

財務與組織

FINANCE AND ORGANISATION



財務狀況 財務表現

一九九三年八月一日，本處根據前立法局通過的決議成立營運基金。《營運基金條例》（第430章）規定，營運基金的收益必須足以應付提供服務所需的開支，而且所運用的固定資產亦須產生合理回報。本處作為營運基金部門，必須按照商業原則，在財政自給的基礎上運作。營運基金的周年帳目表必須按照公認會計原則製備，經審計後提交立法會省覽。

二零零九至一零財政年度的周年帳目表和審計署署長報告載於附錄C。本處過去五年財務表現的主要數字載於下表：

Finance Financial Performance

By a resolution of the Legislative Council, the Registry was established as a trading fund on 1 August 1993. The Trading Funds Ordinance (Cap.430) stipulates that a trading fund should meet expenses incurred in the provision of service out of its income and achieve a reasonable return on the fixed assets employed. As a trading fund department, the Registry is required to operate under commercial principles on a self-financing basis. The annual accounts of the trading fund must be prepared in accordance with generally accepted accounting principles, audited and tabled before the Legislative Council.

The Annual Accounts for the 2009-10 financial year, together with the Report of the Director of Audit on the Accounts, are in Appendix C. The key figures on the Registry's financial performance over the past five years are set out in the following table:

	2005-06	2006-07	2007-08	2008-09	2009-10
(數字以百萬元計) (Figures in \$million)					
營業額 Turnover	298.2	322.2	366.4	389.3	391.5
運作成本 Operating costs	171.0	197.8	229.5	242.5	230.2
除稅後盈利 Profit after tax	114.1	118.6	130.1	134.7	141.3
已付予 / 須付予政府的股息 Dividends paid / payable to Government	57.1	59.3	65.1	134.7	141.3
固定資產平均淨值回報率 ^註 Rate of return on average net fixed assets ^{Note}	22.6%	23.2%	26.8%	30.6%	35.3%

^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，二零零五至零六年度的數字已作調整。

^{Note} The target rates of return for trading funds exclude interest income and expenditure from the calculation of return from 2006-07 onwards. The figure for 2005-06 has been restated for the sake of comparison on a like-with-like basis.

財務與組織

FINANCE AND ORGANISATION

在二零零九至一零年度，本處的營業額及除稅後盈利分別達3億9,150萬元（二零零八至零九年度：3億8,930萬元）及1億4,130萬元（二零零八至零九年度：1億3,470萬元）。年內，本處所運用的固定資產平均淨值的回報率亦達35.3%。能夠創下這些紀錄實有賴本處不斷致力提高生產力和服務效率。

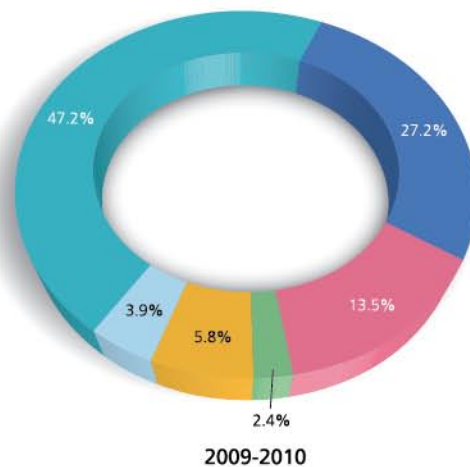
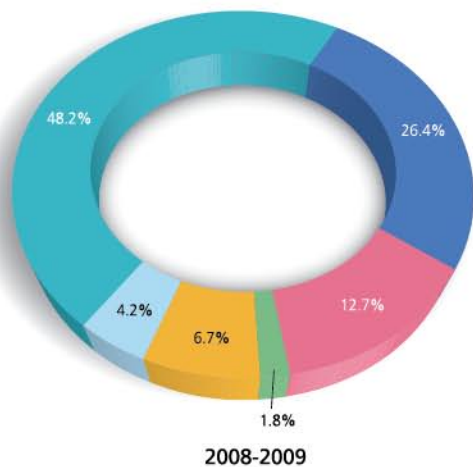
本處的財政狀況十分健全。截至二零一零年三月三十一日，營運基金資本及保留盈利合計為6億5,530萬元，而營運基金資產淨值則為7億9,660萬元。本處基本上沒有借貸 – 負債主要包括員工所積存假期的貨幣化價值、「公司註冊處綜合資訊系統」登記客戶的預付款項、稅款及應累算費用。年內，手頭現金及銀行存款增加14.9%，達5億7,230萬元。本處過去多年累積的盈餘，使本處的財政儲備充裕，為本處推行發展項目提供了資金。開發「公司註冊處綜合資訊系統」及《公司條例》重寫工作的相關開支，全數由本處的儲備支付。

