

齊心創未來

Moving Towards a Better Tomorrow





過去一年，因**2019**冠狀病毒病疫情肆虐，本處經歷了前所未有的挑戰。為紓緩**2019**冠狀病毒病疫情對本地經濟所造成的打擊，本處實施了紓困措施以支援企業。透過推行各項規管制度及措施，本處繼續鼓勵及支持大灣區的進一步發展及便利營商。我們深信，一個單一的網上綜合平台，有助於提供精益求精的服務和提升客戶使用服務的流暢體驗，因此本處致力在提供服務方面注入創意及新科技，開創未來。

Over the past year, we have experienced unprecedented challenges resulting from the COVID-19 pandemic. To alleviate the impact of the COVID-19 pandemic on the local economy, the Registry has implemented relief measures to support enterprises. We continue to assist in encouraging and supporting the further development of the Greater Bay Area and facilitate businesses through the implementation of various regulatory regimes and initiatives. Firmly believing that a single integrated online platform will improve service delivery and enhance customer experience, we strive to invest in innovative ideas and new technology in the provision of our services, leading us towards a better tomorrow.

支持企業的紓困措施

本處根據《修訂規例》，寬免在二零二零年十月一日至二零二二年九月三十日(下稱「寬免期」)交付本處的所有周年申報表的登記費用(逾期交付的周年申報表除外)，為期兩年，這是財政司司長在二零二零至二一年度財政預算案中宣布推出的多項「撐企業、保就業」的紓困措施之一。

登記費用的寬免適用於在寬免期內依時交付本處的周年申報表。依時交付的周年申報表包括有股本的私人公司、有股本的公眾公司，及擔保有限公司在公司的申報表日期後的42日內交付的周年申報表；以及註冊非香港公司在註冊周年日後的42日內交付的周年申報表。這項措施可惠及約140萬間公司。

Relief Measures to Support Enterprises

As one of the various relief measures to support enterprises and safeguard jobs as announced by the Financial Secretary in the 2020-21 Budget, the registration fees for all annual returns (except for late delivery) are waived for two years from 1 October 2020 to 30 September 2022 ("the concession period") under the Amendment Regulation.

The waiver of registration fees would apply to annual returns delivered to the Registry during the concession period on time within 42 days after the company's return date for private companies having share capital, public companies having share capital and companies limited by guarantee; and within 42 days after the anniversary of registration for registered non-Hong Kong companies, benefiting about 1.4 million companies.

自《修訂規例》於二零二零年十月一日起實施，至二零二零至二一財政年度結束為止，已有515,193間公司向本處交付周年申報表時受惠於這項寬免措施。

為在大灣區營商提供便利

大灣區建設是內地城市、香港和澳門發展藍圖中的重大發展戰略。而香港具備優越條件，為大灣區的經濟及金融發展提供便利，並抓緊大灣區發展為香港經濟持續增長帶來的巨大機遇。本處會繼續透過促進高水平的企業管治、維持高效率的公司註冊制度、便利在香港開辦企業及推行新措施，藉此確保信譽優良的營商環境，使香港成為具吸引力的營商之都。

全新的有限合夥基金制度

為了鞏固香港作為首要國際資產及財富管理中心的地位，《有限合夥基金條例》(第637章)於二零二零年八月三十一日起實施，以設立新的有限合夥基金制度，讓投資基金可在香港以有限責任合夥的形式註冊。該新制度是一個由本處負責的註冊制度。

該新制度旨在吸引投資基金(包括私募基金及創投基金)在香港成立和運作，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。

Since the commencement of the Amendment Regulation on 1 October 2020 and up to the close of the financial year 2020-21, 515,193 companies have benefited from the waiver in delivering their annual returns to the Registry.

Facilitating Businesses in the Greater Bay Area

The development of the Greater Bay Area is granted the status of key strategic planning in the development blueprint of the Mainland cities, Hong Kong and Macao. Hong Kong is well-positioned to facilitate economic and financial development of the Greater Bay Area, and leverage the enormous opportunities presented by the Greater Bay Area for the sustainable growth of our economy. The Registry will continue to ensure a trusted business environment by promoting a high standard of corporate governance, maintaining a highly efficient company registration system, facilitating startup of businesses in Hong Kong and implementing new initiatives with a view to making Hong Kong an attractive place for doing business.

