

建設新年代 Building for a New Decade





過去十年來，本處的業績有顯著增長，成果纍纍，奠下穩固基礎，使本處順利邁進新的十年。

The past decade has seen the Registry made significant growth and achievements which laid a solid foundation for us to leap forward into a new decade.

在本處註冊的公司數目，已由二零一零年約80萬間，增加至二零二零年三月底的接近140萬間，而在同一期間，交付本處登記的文件亦由平均每日約7,000份增至近13,000份。在公司條例草案專責小組的齊心努力下，本處成功協助財經事務及庫務局重寫《公司條例》，這項艱鉅的工作歷時頗長，最終新《公司條例》於二零一二年七月獲通過成為法例，而12項附屬法例亦已於二零一三年七月獲通過。新條例於二零一四年三月三日生效，為香港的企業規管揭開新的一頁，不但加強了企業管治，而且促進了香港作為營商地的競爭力。

此外，由二零一八年七月三十日起，當局推行「開放式基金型公司」的新規管制度，這種新的公司類別令香港的基金種類更多元化，拓展香港的基金銷售網絡，同時亦推廣香港作為基金產品的源地，從而深化和擴闊香港資產管理業的規模。

事實上，本處不遺餘力地促進及鞏固信譽優良的營商環境，包括提昇香港在打擊洗錢及恐怖分子資金籌集方面的能力。為加強香港打擊洗錢及恐怖分子資金籌集的監管制度以符合財務行動特別組織(下稱「特別組織」)所制訂的標準，本處自二零一八年三月一日起，已肩負作為信託或公司服務提供者發牌當局的新使命。本處亦於同日實施公司須備存重要控制人登記冊的強制性規定。

The number of companies registered with the Registry has grown from about 0.8 million in 2010 to approaching 1.4 million by the end of March 2020, with the number of documents received for registration jumped from a daily average of around 7,000 to almost 13,000 for the same period. With the concerted efforts of the Companies Bill Team, we supported the Financial Services and the Treasury Bureau ("FSTB") in the successful re-write of the CO, a mammoth project which cumulated in the enactment of the new CO in July 2012 and the passage of twelve pieces of subsidiary legislation in July 2013. The commencement of the new CO on 3 March 2014 marks a new chapter in Hong Kong's corporate regulation, enhances corporate governance and fosters Hong Kong's competitiveness as a place to do business.

In addition, the implementation of a new regulatory regime for a new type of companies, open-ended fund companies ("OFCs"), with effect from 30 July 2018 contributes to diversifying Hong Kong's fund types, expanding the fund distribution network and promoting fund origination in Hong Kong to deepen and broaden Hong Kong's asset management industry.

Indeed, the Registry spares no effort in promoting and strengthening a trusted business environment, including Hong Kong's capabilities in combating money laundering and terrorist financing. In an effort to enhance Hong Kong's regulatory regime for combating money laundering and terrorist financing to comply with the standards set by the Financial Action Task Force ("FATF"), the Registry has taken up a new role as the licensing authority for TCSPs since 1 March 2018. Mandatory requirements on the keeping of a SCR by companies were also introduced with effect from the same date.





就特別組織對香港進行的成員司法管轄區相互評估，二零一八年年底及二零一九年，公司註冊處處長率領本處代表與評估小組進行了十次面談及會議。在各方(包括財經事務及庫務局、其他監管機構及市場參與者)的共同努力下，香港的打擊洗錢及恐怖分子資金籌集制度整體獲評為合規而有效，令香港成為亞太區內第一個成功通過特別組織審核的成員司法管轄區。

過去多年來，本處亦致力透過創新科技及擴大電子服務，迎合客戶不斷轉變的需要。二零一一年一月，本處推出24小時運作的「註冊易」網站(www.eregistry.gov.hk)，是公司註冊歷史上的一個重要里程碑。二零一一年三月，本處與稅務局協作推出「一站式公司成立暨商業登記服務」。其後本處更於二零一二年開始推出全面電子提交公司資料服務及公司查冊流動版服務(www.mobile-cr.gov.hk)，再於二零一七年推出流動版電子表格提交服務。

根據世界銀行過去多年發表的《營商環境報告》，香港在「開辦企業」方面的國際排名，由二零一零年的第18位，躍升至二零二零年的第5位，這主要有賴精簡公司註冊程序及推出一站式公司註冊及商業登記服務所致。

邁向新的十年，在建立穩固的基礎上，本處會致力加強香港作為國際金融和商業中心的地位。

Representatives of the Registry, led by the Registrar, attended ten interviews and meetings with the assessment team in the Mutual Evaluation process of Hong Kong by fellow member jurisdictions of the FATF in late 2018 and 2019. With the strenuous efforts of everyone, including the FSTB, other regulators and market participants, Hong Kong's AML/CTF regime was assessed to be compliant and effective overall, making it the first jurisdiction in the Asia-Pacific region to have achieved an overall compliant result.