In 2009-10, turnover and profit after tax amounted to \$391.5 million (2008-09: \$389.3 million) and \$141.3 million (2008-09: \$134.7 million) respectively. The Registry also achieved a 35.3 per cent return on the average net fixed assets employed for the year. These figures are records attributable to our continuous efforts to enhance productivity and the efficiency of our service.

The Registry's financial position is very strong. As at 31 March 2010, the capital of the trading fund together with retained earnings amounted to \$655.3 million, and the net assets of the trading fund stood at \$796.6 million. The Registry essentially had no borrowings – its liabilities mainly consisted of the monetised value of the untaken leave of its staff, prepayments received from the registered users of the Integrated Companies Registry Information System, taxation and accrued expenses. Cash and placements with banks for the year increased by 14.9% to \$572.3 million. The surplus generated over past years has enabled the Registry to build up a healthy reserve to finance its development projects. All expenses associated with the development of the Integrated Companies Registry Information System and the rewrite of the Companies Ordinance are being funded from the Registry's reserves.

營業額 Turnover

(以百分比計 in percentage)



公司註冊成立費
Incorporation fees

周年申報表登記費
Annual registration fees

查冊及影印費
Search and copying fees

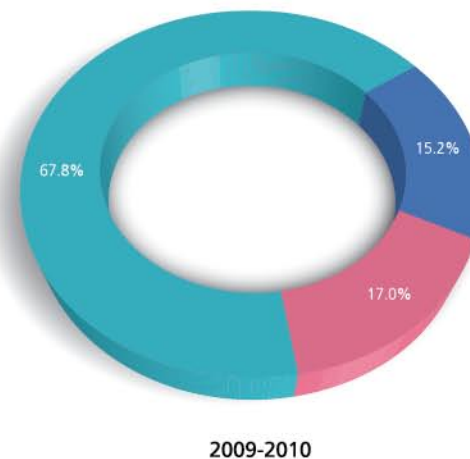
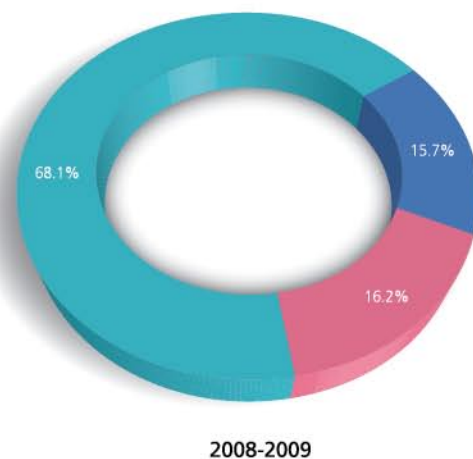
押記文件登記費
Charges registration fees

管理及代收服務費
Fees for administration and
collection services

其他費用
Other fees

運作成本 Operating Costs

(以百分比計 in percentage)



員工費用
Staff costs

運作開支
Operating expenses

折舊及攤銷
Depreciation and amortisation

業務回顧

二零零九至一零年度是本處鞏固實力的一年。受惠於全球資本市場復甦、中國內地經濟增長及二零零九年八月一日起實施的豁免商業登記費措施，本處在二零零九至一零年度的財務表現創下新紀錄。本處有充裕的財政儲備為未來的資本投資提供資金，亦有完善的系統和程序，以及經驗豐富、充滿熱誠的員工支持改革，不斷提升服務水平，但本處的財務表現很大程度受整體經濟狀況影響，一旦經濟放緩，公司的營運難免受到影響，而本處的財務表現亦會受到拖累。

