measured initially at fair value, which normally equals to the transaction prices, plus transaction costs that are directly attributable to the acquisition of the financial asset or issue of the financial liability.
- (ii) The CRTF's financial assets consist of loans and receivables which are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and which the CRTF has no intention of trading. They are carried at amortised cost using the effective interest method less impairment losses, if any. The carrying amount of loans and receivables is reviewed at each balance

值扣除任何減值虧損(如有)列帳，其帳面值在每個結算日作出評估，以決定是否有客觀的減值證據。若存在減值證據，虧損以該資產的帳面值與按其原本的實際利率用折現方式計算其預期未來現金流量的現值之間的差額，在損益表內確認。如其後減值虧損降低，並證實與在確認減值虧損後出現的事件相關，則該減值虧損在損益表內回撥。

金融負債採用實際利率法按攤銷成本值列帳。

- (iii) 當從金融資產收取現金流量的合約權屆滿時，或已轉讓該金融資產及其絕大部分風險和回報的擁有權，該金融資產會被註銷確認。當合約指明的債務被解除、取消或到期時，該金融負債會被註銷確認。

(d) 物業、設備及器材

在1993年8月1日撥給營運基金使用的各項物業、設備及器材，最初的成本值是以前立法局成立營運基金的決議中所列的估值入帳。至於在1993年8月1日後購置的各項物業、設備及器材，則是以購置時的實際直接開支入帳。

以下各項物業、設備及器材以成本值扣除累計折舊及減值虧損(如有)在資產負債表內列帳(註釋2(f))：

sheet date to determine whether there is objective evidence of impairment. If any impairment evidence exists, a loss is recognised in the profit and loss account as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the asset's original effective interest rate. If in a subsequent period, the amount of such impairment loss decreases and the decrease can be linked objectively to an event occurring after the impairment loss was recognised, the impairment loss is reversed through the profit and loss account.

Financial liabilities are carried at amortised cost using the effective interest method.

- (iii) A financial asset is derecognised when the contractual rights to receive the cash flows from the financial asset expire, or where the financial asset together with substantially all the risks and rewards of ownership have been transferred. A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

(d) Property, plant and equipment

Property, plant and equipment appropriated to the CRTF on 1 August 1993 were measured initially at deemed cost equal to the value contained in the Legislative Council Resolution for the setting up of the CRTF. Property, plant and equipment acquired since 1 August 1993 are capitalised at their costs of acquisition.

The following property, plant and equipment are stated in the balance sheet at cost less accumulated depreciation and any impairment losses (note 2(f)):

- 在1993年8月1日撥給營運基金自用的物業；及
- 設備及器材，包括電腦器材、傢具及裝置、汽車及其他器材。

折舊是按照各項物業、設備及器材的估計可使用年期，以直線法攤銷減去估計剩餘值的成本值。

有關的年期如下：

- 物業 30年
- 電腦器材 3-5年
- 傢具及裝置 5年
- 汽車及其他器材 5年
- 在1993年8月1日撥給營運基金的物業所在的土地當作不折舊資產論

出售物業、設備及器材的損益以出售所得淨額與資產的帳面值之間的差額來決定，並在出售當天列入損益表內確認。

(e) 無形資產

無形資產包括購入的電腦軟件牌照及已資本化的電腦軟件程式開發成本值。若電腦軟件程式在技術上可行，而且營運基金有足夠資源及有意完成開發工作，有關的開發費用會被資本化。資本化費用包括直接工資及材料費用。無形資產按成本值扣除累計攤銷及減值虧損（如有）列帳（註釋2(f)）。

無形資產的攤銷按估計可使用年期（3至5年）以直線法列入損益表。

- buildings held for own use appropriated to the CRTF on 1 August 1993; and
- plant and equipment, including computer equipment, furniture and fittings, motor vehicles and other equipment.

Depreciation is calculated to write off the cost of property, plant and equipment, less their estimated residual value, on a straight line basis over the estimated useful lives as follows:

- Buildings 30 years
- Computer equipment 3 - 5 years
- Furniture and fittings 5 years
- Motor vehicles and other equipment 5 years
- The land on which the CRTF's buildings are situated as appropriated to the CRTF on 1 August 1993 is regarded as a non-depreciating asset.

Gains or losses arising from the disposal of property, plant and equipment are determined as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognised in the profit and loss account at the date of disposal.