We are also committed to coping with changes in our customers' needs through innovation and expansion of our electronic services in the past years. A major milestone in the history of company registration was the launch of our 24-hour internet portal "e-Registry" (www.eregistry.gov.hk) in January 2011. In collaboration with the Inland Revenue Department, a new one-stop service for company incorporation and business registration was introduced in March 2011. This was followed by the roll-out of full-scale electronic filing of company information, mobile company search service starting from 2012 and mobile filing service in 2017.

Primarily through streamlining of company incorporation procedures and the introduction of the one-stop company incorporation and business registration service, Hong Kong's international ranking in "starting a business" jumped from being the 18th in 2010 to the 5th in 2020, as reported by the World Bank in its Doing Business Reports over the years.

Moving forward to a new decade, the Registry strives to build on its solid foundation with a view to further strengthening Hong Kong's position as an international financial and commercial centre.





方便營商以促進及支持大灣區的發展

粵港澳大灣區是中國開放程度最高、經濟活力最強的區域之一，在國家發展大局中發揮重要戰略作用。為支援各行業在大灣區開拓新領域，本處會繼續致力提供現代化、高效率的網上綜合平台，並促進香港高水平的企業管治，藉此方便開辦企業。本處會繼續締造信譽優良的營商環境，使投資者和各行業有信心在大灣區取得成功。

發展香港成為國際資產及財富管理中心

為進一步發展香港成為國際資產、財富管理中心及基金的首要註冊地，當局於二零一八年七月引入開放式基金型公司的新結構，以優化市場基建。本處負責處理開放式基金型公司成立為法團的事宜及相關法定文件存檔的工作。

由二零二零年八月三十一日起，本處亦負責執行全新的有限合夥基金制度，藉此提供一個新的法定架構，讓私人投資基金(包括私募基金及創投基金)在香港以有限責任合夥的形式成立和註冊。此舉以便將資本引入實體行業公司，包括位於大灣區的創新及科技領域的初創企業。

Facilitating Businesses to Foster and Support the Development of the Greater Bay Area

The Guangdong-Hong Kong-Macao Greater Bay Area (“Greater Bay Area”) is one of the most open and vibrant regions in China which plays a significant strategic role in the overall development of the country. To support businesses to break new ground in the Greater Bay Area, the Registry will continue with its efforts in facilitating the starting of businesses by providing a modern, efficient and integrated online platform and promoting a high standard of corporate governance in Hong Kong. The Registry will continue to ensure a trusted business environment so that investors and businesses are confident in their pursuits of success in the Greater Bay Area.

Developing Hong Kong as an International Asset and Wealth Management Centre

To further develop Hong Kong as an international asset and wealth management centre and a preferred fund domicile, a new OFC structure was introduced in July 2018 to enhance market infrastructure. The Registry handles the incorporation and statutory filings of OFCs.

With effect from 31 August 2020, the Registry also administers a new Limited Partnership Fund regime, with a view to providing a new statutory framework for private investment funds (including private equity and venture capital funds) to set up and register in Hong Kong in the form of limited partnerships. This facilitates the channelling of capital into corporates, including start-ups in the innovation and technology field in the Greater Bay Area.





新一代公司註冊處綜合資訊系統

一個機構能持續進步，以及應對不斷轉變的需求，關鍵在於策略性地運用資訊科技。為了配合一日千里的科技發展，以及應付日益增加的工作量和滿足客戶更高的期望，本處已於二零一八年十月展開「新一代公司註冊處綜合資訊系統」的發展項目（下稱「發展項目」）。發展項目將會全面翻新現時的資訊系統，建立一個單一的網上綜合平台，以便日後支援本處核心業務的運作。本處全面翻新綜合資訊系統時，會致力運用最新的科技發展，加入新的功能，例如設立雲端平台、使用區塊鏈技術及人工智能來提供服務和備存公司資料等。

發展項目的第一階段是全面翻新公司註冊處網站(www.cr.gov.hk)，新網站經已完成並於二零一九年七月推出。

The Next Generation of the Integrated Companies Registry Information System

Strategic use of information technology is crucial for an organisation to stay vital for improvement and respond to changing needs. To keep pace with rapid technological advances, handle the increasing workload and meet rising expectations of our customers, we have embarked on a development project entitled “The Next Generation of ICRIS for the Companies Registry” in October 2018. The project seeks to revamp the existing information systems to produce a single, integrated online platform that supports the Registry’s core business operations in future. The Registry will seek to leverage latest technological developments in the development of the revamped system. Examples of some of the new features include the setting up of cloud platform, the use of blockchain technology and artificial intelligence in the provision of our services and the keeping of company information.

As phase one of the revamp project, the Registry’s website (www.cr.gov.hk) was renovated and a new website was launched in July 2019.





