

服務概況及業務回顧

Service Delivery and Business Review





本處所提供的服務，主要包括辦理公司註冊、登記法定申報表，以及為公眾人士提供服務，讓他們取得法定登記冊所載的公司資料。本處亦處理與放債人牌照有關的申請，並備存放債人登記冊供公眾查閱。自二零一八年三月起，本處肩負起作為信託或公司服務提供者的發牌及監管當局的新角色。本處利用先進科技及創意，繼續致力提升各項服務。

The Registry's services mainly comprise the registration of companies and statutory returns and the provision of services for members of the public to obtain company information kept in statutory registers. We also process applications relating to money lender licences and maintain a register of money lenders for public inspection. Since March 2018, we have taken up new roles as the licensing and regulatory authority for trust or company service providers ("TCSPs"). The Registry continuously seeks to enhance its services by leveraging latest technology and innovation.

公司註冊成立

在二零一九至二零年度，共有 119,201 間新公司註冊成立，按年跌幅為 11.8%。新註冊成立的公司數目下跌，反映了二零一九年下半年經濟情況受挫，再加上新型冠狀病毒(2019冠狀病毒病)在二零二零年第一季度爆發，令情況更形惡劣。在新註冊成立的公司當中，約 82% 是由一名成員組成的公司。

儘管新註冊成立的公司數目下降，但使用本處一站式電子公司註冊及商業登記服務有增加的趨勢。年內，約 40% 的公司註冊申請，是透過「註冊易」(www.eregistry.gov.hk) 及「CR 交表易」流動應用程式，以電子形式交付本處。二零二零年二月及三月，為配合政府公布的特別工作安排，以減低 2019 冠狀病毒病在社區傳播，本處的辦事處只提供有限度櫃台服務，但仍然維持提供 24 小時電子服務。在此期間，超過 50% 的公司註冊申請是以電子形式進行。

Incorporation of Companies

The number of new companies incorporated in 2019-20 was 119,201, a decrease of 11.8% year-on-year. The drop of newly incorporated companies reflected the dampening economic condition in the second half of 2019, aggravated by the outbreak of the novel coronavirus pandemic ("COVID-19") in the first quarter of 2020. Around 82% of the newly incorporated companies were one-member companies.

Despite the drop of newly incorporated companies, there was an increasing use of the Registry's one-stop electronic company incorporation and business registration service. During the year, about 40% of the incorporation applications were delivered electronically through the e-Registry (www.eregistry.gov.hk) and the "CR eFiling" mobile application. In February and March 2020, to align with the special work arrangement announced by the Government to reduce the risk of the spread of the COVID-19 in the community, the Registry provided limited counter services at its premises while maintaining its round-the-clock electronic services. During this period, over 50% of the company incorporations were conducted electronically.



文件登記

在二零一九至二零年度，交付本處登記的文件數目共有3,109,127份，與二零一八至一九年度相比，錄得15%的跌幅，平均每個工作日交付本處登記的文件為12,690份。

在二零一八年三月實施信託或公司服務提供者及重要控制人登記冊這兩個制度後，在二零一八至一九年度，有大批文件湧現，藉以申報公司秘書、註冊辦事處地址及登記冊備存地點有所更改。但在年內，交付本處登記的同類文件數目顯著下跌。其他交付本處登記的文件提供了公司在不同範疇的營運資料，包括公司組織章程細則、董事及公司秘書的委任、辭職及其有關詳情更改的通知書、股份配發申報書和周年申報表等。

公眾查冊

在二零一九至二零年度，查閱文件影像紀錄共有4,972,351宗 – 平均每日13,586宗，數字與二零一八至一九年度相若。查閱公司資料及董事索引的數目亦保持平穩，分別有326,371宗及406,317宗。

網上公司查冊服務繼續大受歡迎。在網上進行公司查冊的比率超過99.7%，與前一年度的數字相若。

在二零一九至二零年度，使用流動裝置進行公司查冊有760,670宗，較前一年下跌15.8%。

向信託或公司服務提供者發牌

作為信託或公司服務提供者的發牌當局，本處負責實施及執行信託或公司服務提供者發牌制度。在二零一九至二零年度，本處共收到583宗新牌照申請，並批出了659個新牌照。截至二零二零年三月三十一日，「信託或公司服務持牌人登記冊」上共有

Registration of Documents

A total of 3,109,127 documents were received for registration by the Registry in 2019-20, which represents a decrease of 15% over 2018-19. An average of 12,690 documents were received per working day.

