



# 財務摘要及業務回顧 Financial Highlights and Business Review

## Achievements

**Financial Performance**  
A record level of financial performance was achieved. The key indicators are shown in the following table.

2019-20	2018-19	2017-18
475,202	391,207	102,800
250,953	144,289	23,296
602,357	706,635	60,594
609,643	572,206	10,174
59,456	35,306	15,174
	24.3	15.6

## Financial Performance



## 財務摘要

### 目標及成果

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。《營運基金條例》(第430章)規定，本處必須按照商業原則，在財政自給的基礎上運作。

此外，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
- 為所運用的固定資產平均淨值取得合理的回報(回報率由財政司司長制訂，二零一一至一二年度的回報率是8.3%)。

### 主要財務資料

#### 三年財務摘要

#### Three-Year Summary

以百萬港元計 HK\$ million	2009-10	2010-11	2011-12
營業額 Turnover	391.5	476.1	483.2
運作成本 Operating costs	230.2	211.4	239.9
除稅後盈利 Profit after tax	141.3	226.8	216.6
已付予 / 須付予政府的股息 Dividends paid / payable to the Government	141.3	226.8	216.6
固定資產平均淨值回報率 Rate of return on average net fixed assets	35.3%	59.4%	54.9%

## Financial Highlights

### Objectives and Outcomes

The Companies Registry was established as a trading fund by resolution of the Legislative Council on 1 August 1993. The Trading Funds Ordinance (Cap. 430) requires it to operate in accordance with commercial principles and on a self-financing basis.

Furthermore, its aims are to:

- Meet all the expenses it incurs in providing services out of its income; and
- Achieve a reasonable return (as determined by the Financial Secretary and set at 8.3 per cent for 2011-12) on the average net fixed assets it employs.

