

# 財務與 人力資源

## Finance and Human Resources



## 財務狀況

### 財政目標及摘要

一九九三年八月一日，公司註冊處根據前立法局通過的決議成立營運基金。根據《營運基金條例》(第430章)的條文，本處必須按照商業原則，在財政自給的基礎上運作。營運基金的目標是：

使營運基金的收入足以支付提供服務的一切開支；以及  
為固定資產平均淨值取得合理的回報，而回報率(現時是8.3%)由財政司司長制訂。

本處的主要財務資料載於下表：

### 三年財務摘要 3-Year Financial Summary

(數字以百萬元計) (Figures in \$million)	2008-09	2009-10	2010-11
營業額 Turnover	389.3	391.5	476.1
運作成本 Operating costs	242.5	230.2	211.4
除稅後盈利 Profit after tax	134.7	141.3	226.8
已付予 / 須付予政府的股息 Dividends paid / payable to government	134.7	141.3	226.8
固定資產回報率 Rate of return on fixed assets	30.6%	35.3%	59.4%

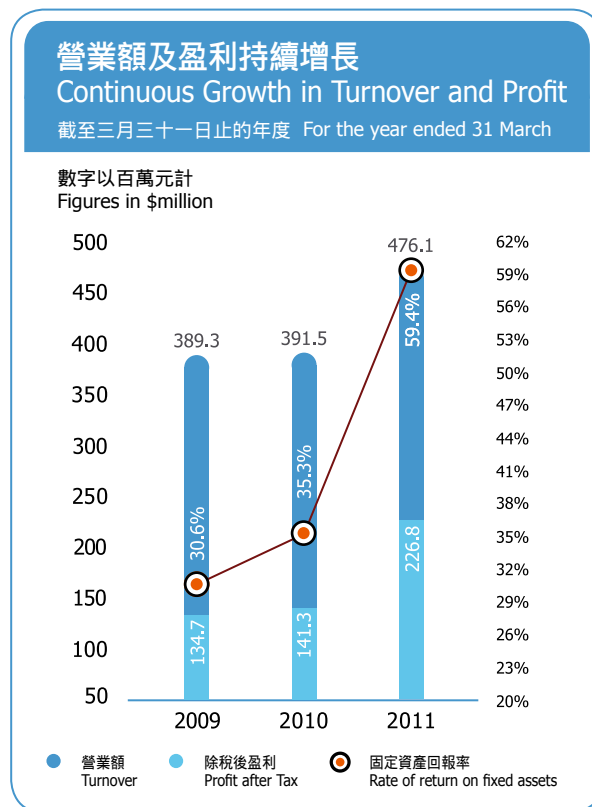
## Finance

### Financial Objectives and Highlights

The Companies Registry was established as a trading fund on 1 August 1993 by a resolution of the Legislative Council. In accordance with the Trading Funds Ordinance (Cap. 430), the Registry is required to operate under commercial principles on a self-financing basis. It aims to:

- meet all expenses incurred in the provision of services out of its income; and
- achieve a reasonable return, now standing at 8.3 per cent, as determined by the Financial Secretary, on the average net fixed assets employed.

Key financial information is provided below.



### 財務表現

按照公認會計原則製備的二零一零至一一年度周年帳目表和審計署署長報告載於附錄C。

《營運基金條例》規定，周年帳目表須提交立法會省覽。

在二零一零至一一年度，由於香港經濟表現強勁，本處的營業額及除稅後盈利分別上升21.6%及60.5%，達4億7,610萬元及2億2,680萬元，創下新的紀錄。年內，本處所運用的固定資產平均淨值的回報率亦創下新紀錄，達59.4%。

### Financial Performance

The Annual Accounts for 2010-11, prepared in accordance with generally accepted accounting principles and together with the Report of the Director of Audit, are in Appendix C. The Annual Accounts will be tabled before the Legislative Council, as required by the Trading Fund Ordinance.

In 2010-11, against the backdrop of Hong Kong's strong economic performance, turnover and profit after tax were up by 21.6 per cent and 60.5 per cent to a record level of \$476.1 million and \$226.8 million respectively. The Registry also achieved a record return on the average net fixed assets employed of 59.4 per cent for the year.