The number of documents reporting changes in company secretaries and registered office addresses and the location of registers received by the Registry decreased significantly in the year following the influx which occurred in 2018-19 upon the commencement of the TCSP and Significant Controllers Registers (“SCRs”) regimes in March 2018. Other documents received by the Registry, including articles of association, notifications of appointments, resignations and changes in particulars of directors and company secretaries, returns of allotments and annual returns, provide information on different aspects of a company’s operations.

Public Searches

In 2019-20, a total of 4,972,351 searches of document image records were made – a daily average of 13,586, and the figure is comparable to that of 2018-19. The number of searches of company particulars and on the Directors’ Index also remained stable, at 326,371 and 406,317, respectively.

Online company searches continued to be very popular. Similar to the previous year, over 99.7% of the company searches were made online.

760,670 company searches were conducted through mobile devices in 2019-20, which represents a decrease of 15.8% when compared to the previous year.

Licensing of Trust or Company Service Providers

As the licensing authority for TCSPs, the Registry administers and enforces a licensing regime for TCSPs. In 2019-20, 583 applications for new licences were received and 659 new licences were granted. As at 31 March 2020, there were 6,908 licensees on the Register of TCSP Licensees. In 2019-20, 1,236 onsite inspections were



6,908名持牌人。在二零一九至二零年度，本處人員進行了1,236次實地巡查，並發出7封勸喻信及293封警告信要求違規者糾正違規事項。年內，本處亦發出了665張傳票。

公司須備存重要控制人登記冊

為了提升法團擁有權的透明度，在二零一八年三月一日，當局實施《2018年公司(修訂)條例》，訂立公司須備存重要控制人登記冊的規定。自此，所有在香港成立為法團的公司須取得和保存實益擁有權的最新資料，以備存「重要控制人登記冊」，供執法人員查閱。

放債人牌照

二零一八年十月，本處就打擊洗錢及恐怖分子資金籌集規定，向放債人施加額外牌照條件，放債人註冊辦事處(下稱「註冊辦事處」)其後繼續對持牌放債人進行實地巡查及合規審查的工作，以確保相關規定獲得妥善遵從。在二零一九至二零年度，註冊辦事處對持牌放債人進行了420次實地巡查，亦發出了242項糾正命令及兩封警告信，要求持牌放債人糾正未有遵從牌照條件的違規之處。截至二零二零年三月三十一日，持牌放債人的數目為2,279，與二零一八至一九年度的2,199名持牌放債人比較，增幅為4%。在二零一九至二零年度，本處共批出了279個新牌照。

執法及檢控

公司註冊處處長負責執行《公司條例》(第622章)各項規定，並獲授權按情況檢控未有遵從法規的個案。在二零一九至二零年度，本處對公司進行了6,706次實地巡查，以核實公司是否已遵從展示公司名稱及備存公司登記冊(包括重要控制人登記冊)的規定。本處亦已就違反《公司條例》的個案發出了3,762張傳票。

conducted and seven advisory and 293 warning letters were issued to request for rectifications of non-compliances. The Registry also issued 665 summonses in the year.

Keeping of Significant Controllers Registers

The requirements for the keeping of SCRs to enhance the transparency of corporate ownership were introduced under the Companies (Amendment) Ordinance 2018 on 1 March 2018. Since then, companies incorporated in Hong Kong are required to obtain, and maintain, up-to-date information on beneficial ownership by way of keeping a SCR, which is open for inspection by law enforcement officers upon demand.