(e) Intangible assets

Intangible assets include acquired computer software licences and capitalised development costs of computer software programmes. Expenditure on development of computer software programmes is capitalised if the programmes are technically feasible and the CRTF has sufficient resources and the intention to complete development. The expenditure capitalised includes the direct labour and costs of materials. Intangible assets are stated at cost less accumulated amortisation and any impairment losses (note 2(f)).

Amortisation of intangible assets is charged to the profit and loss account on a straight-line basis over the assets' estimated useful lives of 3 to 5 years.

(f) 固定資產的減值

固定資產(包括物業、設備及器材和無形資產)的帳面值在每個結算日評估，以確定有否出現減值跡象。倘出現減值跡象，每當資產的帳面值高於其可收回數額時，則有關減值虧損會在損益表內確認入帳。資產的可收回數額為淨出售價與使用值兩者中的較高者。

(g) 收益稅

(i) 政府要求營運基金須支付根據《稅務條例》(第112章)的規定計算的名義利得稅。本年度稅項支出包括本期稅款及遞延稅款資產和負債的變動。

(ii) 本期稅款為本年度對應課稅收入按結算日已生效或基本上已生效的稅率計算的預計應付稅款，並包括以往年度應付稅款的任何調整。

(iii) 遞延稅款資產及負債分別由可扣稅及應課稅的暫時性差異產生。暫時性差異是指資產及負債在財務報表上的帳面值與其計稅基礎的差異。遞延稅款資產也可由未利用可抵扣虧損和未利用稅款抵減產生。

所有遞延稅款負債及所有可能未來會有應課稅溢利而使其能被用以抵銷有關溢利的遞延稅款資產，均予以確認。

(f) Impairment of fixed assets

The carrying amounts of fixed assets, including property, plant and equipment and intangible assets, are reviewed at each balance sheet date to identify any indication of impairment. If there is an indication of impairment, an impairment loss is recognised in the profit and loss account whenever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount of an asset is the greater of its net selling price and value in use.

(g) Income tax

(i) The Government requires the CRTF to pay a notional profits tax calculated on the basis of the provisions of the Inland Revenue Ordinance (Cap. 112). Tax expense for the year comprises current tax and movements in deferred tax assets and liabilities.

(ii) Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

(iii) Deferred tax assets and liabilities arise from deductible and taxable temporary differences respectively, being the differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax bases. Deferred tax assets also arise from unused tax losses and unused tax credits.

All deferred tax liabilities, and all deferred tax assets to the extent that it is probable that future taxable profits will be available against which the assets can be utilised, are recognised.

遞延稅款的確認金額的計算是根據該資產及負債的帳面值之預期變現或清償方式，按在結算日已生效或基本上已生效的稅率計算。遞延稅款資產及負債均不貼現計算。

遞延稅款資產的帳面值於結算日重新審閱，對不再可能有足夠應課稅溢利以實現相關稅務利益的遞延稅款資產會予以扣減。有關扣減會在日後有可能產生足夠應課稅溢利時回撥。

(h) 收入的確認

服務收費是在提供服務時確認入帳。利息收入則採用實際利率法按應計的利息確認入帳。

實際利率法是計算金融資產或金融負債的攤銷成本值，以及攤分在有關期間的利息收入或支出的方法。實際利率是指可將金融工具在預計有效期間(或適用的較短期間)內的預計現金收支，折現成該金融資產或金融負債的帳面淨值所適用的貼現率。營運基金在計算實際利率時，會考慮金融工具的所有合約條款以估計現金流量，但不會計及日後的信貸虧損。實際利率的計算包括合約雙方支付或收取的所有費用(費用為實際利率不可或缺的部分)、交易成本及所有其他溢價或折讓。

The amount of deferred tax recognised is measured based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax assets and liabilities are not discounted.

The carrying amount of a deferred tax asset is reviewed at each balance sheet date and is reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow the related tax benefit to be utilised. Any such reduction is reversed to the extent that it becomes probable that sufficient taxable profit will be available.

(h) Revenue recognition

Revenue is recognised as services are provided. Interest income is recognised as it accrues using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial asset or a financial liability and of allocating the interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period to the net carrying amount of the financial asset or financial liability. When calculating the effective interest rate, the CRTF estimates cash flows considering all contractual terms of the financial instruments but does not consider future credit losses. The calculation includes all fees paid or received between parties to the contract that are an integral part of the effective interest rate, transaction costs and all other premiums or discounts.

(i) 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。

(j) 有關連機構

根據《營運基金條例》設立的營運基金是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。

(k) 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。

(i) 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 CRTF and recognised as an expense in the year in which the associated services are rendered.