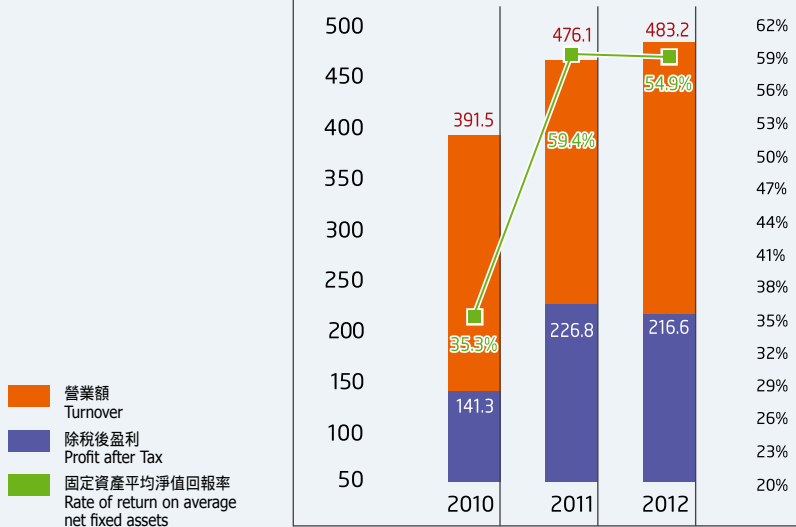
### Key Financial Information

營業額及盈利

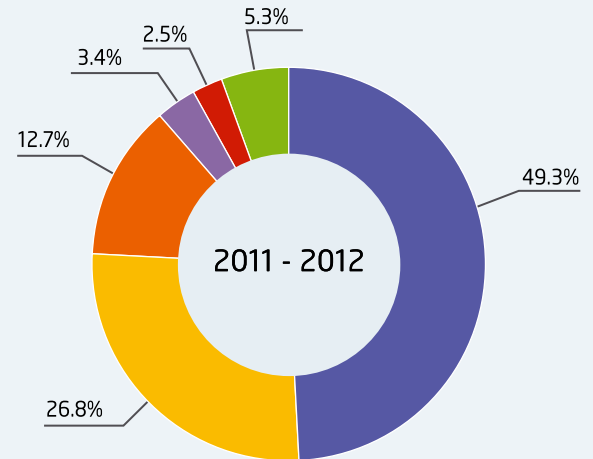
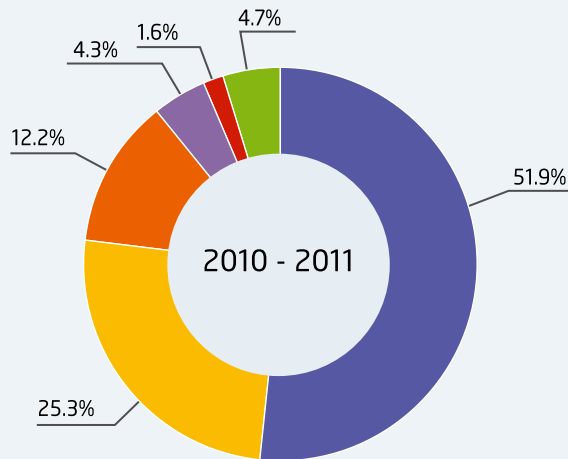
Turnover and Profit

截至三月三十一日止的年度 For the year ended 31 March

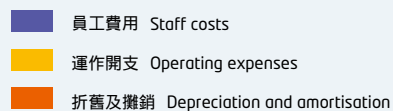
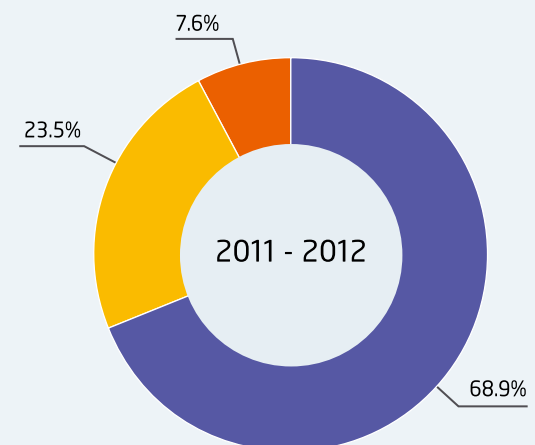
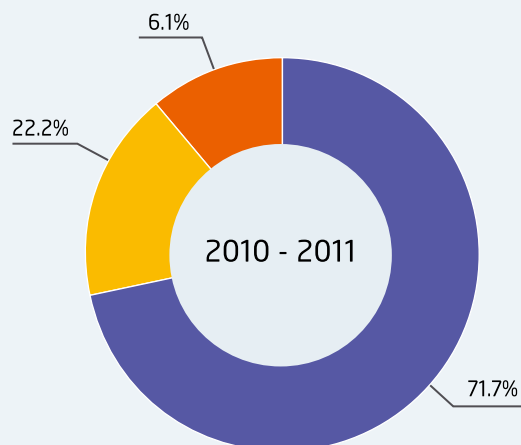
以百萬港元計 HK\$ million



## 營業額 Turnover



## 運作成本 Operating Costs



## 周年帳目表

按照公認會計原則製備的二零一一至一二年  
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，周年帳目表和審計署  
署長報告須提交立法會省覽。

## 財務表現

本處在本年度開始時的成績亮麗，二零一一年  
四月至七月收入與上年同期數字相比有所增  
長。然而，隨著歐元區因主權債務危機惡化，  
加上人們日益憂慮全球經濟復蘇放緩，嚴重影  
響香港的營商環境，導致本處的收入下跌。儘  
管如此，與二零一零至一一年度的4億7,610萬  
元營業額及59.4%的回報率相比，本處全年的  
營業額仍達4億8,320萬元，而所運用的固定資  
產回報率亦達54.9%。

本處提供服務所得的收入，為本處提供資金，  
令本處得以營運，無需借貸。本年度負債主要  
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。截至二零一二年三月三十一  
日，本處的現金及銀行和外匯基金存款合共達  
6億7,510萬元，較十二個月前同一日的數字高  
出2.5%。

本處的財政儲備充裕，讓本處得以持續進行提  
升服務的發展項目，並更新註冊及規管制度，  
以作好準備，在新《公司條例》實施時肩負更  
重大的職能。

## Annual Accounts

The Annual Accounts for 2011-12, which have been prepared in  
accordance with generally accepted accounting principles, are  
contained in Appendix C, together with the Report of the Director  
of Audit. These will be tabled before the Legislative Council, as  
required by the Trading Funds Ordinance.

