

# 企業管治及社會責任 CORPORATE GOVERNANCE AND SOCIAL RESPONSIBILITY

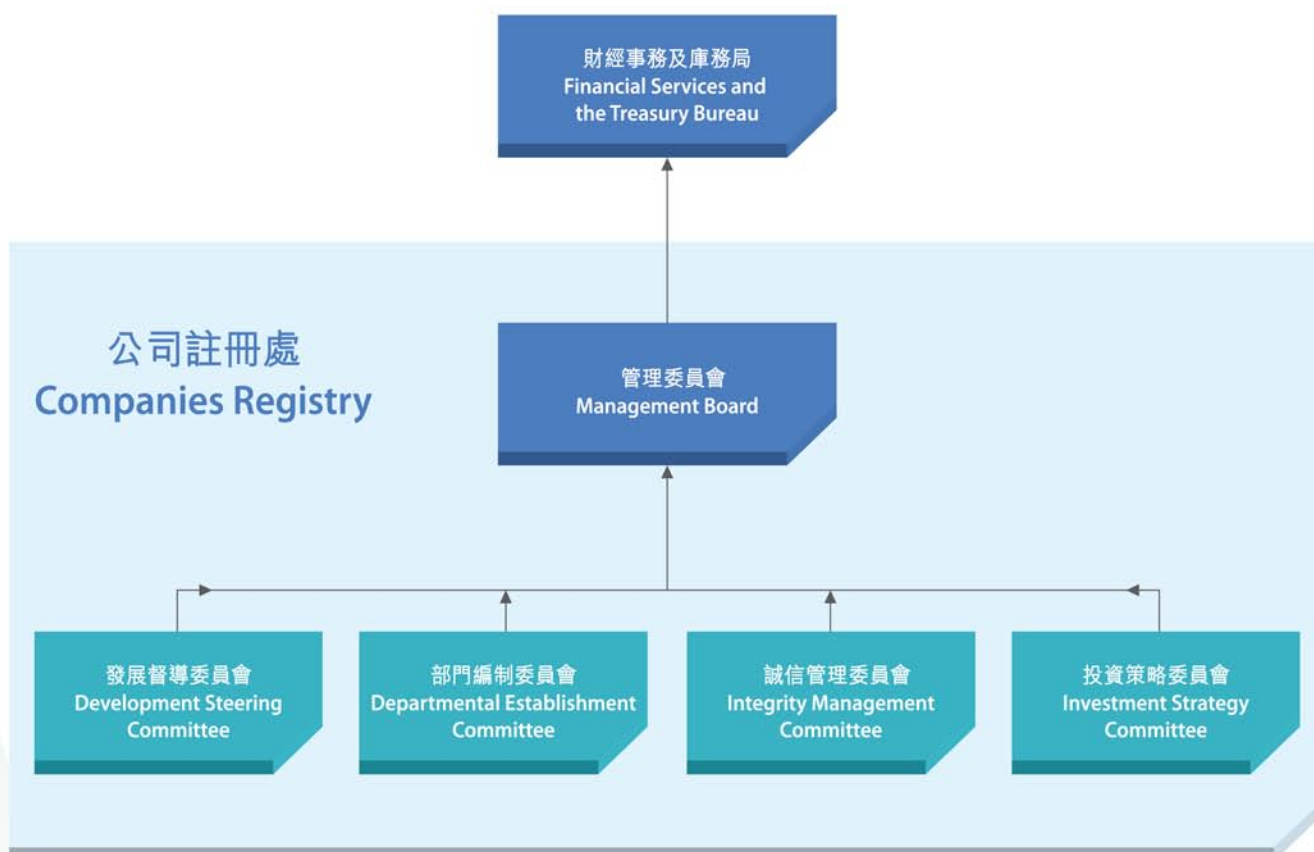


## 企業管治

作為企業監管機構，我們確認並十分重視良好的企業管治，因為我們相信，有效的管治方式，對達至一個機構的長遠策略目標及保障所有利益相關者的權益，至為重要。我們致力透過一個高效率、講求問責的管理委員會、完善穩健的內部監控系統、成效卓越的風險管理措施，以及具透明度的即時匯報系統，達至最高水平的企業管治。

## Corporate Governance

As a corporate regulator, we acknowledge and attach great importance to good corporate governance because we believe that effective governance is vital to achieving the long-term strategic goals of an organisation and safeguarding the interests of all its stakeholders. We strive to best fulfil the highest standards of corporate governance through a competent and accountable board, robust internal control systems, effective risk management and a transparent and timely reporting system.



