

# 業務回顧 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。本處處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。本處亦肩負作為信託或公司服務提供者的發牌及監管當局的角色。由二零二零年八月起，本處負責執行全新的制度，讓投資基金在香港以有限合夥基金形式設立和註冊。我們亦繼續利用創新意念及最新科技，致力提升各項服務。

The services of the Registry 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 process applications relating to money lenders licences and maintain a register of money lenders for public inspection. We have also taken up the role as the licensing and regulatory authority for TCSPs. Starting from August 2020, the Registry administers a new LPF regime for investment funds to set up and register in Hong Kong. We continuously seek to improve our services by harnessing innovative ideas and latest technologies.

## 公司註冊成立

在全球經濟受到2019冠狀病毒病疫情打擊的情況下，在二零二零至二一年度共有105,841間新公司註冊成立，按年跌幅為11.2%。在新註冊成立的公司當中，約81%是由一名成員組成的公司。

在二零二零至二一年度，由於因應2019冠狀病毒病疫情而實施特別工作安排，以及自二零二零年十月一日起扣減以電子形式成立公司及註冊非香港公司所須繳付的費用，本處的一站式電子公司註冊及商業登記服務的使用量顯著增加。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的公司註冊申請所佔的百分率，由二零一九至二零年度的約40%躍升至二零二零至二一年度的約54%。

## Incorporation of Companies

Against the backdrop of the dampening of global economic condition under the COVID-19 pandemic, the number of new companies incorporated in 2020-21 was 105,841, a decrease of 11.2% year-on-year. Around 81% of the newly incorporated companies were one-member companies.

Owing to the special work arrangements under COVID-19 in 2020-21 and the reduction of fees payable for incorporation of companies and registration of non-Hong Kong companies through electronic means since 1 October 2020, there was a significant increase in the use of the Registry's one-stop electronic company incorporation and business registration service. The percentage of incorporation applications which were delivered electronically through the e-Registry (www.eregistry.gov.hk) and the "CR eFiling" mobile application jumped from approximately 40% in 2019-20 to approximately 54% in 2020-21.

## 文件登記

在二零二零至二一年度，交付本處登記的文件數目共有2,884,719份，與二零一九至二零年度相比，錄得7.2%的跌幅，平均每個工作日交付本處登記的文件為11,632份。這些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、註冊辦事處地址的更改、股份配發申報書和周年申報表等。

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，交付本處以申報公司秘書、註冊辦事處地址及登記冊備存地點有所更改的文件數目，已在年內回復正常水平。

## 公眾查冊

在二零二零至二一年度，查閱文件影像紀錄共有4,942,989宗 – 平均每日13,542宗，數字與二零一九至二零年度相若。另一方面，查閱公司資料及董事索引的數目分別有357,142宗及435,031宗，增幅分別為9.4%及7.1%。

網上公司查冊服務繼續大受歡迎，超過99.8%的公司查冊是在網上進行。

在二零二零至二一年度，使用流動裝置進行公司查冊有586,214宗，較前一年下跌22.9%。

## Registration of Documents

In 2020-21, a total of 2,884,719 documents were received for registration by the Registry, representing a decrease of 7.2% over 2019-20. An average of 11,632 documents were received per working day. These documents provide information on different aspects of the operations of a company which include the articles of association, notifications of appointments, resignations and changes in particulars of directors and company secretaries, changes of registered office addresses, returns of allotments and annual returns.

The year also saw normal number of documents reporting changes in company secretaries and registered office addresses and the location of registers received by the Registry following the commencement of the TCSP and Significant Controllers Register (“SCR”) regimes in March 2018.

## Public Searches

In 2020-21, a total of 4,942,989 searches of document image records were made – a daily average of 13,542, and the figure is comparable to that of 2019-20. On the other hand, the number of searches of company particulars and on the Directors Index increased by 9.4% and 7.1% to 357,142 and 435,031 respectively.

Online company searches continued to be very popular. Over 99.8% of the company searches were made online.

586,214 company searches were conducted through mobile devices in 2020-21, which represent a decrease of 22.9% when compared to the previous year.