## Financial Performance

The year under review began on a high note, with the Registry  
recording year-on-year growth in its revenues for the months from  
April to July 2011. However, the worsening sovereign debt crisis in  
the Eurozone, combined with growing concerns about the slow pace  
of the global economic recovery, adversely affected the Hong Kong  
business environment as the year continued, resulting in a decline  
in the Registry's revenue. Even so, it was still able to achieve a  
turnover of \$483.2 million and a return of 54.9 per cent on fixed  
assets employed for the full year, compared with \$476.1 million and  
59.4 per cent for 2010-11.

The Registry's operations are financed by the income generated  
by its services. It does not require any loan financing. Most of  
the Registry's liabilities during the year under review consisted of  
the monetised value of its staff's untaken leave, prepayments by  
registered users of the Cyber Search Centre (CSC) and e-Registry,  
taxation and accrued expenses. As of 31 March 2012, the Registry  
had a total of \$675.1 million cash in hand and cash deposited with  
banks and the Exchange Fund. This was 2.5 per cent more than on  
the same date 12 months earlier.

The Registry's healthy financial reserves allowed it to push ahead  
with its service enhancement programmes and the updating of its  
registration and regulatory systems in preparation for the increased  
responsibilities which will fall on its shoulders when the new  
Companies Ordinance is implemented.