年內，本處一直維持十分穩健的財務狀況。截至二零一一年三月三十一日，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8億8,220萬元。本處提供服務所得的收入，令本處得以財政自給，無需借貸，負債主要包括員工所積存假期的貨幣化價值、網上查冊中心及「註冊易」登記用戶的預付款項、稅款及應累算費用。年內，本處的手頭現金及銀行存款增加15.1%，達6億5,860萬元。本處的財政儲備充裕，為本處持續進行的發展項目提供了資金。這些項目包括開發「公司註冊處綜合資訊系統」第二階段、草擬《公司條例草案》及其附屬法例，以及實施新的《公司條例》的準備工作。

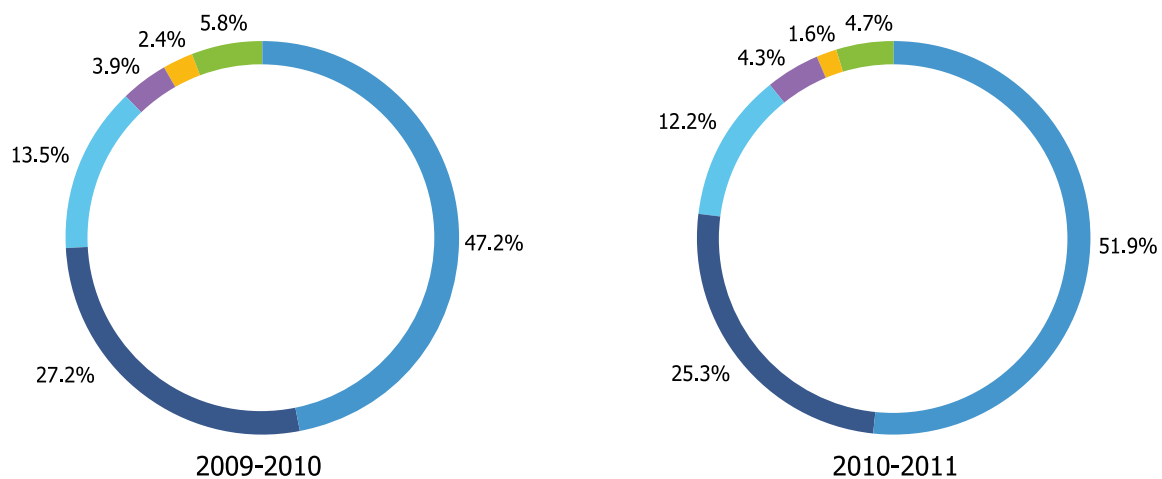
The Registry maintains a very solid and healthy financial position for the year. As at 31 March 2011, the capital plus retained earnings and net assets of the trading fund amounted to \$655.3 million and \$882.2 million, respectively. The Registry is self-financed by income generated from its services and no loan financing is required. Its liabilities mainly consisted of the monetised value of the untaken leave of its staff, prepayments received from the registered users of the Cyber Search Centre, and the e-Registry, taxation and accrued expenses. Cash and placements with banks for the year increased by 15.1 per cent to \$658.6 million. The Registry has built up a healthy reserve to finance its continuous development, including implementing Phase II of the Integrated Companies Registry Information System, the drafting of the Companies Bill and its subsidiary legislation, and preparation for the implementation of the new Companies Ordinance.



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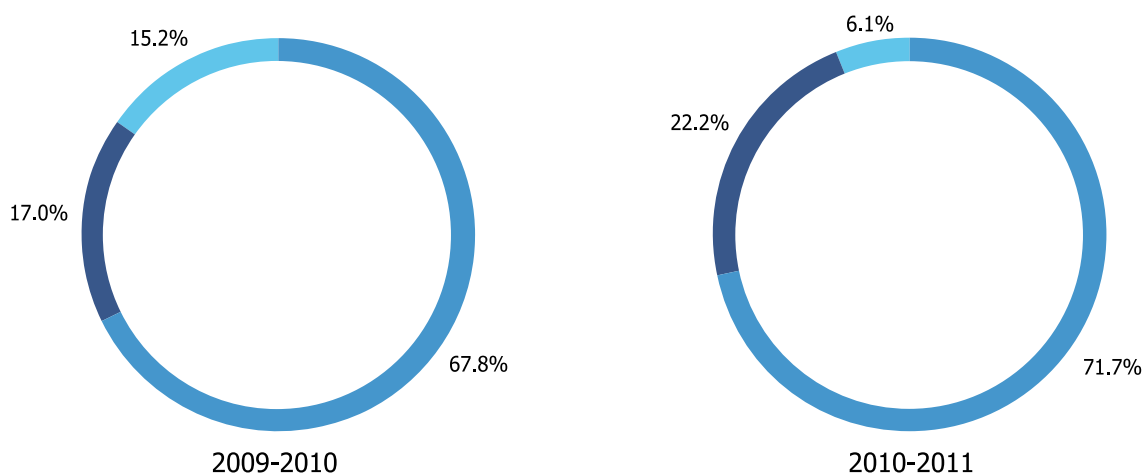
## Finance and Human Resources