### 透明度

#### 審計及報告

本處必須按照公認會計原則製備周年帳目表，並經由審計署署長審核。經審計的本處周年帳目表及年報每年均須提交立法會省覽。

#### 公開資料守則

自政府在一九九五年推行公開資料守則，本處便以此作為披露資料的政策，並一直全面遵從守則的規定。該守則就政府向公眾人士提供資料訂定正式的行政綱領，目的是讓市民充分認識政府及其提供的服務，以及對個人以至整個社會均有影響的政策和決定的依據。

### 問責性

本處以營運基金形式運作，按商業或類似商業方式提供服務。我們須就本處的運作及表現，向財經事務及庫務局局長及公眾負責。

#### 與財經事務及庫務局溝通

本處定期與本處的決策局——財經事務及庫務局（財經事務科）舉行會議，保持緊密聯繫，以檢討本處的業務表現，並就運作和立法方面的主要措施尋求政策指引。此外，我們每六個月與財經事務及庫務局（庫務科）的代表會面，以便評估及監察本處的財務表現。

#### 整體工作及業務計劃

本處每年須提交整體工作及業務計劃予財經事務及庫務局局長批核。計劃

### Transparency

#### Audit and Report

The Registry's annual accounts are prepared in accordance with generally accepted accounting principles and audited by the Director of Audit. The audited annual accounts together with the Registry's annual report are tabled in the Legislative Council each year.

#### Code on Access to Information

The Registry has adopted the Code on Access to Information as its disclosure policy since its introduction by the Government in 1995, and has been in full compliance with the Code. The Code provides a formal administrative framework for the provision of information by the Government to members of the public with the objective of keeping the community well informed about the Government, the services that it provides and the basis for policies and decisions that affect individuals and the community as a whole.

### Accountability

The Registry operates as a trading fund department and provides services on a commercial or quasi-commercial basis. We are accountable to the Secretary for Financial Services and the Treasury as well as the public for our operations and performance.

#### Communication with the Financial Services and the Treasury Bureau

The Registry holds regular meetings and maintains close contact with our policy bureau, the Financial Services and the Treasury Bureau (Financial Services Branch), to review our business performance and seek policy steer on any major operational and legislative initiatives. We also meet the representative of the Financial Services and the Treasury Bureau (Treasury Branch) to evaluate and monitor the financial performance of the Registry every six months.

#### Corporate and Business Plan

The Registry is required to submit an annual Corporate and Business Plan to the Secretary for Financial Services and

一經批核，便會成為衡量本處表現的準則，並會作為制訂本處未來五年發展及工作計劃的依據。

## 誠信

### 誠信管理委員會

本處全力支持政府為提倡廉潔風氣，在香港維持一支持廉守正的公務員隊伍所做的工作。本處在二零零八年二月成立公司註冊處誠信管理委員會，向員工推廣崇高的操守標準，並由公司註冊處經理擔任誠信事務主任，負責統籌和監察本處推行誠信管理措施的情況。

誠信管理計劃二零零九至一零年度工作計劃所列出的工作項目已全部於年內圓滿完成。與誠信事宜有關的參考資料會定期更新及上載本處部門入門網站的誠信管理專題欄目，以供員工參閱。此外，本處鼓勵員工參加由公務員事務局誠信領導計劃舉辦的會議、研討會和工作坊，又為前線人員和主管人員播放防貪影片和舉行講座。

the Treasury for approval. The Plan, once approved, serves as the standard against which the Registry's performance is measured. It also serves as a basis for devising the Registry's development and work plans for the next five years.