(j) Related parties

The CRTF is a separate accounting entity within the Government established under the Trading Funds Ordinance. During the year, the CRTF 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.

(k) 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

押記文件登記費	Charges registration fees
公司註冊成立費	Incorporation fees
年報表登記費	Annual registration fees
查冊及影印收費	Searches and copying fees
管理及代收服務費用	Fees for administration and collection services
其他費用	Other fees

3. Turnover

	2007	2006
	14,589	15,413
	145,395	129,970
	85,609	82,407
	44,518	42,198
	6,327	6,562
	25,731	21,651
	322,169	298,201

4. 運作成本

4. Operating costs

		2007	2006
員工費用	Staff costs	133,731	122,661
一般運作開支	General operating expenses	27,552	13,534
電腦開支	Computer expenses	1,012	874
中央行政間接費用	Central administration overheads	657	1,013
折舊及攤銷	Depreciation and amortisation	34,441	32,509
審計師酬勞	Auditor's remuneration	399	390
		197,792	170,981

5. 其他收入

5. Other income

		2007	2006
銀行存款利息	Interest from bank deposits	15,986	9,167

6. 稅款

6. Taxation

(a) 於損益表內扣除的稅額如下：

(a) Taxation charged to the profit and loss account represents:

		2007	2006
本期稅款	Current tax		
本年名義利得稅的撥備	Provision for notional profits tax for the year	24,009	25,175
往年撥備過多的金額	Overprovision in respect of prior year	(39)	–
		23,970	25,175
遞延稅款	Deferred tax		
暫時性差異產生及轉回	Origination and reversal of temporary differences	(2,242)	(2,911)
		21,728	22,264

(b) 稅項支出與會計溢利按適用稅率計算的對帳：

(b) Reconciliation between tax expense and accounting profit at applicable tax rates:

		2007	2006
除稅前盈利	Profit before tax	140,363	136,387
按香港利得稅稅率17.5% (2006年：17.5%) 計算的稅項	Tax at Hong Kong profits tax rate of 17.5% (2006 : 17.5%)	24,564	23,868
非應課稅收入的稅項影響	Tax effect of non-taxable revenue	(2,797)	(1,604)
往年撥備過多的金額	Overprovision in respect of prior year	(39)	-
實際稅項支出	Actual tax expense	21,728	22,264

7. 股息

就截至2007年3月31日止年度擬發港幣5,931.8萬元作股息給政府(2006年：港幣5,706.2萬元)。

7. Dividend

An amount of HK\$59,318,000 (2006 : HK\$57,062,000) is proposed as dividend to the Government for the year ended 31 March 2007.

8. 固定資產回報率

固定資產回報率是以除稅後盈利(不包括利息收入及利息支出)除以固定資產平均淨值計算，並以百分比的方式表達。固定資產包括物業、設備及器材和無形資產。預期營運基金可以達到由財政司司長所釐定的固定資產目標回報率每年8.3%。

8. Rate of return on fixed assets

The rate of return on fixed assets is calculated as profit after tax (excluding interest income and interest expenses) divided by average net fixed assets, and expressed as a percentage. Fixed assets include property, plant and equipment, and intangible assets. The CRTF is expected to meet a target rate of return on fixed assets of 8.3% per year as determined by the Financial Secretary.

上年度的固定資產回報率是以除稅後盈利(不包括利息支出)除以固定資產平均淨值計算，而目標回報率為10%。政府經檢討後，由2006年4月1日起對回報率的計算方法和目標回報率作出上述修訂。上年度的固定資產回報率已由前期所呈報的24.5%調整為22.6%，以符合本年度的計算方法。

In the prior year, the rate of return on fixed assets was calculated as profit after tax (excluding interest expenses) divided by average net fixed assets, and the target rate was 10%. Following a review by the Government, the basis of calculation of the rate and the target rate were revised with effect from 1 April 2006 to those mentioned above. The rate of return on fixed assets for the prior year has been restated from 24.5% (as previously reported) to 22.6% in order to conform with the current year's basis of calculation.