### 營業額 Turnover



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

### 運作成本 Operating Costs



- 員工費用 Staff costs
- 運作開支 Operating expenses
- 折舊及攤銷 Depreciation and amortisation



# 12,000

平均每月註冊成立的新公司數目  
Average number of new companies  
incorporated per month

## 業務回顧

受惠於中國內地及香港強勁的經濟增長，本處在二零一零至一一年度的財務表現繼續創下新紀錄。本處充裕的財政儲備讓本處可以藉提升綜合資訊系統和重寫《公司條例》不斷提升服務水平，令註冊和規管制度得以現代化。

### 公司註冊成立及解散

在二零一零至一一年度，註冊成立的公司數目有143,797間，較二零零九至一零年度增加33.9%，即每月有11,983間公司註冊成立，當中一人公司佔81%。

## Business Review

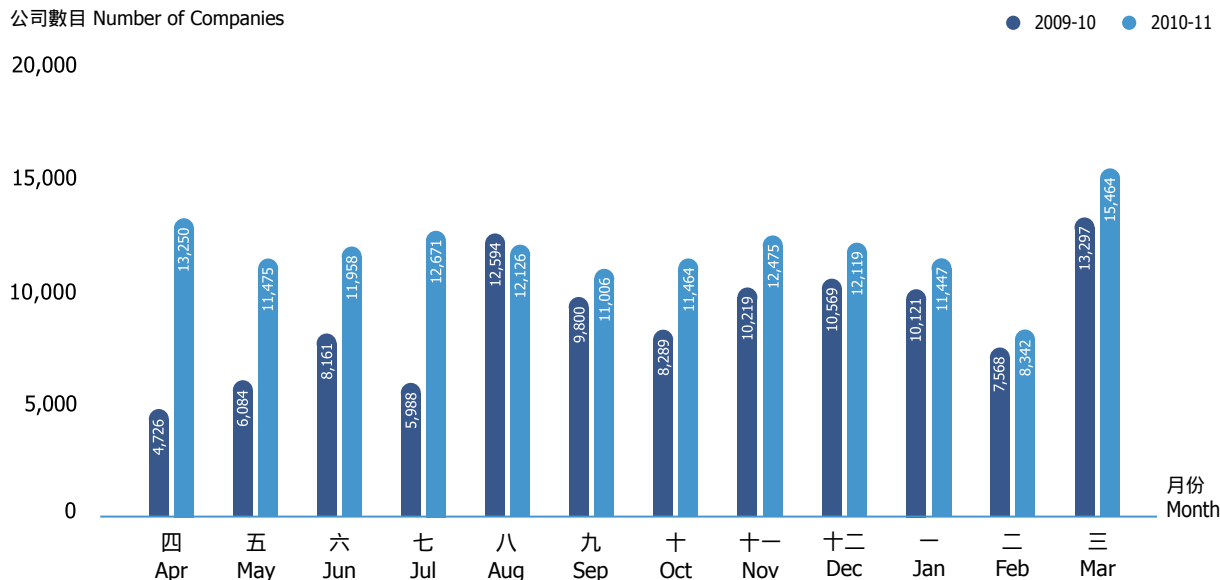
With the strong economic growth in mainland China and Hong Kong, the Registry achieved yet another record financial performance in 2010-11. The healthy financial reserve enables the Registry to continuously improve its services and modernise the registration and regulatory framework through system enhancements and rewriting of the Companies Ordinance.

### Incorporation and Dissolution of Companies

In 2010-11, 143,797 companies were incorporated, an increase of 33.9 per cent on 2009-10, and representing a monthly incorporation rate of 11,983 companies. About 81 per cent of companies incorporated were one-member companies.

### 註冊成立公司 Incorporation

公司數目 Number of Companies



在二零一零至一一年度，共有20,983間不營運公司根據《公司條例》第291條被剔除名稱，另有26,222間不營運但有償債能力的私人公司根據《公司條例》第291AA條撤銷註冊。以清盤方式解散的公司共有1,812間。

In 2010-11, 20,983 defunct companies were struck off under Section 291 of the Companies Ordinance, and 26,222 defunct, solvent private companies were deregistered under Section 291AA of the Companies Ordinance. 1,812 companies were dissolved by liquidation.