Licensing of Money Lenders

Following the imposition of additional licensing conditions in October 2018 on specific anti-money laundering and counter-terrorist financing (“AML/CTF”) requirements, the Money Lenders Section continued to conduct onsite inspections and compliance checks on licensed money lenders to ensure proper compliance. In 2019-20, the Money Lenders Section conducted 420 site inspections on licensed money lenders. 242 rectification orders and two warning letters were issued requiring rectification of non-compliances with licensing conditions. As at 31 March 2020, there were 2,279 licensed money lenders, which represents an increase of 4% from 2,199 in 2018-19. 279 new licences were granted in 2019-20.

Enforcement and Prosecution

The Registrar is responsible for enforcing provisions of the Companies Ordinance (“CO”) (Cap. 622) and is delegated with the authority to prosecute cases of non-compliance, where appropriate. In 2019-20, the Registry conducted 6,706 site inspections on companies to check their compliance with the requirements in displaying company names and keeping company registers, including the SCR. A total of 3,762 summonses were also issued for breaches under the CO.





財務表現

在二零一九至二零年度，本處的業務錄得溫和跌幅，收入達6億2,980萬元，與二零一八至一九年度(6億5,110萬元)相比，跌幅為3.3%。而由於員工費用增加了10.2%，本處的運作成本較二零一八至一九年度上升6.2%至4億1,390萬元，但部分增加的開支，因運作開支減少4.2%而抵銷。因此，本處的運作盈利為2億1,590萬元，與二零一八至一九年度(2億6,130萬元)相比，錄得17.4%跌幅。