9. 物業、設備及器材

9. Property, plant and equipment

		土地及 建築物	電腦器材	傢具及 裝置	辦公室及 特殊器材 Office & specialist equipment	總額
		Land & buildings	Computer equipment	Furniture & fittings	specialist equipment	Total
成本	Cost					
在2005年4月1日	At 1 April 2005	398,511	21,433	16,960	275	437,179
增加	Additions	–	399	1,132	–	1,531
在2006年3月31日	At 31 March 2006	398,511	21,832	18,092	275	438,710
增加	Additions	–	1,492	6,387	–	7,879
售賣	Disposal	–	–	(16,934)	–	(16,934)
在2007年3月31日	At 31 March 2007	398,511	23,324	7,545	275	429,655
累計折舊	Accumulated depreciation					
在2005年4月1日	At 1 April 2005	50,363	6,966	16,906	274	74,509
年內費用	Charge for the year	4,444	3,440	50	1	7,935
在2006年3月31日	At 31 March 2006	54,807	10,406	16,956	275	82,444
年內費用	Charge for the year	4,444	3,516	582	–	8,542
售賣後撥回	Written back on disposal	–	–	(16,934)	–	(16,934)
在2007年3月31日	At 31 March 2007	59,251	13,922	604	275	74,052
帳面淨值	Net Book Value					
在2007年3月31日	At 31 March 2007	339,260	9,402	6,941	–	355,603
在2006年3月31日	At 31 March 2006	343,704	11,426	1,136	–	356,266

10. 無形資產

10. Intangible assets

		電腦軟件牌照 及系統開發成本 Computer software licences and system development costs	
		2007	2006
成本	Cost		
在年初	At beginning of year	126,817	116,797
增加	Additions	3,473	10,020
在年終	At end of year	130,290	126,817
累計攤銷	Accumulated amortisation		
在年初	At beginning of year	28,451	3,877
年內費用	Charge for the year	25,899	24,574
在年終	At end of year	54,350	28,451
帳面淨值	Net Book Value		
在年終	At end of year	75,940	98,366

11. 遞延稅款

在資產負債表內確認的遞延稅款負債，全部因折舊免稅額超過有關折舊及攤銷而產生。年內的變動如下：

11. Deferred tax

The deferred tax liability recognised in the balance sheet arises entirely from depreciation allowances which are in excess of the related depreciation and amortisation. The movements during the year are as follows:

		2007	2006
在年初的結餘	Balance at beginning of year	16,620	19,531
損益表內轉回	Credited to profit and loss account	(2,242)	(2,911)
在年終的結餘	Balance at end of year	14,378	16,620

12. 營運基金資本

此為政府對公司註冊處營運基金的投資。

12. Trading fund capital

This represents the Government's investment in the CRTF.

13. 保留盈利

13. Retained earnings

		2007	2006
在年初的結餘	Balance at beginning of year	392,497	335,436
年內除稅後盈利	Profit after tax for the year	118,635	114,123
擬發股息	Proposed dividend	(59,318)	(57,062)
在年終的結餘	Balance at end of year	451,814	392,497

14. 現金及等同現金

14. Cash and cash equivalents

		2007	2006
現金及銀行結餘	Cash and bank balances	7,329	5,422
銀行存款 (等同現金部分)	Placements with banks (cash equivalents portion)	34,500	169,900
在年終的現金及 等同現金	Cash and cash equivalents at end of year	41,829	175,322



15. 有關連機構的交易

除了那些在帳目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總計有港幣962.2萬元(2006年：港幣975.5萬元)；
- (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1,210.5萬元(2006年：港幣1,015萬元)；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607.2萬元(2006年：港幣449.7萬元)。

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。

15. Related party transactions

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\$9,622,000 (2006 : HK\$9,755,000);
- (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\$12,105,000 (2006 : HK\$10,150,000); and
- (c) Capital expenditure in relation to information technology and renovation services provided by related parties amounted to HK\$6,072,000 (2006 : HK\$4,497,000).

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.

16. 資本承擔

在結算日，營運基金未有在財務報表中作出準備的資本承擔如下：

16. Capital commitments

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

		2007	2006
已核准及簽約	Authorised and contracted for	11,017	7,469
已核准惟未簽約	Authorised but not yet contracted for	-	7,258
		11,017	14,727

17. 金融工具

(a) 投資政策

為提供額外的收入來源，將現金盈餘投放於銀行的定期存款。

(a) Investment policy

To provide an ancillary source of income, surplus cash is placed with banks in fixed-term deposits.

(b) 貨幣風險

貨幣風險指金融工具的價值會因匯率變動而波動的風險。

(b) Currency risk

Currency risk is the risk that the value of a financial instrument will fluctuate because of changes in foreign exchange rates.

營運基金無須承擔貨幣風險，因為其所有金融工具均以港元為本位。

The CRTF does not have an exposure to currency risk as all of its financial instruments are denominated in Hong Kong dollar.

(c) 信貸風險

信貸風險指金融工具的一方持有者會因未能履行責任而引致另一方蒙受財務損失的風險。

(c) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss.