## Integrity

### Integrity Management Committee

The Registry is dedicated to supporting the Government's sustained efforts to entrench an ethical culture and maintain a clean and honest civil service in Hong Kong. The Companies Registry Integrity Management Committee was established in February 2008 to promote a high ethical standard among staff members. The Registry Manager serves as the Ethics Officer to coordinate and monitor integrity management initiatives in the Registry.

All programmes of work set out in the Integrity Management Programme Action Plan 2009-10 were successfully completed during the year. Information on integrity-related matters were regularly updated and uploaded onto the Integrity Management Section of the Registry's departmental portal for staff reference. Staff were encouraged to attend conferences, seminars and workshops organised under the Ethical Leadership Programme by the Civil Service Bureau. In addition, the Registry organised in-house video shows and talks on the prevention of corruption for frontline and supervisory staff.



內部防貪講座

An in-house talk on corruption prevention

### 內部監控及風險管理

健全而有效的內部監控系統對機構的運作至為重要。因此，我們在行政、採購和財務事宜方面已有既定的政策及規例，以確保職責分工恰當、組織架構明確、權界定清晰。我們會定期檢討及更新這些政策及規例，以配合不斷轉變的環境。

### 管理委員會會議

由公司註冊處處長領導的管理委員會每月召開會議一次，討論並檢討本處的主要工作，以確保妥善策劃和監察本處的業務。這些會議讓本處高層管理人員可快捷有效地找出政策、運作和法例方面的問題，並加以討論及解決。

### 投資策略委員會

由公司註冊處處長擔任主席的投資策略委員會成立的目的，是要確保公司註冊處營運基金的投資策略奏效，以及監察本處營運基金的投資（截至二零一零年三月三十一日基金總額為5億7,230萬元）。委員會定期及因應需要舉行會議，以便檢討投資組合的狀況和表現，並研究其他投資策略和建議。

### 發展督導委員會

本處認同為長遠業務發展訂定計劃和策略的重要，因此成立了由公司註冊處處長擔任主席的發展督導委員會，成員包括本處高層管理人員和財經事務及庫務局的代表。委員會負責就本處的長遠業務發展訂定目標，並監督

### Internal Control And Risk Management

A sound and effective internal control system is vital to the operation of an organisation. In this regard, the Registry has well-established policies and regulations on administrative, procurement and financial matters that ensure a proper segregation of duties and a clear organisational structure with defined authority. These policies and regulations are regularly reviewed and updated to suit the ever-changing environment.

### Board Meetings

Headed by the Registrar of Companies, the Registry's Management Board meets monthly to discuss and review the Registry's major activities to ensure proper planning and monitoring of its businesses. Through these meetings, policy and operational and legislative issues are identified, deliberated on and resolved by senior management in a timely and efficient manner.

### Investment Strategy Committee

To ensure that there are adequate policies on, and monitoring of, the investment of the Registry's fund, which stood at \$572.3 million as at 31 March 2010, an Investment Strategy Committee chaired by the Registrar of Companies has been established. The Committee reviews the Registry's investment portfolio, its performance and considers alternative investment strategies and proposals. The meetings are conducted at intervals and when the need arises.

### Development Steering Committee

The Registry recognises the importance of long-term business development planning and strategies. The Development Steering Committee, chaired by the Registrar of Companies and comprising members of the Registry's senior management and representative of the Financial Services and the Treasury Bureau, has been formed

本處各項主要措施及計劃的推行，特別是開發「公司註冊處綜合資訊系統」(綜合系統)第二階段的情況。委員會每月舉行會議，研究新的措施、檢討推行進度，以及解決關乎本處的發展，並需要本處高層管理人員提供意見及作出決定的問題。透過發展督導委員會，本處以具透明度的方式，就綜合系統第二階段的開發及推行，及時作出重大的決定。