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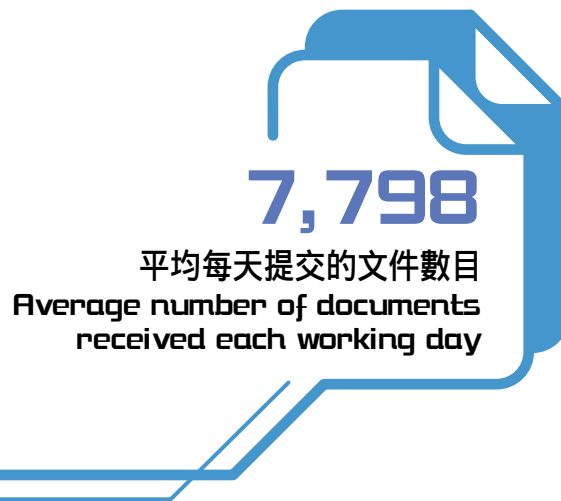
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### 文件登記

在二零一零至一一年度，提交本處登記的文件有1,949,575份，較二零零九至一零年度增加12.2%，即平均每個工作天7,798份。

### Registration of Documents

In 2010-11, 1,949,575 documents were received for registration, an increase of 12.2 per cent on 2009-10. This represents an average of 7,798 documents received every working day.



須交付公司註冊處處長登記的文件涵蓋公司營運各方面的資料，包括組織章程大綱及組織章程細則、公司秘書或董事的委任及更改通知書、註冊辦事處地址通知書、股份分配申報表和周年申報表。

Documents required to be delivered to the Registrar of Companies for registration cover different aspects of the operation of a company, including the memorandum and articles of association, notification of appointment of and change of company secretary or director, notification of address of registered office, return on allotments and the annual return.

## 公眾查冊

客戶可以使用本處的網上查冊中心([www.icris.cr.gov.hk](http://www.icris.cr.gov.hk)), 全年全日24小時透過互聯網查閱公司資料, 包括向本處註冊的公司現況資料及文件影像紀錄。客戶可聯線閱覽或下載查冊結果。此外, 客戶亦可在網上查冊中心訂購文件或紀錄的核證副本, 並選擇以郵寄或速遞方式收取, 或親自到本處的公眾查冊中心領取。網上查冊中心提供的服務方便易用, 因此, 現時在網上查閱公司資料的比率超過99%。

客戶只須繳交低廉的年費, 便可以登記為登記聯線客戶, 以優惠的費用查閱文件影像紀錄, 並可享有從帳戶的預付款項扣除查冊費的方便。非登記聯線客戶則可使用信用卡或透過繳費靈在網上付款。截至二零一一年三月三十一日, 登記聯線客戶共有2,034名, 較二零一零年三月三十一日的1,886名增加7.8%。

在二零一零至一一年度, 使用電子查冊服務查閱文件影像紀錄的個案總數為3,178,276宗, 較二零零九至一零年度增加6.6%。查閱公司資料和董事索引的個案分別為189,772宗及295,133宗, 較二零零九至一零年度分別增加5.5%及12.7%。

## Public Search

Through the Registry's Cyber Search Centre (CSC) ([www.icris.cr.gov.hk](http://www.icris.cr.gov.hk)), customers can conduct company searches via the Internet on a 24-hour basis throughout the year. Information available for searching includes the current particulars of companies and digitised images of documents registered with the Registry. Search results can either be viewed online or downloaded by customers. Customers can also place orders through the CSC for certified copies of documents or records, which may be delivered by post or courier or collected in person from the Registry's Public Search Centre. Because the services provided by CSC are easily accessible and user-friendly, over 99 per cent of company searches are now conducted on the Internet.

Customers can become registered on-line users of the CSC upon payment of a small annual subscription fee. Registered on-line users can enjoy lower fees for searching image records and the convenience of having search fees deducted from their prepayment accounts. Unregistered on-line users can pay their search fees on-line by using credit cards or PPS by Internet. As at 31 March 2011, there were 2,034 registered on-line users, an increase of 7.8 per cent compared with 1,886 as at 31 March 2010.