為盡量減低信貸風險，所有定期存款均存放於香港的持牌銀行。

To minimise credit risks, all fixed deposits are placed with licensed banks in Hong Kong.

在結算日，營運基金並無信貸風險相當集中的情況。最高信貸風險程度為資產負債表上每項金融資產的帳面值。

(d) 流動資金風險

流動資金風險指負債到期時資金不足償債的風險，這是資產及負債的金額及年期錯配所致。

營運基金採用預期現金流量分析來管理流動資金風險，透過預測所需的現金款額及監察營運基金的營運資金，確保可以償付所有到期負債及應付所有已知的資金需求。

(e) 利率風險

利率風險指因市場利率變動而引起虧損的風險。利率風險可進一步分為公平值利率風險及現金流量利率風險。

公平值利率風險指金融工具的公平值會因市場利率變動而波動的風險。由於營運基金的銀行存款為定息存款，當市場利率上升，這些存款的公平值便會下跌。然而，由於所有銀行存款均按攤銷成本值列示，其帳面值不會受市場利率變動所影響。

現金流量利率風險指金融工具的未來現金流量會因市場利率變動而波動的風險。營運基金的金融工具無須面對現金流量利率風險，因為這些並非浮息金融工具。

At the balance sheet date, the CRTF does not have significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the balance sheet.

(d) Liquidity risk

Liquidity risk is the risk that funds will not be available to meet liabilities as they fall due. This results from amount and maturity mismatches of assets and liabilities.

The CRTF employs projected cash flow analysis to manage liquidity risk by forecasting the amount of cash required and monitoring the working capital of the CRTF to ensure that all liabilities due and known funding requirements could be met.

(e) Interest rate risk

Interest rate risk refers to the risk of loss arising from changes in market interest rates. This can be further classified into fair value interest rate risk and cash flow interest rate risk.

Fair value interest rate risk is the risk that the fair value of a financial instrument will fluctuate because of changes in market interest rates. Since the CRTF's placements with banks bear interest at fixed rates, their fair values will fall when market interest rates increase. However, as all the placements with banks are stated at amortised cost, their carrying amounts will not be affected by changes in market interest rates.

Cash flow interest rate risk is the risk that future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The CRTF's financial instruments are not exposed to cash flow interest rate risk because they do not bear interest at a floating rate.

下表以帳面值並按到期日列載營運基金主要計息資產的實際利率。

The table below sets out the effective interest rates of the CRTF's major interest bearing assets stated at carrying amounts and categorised by maturity dates.

		實際利率	3個月 或以下	超過3個月 但不超過1年	總額
		Effective interest rate	3 months or less	More than 3 months but not more than 1 year	Total
2007					
銀行存款	Placements with banks	4.32%	135,900	185,600	321,500
2006					
銀行存款	Placements with banks	4.18%	169,900	130,300	300,200

(f) 公平值

在活躍市場買賣的金融工具的公平值是根據結算日的市場報價釐定。如沒有該等市場報價，則以現值或其他估值方法以結算日的市況數據評估其公平值。

在2006年3月31日及2007年3月31日，所有金融工具均以與其公平值相等或相差不大的金額列於資產負債表。

(f) Fair values

The fair value of financial instruments traded in active markets is based on quoted market prices at the balance sheet date. In the absence of such quoted market prices, fair values are estimated using present value or other valuation techniques, using inputs based on market conditions existing at the balance sheet date.

All financial instruments are stated in the balance sheet at amounts equal to or not materially different from their fair values as at 31 March 2007 and 2006.



18. 已頒布但於截至2007年3月31日止年度尚未生效的修訂、新準則及詮釋的可能影響

直至本財務報表發出之日，香港會計師公會已頒布多項修訂、新準則及詮釋。該等修訂、新準則及詮釋於截至2007年3月31日止年度尚未生效，亦沒有提前在本財務報表中採納。

營運基金正就該等修訂、新準則及詮釋在首次採納期間預期會產生的影響進行評估。直至目前為止，營運基金得出的結論為採納該等修訂、新準則及詮釋不大可能會對營運基金的運作成果及財務狀況構成重大影響。

以下修訂及新準則可能會引致日後的財務報表須作出新的或經修訂的資料披露：

18. Possible impact of amendments, new standards and interpretations issued but not yet effective for the year ended 31 March 2007

Up to the date of issue of the financial statements, the HKICPA has issued a number of amendments, new standards and interpretations which are not yet effective for the year ended 31 March 2007 and which have not been early adopted in the financial statements.