本處充裕的財政儲備為資本投資提供資金，從而為客戶提供優質服務，並可用以加強、發展和提升本處的資訊系統。本處就此採取了多項措施。具體來說，包括：

- 開發和策劃實施「公司註冊處綜合資訊系統」第二階段，在二零一零 / 一一年度至二零一二 / 一三年度分期推出以電子方式成立公司及提交文件存檔的服務；
- 協助政府擬備及發表《公司條例草案》擬稿，在二零零九年底及二零一零年進行公眾諮詢，以期在二零一零至一一年度向立法會提交新的《公司條例草案》；
- 聯同稅務局在二零一零至一一年度提供一站式公司註冊及商業登記服務；及

Business Review

2009-10 was a year of consolidation. With the recovery in global capital markets, the economic growth in Mainland China and the waiver of business registration fees with effect from 1 August 2009, the Registry managed to achieve a record level of financial performance in 2009-10. The Registry possesses a healthy financial reserve to help finance future capital investment, along with well-established systems and procedures and a nucleus of experienced and dedicated staff who are supportive of changes and the continuous enhancement of service. However, our financial performance depends heavily on the overall economic situation. Any slowdown in the economy inevitably affects company activities, which in turn has an adverse impact on the Registry's financial performance.

The healthy financial reserves of the Registry help to finance capital investments to achieve the provision of quality services and to enhance, develop and upgrade our information structure. The Registry has taken a number of initiatives in this respect. Specifically, it has:

- developed and planned to implement Phase II of the Integrated Companies Registry Information System in stages from 2010-11 to 2012-13 to introduce the electronic incorporation of companies and filing of documents;
- supported the Government in the preparation and issue of a draft Companies Bill for public consultation in late 2009 and 2010, with a view to introducing the new Companies Bill to the Legislative Council in 2010-11;
- collaborated with the Inland Revenue Department to develop a one-stop service for electronic company incorporation and business registration in 2010-11; and

- 透過特定工作項目、宣傳教育及執法行動，促進公司遵從《公司條例》的規定並履行法定責任。

本處預計，二零一零至一一年度及其後三年的業務將會充滿挑戰。本處的財務表現很大程度受公司的營運影響，而公司的營運則受全球及本地經濟狀況影響。考慮到全球經濟面對的不明朗因素，我們在進行財務策劃時採取保守態度。我們估計在推算期間本處的營業額會平穩而溫和地增長，帶來收入的主要業務會增加百分之一至三。雖然我們可以削減或控制開支的空間有限，但是透過對資源需求的周詳策劃和嚴格監控，我們有信心在二零一零至一一年度及其後三年仍可達到所訂下的固定資產回報率預期的目標。

公司註冊處 綜合資訊系統

「公司註冊處綜合資訊系統」（綜合系統）第一階段在二零零五年二月投入運作後，改革了本處的核心業務。現時，本處把收到的所有紙張文件轉換成數碼影像，以利便分工。綜合系統會按照預先訂定的規則，把文件影像傳送給運作組別的人員，以便輸入資料進行系統核對或以聯線方式審閱資料。文件一經登記，公眾差不多可以即時查閱其影像紀錄。目前，在網上查閱公司資料的比率接近99%。客戶可以全日24小時透過互聯網登入本處的網上查冊中心，查閱公司資料。此外，本處亦設有服務組，隨時解答客戶的查詢。

- promoted a high level of compliance with statutory obligations under the Companies Ordinance through special projects, publicity programmes, education and enforcement.

The business forecasts for 2010-11 and the following three years are full of challenges. The Registry's financial performance depends to a great extent on company activities that are affected by global and local economic conditions. Taking into account the uncertainties facing the global economy, we have adopted a conservative approach in our financial planning. We have assumed a steady and moderate growth in our business volume of about 1 to 3 per cent in our major revenue-generating activities during the projection period. Although there is limited scope for the Registry to reduce or contain its expenditure with thorough planning and stringent control on resources requirements, we are still confident of meeting the target rate of return on fixed assets for 2010-11 and the following three years.