In 2010-11, a total of 3,178,276 searches of document image records were made through the e-search services, an increase of 6.6 per cent on 2009-10. The total number of searches of company particulars and Directors' Index were 189,772 and 295,133 respectively, up by 5.5 per cent and 12.7 per cent respectively, compared with 2009-10.



12,713

平均每天查閱文件影像紀錄的個案數目  
Average daily number of searches of  
document image records



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### 押記登記

在二零一零至一一年度，提交本處登記的公司押記數目為42,530份，較二零零九至一零年度增加32.5%，即平均每個工作天170份。提交本處登記的押記當中，約有三分之二與房地產有關。

### Registration of Charges

In 2010-11, 42,530 charges created by companies were received for registration, an increase of 32.5 per cent on 2009-10. This represents an average of 170 charges received on each working day. About two-thirds of the charges received related to landed property.



170

平均每個工作天提交的押記數目  
Average number of charges  
received each working day

### 前膽

全球經濟的不明朗因素自二零一一年初起一直增加。美國脆弱的經濟復蘇和財政狀況，以及歐元區主權債務問題陰霾未散，依然是籠罩著全球經濟前景的主要下行風險因素。儘管本地經濟可望保持韌力，本處預計二零一一至一二年度的營業額只有溫和的增長。除了周年申報表註冊費的收入預計會因去年註冊成立的公司大增而增加7%之外，預計在二零一一至一二年度帶來收入的主要業務只會增長百分之二至三。

### Forecasts

The level of uncertainty in the global economy has been increasing since the beginning of 2011. The fragile economic recovery and fiscal positions of the United States of America and the lingering sovereign debt problem in the eurozone remain the key sources of downside risks to the global economy. Therefore, despite that the local economy is expected to stay resilient, we expect our business volume in 2011-12 to grow only moderately. Apart from the income from registration fees for annual returns, which has a projected growth rate of 7 per cent due to the upsurge in the number of companies incorporated last year, the projected growth rate for our major revenue-generating activities is 2 to 3 per cent in 2011-12.

本處的業務很大程度受全球和本地經濟表現所影響，但面對全球經濟潛在的不明朗及風險因素，要推算二零一一至一二年度之後的業務情況變得十分困難。一如以往，我們在進行財務策劃時採取審慎態度。鑑於過去數年本處的營業額持續大幅增長，我們預計在二零一二至一三年度，本處的主要業務會輕微放緩，長遠來說往後的增長溫和。儘管要進一步削減或控制本處開支的空間有限，但是透過對資源運用的周詳策劃和嚴格監控，我們有信心在未來數年仍然可以達到固定資產平均淨值回報率所訂下的目標。

與此同時，經濟增長一旦放緩，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。由於員工薪酬及系統維修佔本處營運開支的大部分，屬經常承擔額，因此審慎管理現金以應付這些經常開支對本處來說至為重要。本處因而必須保持足夠的儲備，以應付經濟情況可能逆轉的影響。為了進一步加強本處的服務和營商環境的規管制度，本處亦需要有足夠儲備才可持續推行多項新措施。這些新措施包括：

在二零一二至一三年度結束前，繼續開發及全面實施「公司註冊處綜合資訊系統」第二階段，讓客戶以電子方式把一些較常提交的法定申報表交付本處存檔；  
繼續就《公司條例草案》的立法工作協助政府及立法會，繼續擬備相應修訂及相關規例和附屬法例；

The Registry's business is largely dependent on global and local economic performance. However, inherent uncertainties and risk factors in global economies have made it very difficult for us to forecast our business activities beyond 2011-12. As always, we have adopted a prudent approach in our financial planning. Given the continuous upsurge in our turnover in recent years, we project a slight dip in our major business activities in 2012-13, followed by moderate growth in the longer term. Although there is limited scope for the Registry to further reduce or contain its expenditure, with thorough planning and stringent control on the utilisation of our resources, we remain confident that we will be able to meet the target rate of return on average net fixed assets in the coming years.