The CRTF is in the process of making an assessment of what the impact of these amendments, new standards and interpretations is expected to be in the period of initial adoption. So far it has concluded that the adoption of them is unlikely to have a significant impact on the CRTF's results of operations and financial position.

The following developments may result in new or amended disclosures in future financial statements:

	在以下日期或之後 開始的會計期間生效 Effective for accounting periods beginning on or after
香港財務報告準則第7號：金融工具：披露 HKFRS 7, Financial instruments: disclosures	2007年1月1日 1 January 2007
香港會計準則第1號(修訂)：財務報表的呈報：資本披露 Amendment to HKAS 1, Presentation of financial statements: capital disclosures	2007年1月1日 1 January 2007

二零零六年四月一日至二零零七年三月三十一日根據《公司條例》
被檢控的上市公司的定罪紀錄

**Conviction Record of Listed Companies Prosecuted
under the Companies Ordinance for the period
from 1 April 2006 to 31 March 2007**

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*
互益集團有限公司 ADDCHANCE HOLDINGS LIMITED	3	\$46,800
雅居樂地產控股有限公司 AGILE PROPERTY HOLDINGS LIMITED	1	\$36,800
ANEX INTERNATIONAL HOLDINGS LIMITED	2	\$49,800
鼎洋投資有限公司 APEX CAPITAL LIMITED	1	\$69,540
亞洲讯息(控股)有限公司 ASIAN INFORMATION RESOURCES (HOLDINGS) LIMITED	3	\$56,600
交通銀行股份有限公司 BANK OF COMMUNICATIONS CO., LTD.	2	\$26,600
天下媒體集團有限公司 BIG MEDIA GROUP LIMITED	3	\$81,200
中生北控生物科技股份有限公司 BIOSINO BIO-TECHNOLOGY AND SCIENCE INCORPORATION	1	\$8,540
比亞迪股份有限公司 BYD COMPANY LIMITED	1	\$15,500
冠中地產有限公司 CAPITAL ESTATE LIMITED	1	\$17,500
CAPITAL STRATEGIC INVESTMENT LIMITED	1	\$67,600
長春達興藥業股份有限公司 CHANGCHUN DA XING PHARMACEUTICAL COMPANY LIMITED	1, 2	\$20,200
成都托普科技股份有限公司 CHENGDU TOP SCI-TECH COMPANY LIMITED	3	\$30,300
中國建設銀行股份有限公司 CHINA CONSTRUCTION BANK CORPORATION	1	\$56,200
CHINA GAS HOLDINGS LIMITED	1	\$24,200
中國金展控股有限公司 CHINA GOLDEN DEVELOPMENT HOLDINGS LIMITED	1	\$26,200



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*
中國海升果汁控股有限公司 CHINA HAISHENG JUICE HOLDINGS CO., LTD.	3	\$54,600
CHINA HEALTHCARE HOLDINGS LIMITED	3	\$33,900
中國人壽保險股份有限公司 CHINA LIFE INSURANCE COMPANY LIMITED	2	\$55,400
中國永樂電器銷售有限公司 CHINA PARADISE ELECTRONICS RETAIL LIMITED	3	\$23,000
華潤勵致有限公司 CHINA RESOURCES LOGIC LIMITED	1	\$238,800
中海集裝箱運輸股份有限公司 CHINA SHIPPING CONTAINER LINES COMPANY LIMITED	2	\$7,460
中信21世紀有限公司 CITIC 21CN COMPANY LIMITED	1	\$131,800
重慶長安民生物流股份有限公司 CMA LOGISTICS CO., LTD.	3	\$50,000
科瑞控股有限公司 CREATIVE ENERGY SOLUTIONS HOLDINGS LIMITED	3	\$38,800
大唐國際發電股份有限公司 DATANG INTERNATIONAL POWER GENERATION COMPANY LIMITED	2	\$31,700
連發國際股份有限公司 EVER FORTUNE INTERNATIONAL HOLDINGS LIMITED	1, 2, 3	\$293,600
FAR EAST CONSORTIUM INTERNATIONAL LIMITED	1	\$35,400
財華社集團有限公司 FINET GROUP LIMITED	2	\$35,800
G.A.控股有限公司 G.A. HOLDINGS LIMITED	1	\$154,600
GREENCOOL TECHNOLOGY HOLDINGS LIMITED	3	\$136,400
綠城中國控股有限公司 GREENTOWN CHINA HOLDINGS LIMITED	1	\$27,400