Integrated Companies Registry Information System

Phase I of the Integrated Companies Registry Information System (ICRIS I), which was implemented in February 2005, transformed the core business activities of the Registry. All paper documents submitted to the Registry are converted into digitised images upon receipt to facilitate distribution of work. Document images are routed to operational sections according to pre-defined rules for data entry and system verification or online scrutiny by staff. At present, about 99 per cent of company searches are conducted online. Image records of documents are almost instantly available for public search after registration, and customers can conduct company searches over the Internet 24 hours a day at our Cyber Search Centre. A helpdesk service is also available at all times to answer customer enquiries.

「公司註冊處綜合資訊系統」第二階段將會分兩期實施，第一期包括以電子方式成立註冊公司，提供一站式公司註冊及商業登記服務，以及以電子方式提交更改本地公司名稱的通知書。第二期包括以電子方式提交《公司條例》所規定的所有其他表格及文件。由於涉及大量指明表格及文件，以電子方式提交文件的措施將會分批指定和實施，以確保新服務運作暢順，以及讓本處客戶有更多時間適應轉變。我們的目標是在二零一零至一一年度推出第一期，並在二零一二年五月全面實施。我們預計推出新的電子服務和一站式公司註冊及商業登記服務之後，在香港開業所需的時間會由四個工作天大大縮短至一天之內，而新服務將會深受客戶歡迎。

總括而言，本處在二零零九至一零年度經歷了發展和轉變的一年。在這個年度裡，本處落實開發綜合系統第二階段和擬備《公司條例草案》擬稿的工作。據我們所知，政府部門要監督同時進行兩項對商界及部門本身運作程序和服務有深遠影響的大型項目計劃的為數不多，而本處正是其中之一。新的《公司條例》實施後，公司註冊處處長及本處要肩負更重要的角色和職能，除了必須投入的資源外，還須開拓新領域、推出新措施和引入新思維。這一切都需要我們周詳和審慎的策劃，以迎接未來的挑戰。

Phase II of the Integrated Companies Registry Information System will be implemented in two stages. Stage 1 will cover a one-stop service for electronic company incorporation and business registration, and electronic filing of notifications of changes of name of local companies. Stage 2 will cover the electronic filing of all other forms and documents required to be filed under the Companies Ordinance. As a substantial number of specified forms and documents are involved, the electronic filing services will be launched to cover specified documents in batches to ensure a smooth roll-out of the new services and allow more time for our customers to prepare for the changes. We aim to implement stage 1 in 2010-11 and fully implement the project in May 2012. With the launch of the one-stop electronic company incorporation and business registration, we anticipate that the process of starting a business in Hong Kong will be shortened from four working days to less than one day, and that the new services will be welcomed by our customers.

In sum, 2009-10 was a year of development and transition for the Registry. The year saw the launch of the development of ICRIS II and the preparation of a draft Companies Bill. By our reckoning, the Registry is one of the few government departments overseeing two major projects that will have profound effects on the business community and its own operational procedures and services. The additional roles and functions to be taken up by the Registrar and the Registry under the new Companies Ordinance call for new dimensions, initiatives and thinking, coupled with the necessary resource implications. All of this will demand thorough and careful planning, and we will embrace the challenges ahead.

組織

截至二零一零年三月三十一日，本處共有342名員工，其中280名為公務員，其餘62名為合約員工。在二零零九年三月三十一日，本處聘用的員工共有337名。人手稍微增加主要是由於工作量增加。

本處的組織架構如下：

Organisation

As at 31 March 2010, the Registry had a manpower strength of 342, of whom 280 were civil servants and 62 were contract staff, as compared with the strength of 337 as at 31 March 2009. The slight increase was mainly attributable to the increase in workload.

The Registry's organisation is as follows:





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



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



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



總部的管理人員
Managers of the Headquarters Team