New Limited Partnership Fund Regime

To foster the position of Hong Kong as a premier international asset and wealth management centre, the Limited Partnership Fund Ordinance (Cap. 637), which provides a new LPF regime enabling investment funds to register in Hong Kong in the form of a limited partnership, came into operation on 31 August 2020. The new LPF regime is a registration scheme administered by the Registry.

The new LPF regime seeks to attract investment funds (including private equity and venture capital funds) to set up and operate in Hong Kong so as to facilitate the channelling of capital into corporates, including start-ups in the innovation and technology field in the Greater Bay Area.

外地投資基金遷冊來港 並註冊為開放式基金型公司 或有限合夥基金

為了把香港發展成為首選的基金註冊地，政府多管齊下，透過引入新的基金結構和優化現有基金結構，鼓勵基金在本地落戶和營運。開放式基金型公司制度和有限合夥基金制度分別於二零一八年七月和二零二零年八月設立，投資基金現時除了可以沿用已久的單位信託的形式，亦可以公司或有限責任合夥的形式在香港成立。本處負責處理開放式基金型公司的成立和為有限合夥基金註冊，並一直與有關金融監管機構緊密合作，以確保有關制度得以順利執行。

為了進一步增加開放式基金型公司制度和有限合夥基金制度的吸引力，並提高香港作為國際資產和財富管理樞紐的競爭力，政府已就在開放式基金型公司制度和有限合夥基金制度下基金遷冊的新機制制訂立法建議，以吸引現有的非香港基金落戶香港。此舉亦會為資產及財富管理業創造商機和帶動相關專業服務的需求。在擬議機制下，根據香港以外司法管轄區的法律以公司或有限責任合夥形式成立的基金，可申請在香港分別註冊為開放式基金型公司或有限合夥基金。遷冊來港後，基金會如本港其他新成立的開放式基金型公司或有限合夥基金般，享有相同的權利和承擔相同的責任。而本處在遷冊方面的角色，與本處現時在新開放式基金型公司和有限合夥基金的成立或註冊方面所擔當的角色相若。基金遷冊來港的機制預期於二零二一年年底開始實施。

Re-domiciliation of Foreign Investment Funds to Hong Kong as Open-ended Fund Companies and Limited Partnership Funds

With a view to developing Hong Kong into a preferred fund domicile, the Government has been stepping up efforts to encourage fund formation and operation in Hong Kong through diversifying and enhancing our fund structures. Following the establishment of the OFC and LPF regimes in July 2018 and August 2020 respectively, an investment fund may now be established in Hong Kong in the form of a company or a limited partnership, in addition to the long-established form of a unit trust. The Registry handles the incorporation of OFCs and registration of LPFs, and works closely with the relevant financial regulators to ensure the smooth administration of the regimes.

To further enhance the attractiveness of the OFC and LPF regimes and the competitiveness of Hong Kong as an international asset and wealth management hub, the Government has introduced legislative proposals on a new fund re-domiciliation mechanism under the OFC and LPF regimes to attract existing non-Hong Kong funds to re-locate to Hong Kong. This will also create business opportunities for the asset and wealth management sector and generate demand for related professional services. Under the proposed mechanism, a fund set up in the form of a corporate or a limited partnership under the law of a jurisdiction outside Hong Kong may apply for registration as an OFC or LPF in Hong Kong respectively. Upon re-domiciliation, the fund will have the same rights and obligations as any other newly established OFCs or LPFs in Hong Kong. The role of the Registry in respect of re-domiciliation will be similar to that of the Registry in respect of incorporation or registration of new OFCs and LPFs currently. It is expected that the new re-domiciliation mechanism will commence operation in late 2021.