## 業務情況

### 公司註冊成立及解散

在二零一一至一二年度，共有139,366間公司註冊成立，平均每個月約11,614間公司註冊成立，較二零一零至一一年度下跌3.1%，新公司當中一人公司約佔81%。

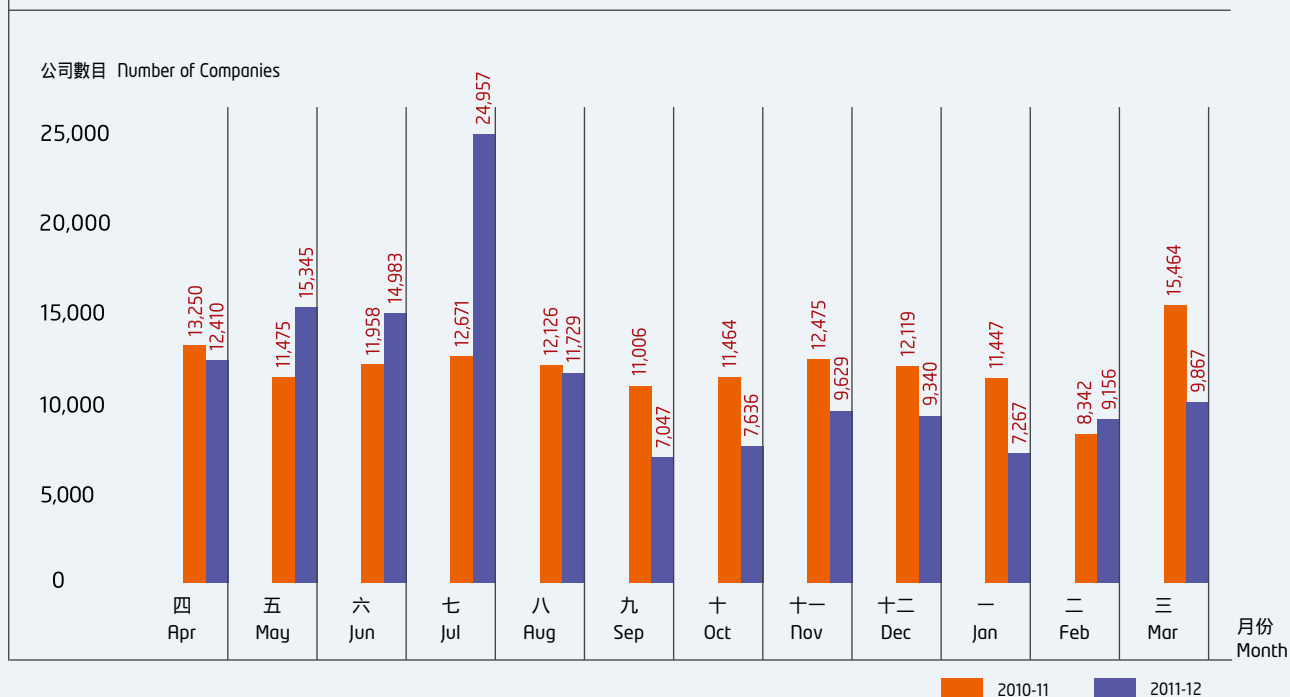
## Business Operations

### Incorporation and Dissolution of Companies

A total of 139,366 companies - an average of around 11,614 per month - were incorporated in 2011-12. That was a decrease of 3.1 per cent on the figure for 2010-11. About 81 per cent of the new companies were one-member companies.

### 註冊成立公司

#### Incorporation



在同一段期間，共有27,158間不營運公司根據《公司條例》第291條被剔除名稱；另有28,623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；而以清盤方式解散的公司共有988間。

During the same period, 27,158 defunct companies were struck off under section 291 of the Companies Ordinance; 28,623 defunct, solvent private companies were deregistered under section 291AA of the Companies Ordinance; and 988 companies were dissolved by liquidation.



### 文件登記

在二零一一至一二年度，提交本處登記的文件有2,133,701份，平均每個工作天8,674份，較前一年的數字增加9.4%。

### Registration of Documents

The Registry received 2,133,701 documents - an average of 8,674 every working day - for registration during 2011-12, an increase of 9.4 per cent on the previous year's figure.

8,674

平均每個工作天提交的文件數目

Average number of documents received each working day

提交的文件涵蓋公司各方面的資料，包括組織章程大綱及組織章程細則、公司秘書及董事的委任及更改通知書、註冊辦事處地址更改通知書、股份分配申報表和周年申報表。

The documents covered many different aspects of a company's operations. They included, for example, memoranda and articles of association, notifications of appointments and changes of company secretaries and directors, changes of registered office addresses, returns on allotments and annual returns.



## 公眾查冊

公眾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365日全日24小時在網上查閱公司資料, 包括公司現況資料及已登記文件的影像紀錄。公眾可聯線閱覽或下載查冊結果。此外, 公眾亦可在網上查冊中心訂購文件或其他紀錄的核證副本, 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%。

公司或個人只須繳交低廉的年費, 便可以登記為登記聯線客戶, 以較低的費用查閱文件影像紀錄, 並可享有從預付款帳戶扣除查冊費的方便。非登記聯線客戶則可使用信用卡或透過繳費靈網上服務付款。在過去兩年, 登記聯線客戶超過2,000名。

在二零一一至一二年度, 使用電子查冊服務查閱文件影像紀錄的個案總數為3,254,565宗, 較之前十二個月增加2.4%。查閱公司資料和董事索引的個案分別為194,250宗及316,618宗, 較二零一零至一一年度分別增加2.4%及7.3%。

## Public Searches

The Registry's CSC ([www.icris.cr.gov.hk](http://www.icris.cr.gov.hk)) allows members of the public to conduct online searches for company information 24 hours a day, 365 days a year. These include current particulars of companies and digitised images of documents filed with the Registry. The results can be viewed online or downloaded. In addition, certified copies of documents and other records may be ordered via the CSC and delivered by post or courier, or else collected in person from the Registry's Public Search Centre. Over 99 per cent of company searches are now conducted online via the easily accessible and user-friendly CSC.

Companies and individuals may register as CSC online users upon payment of a small annual fee. In return, they enjoy lower fees for searching image records, plus the convenience of having search fees deducted from their prepayment accounts. Unregistered online users may pay search fees online, using a credit card or PPS by Internet. There were more than 2,000 registered online users during the past two years.