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*
哈尔滨动力设备股份有限公司 HARBIN POWER EQUIPMENT COMPANY LIMITED	1, 2	\$16,520
華藝銅業控股有限公司 HUA YI COPPER HOLDINGS LIMITED	1	\$31,000
INCUTECH INVESTMENTS LIMITED	3	\$35,200
INTCERA HIGH TECH GROUP LIMITED	1	\$50,000
彩虹集團電子股份有限公司 IRICO GROUP ELECTRONICS COMPANY LIMITED	1	\$40,800
交大昆機科技股份有限公司 JIAODA KUNJI HIGH-TECH COMPANY LIMITED	1	\$26,600
吉林省輝南長龍生化藥業股份有限公司 JILIN PROVINCE HUINAN CHANGLONG BIO-PHARMACY COMPANY LIMITED	1	\$26,650
錦恒汽車安全技術控股有限公司 JINHENG AUTOMOTIVE SAFETY TECHNOLOGY HOLDINGS LIMITED	1	\$23,850
映美控股有限公司 JOLIMARK HOLDINGS LIMITED	3	\$19,350
巨騰國際控股有限公司 JU TENG INTERNATIONAL HOLDINGS LIMITED	3	\$23,160
建星環保紙品控股有限公司 KANSTAR ENVIRONMENTAL PAPER PRODUCTS HOLDINGS LIMITED	1	\$34,000
建滔化工集團有限公司 KINGBOARD CHEMICAL HOLDINGS LIMITED	1	\$27,260
僑雄國際控股有限公司 KIU HUNG INTERNATIONAL HOLDINGS LIMITED	3	\$27,400
江山控股有限公司 KONG SUN HOLDINGS LIMITED	1	\$81,630
LONG SUCCESS INTERNATIONAL (HOLDINGS) LIMITED	3	\$26,680
朗力福集團控股有限公司 LONGLIFE GROUP HOLDINGS LIMITED	2	\$117,200



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*
新華聯國際控股有限公司 MACRO-LINK INTERNATIONAL HOLDINGS LIMITED	3	\$32,300
通達工業(集團)有限公司 MAGICIAN INDUSTRIES (HOLDINGS) LIMITED	1	\$10,000
駿雷國際有限公司 MASSIVE RESOURCES INTERNATIONAL CORPORATION LIMITED	3, 4, 6	\$145,550
慕詩國際集團有限公司 MOISELLE INTERNATIONAL HOLDINGS LIMITED	1	\$8,600
牡丹汽車股份有限公司 MUDAN AUTOMOBILE SHARES COMPANY LIMITED	3	\$15,200
南京三寶科技股份有限公司 NANJING SAMPLE TECHNOLOGY COMPANY LIMITED	3	\$34,300
日本亞太事業投資有限公司 NIPPON ASIA INVESTMENTS HOLDINGS LIMITED	3	\$38,300
東北電氣發展股份有限公司 NORTHEAST ELECTRIC DEVELOPMENT COMPANY LIMITED	3	\$68,200
ORIENT RESOURCES GROUP COMPANY LIMITED	1	\$33,880
PANORAMA INTERNATIONAL HOLDINGS LIMITED	1	\$30,000
東方明珠創業有限公司 PEARL ORIENTAL INNOVATION LIMITED	1	\$23,000
PROSTEN TECHNOLOGY HOLDINGS LIMITED	1	\$57,200
QIANLONG TECHNOLOGY INTERNATIONAL HOLDINGS LIMITED	1	\$55,800
紅發集團有限公司 RBI HOLDINGS LIMITED	1	\$10,990
朗迪國際控股有限公司 RONTEX INTERNATIONAL HOLDINGS LIMITED	2	\$44,250
SAM WOO HOLDINGS LIMITED	2, 3	\$41,000
香港生力啤酒廠有限公司 SAN MIGUEL BREWERY HONG KONG LIMITED	1	\$29,250