Meanwhile, any slowdown in economic growth will inevitably affect company activities, which in turn will have a considerable effect on the Registry's financial performance. As the majority of our operational costs relate to staff emoluments and system maintenance, which represent regular commitments, prudent cash management is vital for the Registry to meet these recurrent expenses. It is important, therefore, for the Registry to retain sufficient reserves to safeguard against potential adverse economic conditions. To further enhance the Registry's services and the regulatory framework of our business environment, adequate reserves will also be required for the Registry to continue to carry out a number of initiatives. These include:

- continuing to develop and fully implement Phase II of the Integrated Companies Registry Information System by 2012-13 to introduce electronic filing of the more commonly filed statutory returns;
- continuing to support the Government and the Legislative Council in the legislative process of the Companies Bill, to prepare consequential amendments and related rules and subsidiary legislation;

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為本處在新的《公司條例》下要肩負新的角色及職能作出準備；

開發及實施「公司註冊處綜合資訊系統」第IIB期，以配合新的《公司條例》的實施；

透過特定工作項目、宣傳教育及執法行動，促使公司達到高度企業管治水平，並遵從《公司條例》的規定，履行法定責任；

為「公司註冊處綜合資訊系統」建立熱址備援系統 ('hot site')，把系統故障的風險減至最低；及

全面檢討「公司註冊處綜合資訊系統」，以便日後進行系統提升/開發工程，以配合本處的目標和運作需要。

- preparing for the new roles and functions to be taken up by the Registry under the new Companies Ordinance;
- developing and implementing Phase IIB of the Integrated Companies Registry Information System to facilitate the implementation of the new Companies Ordinance;
- promoting a high level of corporate governance and compliance with statutory obligations under the Companies Ordinance through special projects, publicity programmes, education and enforcement;
- establishing a 'hot site' for the Integrated Companies Registry Information System to minimise the risk of service breakdown; and
- conducting an overall review of the Integrated Companies Registry Information System for future enhancement/development to align with the Registry's objectives and meet operational needs.

## 組織

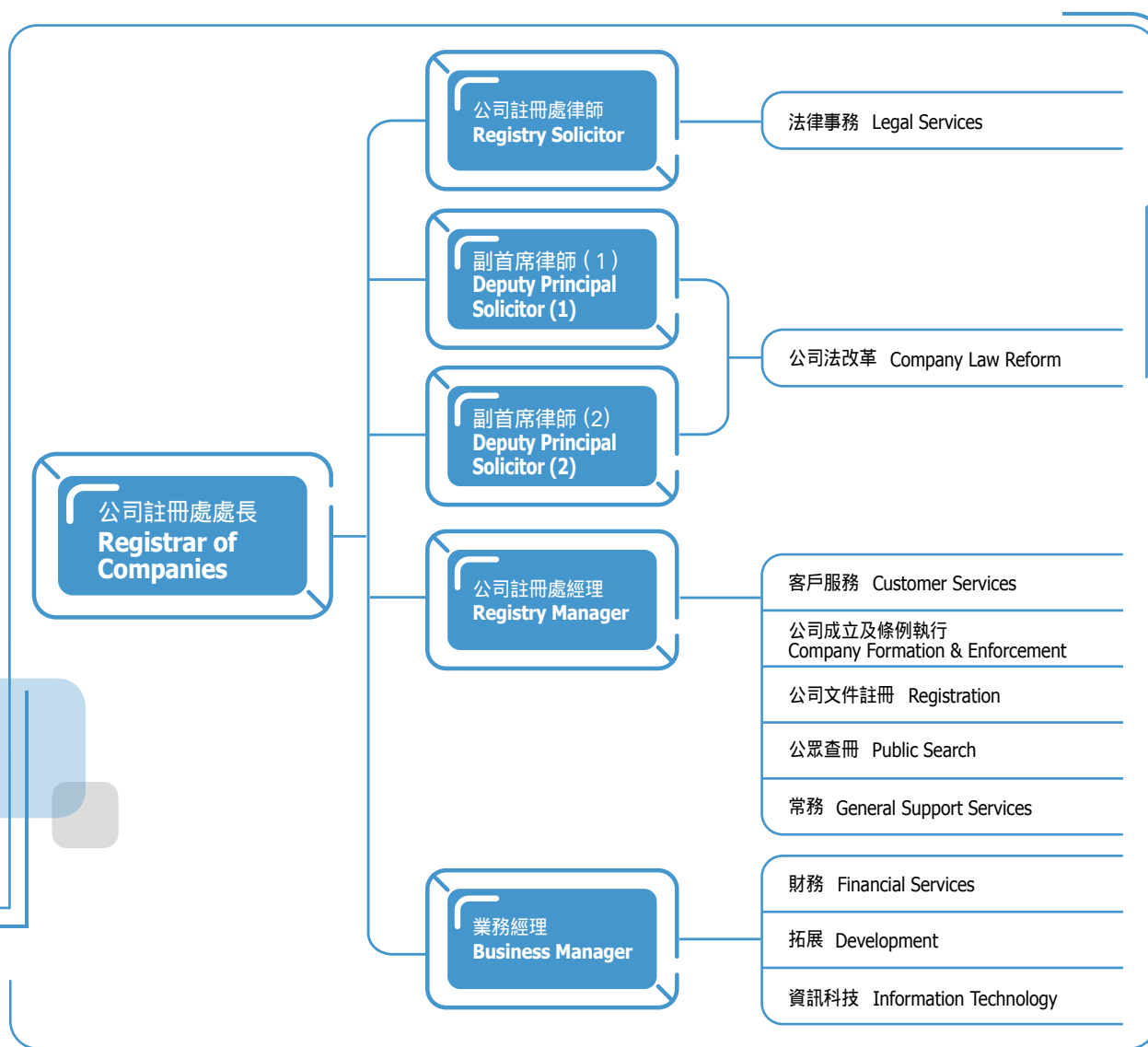
截至二零一一年三月三十一日，本處共有351名員工，其中280名為公務員，其餘71名為合約員工。在二零一零年三月三十一日，本處聘用的員工共有342名。人手稍微增加主要是由於日常運作的工作量增加，以及開發「公司註冊處綜合資訊系統」所致。