## 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監管當局，本處負責施行信託或公司服務提供者發牌制度。在二零二零至二一年度，本處共收到506宗新牌照申請，並批出了487個新牌照。截至二零二一年三月三十一日，「信託或公司服務持牌人登記冊」上共有7,221名持牌人。在二零二零至二一年度，本處人員進行了420次實地巡查，並就違規個案發出一封勸喻信及213封警告信。在同一年度內，本處亦對違反《打擊洗錢條例》的信託或公司服務提供者共發出605張傳票。

## 公司須備存重要控制人登記冊

為了提升法團實益擁有權的透明度，《2018年公司(修訂)條例》於二零一八年三月一日實施，引進公司須備存重要控制人登記冊的規定。自此，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。重要控制人登記冊制度的運作一直暢順有效。本處繼續定期進行實地巡查，確保公司遵從有關規定。

## Licensing of Trust or Company Service Providers

As the regulatory authority for TCSPs, the Registry administers a licensing regime for TCSPs. In 2020-21, 506 applications for new licences were received and 487 new licences were granted. As at 31 March 2021, there were 7,221 licensees on the Register of TCSP Licensees. In 2020-21, 420 onsite inspections were conducted and one advisory letter and 213 warning letters were issued for non-compliant cases. The Registry also issued 605 summonses for breaches under the AMLO in the year.

## Keeping of Significant Controllers Registers

The requirements for the keeping of SCRs to enhance the transparency of corporate beneficial 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 an SCR which is opened for inspection by law enforcement officers upon demand. The operation of the SCR regime has been smooth and effective. The Registry continues to conduct site inspections regularly to ensure that companies are in compliance with the requirements.

## 放債人牌照

在二零二零至二一年度，放債人註冊辦事處(下稱「註冊辦事處」)對持牌放債人進行了195次實地巡查及58次非現場的檢查。註冊辦事處亦發出了85項糾正命令及5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。截至二零二一年三月三十一日，持牌放債人的數目為2,442名，與二零一九至二零年度的2,279名持牌放債人比較，增幅為7.2%。在二零二零至二一年度，共有381個新牌照獲批出。

## 為有限合夥基金註冊

有限合夥基金制度自二零二零年八月三十一日開始實施以來，吸引了不少投資基金在香港成立和運作。截至二零二一年三月三十一日，本處收到180宗將基金註冊為有限合夥基金的申請，其中170個基金已成功註冊為有限合夥基金。

## 執法及檢控

公司註冊處處長負責執行《公司條例》(第622章)的各項規定，並獲授權按情況檢控未有遵從法規的個案。在二零二零至二一年度，本處對公司進行了共1,601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2,463張傳票。

## Licensing of Money Lenders

In 2020-21, the Money Lenders Section conducted 195 onsite inspections and 58 offsite inspections on licensed money lenders. 85 rectification orders and 5 warning letters were issued requiring rectification of non-compliances with licensing conditions. As at 31 March 2021, there were 2,442 licensed money lenders, which represent an increase of 7.2% from 2,279 in 2019-20. 381 new licences were granted in 2020-21.

## Registration of Limited Partnership Funds

The LPF regime has attracted quite a number of investment funds to set up and operate in Hong Kong since its commencement on 31 August 2020. As at 31 March 2021, the Registry has received 180 applications for registration of a fund as an LPF and 170 funds were successfully registered as LPFs.

## Enforcement and Prosecution

The Registrar is responsible for the enforcement of provisions of the Companies Ordinance (Cap. 622) and is delegated with the authority to prosecute cases of non-compliance, where appropriate. In 2020-21, a total of 1,601 site inspections on companies were conducted to check their compliance with the requirements in displaying company names and keeping company registers, including the SCR. The Registry also issued 2,463 summonses for breaches under the Companies Ordinance.

