



前瞻

Looking Ahead

## 新「註冊易」

二零一一年年初成功推出的「註冊易」和電子成立公司服務，以及一站式公司註冊及商業登記服務，帶領香港公司註冊進入一個新紀元。公眾人士可使用公司註冊處的一站式網上服務註冊成立公司，並同時申請商業登記。如屬簡單個案，新成立的公司可於一小時內取得公司註冊證書及商業登記證。

## New e-Registry

The successful launch of the e-Registry and the electronic incorporation (e-Incorporation) service and one-stop service for company incorporation and business registration (one-stop service) in early 2011 has brought Hong Kong into a new era of company registration. Members of the public can now simultaneously incorporate a company and apply for business registration by using the Companies Registry's one-stop online service. In straightforward cases, they can obtain a certificate of incorporation and business registration certificate for their newly formed company within one hour.



## 電子提交文件

在二零一二年二月推出電子提交文件的新途徑，把本處的電子提交文件服務擴展至包括所有根據《公司條例》較常提交本處存檔的指明表格。這項新服務將會分期推出，以確保實施順利，並讓客戶有足夠時間作好準備。與此同時，本處正繼續研究及開發其他「註冊易」增值服務，以切合客戶的需要。

## e-Filing

The new electronic filing channel launched in February 2012 has extended the Registry's e-Filing services to include all the specified forms most commonly filed with the Registry under the Companies Ordinance. A phased approach is being adopted to ensure the smooth implementation of the new services and to allow customers sufficient time to prepare for them. Meanwhile, the Registry is continuously exploring and developing other value-added e-Registry services in response to customers' needs.

### 周年申報表及e提示

更快捷地披露公司資料，對維持香港作為主要國際商貿及金融中心的地位，以及保障公司投資者和相關持份者的利益至為重要。本處計劃於二零一二年推出本地私人公司提交周年申報表的新電子服務。這項服務其中一個主要特色，是提供一份已載入公司主要資料的周年申報表，讓客戶填報及在網上提交。本處亦會推出「周年申報表e提示」服務，在公司成立為法團的周年日當天發出電子通知提醒訂戶提交周年申報表。

### 公司查冊流動版服務

隨著使用智能手機和其他流動裝置日益普及，本處推出新措施透過流動裝置提升電子查冊服務。公司查冊流動版新服務於二零一二年六月推出，讓客戶可以透過流動裝置查閱公司名稱、查閱文件索引及取得公司資料報告。這標誌著本處在利用科技加強本處服務方面的另一個里程碑。

### Annual Returns and e-Reminders

Timely disclosure of company information is essential for Hong Kong to maintain its status as a major international business and financial centre, and to safeguard the interests of investors and stakeholders in a company. The Registry plans to launch a new electronic service for the submission of annual returns by local private companies during 2012. One of its key features will be the provision of an annual return already populated with key information about the company for completion and submission online. An Annual Return e-Reminder service to remind subscribers electronically about filing annual returns on the anniversary dates of incorporation of their companies will also be introduced.

### Company Search Mobile Service

Given the increasing popularity of smartphones and other mobile devices, the Registry has taken the initiative to enhance its search services via mobile devices. The new Company Search Mobile Service rolled out in June 2012 allows customers to conduct company name searches and document index searches and obtain company particulars reports via their mobile devices. This marks another milestone in the technological enhancement of the Registry's services.





## 實施新《公司條例》

繼《公司條例草案》於二零一二年七月十二日獲通過後，當局現正擬備十多條執行該條例所需的附屬法例。我們的目標是在二零一三年年初把附屬法例提交立法會審議，並在二零一二至一三年度立法會會期內通過成為法例。之後，新《公司條例》便告生效。

實施新《公司條例》後，本處會承擔多項新角色及職能。其中包括，例如某些指明違規罪行准以罰款代替檢控的新制度；保障董事及公司秘書個人資料的新制度；以及加強押記登記透明度的新制度。公司註冊處處長亦有更大的規管權力保障登記冊的完整性。此外，亦有提交文件的新規定，例如每當公司股本結構有變更時須提交股本說明及提交股本幣值重訂通知。新角色及新職能和相關的準備工作要點載於附錄H。

## Implementing the new Companies Ordinance

Following the passage of the Companies Bill on 12 July 2012, more than ten pieces of subsidiary legislation needed for implementation of the new Companies Ordinance are now being prepared. We target to submit the subsidiary legislation to the Legislative Council for scrutiny in early 2013 and for enactment within the 2012-13 legislative session. The new Companies Ordinance will come into force thereafter.

The implementation of the new Companies Ordinance will entail a number of new roles and functions for the Registry. They will include, for example, a new regime for compounding certain specified offences, rather than prosecuting such breaches; a new regime to protect personal information about directors and company secretaries; and a new system to enhance transparency in the registration of charges. The Registrar of Companies will also have wider regulatory powers to safeguard the register's integrity. In addition, there will be new filing requirements involving, for example, the submission of a statement of capital every time a company's capital structure is changed, and notices of the redenomination of share capital. Highlights of the new roles and functions and relevant preparatory work are set out in Appendix H.



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本處致力令相關持份者順利過渡至新制度，而新《公司條例》將會包含詳盡的過渡性條文，以確保達至這個目標。儘管新條例會帶來重大變革，例如取消股份面值或取消組織章程大綱，但條例亦有詳盡的推定條文，以確保現有公司可容易地過渡至新制度。

本處現正提升我們的資訊系統，並檢討我們的政策、表格及工作程序，為新制度作好準備。我們會於二零一三年展開全面的宣傳活動及教育項目，以確保公眾知悉實施新條例所帶來的改變。

本處會竭盡所能，確保大家可順利過渡。

The Registry aims to make the transition to the new regime as smooth as possible. The new Companies Ordinance will contain detailed transitional provisions to ensure that this is the case. Where there are major changes - for example, the abolition of par value for shares or the abolition of the memorandum of association - the new legislation has detailed deeming provisions to ensure that existing companies can make the transition to the new regime without difficulty.

In readiness for the new regime, the Registry is overhauling its information systems and reviewing its policies, forms and operational procedures. It will embark on a comprehensive publicity campaign and educational programme in 2013 to ensure that the public are aware of the changes that will result from the implementation of the new Companies Ordinance.

The Registry is working tirelessly to ensure a smooth transition.