收入與盈利

Revenue and Profit

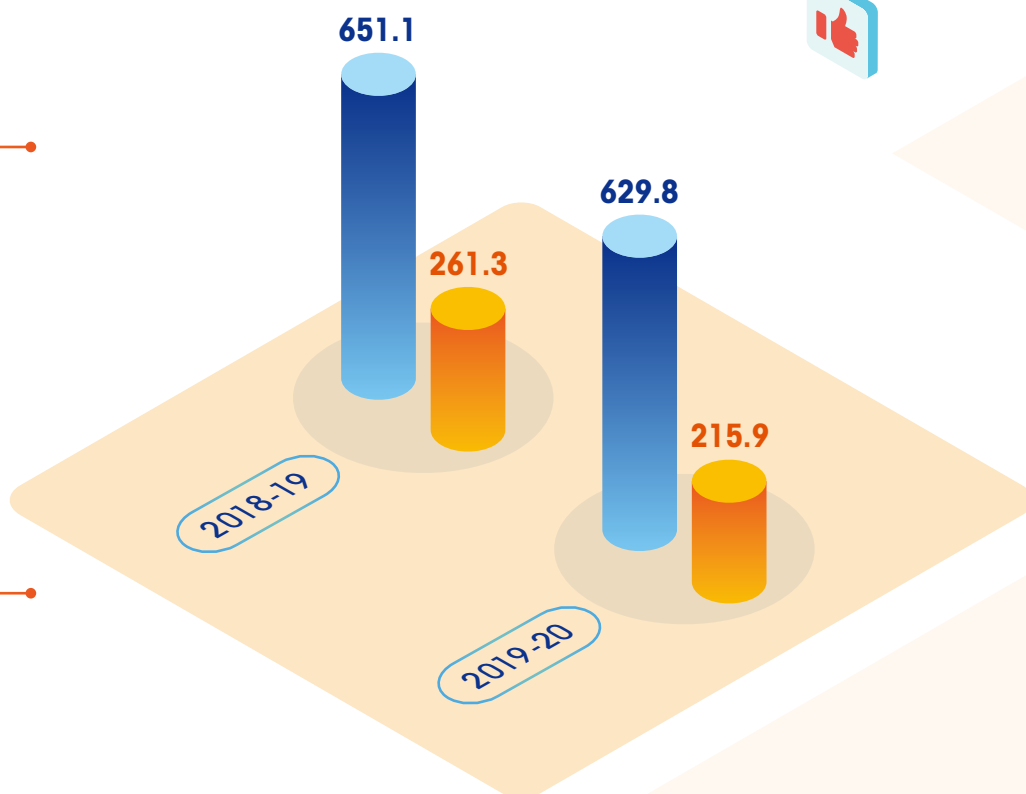
以百萬港元計
HK\$ million



收入
Revenue



運作盈利
Profit from operations



Financial Performance

The business of the Registry declined moderately in 2019-20. Revenue decreased by 3.3% to \$629.8 million as compared to 2018-19 (2018-19: \$651.1 million). Operating costs went up by 6.2% to \$413.9 million as compared to 2018-19 owing to the increase in staff costs by 10.2%, but partly offset by the decrease in operating expenses by 4.2%. These led to a decrease in profit from operations by 17.4% to \$215.9 million (2018-19: \$261.3 million).