## 財務表現

在二零二零至二一年度，本處的收入下跌14.3%至5億3,950萬元(二零一九至二零年度為6億2,980萬元)。這主要是由於2019冠狀病毒病疫情肆虐對公司註冊業務造成影響，以及由二零二零年十月一日起寬免公司的所有周年申報表登記費(逾期交付的周年申報表除外)所致，該項寬免為期兩年，作為支持企業和支援就業的其中一項紓困措施。在運作成本維持穩定的情況下，本處的運作盈利錄得41.5%跌幅至1億2,630萬元(二零一九至二零年度為2億1,590萬元)。

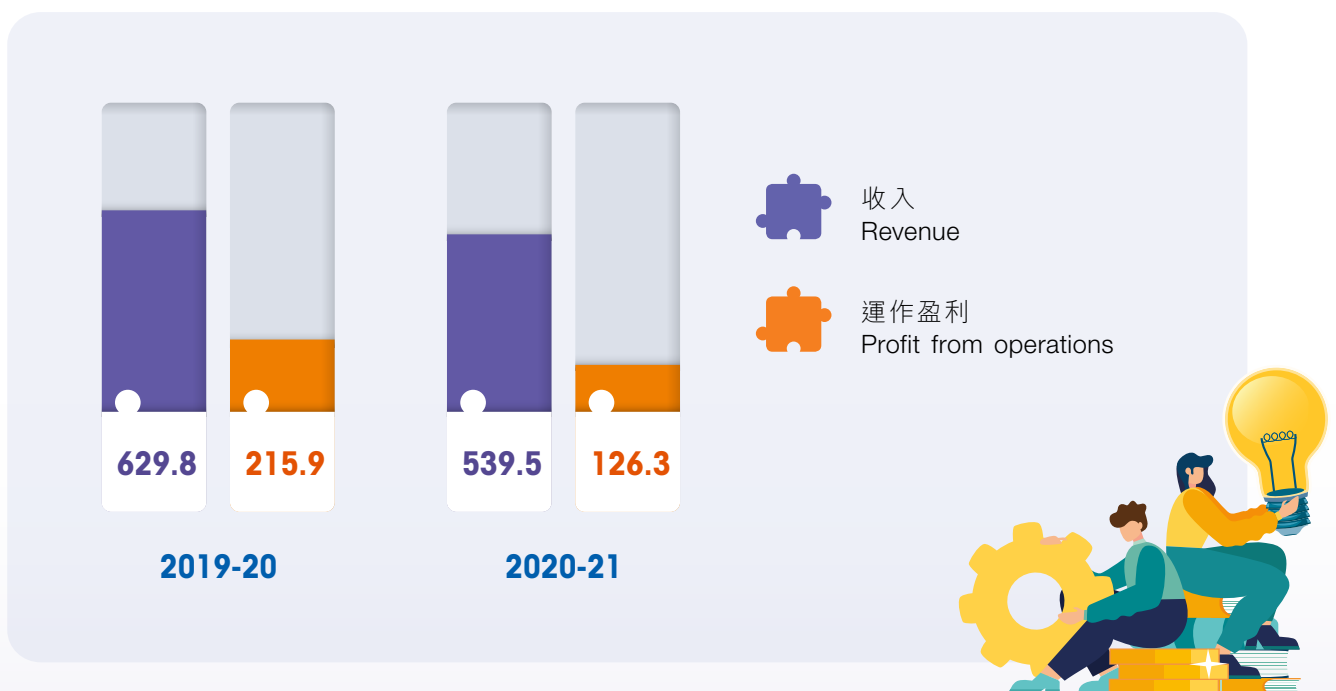
## Financial Performance

In 2020-21, the Registry's revenue reduced by 14.3% to \$539.5 million (2019-20: \$629.8 million). The decrease was mainly attributable to the impact on company registration business resulting from the COVID-19 pandemic, as well as the waiver of registration fees for all annual returns (except for late delivery) for two years commencing from 1 October 2020 as a relief measure to support enterprises. With the operating costs remained stable, the profit from operations decreased by 41.5% to \$126.3 million (2019-20: \$215.9 million).