### 資訊科技保安及 業務持續運作計劃

資訊科技系統的穩定和保安對為客戶提供高效率 and 優質的服務至為重要。年內，本處的資料數據中心進行了大型的翻新工程，以加強中心的保安。本處制訂了資訊科技保安政策、運作復原計劃、應變計劃、資訊保安事故處理指引、終端用戶的資訊科技保安指示及部門應變計劃，使本處員工有所遵循。為配合資訊科技環境的急速轉變，這些政策、計劃和指引會定期作出檢討和更新，以確保現有的保安管制措施符合最新的標準和規定。

本處亦制訂了業務持續運作計劃，以減低因系統故障帶來的業務風險。這項計劃包括一個可以支援重要功能或運作，並確保維持最低限度服務的運作復原系統。此外，我們定期進行運作復原演習，以確保運作復原系統操作正常。除了上述措施外，我們亦已為應付特殊情況，例如人類豬型流感等傳染病的爆發，擬訂應變計劃。

to set objectives for the Registry's long term business development and oversee the implementation of key initiatives and projects, particularly the development of Phase II of the Integrated Companies Registry Information System (ICRIS). Monthly meetings are held to consider new initiatives, review implementation progress and resolve development issues that require the input and decisions of the Registry's senior management. Through the operation of the Development Steering Committee, major decisions on the development and implementation of Phase II of the ICRIS have been made in a timely and transparent manner.

### IT Security and Business Continuity Plan

To provide efficient and quality services to our customers, stable and safe information technology (IT) systems are essential. During the year, a major renovation of the Registry's Data Centre was undertaken to upgrade its security. We have developed an IT security policy, Disaster Recovery Plan, Contingency Plan, Guidelines on Information Security Incident Handling, End User Instructions on IT Security and a Departmental Contingency Plan for compliance by our staff. To keep pace with the rapidly changing IT environment, these policies, plans and guidelines are reviewed and updated regularly to ensure that the security control in place is in compliance with the latest standards and requirements.

The Registry has also developed a business continuity plan to reduce business risk in the event of disruptions. This includes a disaster recovery system supporting critical functions or operations and ensuring the continuity of a minimum level of services. We have also conducted disaster recovery drills periodically to ascertain the proper functioning of the disaster recovery system. Apart from the above measures, we have drawn up contingency plans to tackle exceptional circumstances, such as the outbreak of infectious diseases like human swine influenza.

# 企業管治及社會責任

## CORPORATE GOVERNANCE AND SOCIAL RESPONSIBILITY

年內，本處繼續定期向員工提供最新資料，以提高員工對資訊保安的認識，並促進員工遵從各項保安政策和指示。此外，本處亦定期進行獨立的資訊保安審計工作，以確保本處在資訊保安方面採取的保護措施恰當及符合標準。

### 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）。公司註冊處安全委員會定期討論與工作間的安全及健康風險有關的事宜，並提出有助促進本處員工安全及健康的措施和監察措施的推行情況。與此同時，處方亦鼓勵員工參加由公務員事務局及職業安全健康局舉辦的訓練課程，以了解職安健事宜的最新標準和發展。

本處定期向全體員工傳閱本處的職安健政策聲明及內部安全守則，以加強員工對職安健事宜的意識。此外，本處定期進行職業安全巡查，以找出工作間潛在的職安健風險，並發出與傳染病及應變計劃有關的指引和內部通告。

在二零零九年人類豬型流感爆發期間，本處迅速採取主動，協助員工做好抗疫準備。本處對抗人類豬型流感的策略和措施奏效，向客戶提供的服務並未受到影響。

We continued to provide regular updates to staff during the year with a view to fostering security awareness and compliance with various security policies and instructions. Regular IT security audits were also performed by independent auditors to satisfy that the Registry's IT security protection measures were proper and up to standard.

### Occupational Safety and Health

The Registry places great emphasis on the occupational safety and health ("OSH") of its staff. The Companies Registry Safety Committee meets regularly to discuss issues in relation to safety and health risks in the workplace. The Committee also recommends and monitors measures for improving the safety and health of the Registry's staff. As a corollary, staff are encouraged to attend training courses organised by the Civil Service Bureau and the Occupational Safety and Health Council to keep abreast of the latest standards of and developments in OSH.

