



踏上活力
EMBARCKING ON A 新征程
VIBRANT JOURNEY

重要數字一覽

SUMMARY OF KEY FIGURES

1,435,408

截至二零二四年一月三十一日，公司登記冊上共有 1,435,408 間本地公司，數字創歷史新高
Record high of 1,435,408 local companies on the Companies Register as at 31 January 2024

4,922,477

查閱文件影像紀錄有 4,922,477 宗
4,922,477 searches of document image records

- 平均每日 13,449 宗
- a daily average of 13,449

119,544

119,544 間新公司註冊成立
119,544 new companies incorporated

- 平均每日 493 間
- a daily average of 493

2,913,998

交付本處登記的文件有 2,913,998 份
2,913,998 documents received for registration

- 平均每日 12,016 份
- a daily average of 12,016

11,763

交付本處登記的押記文件有 11,763 份
11,763 charges documents received for registration

70,230

70,230 間公司撤銷註冊
70,230 companies deregistered

1,003

1,003 間公司以清盤方式解散
1,003 companies dissolved by liquidation

27,773

27,773 間公司從公司登記冊剔除
27,773 companies struck off the Companies Register



324,379

共有 324,379 人次瀏覽信託及
公司服務提供者註冊辦事處網頁
324,379 visits to the Registry for Trust and
Company Service Providers' website

- 平均每日 **886** 人次
- a daily average of **886**

397,951

查閱董事索引有 397,951 宗
397,951 searches of the Directors Index

- 平均每日 **1,087** 宗
- a daily average of **1,087**

99.9%

在網上進行公司查冊的比率超過 99.9%
Over 99.9% company searches made online

5,995,307

共有 5,995,307 人次瀏覽公司註冊處網頁
5,995,307 visits to the Companies Registry's website

- 平均每日 **16,381** 人次
- a daily average of **16,381**

76,024

接獲電話查詢數目有 76,024 宗
76,024 enquiry calls received

- 平均每日 **208** 宗
- a daily average of **208**

203

共註冊了 203 個有限合夥基金
203 limited partnership funds registered

11,951


截至二零二四年三月三十一日，
訂閱電子資訊的客戶有 11,951 人
11,951 users subscribed to electronic news
as at 31 March 2024

424,305

查閱公司資料有 424,305 宗
424,305 searches of company particulars

486

共批出 486 個信託或公司服務提供者牌照
486 trust or company service provider licences
granted

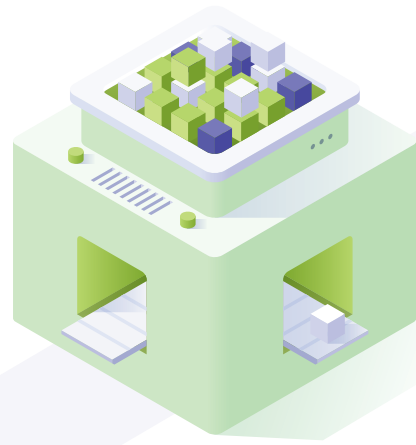


理想

VISION

受世界認同為卓越的公司註冊處，為社會提供優質服務。

To achieve world-wide recognition as an excellent Companies Registry giving the community a quality service.



使命

MISSION

為客戶提供高效率、具成本效益和優良的服務與設施，以辦理成立公司及登記和查閱公司文件。

引進現代科技，不斷檢討和提升本處所提供的各項服務和設施，並致力執行法定規例。

採用適當的人力資源管理策略，激勵員工，達成本處的目標。

To provide our customers with efficient, cost-effective and quality services and facilities to incorporate companies and to register and inspect company documents.

To continuously review and enhance our services and facilities and undertake effective enforcement, taking account of the best modern technology available.

To motivate our staff to achieve organisational objectives by adopting appropriate human resource management strategies.

信念

VALUES

以客為本： 重視客戶的意見。按照他們的需要和期望，發展服務項目和釐定質素水平。

群策群力： 關懷和尊重我們的員工。透過全體熱誠能幹的工作人員，同心協力，執行法定規例，提供優質服務。

精益求精： 採納嶄新的意念、科技和工作模式，不斷提升本處的服務質素和設施。

To care for and respect our customers by listening to them and taking into account their needs and expectations when shaping the types and quality of service which we deliver.

To care for and respect our colleagues as a quality service and effective enforcement can be delivered and undertaken only through dedicated people of high calibre working together as a team.

To change for the better by remaining receptive to new ideas, technologies and work practices so as to enhance the level and quality of our services and facilities.