公司登記冊查冊安排

考慮到社會對保護公共登記冊所載的敏感個人資料日益關注，政府在年內進行了檢討，並建議實施《公司條例》(第622章)下已於二零一二年獲立法會通過、但至今尚未生效的公司登記冊查冊安排。

在新查冊制度下，公司登記冊只會披露通訊地址而非通常住址，及部分而非完整個人身分識別號碼，讓公眾查閱。本處會制訂行政措施，以確保公司登記冊上所載的資料能繼續有效地識別個人身分，而「指明人士」名單可讓指明人士在履行有關法定程序和責任的職責時，包括實施《打擊洗錢及恐怖分子資金籌集條例》(第615章)(下稱《打擊洗錢條例》)所載的反洗錢及恐怖分子集資措施及執行有關法例，可以取覽有關個人的通常住址及完整身分識別號碼。本處協助有關立法工作及將落實所需的行政措施，分階段實施新的查冊安排，並保持登記冊有效、公開及透明。

Inspection Regime of the Companies Register

Taking into account rising community concern over protection of sensitive personal information contained in public registers, the Government conducted a review during the year and put forth a proposal to effect the yet-to-commence inspection regime of the Register provided under the Companies Ordinance (Cap. 622) passed by the Legislative Council in 2012.

Under the new inspection regime, correspondence addresses instead of usual residential addresses, and partial instead of full identification numbers of individuals will be disclosed on the Register for public inspection. Administrative measures will be put in place to ensure that information on the Register continues to be effective for identifying individuals, while a list of “specified persons” can access the usual residential addresses and full identification numbers of the individuals for the conduct of functions in relation to statutory procedures and obligations, including implementation of anti-money laundering and counter-terrorist financing measures under the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615) (“AMLO”), and law enforcement. The Registry assisted in the legislative exercise and will put in place necessary administrative measures with a view to implementing the new inspection regime in phases, while ensuring the Register remains effective, open and transparent.

信託及公司服務提供者 註冊辦事處

為履行香港的國際責任並促進廉潔而信譽優良的營商環境，本處致力加強香港打擊洗錢及恐怖分子資金籌集的能力。就此，本處負責監督信託或公司服務提供者發牌制度。任何人擬在香港經營信託或公司服務業務，須向處長申請牌照，並須通過「適當人選」評定，方會獲批給牌照。信託或公司服務持牌人須遵從客戶盡職審查和備存紀錄等各項法定的反洗錢及恐怖分子集資規定。信託及公司服務提供者註冊辦事處的人員會根據風險為本方案進行實地巡查、會見及非現場監察，以確保牌照申請人及持牌人遵從所有相關規定。本處會視乎違規個案的情況發出勸喻信或警告信、提出檢控或採取紀律行動(包括公開譴責、罰款及勒令作出糾正)。本處會繼續進行外展工作及提供所需導引，讓業界加深認識《打擊洗錢條例》和本處的指引所載的反洗錢及恐怖分子集資規定。

The Registry for Trust and Company Service Providers

With a view to fulfilling Hong Kong's international obligations and promoting a clean and trusted business environment, the Registry is committed to reinforcing Hong Kong's capabilities in combating money laundering and terrorist financing. In this connection, the Registry oversees the licensing regime for trust or company service providers ("TCSPs"). Any person seeking to carry on a trust or company service business in Hong Kong is required to apply for a licence from the Registrar and must satisfy a "fit-and-proper" test before a licence is granted. TCSP licensees must comply with statutory anti-money laundering and counter-terrorist financing requirements including customer due diligence and record-keeping. Onsite inspections, interviews and offsite monitoring are conducted in accordance with a risk-based approach to ensure that applicants for TCSP licences and licensees are in compliance with all relevant requirements. The Registry may issue advisory or warning letters or take prosecution or disciplinary actions (including public reprimands, pecuniary penalties and remedial orders) for non-compliant cases where appropriate. The Registry will continue its outreaching programmes and provide necessary guidance to enhance the TCSP sector's understanding of the anti-money laundering and counter-terrorist financing requirements as set out in the AMLO and the Registry's guidelines.