The Registry's OSH policy statement and in-house safety rules are circulated to all staff regularly to promote their awareness of OSH matters. In addition, the Registry conducts regular occupational safety inspections to identify potential hazards in the workplace and issues guidelines and internal circulars on communicable diseases and contingency plans.

During the outbreak of human swine influenza in 2009, the Registry took swift and proactive action in preparing staff to fight the pandemic. The strategies and measures adopted by the Registry in combating human swine influenza were successful, and our services to customers were not affected.

## 社會責任

本處從社會責任着眼，致力在業務運作上保持崇高的廉潔標準，為整體社會作出更大貢獻，並為員工提供一個健康的工作環境。

## Social Responsibility

From the social responsibility perspective, we strive to maintain the highest ethical standards in the conduct of our business, enhance our contributions to society as a whole and provide a healthy working environment for our staff.

1

本處第二年獲嘉許為一「同心展關懷」機構

For the second year, the Registry was named a Caring Organisation



本處的關懷大使和部門主任秘書（右二）攝於「同心展關懷」嘉許典禮上  
Our Caring Ambassadors and Departmental Secretary (second on the right) at the Caring Organisation Award Recognition Ceremony



公益金百萬行 — 昂船洲大橋  
Walk for Millions – Stonecutters Bridge



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二零零九年度公益服飾日  
Dress Special Day 2009



陳綺華女士（左一）贏得個人組最高籌款銀獎  
Ms Eva Chan (first on the left) won the first runner-up award in the personal fund-raising group

## 2

本處在二零零二年成立義工隊，扶助弱勢社群，關懷長者，貢獻社會。

The Companies Registry Volunteer Team was established in 2002 to help the underprivileged, the aged and to serve the community.



本處義工隊在九龍城參與公益活動後留影  
The CR Volunteer Team after a charitable event in Kowloon City



探訪匡智元朗晨樂學校  
Visit to Hong Chi Morning School, Yuen Long

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### 3

本處獲頒發義工服務銀獎，六名員工獲頒銀獎 / 銅獎，以表揚他們在義工服務方面的卓越貢獻。

The Registry received a Silver Award for Volunteer Service. Six staff members received Silver / Bronze Awards for their outstanding volunteer services.

頒發卓越義工服務獎

Presentation of outstanding volunteer service awards

### 4

本處與國際成就計劃香港部攜手合作，舉辦工作影子計劃。

The Registry cooperated with Junior Achievement Hong Kong to host a Job Shadowing programme.



保良局顏寶鈴書院的學生參與工作影子日

Students from the Po Leung Kuk Ngan Po Ling College participated in the Job Shadowing day



助理公司註冊處經理馬淑慧女士出席在日本舉行的二零一零年亞太經合組織會議  
Ms Wendy Ma, Assistant Registry Manager, attended APEC Japan 2010

# 5

本處致力協助所有員工掌握所需的技能和知識。在二零零九至一零年度，本處各個職級的員工共參與了696天培訓。

The Registry is committed to equipping all staff with necessary skills and knowledge. In 2009-10, a total of 696 training days were undertaken by staff of different ranks.



本處高層人員參加管理人員集思會  
Senior staff attended the Management Retreat Programme



二零零九年聖誕節聯歡會  
Christmas Party 2009

### 6

本處亦十分重視促進員工的關係和健康。

The Registry also places emphasis on enhancing staff relations and physical well-being.

### 7

在二零零九年，我們已達到重要環保措施的指標。有關本處在環保方面的成績，詳載於本處網頁的二零零九年公司註冊處環保報告。

In 2009-10, our targets on key green measures were well achieved. Details of our achievements can be found in the Registry's Environmental Report 2009 on our Internet homepage.





番禺長隆、順德兩日一夜觀光之旅  
A two-day trip to Chimelong Paradise at Panyu and Shunde