本處的組織架構如下：

## Organisation

As at 31 March 2011, a total of 351 people, comprising 280 civil servants and 71 contract staff, were employed by the Registry, compared to 342 as at 31 March 2010. The slight increase was mainly attributable to the increase in workload in daily operations and the development of the Integrated Companies Registry Information System.

The Registry's organisation is as follows:



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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

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### 人力資源

#### 培訓及發展

本處認同專業、高效率的團隊對本處提供優質服務及持續發展至為重要。我們每年均會擬訂部門培訓發展計劃，以切合本處的運作需要，並促進員工的發展。本處已委任培訓經理，負責監督及推行為本處不同職系人員而設的培訓計劃。此外，由二零一零年六月起推出的培訓通，亦有助本處處理及監察培訓事宜。

在二零一零至一一年度，本處員工共接受622天培訓。除了公務員事務局轄下公務員培訓處舉辦的培訓課程之外，本處亦為員工舉辦培訓課程，讓員工知悉本處各項新措施的最新情況，以及認識新的工作流程。本處亦安排員工參加本地或外地舉行的研討會和工作坊。此外，為培養本處員工不斷學習及自我提升的精神，本處一直有資助員工修讀與工作有關的課程和參加考試。

### Human Resources

#### Training and Development

The Registry recognises that a team of high-calibre professional staff is essential for the provision of quality services to our customers and sustaining the development of the Registry. Every year, we draw up a Departmental Training and Development Plan to meet the operational needs of the Registry and to facilitate the development of staff. Training managers have been appointed to monitor and implement the training initiatives for different grades of officers in the Registry. A Training Administration System has also been operating since June 2010 to process and monitor training.

In 2010-11, staff undertook a total of 622 training days. In addition to the training courses provided by the Civil Service Training and Development Institute of the Civil Service Bureau, various in-house training sessions were conducted to update staff members on the Registry's new initiatives and to familiarise them with new work procedures. We also arranged for staff to attend local or overseas seminars and workshops. Furthermore, to promote a culture of continuous learning and self-development in the Registry, we have been providing financial support to staff to attend work-related courses and examinations.



本處舉辦《2010年公司(修訂)條例》簡介會，向員工介紹最新的立法修訂  
In-house briefings on the Companies (Amendment) Ordinance 2010 were organised to update staff on the latest legislative amendments

本處三位律政人員參加在北京大學舉行為期六天的內地法律制度研習班  
Three legal officers of the Registry attended a 6-day course on the mainland's legal system, held at Peking University

## 與員工溝通

本處十分重視與員工溝通。由管方及員方代表組成的部門協商委員會定期召開會議，討論員工關注的事項。此外，公司註冊處處長亦定期與各別別的管理人員舉行會議，討論與本處運作及新措施有關的專題事項。本處出版了《公司註冊處員工通訊》，以加強內部溝通。

管方致力提高員工的表現，讓他們發揮潛能，以加強本處整體的效率和生產力。主管人員每年均會撰寫下屬的工作表現評核報告，作為工作表現管理過程的其中一環，並就員工的評核報告和事業發展進行會見，與員工討論其工作表現、事業前途、抱負及事業發展計劃。