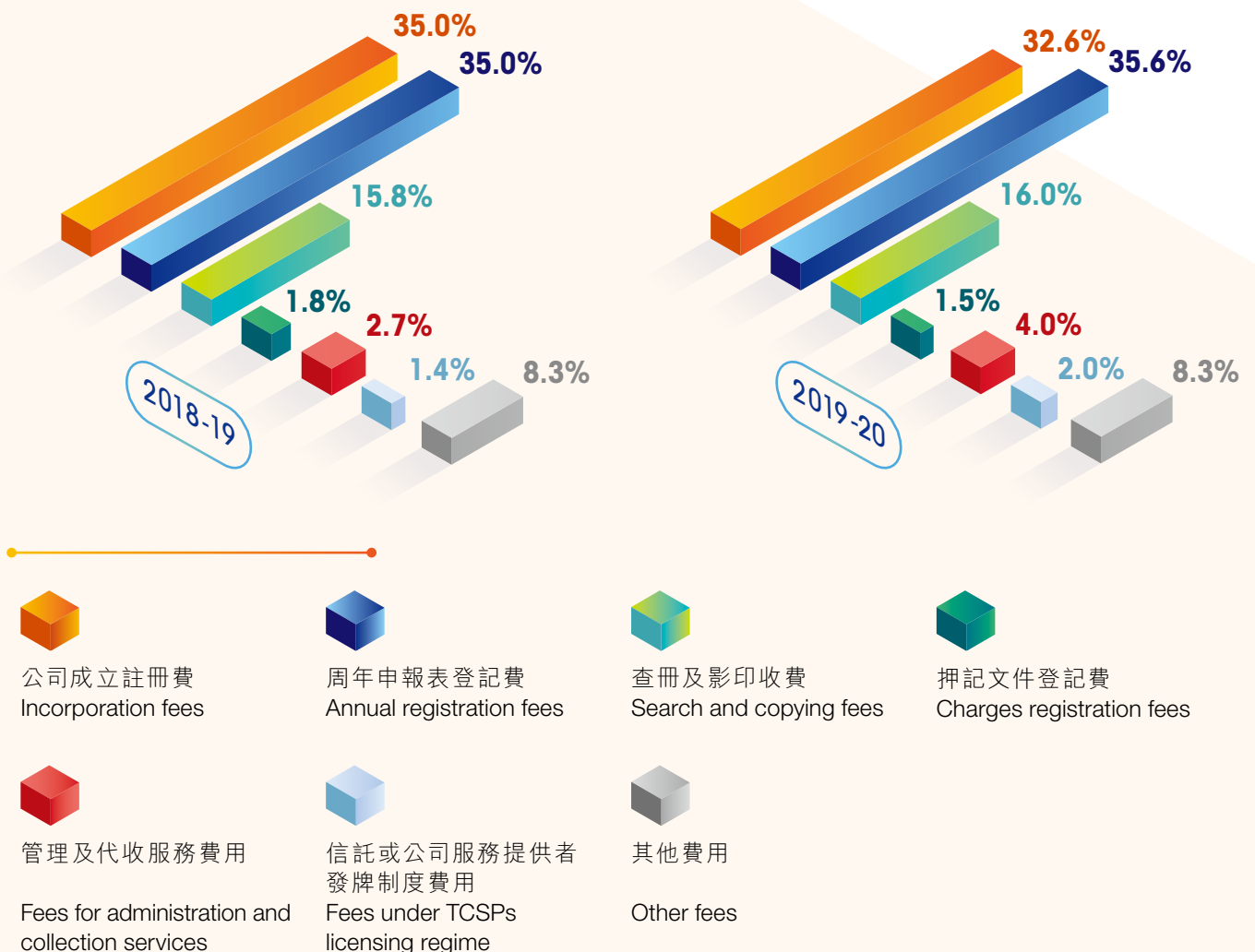




本處約84%的總收入來自新公司註冊成立、周年申報表登記和公司資料查冊等業務。在二零一九至二零年度，由於公司註冊成立的數目顯著下跌，本處收取的公司成立註冊費錄得10.1%的跌幅至2億510萬元（二零一八至一九年度為2億2,820萬元）。本處在二零一九至二零年度來自周年申報表登記費及查冊及影印收費的收入亦分別輕微下跌約1.5%及2.2%。

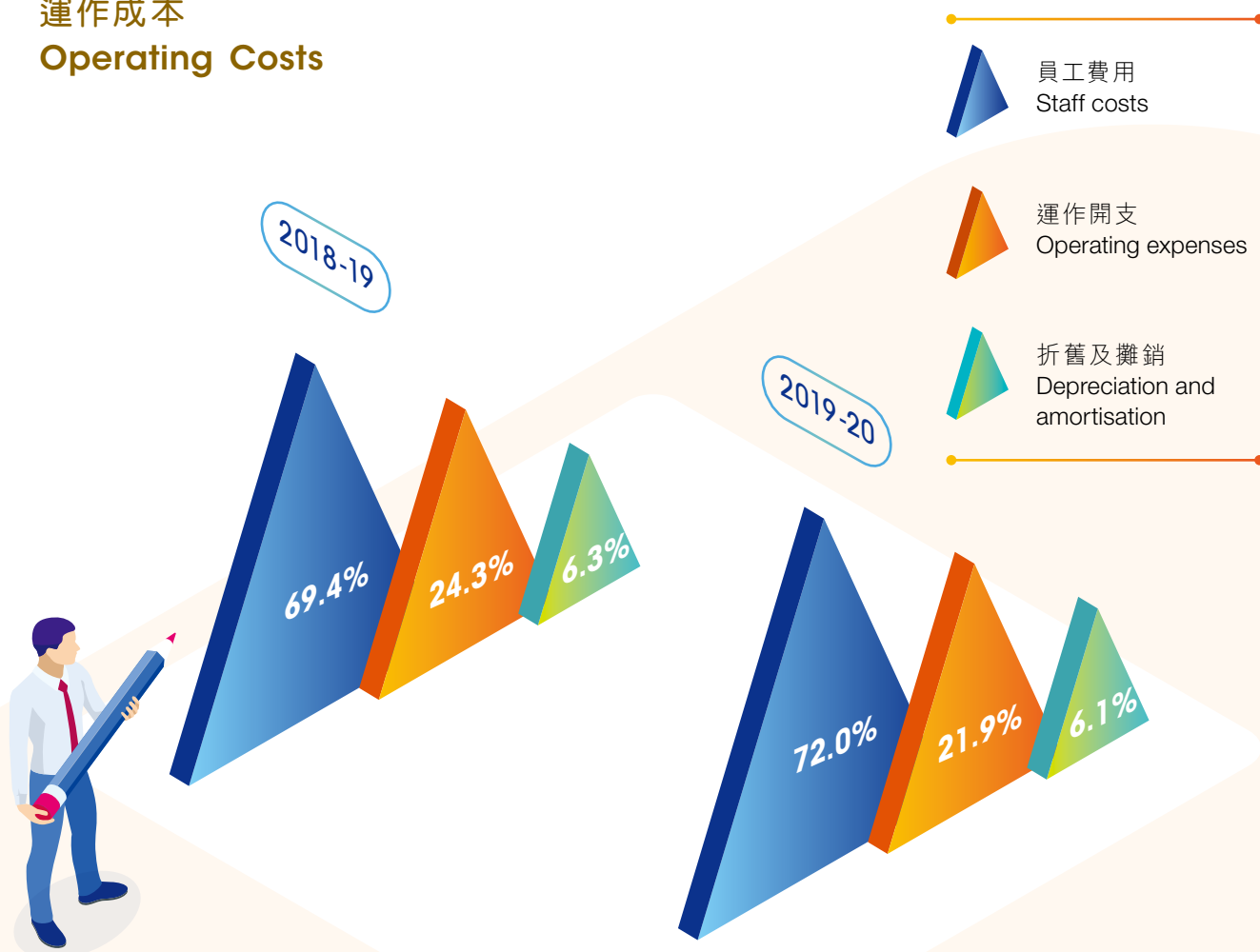
About 84% of the Registry's total revenue is generated from the incorporation of new companies, the registration of annual returns and searches for company information. In 2019-20, owing to the significant decrease in the number of companies incorporated, a decline in revenue from incorporation fees of 10.1% to \$205.1 million (2018-19: \$228.2 million) was recorded. Revenue from annual registration fees and search and copying fees also dropped slightly in 2019-20 by about 1.5% and 2.2% respectively.