## 收入與盈利

### Revenue and Profit

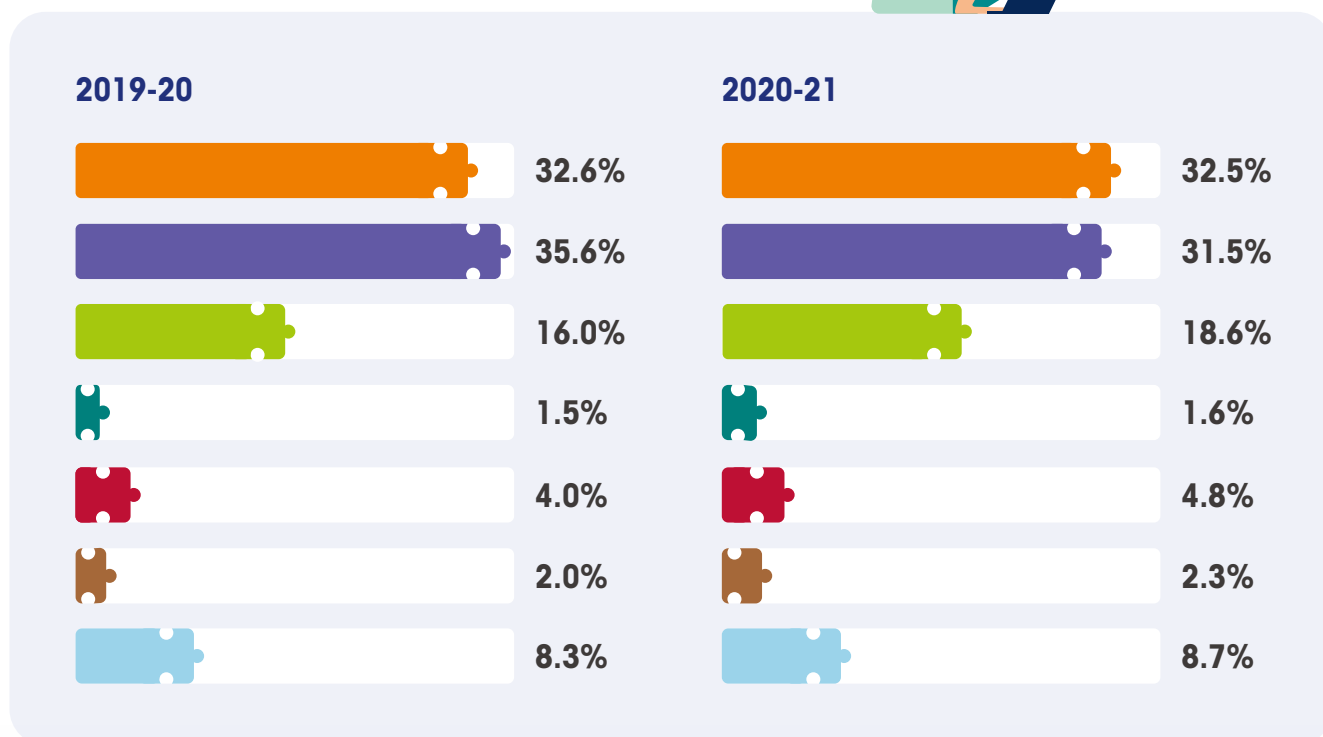
以百萬港元計  
HK\$ million



本處約83%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。在二零二零至二一年度，由於寬免公司的周年申報表登記費造成的影響，登記費收入下跌24.1%至1億7,020萬元(二零一九至二零年度為2億2,410萬元)。此外，本處收取的公司成立註冊費亦下跌14.6%至1億7,510萬元(二零一九至二零年度為2億510萬元)，而來自查冊及影印費用的收入則保持平穩。