A total of 3,254,565 e-searches of document image records were made during 2011-12, an increase of 2.4 per cent on the previous 12 months. The numbers of searches of company particulars and the Directors' Index were 194,250 and 316,618, respectively, 2.4 per cent and 7.3 per cent up on the 2010-11 figures.



二零一一至一二年度查閱文件影像紀錄的個案數目

Number of searches of document image records during 2011-12



### 押記登記

在二零一一至一二年度，提交本處登記的公司押記總數為33,579份，平均每個工作天137份，較二零一零至一一年度下跌21.1%。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

A total of 33,579 company charges, an average of 137 per working day, were received for registration during 2011-12, 21.1 per cent fewer than in 2010-11. About two-thirds of the charges related to landed property.



### 來年前瞻

全球經濟持續不明朗及其對香港經濟增長有所影響，致使本處在預測未來數年主要業務所帶來的收入採取保守的態度。由於本處主要收入是來自公司業務，尤其是公司註冊，低迷的氣氛似乎無可避免會對本處二零一二至一三年度的業績造成負面影響。註冊新公司的數目，經過過去兩年急劇增長，預計在二零一二年至一三年度會回復至之前約10萬間的水平，較二零一一至一二年度下跌約25%。同樣，登記押記及公司查冊的數目在二零一二年至一三年度亦可能會下跌約3至5%，而撤銷註冊的數目則會上升約4%。儘管如此，有鑑於登記冊上的公司數目，周年申報表每年註冊費的收入預計仍有9%的增長。這個增幅可抵銷預計下跌的公司註冊收入。往後數年，經過二零一二至一三年度預期的業務調整，本處的業績預計會重上溫和增長的軌道，繼續達到所訂下的目標回報率。

### Outlook for the Coming Year

The continued uncertainties in the global economy and the implications on Hong Kong's economic growth incline the Registry to adopt a conservative approach when forecasting the revenues from its major activities in the coming years. Since the Registry derives most of its revenues from the activities of companies - especially company incorporations - it seems inevitable that the downbeat sentiment will cast a shadow over its business during 2012-13. After a sharp increase in the past two years, the number of new incorporations is expected to return to its previous level of around 100,000 in 2012-13, a drop of about 25 per cent compared with 2011-12. Similarly, the numbers of charges registered and company searches are likely to decline by about 3 to 5 per cent and the number of deregistrations will rise by about 4 per cent in 2012-13. Nevertheless, given the number of companies already on the register, the income from annual registration fees from annual returns is still expected to grow by 9 per cent. That would offset the expected drop in revenues from company incorporations. Following the anticipated adjustment in 2012-13, the Registry's business is expected to resume moderate growth in the following years, while it will continue to achieve its target rate of return.

有鑑於現時的波動，本處需要維持充足儲備，以應付任何未能預料的經濟逆轉情況，以及為本處的發展項目提供資金，尤其是以下項目：

- 協助政府制訂新《公司條例》的附屬法例；
- 為本處在新《公司條例》下要肩負的新角色及職能作好準備；
- 全面推行指明表格電子提交服務，包括周年申報表；
- 進行系統提升工程，以配合新《公司條例》的實施；
- 宣傳及推廣新《公司條例》，使其順利實施；
- 為本處的資訊系統建立熱址備援系統 ('hot site')，把因系統故障導致服務中斷的風險減至最低；及
- 全面檢討「公司註冊處綜合資訊系統」，以配合本處的長遠發展。

In view of the present fluctuations, the Registry will need to maintain an adequate reserve to cater for any unexpected adverse economic conditions and to finance its development projects, particularly the following:

- Supporting the Government in the preparation of subsidiary legislation for the new Companies Ordinance;
- Preparing for the Registry's new roles and functions under the new Companies Ordinance;
- Full implementation of the e-filing service for specified forms, including annual returns;
- System enhancements to facilitate the implementation of the new Companies Ordinance;
- Publicising and promoting the new Companies Ordinance to facilitate its smooth implementation;
- Establishment of a hot site for the Registry's information system, to minimise the risk of service disruption due to breakdown of computer systems; and
- An overall review of the Integrated Companies Registry Information System for the Registry's longer-term development.