本處十分重視員工的投訴，並已訂定處理員工投訴的機制及向全體員工發布。部門的員工投訴主任由公司註冊處經理擔任，以確保所有員工的投訴得到妥善處理，並作出必需的糾正。

## 員工關係

本處繼續致力促進員工關係和健康。在二零一零至一一年度，本處舉辦各項聯誼及康樂活動，以助培養員工的歸屬感。活動包括西貢地質公園一天生態之旅、聖誕自助午餐聯歡會、中醫養生食療講座、有關預防流感的午間影片放映會，以及多個興趣班，例如蛋糕曲奇製作班、袖珍黏土雞仔車仔檔製作班、迎春接福水仙班等，其中有些活動更邀請員工家屬參加。

## Communications with Staff

The Registry values communications with its staff. A departmental Consultative Committee, comprising representatives from both management and staff, convenes regular meetings to discuss issues of concern. The Registrar of Companies also holds regular meetings with divisional managers to discuss topical issues relating to the Registry's operations and new initiatives. A Staff Newsletter has been published to enhance internal communication.

The management strives to maximise staff performance and potential with a view to enhancing the Registry's overall effectiveness and productivity. As part of the performance management process, supervising officers compile annual staff performance appraisal reports to assess staff performance. Appraisal and career development interviews are also conducted to discuss staff members' performance, career prospects, aspirations and career development plans.

The Registry recognises the importance of staff complaints. A mechanism for handling staff complaints has been established and promulgated to all staff members. The Registry Manager, as the Departmental Staff Complaints Officer, ensures that all complaints are properly handled and any necessary rectifications are made.

## Staff Relations

The Registry continues to place emphasis on enhancing staff relations and physical well-being. In 2010-11, the Registry organised various social and recreational activities, including a local trip to the Hong Kong Geopark at Sai Kung, a Christmas party-cum lunch buffet, a talk on Chinese medicine, a video show on preventing influenza, and a number of interest classes such as cake-making, miniature clay food stall making and Chinese Narcissus bulb carving. Family members of the Registry's staff were also invited to join some of these activities, which help to cultivate a sense of belonging among staff members.



# 財務與人力資源 Finance and Human Resources



同事們暢遊西貢地質公園  
Colleagues enjoying a trip to the Hong Kong Geopark at Sai Kung



本處管理委員會在聖誕聯歡會向員工祝酒  
The Management Board proposing a toast to the Registry's staff at the Christmas Party



同事們參加興趣班  
Colleagues participating in an interest class

## 激勵及嘉許員工

為激勵員工的表現及士氣，本處設有增進員工表現計劃，以加強員工對部門服務承諾的認識和承擔，並不斷提升服務水平。該計劃設有四個獎項，分別是工作表現獎、最佳建議獎、最佳服務獎及最佳櫃檯職員獎，得獎者由客戶投票選出，獎項有助培養員工承擔的精神，為客戶提供有禮及高效率的服務。此外，還有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，以表揚長期服務而表現優良的員工。在二零一零至一一年度，本處有四名人員獲頒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18名。

## 職業安全及健康

本處致力為全體員工達至高水平的職業安全及健康標準，並於二零零零年成立公司註冊處安全委員會，負責制訂和推行安全政策及措施，並加以監察和檢討。此外，本處亦鼓勵員工參加職業安全及健康訓練課程，並定期進行職業安全巡查，以找出工作間潛在的職安健風險。

## Staff Motivation and Recognition

As an incentive to boost staff performance and morale, the Registry has implemented a Staff Motivation Scheme to promote awareness of, commitment to and continuous enhancement of performance pledges. There are four awards under the scheme, namely, the Registry Performance Award, the Best Suggestion Award, the Best Service Award and the Best Counter Staff Award. The award winners are voted and chosen by our customers and the awards have helped to promote a sense of commitment to providing a courteous and efficient service. Apart from this, 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 long and meritorious service. In 2010-11, four officers from the Registry received the Long and Meritorious Service Travel Awards and 18 officers were awarded the Long and Meritorious Certificates.

## Occupational Safety and Health

The Registry strives to achieve a high standard of occupational safety and health for all staff. The Companies Registry Safety Committee was established in 2000 to formulate, implement, monitor and review safety policies and measures. Staff members are also encouraged to attend training courses on occupational safety and health issues. In addition, the Registry conducts occupational safety inspections periodically to identify potential hazards in the workplace.