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*
SANDMARTIN INTERNATIONAL HOLDINGS LIMITED	3	\$50,000
陝西西北新技術實業股份有限公司 SHAANXI NORTHWEST NEW TECHNOLOGY INDUSTRY COMPANY LIMITED	1	\$54,900
上海復旦張江生物醫藥股份有限公司 SHANGHAI FUDAN-ZHANGJIANG BIO-PHARMACEUTICAL CO., LIMITED	2	\$16,420
山西長城微光器材股份有限公司 SHANXI CHANGCHENG MICROLIGHT EQUIPMENT CO. LTD.	1, 2	\$25,000
瀋陽公用發展股份有限公司 SHENYANG PUBLIC UTILITY HOLDINGS COMPANY LIMITED	1	\$15,700
成謙聲匯控股有限公司 SHINHINT ACOUSTIC LINK HOLDINGS LIMITED	3	\$23,750
SIGNAL MEDIA AND COMMUNICATIONS HOLDINGS LIMITED	3	\$38,800
晨訊科技集團有限公司 SIM TECHNOLOGY GROUP LIMITED	1	\$28,800
SINO GOLF HOLDINGS LIMITED	3	\$39,200
德泰中華投資有限公司 SINO KATALYTICS INVESTMENT CORPORATION	3	\$19,800
中國外運股份有限公司 SINOTRANS LIMITED	3	\$15,600
SMI CORPORATION LIMITED	3	\$36,200
上聲國際控股有限公司 SONAVOX INTERNATIONAL HOLDINGS LIMITED	3	\$90,200
SUN EAST TECHNOLOGY (HOLDINGS) LIMITED	3	\$28,200
SUN MAN TAI HOLDINGS COMPANY LIMITED	3	\$23,010
恒光行實業有限公司 SWANK INTERNATIONAL MANUFACTURING COMPANY LIMITED	4	\$27,900
SYMPHONY HOLDINGS LIMITED	1	\$15,925
TAKSON HOLDINGS LIMITED	1	\$86,000



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*
騰訊控股有限公司 TENCENT HOLDINGS LIMITED	2	\$30,000
TOP FORM INTERNATIONAL LIMITED	1	\$26,600
貿易通電子貿易有限公司 TRADELINK ELECTRONIC COMMERCE LIMITED	6	\$8,960
東大新材料照明控股有限公司 TUNGDA INNOVATIVE LIGHTING HOLDINGS LIMITED	3	\$33,600
威高國際控股有限公司 VEEKO INTERNATIONAL HOLDINGS LIMITED	2	\$28,600
VONGROUP LIMITED	1, 2	\$99,300
永嘉集團控股有限公司 WIN HANVERKY HOLDINGS LIMITED	2	\$26,200
永亨銀行有限公司 WING HANG BANK, LIMITED	5	\$6,520
WONSON INTERNATIONAL HOLDINGS LIMITED	2	\$33,150
烟台北方安德利果汁股份有限公司 YANTAI NORTH ANDRE JUICE CO., LTD.	1	\$30,200
裕興科技控股有限公司 YUXING INFOTECH HOLDINGS LIMITED	3	\$22,100
ZHONG HUA INTERNATIONAL HOLDINGS LIMITED	3	\$31,700
三門峽天元鋁業股份有限公司	1	\$52,950
山東威高集團醫用高分子製品股份有限公司	3	\$135,600
中海油田服務股份有限公司	1	\$6,650
重慶鋼鐵股份有限公司	1	\$28,000
海南美蘭國際機場股份有限公司	2, 3	\$30,000
浙江展望股份有限公司	3	\$35,800
常茂生物化學工程股份有限公司	3	\$29,300
深圳中航實業股份有限公司	1, 3	\$35,475

附註 (Note)

1. 未有或逾期提交秘書及董事資料更改通知書（《公司條例》第158或335(1)(b)條）
Failure in or Late Filing of Notification of Changes of Secretary and Directors under sections 158 or 335(1)(b) of the Companies Ordinance
 2. 未有或逾期提交有關海外公司註冊詳情更改的通知書或申請（《公司條例》第335條（第335(1)(b)條除外））
Failure in or Late Filing of Notification or Application required for change in the Registered Particulars of Oversea Companies under section 335 except section 335(1)(b) of the Companies Ordinance
 3. 未有或逾期提交公司的周年申報表及帳目（《公司條例》第109或336條）
Failure in or Late Filing of Annual Returns and Accounts under sections 109 or 336 of the Companies Ordinance
 4. 未有或逾期提交公司的註冊辦事處座落地點通知書（《公司條例》第92條）
Failure in or Late Filing of Notification of Situation of Registered Office under section 92 of the Companies Ordinance
 5. 未有或逾期將接管人或經理人的委任或承按人取得管有權等事通知處長（《公司條例》第87條）
Failure in or Late Filing of Notice to Registrar of Appointment of Receiver or Manager, or of Mortgagee taking possession, etc. under section 87 of the Companies Ordinance
 6. 未有或逾期提交股份分配申報表（《公司條例》第45條）
Failure in or Late Filing of Return of Allotments under section 45 of the Companies Ordinance
- * 罰款數額已包括因持續失責而處以的按日計算失責罰款
The fine imposed includes a daily default fine for continued default