收入 Revenue





運作成本 Operating Costs



本處多年來一直能夠達致所訂的財務目標，並維持足夠儲備以應付可持續發展。穩定的財務狀況提供了一個堅固的基礎，讓本處能在未來數年全面翻新現時的「公司註冊處綜合資訊系統」及建設新的資訊科技基礎設施，利用先進科技及創意，應付不斷增加的工作量。

Over the past years, the Registry has been able to meet its financial objectives and maintain sufficient reserves to sustain its on-going development. The stable financial position of the Registry provides a solid foundation to support a revamp of the existing Integrated Companies Registry Information System ("ICRIS") and the setting up of a new IT infrastructure in the next few years to cope with increasing workload by leveraging latest technological development and innovation.



為了「撐企業、保就業」，本處將寬免公司的所有周年申報表登記費(逾期登記除外)，為期兩年，由二零二零年十月一日起實施。寬免周年申報表登記費措施將惠及約140萬間公司，而相關收入將減少約共2.12億元。此外，為鼓勵公眾更廣泛地使用本處的電子服務，本處亦將下調以電子形式成立公司(包括註冊非香港公司)所須繳付費用的10%，由同日起實施，而有關收入將每年減少約1,200萬元。

由於本處的業績很大程度視乎公司的業務情況，而公司的業務情況又會受全球和本地經濟狀況影響而出現波動，加上2019冠狀病毒病疫情存在不確定性，令經濟進一步惡化，因此本處在財務策劃方面會繼續採取審慎態度，並嚴格監控資源的運用。

To support enterprises as well as safeguard jobs, the Registry would waive the registration fees for all annual returns (except for late deliveries) for two years commencing from 1 October 2020, benefiting about 1.4 million companies and reducing related revenue by \$212 million in total. In addition, to encourage the wider use of the Registry's electronic services, the Registry would also reduce the fees payable for incorporation of companies (including registration of non-Hong Kong companies) through electronic means by 10 per cent commencing from the same date with a reduction in the related revenue of about \$12 million per annum.

As the Registry's performance is highly dependent on company activities which are affected by changes in global and local economic conditions, exacerbated by uncertainties relating to the COVID-19, we will continue to stay prudent in financial planning and apply strict control over the use of resources.