加強對放債人的規管

放債人註冊處處長的職責由處長兼任。處長繼續致力加強及優化施加於持牌放債人的規管措施。

經參照由財務行動特別組織所發表的關於香港的相互評估報告所作建議後，本處更新了《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》。更新的指引自二零二零年十月起生效。

放債人註冊處處長已於二零二一年三月取得牌照法庭的批准，就所有放債人牌照當批出或續期時，在牌照上施加一項新增的牌照條件及兩項修訂的牌照條件。《有關放債人牌照的牌照條件指引》已於二零二一年三月作出相應修訂。

為了加強對放債人發牌事宜的審批程序，放債人註冊處處長已於二零二一年一月二十九日發布兩份指引，即《放債人牌照適當人選準則的指引》及《放債人牌照申請人遞交業務計劃的指引》。

自二零二一年一月起，本處每月將放債人牌照及對持牌放債人採取的執法行動的統計數字，上載至本處網站，以增加執法行動的透明度。

Enhancing the Regulation of Money Lenders

The Registrar of Money Lenders, whose role is performed by the Registrar, continues the efforts in enhancing and refining the regulatory measures on licensed money lenders.

The Guideline on Compliance of Anti-Money Laundering and Counter-Terrorist Financing Requirements for Licensed Money Lenders has been updated, taking into account the latest recommendations in the Mutual Evaluation Report of Hong Kong issued by the Financial Action Task Force, and has been in force since October 2020.

The Registrar of Money Lenders has obtained the approval of the Licensing Court in March 2021 to impose an additional and two revised conditions on all money lenders licences as and when they are granted or renewed. The Guidelines on Licensing Conditions of Money Lenders Licence were revised accordingly in March 2021.

To strengthen the vetting process for the licensing of money lenders, the Registrar of Money Lenders has published two guidelines on 29 January 2021, namely the Guideline on Fit and Proper Criteria for Licensing of Money Lenders and the Guideline on Submission of Business Plan by Applicant of a Money Lenders Licence.

Starting from January 2021, the Registry has uploaded the statistics on licensing of money lenders and enforcement actions taken against licensed money lenders to its website on a monthly basis to enhance transparency of enforcement actions.

新一代公司註冊處綜合資訊系統

綜合資訊系統於二零零五年首次推出，是本處的核心資訊系統。為了實踐向客戶提供優質服務的理想，以及滿足市民更高的期望，本處多年來持續為綜合資訊系統進行提升工程，藉以配合法例和程序上的改變，並透過網上查冊中心、公司查冊流動版服務、「註冊易」及「CR交表易」流動應用程式，提供各項電子服務。

為了配合一日千里的科技發展及趨勢，本處已展開「新一代公司註冊處綜合資訊系統」的發展項目(下稱「全面翻新的資訊系統」)。該發展項目旨在全面翻新現時各資訊系統，以建立一個單一的網上綜合平台，支援本處日後核心業務的運作及各項電子服務。經整合本處不同服務的功能及設定後，客戶將可以更輕鬆地通過優化的互通平台與本處互動。因應資訊系統發展的趨勢，本處亦會致力運用最新科技，例如雲端平台、區塊鏈方案及人工智能等技術來提供服務和備存公司資料等。此外，全面翻新的資訊系統將能支援各項推行中及計劃中的新措施，以便改善本處公司註冊制度的穩健性以及企業管治的監管職能。

The Next Generation of the Integrated Companies Registry Information System

The ICRIS, which is the core information system of the Registry, was first launched in 2005. To achieve the vision in providing quality services to our customers and meeting the rising public expectations, the ICRIS has undergone continuous enhancements over the years to cater for legislative and procedural changes and provide a wide range of electronic services through the Cyber Search Centre, the Company Search Mobile Service, the e-Registry and the “CR eFiling” mobile application.

To keep pace with rapid technological trends and advances, the Registry has embarked on a development project entitled “The Next Generation of ICRIS for the Companies Registry” (“the Revamped ICRIS”). The project seeks to revamp the existing information systems for developing a single and integrated online platform that supports the Registry’s core business operations as well as electronic services in future. With the enhanced platform commonality, customers will be able to interact with the Registry more easily with integrated features and settings across our different services. Following the trends in information systems development, the Registry will also seek to leverage latest technologies such as the cloud platform, blockchain solution and artificial intelligence, etc. in the provision of services and the keeping of company information. The Revamped ICRIS will also be capable of supporting various new initiatives being implemented and in the pipeline that seek to refine the robustness of our company registration system as well as company governance regulatory functions.