信託及公司服務提供者 註冊辦事處

根據《打擊洗錢及恐怖分子資金籌集條例》(第 615 章)，本處自二零一八年三月起肩負擔任信託或公司服務提供者發牌當局的新使命。在該發牌制度下，信託或公司服務提供者須向公司註冊處處長申請牌照，並須通過「適當人選」的評定，方會獲批牌照在香港經營提供信託或公司服務業務。信託或公司服務持牌人須遵從包括客戶盡職審查和備存紀錄的各項法定規定。信託及公司服務提供者註冊辦事處的人員會進行實地巡查、會見及非現場監察，以確保信託或公司服務提供者牌照申請人及持牌人遵從所有相關規定。本處亦會視乎違規個案的情況，採取檢控及紀律行動。

完善的信託或公司服務提供者發牌制度，增強了香港打擊洗錢及恐怖分子資金籌集的能力，並有助確保香港維持作為廉潔和信譽優良的營商之地。

The Registry for Trust and Company Service Providers

The Registry has taken up a new role as the licensing authority for TCSPs under the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615) since March 2018. Under the licensing regime, TCSPs are required to apply for a licence from the Registrar and must pass a “fit-and-proper” test before a licence is granted for the carrying on of a trust or company service business in Hong Kong. TCSP licensees must comply with, among other things, statutory customer due diligence and record-keeping requirements. Officers of the TCSP Registry conduct onsite inspections, interviews and offsite monitoring to ensure that applicants for TCSP licences and licensees comply with all relevant requirements. Prosecution and disciplinary actions are also taken for non-compliant cases where appropriate.

The robust licensing regime for TCSPs reinforces Hong Kong’s capabilities in combating money laundering and terrorist financing and helps to ensure that Hong Kong remains a clean and trusted place to do business.





加強對放債人的規管

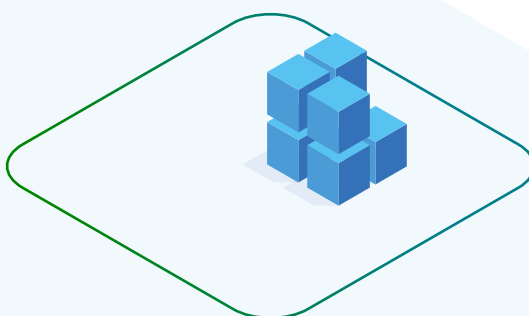
自二零一六年起，政府採取四大範疇的應對措施處理與放債業務有關的不良手法，包括加強警方執法，施加更嚴格的牌照條件，加強公眾教育及宣傳，以及向公眾提供更多諮詢服務。為了就牌照條件的規定向放債人提供指引，公司註冊處處長於二零一六年十月以放債人註冊處處長的身分發出《有關放債人牌照的牌照條件指引》。為確保有關打擊洗錢及恐怖分子資金籌集規定的新牌照條件獲得遵從，當局亦於二零一八年九月公布《持牌放債人遵從打擊洗錢及恐怖分子資金籌集規定的指引》。

施加更嚴格的牌照條件及在四大範疇下採取的其他應對措施，均有助遏止不良放債手法的問題，特別是近年與財務中介有關的問題。本處會繼續留意放債業務的最新發展，並會繼續加強有關監管措施，期望能在加強保障消費者權益的同時，亦能讓消費者可以合理地取得業界的信貸服務。

Enhancing the Regulation of Money Lenders

Since 2016, the Government has implemented a four-pronged approach to tackle malpractices relating to the money lending business, including enhanced enforcement by the Police; imposition of more stringent licensing conditions; enhanced public education and publicity; and enhanced advisory services to the public. To provide guidance to money lenders on the requirements of the licensing conditions, the Registrar, in her capacity as the Registrar of Money Lenders issued the Guidelines on Licensing Conditions of Money Lenders Licence in October 2016. To ensure compliance with new licensing conditions on AML/CTF requirements, the Guideline on Compliance of Anti-Money Laundering and Counter-Terrorist Financing Requirements for Licensed Money Lenders was also promulgated in September 2018.

The imposition of more stringent licensing conditions, together with other measures under the four-pronged approach, has helped to contain the problem of money lending malpractices, in particular, the problem relating to intermediaries in recent years. The Registry will keep in view the latest developments of the money lending business and continue to enhance regulatory measures with a view to strengthening consumer protection while maintaining reasonable access to credits in the sector.





《非香港公司(披露公司名稱、成立為法團所在地方及成員的有限法律責任)規例》(第622M章)

為確保規管更為妥善，《非香港公司(披露公司名稱、成立為法團所在地方及成員的有限法律責任)規例》(第622M章)已於二零一九年八月一日起實施，藉此劃一非香港公司及香港公司的披露規定。

Non-Hong Kong Companies (Disclosure of Company Name, Place of Incorporation and Members' Limited Liability) Regulation (Cap. 622M)

For better regulation, the Non-Hong Kong Companies (Disclosure of Company Name, Place of Incorporation and Members' Limited Liability) Regulation (Cap. 622M) came into operation on 1 August 2019 to align the disclosure requirements applicable to non-Hong Kong companies with those of Hong Kong companies.