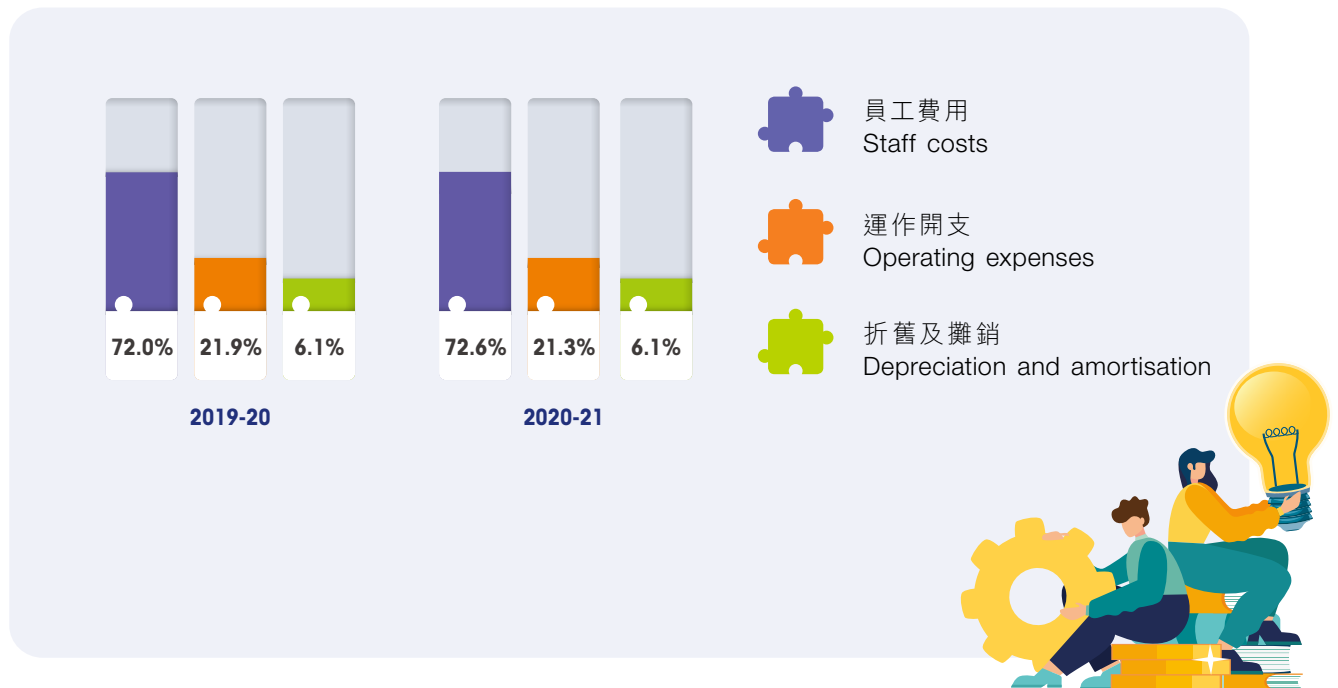
The incorporation of new companies, registration of annual returns and searches for company information contributed about 83% of the Registry's total revenue. In 2020-21, owing to the effect of waiver of registration fees for annual returns, the revenue from the registration fees declined by 24.1% to \$170.2 million (2019-20: \$224.1 million). Furthermore, the revenue from incorporation fees experienced a decrease of 14.6% to \$175.1 million (2019-20: \$205.1 million) while the revenue from search and copying fees remained steady.

## 收入 Revenue



- 公司成立註冊費  
Incorporation fees
- 周年申報表登記費  
Annual registration fees
- 查冊及影印收費  
Search and copying fees
- 押記文件登記費  
Charges registration fees
- 管理及代收服務費用  
Fees for administration and collection services
- 信託或公司服務提供者發牌制度費用  
Fees under TCSP licensing regime
- 其他費用  
Other fees

## 運作成本 Operating Costs



過去本處一直都在財政自給的基礎上運作，既能達致所訂的財務目標，又能維持足夠儲備以應付可持續發展。事實上，本處的財務表現很大程度視乎公司的業務情況而定，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。本處會繼續嚴格監控資源的運用，並在財務策劃方面採取審慎態度。在未來數年，本處有需要支援全面翻新的資訊系統，藉以提供精益求精的服務和提升客戶使用服務的流暢體驗，故此穩定的財務狀況對本處至關重要。

As the years passed, the Registry has been able to operate on a self-financing basis to meet its financial objectives and maintain sufficient reserves to support its on-going development. In fact, the financial performance of the Registry highly relies on company activities, which are affected by changes in global and local economies. We will maintain stringent control over the use of resources and adopt a prudent approach to financial planning. The stable financial position is vital to the Registry for supporting the Revamped ICRIS in the coming years to improve service delivery and enhance customer experience.