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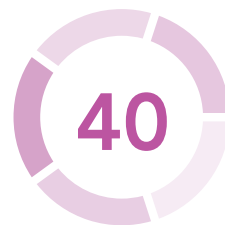
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年報

ANNUAL REPORT

二零二三年四月一日至二零二四年三月三十一日
1 April 2023 to 31 March 2024

按照《營運基金條例》（第430章）第8條呈交
Submitted in accordance with section 8 of the
Trading Funds Ordinance (Cap. 430)

總經理序言

GENERAL MANAGER'S MESSAGE

我很高興向大家發表二零二三至二四年度公司註冊處（下稱「本處」）年報。在這工作充實的一年，我們順利推出了全面翻新的「公司註冊處綜合資訊系統」（下稱「全面翻新的資訊系統」）和全新的「電子服務網站」。我們利用嶄新科技以提供優質服務，並推出支援企業的新措施，昂首踏上活力新征程。

It is my pleasure to present the Annual Report of the Companies Registry ("the Registry") for the year 2023-24. During this eventful year, we have successfully launched the Revamped Integrated Companies Registry Information System ("Revamped ICRIS") and the new e-Services Portal, and embarked on a vibrant journey to provide high quality services with the latest technology and introduce new initiatives to support business.



年度業績

本處在一九九三年五月成立後，於同年八月開始以營運基金方式運作。本處主要負責實施和執行《公司條例》(第622章)及相關法例的條文。在二零二三至二四年度，我們繼續為公司、公司董事及股東提供優質服務，以方便營商，在支援他們的工作上取得以下成績：

- 處理了119,544間新公司註冊成立的申請；
- 截至二零二四年一月三十一日為止，在公司登記冊上的本地公司達1,435,408間，創歷史新高；
- 收到交付本處登記的文件有2,913,998份；
- 處理了4,922,477宗文件影像紀錄的查閱，而超過99.9%的公司查冊是在網上進行；及
- 有限合夥基金登記冊上的有限合夥基金數目按年增加32.4%。

Yearly Performance

The Registry began operating as a trading fund in August 1993 after its establishment in May 1993. The Registry is primarily responsible for administering and enforcing the provisions of the Companies Ordinance (Cap. 622) and related legislation. We continue to provide quality services to companies, their directors and shareholders to facilitate their business and have supported them by accomplishing the following in 2023-24:

- handled the incorporation of 119,544 new companies;
- attained record high of 1,435,408 local companies on the Companies Register ("the Register") as at 31 January 2024;
- received 2,913,998 documents for registration;
- processed 4,922,477 searches of document image records, with over 99.9% of company searches made online; and
- attained a year-on-year increase of 32.4% for the number of limited partnership funds ("LPFs") on the LPF Register.



踏上活力新征程

我們借助先進科技，及推行創新業務意念，致力提升本處服務，朝着持續發展和不斷求進的方向，邁進活力新征程。

善用科技致力提升服務

迅速回應不斷轉變的業務需要，迎合市民對更穩定、安全及高效服務的期望，一直是本處的工作目標。為此，本處於二零二三年十二月推出了全面翻新的資訊系統。這系統支援本處的主要業務運作，並通過新的單一網上綜合平台（即電子服務網站），為客戶提供24小時運作且便捷的電子查冊及文件提交服務。

公司遷冊制度

繼二零二一年為開放式基金型公司和有限合夥基金設立基金遷冊機制後，政府建議引入公司遷冊制度，便利非香港公司（特別是業務以亞太區為核心的企業）把註冊地遷至香港，以善用香港的優良營商條件和專業服務。

Embarking on a Vibrant Journey

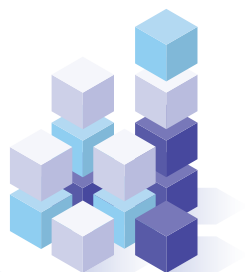
We strive to enhance our service delivery through leveraging advanced technology and implementing innovative business ideas to drive our vibrant journey towards continuous development and improvement.

Enhancing service delivery with the use of technology

In staying true to our objective to remain responsive to evolving business needs and meet public expectations for more stable, secured and efficient services, the Registry has rolled out the Revamped ICRIS in December 2023. The Revamped ICRIS supports the Registry's main business operations and provides convenient round-the-clock electronic search and document submission services to customers through a new single integrated online platform, namely the e-Services Portal.

Company re-domiciliation

Following the introduction of fund re-domiciliation mechanisms for open-ended fund company ("OFC") and LPF in 2021, the Company Re-domiciliation Regime is proposed to provide facilitation for non-Hong Kong companies, particularly enterprises with a business focus in the Asia-Pacific region, to re-domicile to Hong Kong, with a view to utilising Hong Kong's favourable business environment and professional services.



協助落實無紙化上市機制

為協助香港聯合交易所有限公司(下稱「聯交所」)在業務運作上採納可持續發展的措施，本處作出安排，讓已獲聯交所批准登記的招股章程文件，可通過電子方式交付公司註冊處處長(下稱「處長」)登記。我們一如以往，致力為客戶提供便捷的服務。

推動本地公司以無紙化方式通訊

為提升公司效率和成本效益，以及為香港建立環保的營商環境，政府建議修訂《公司條例》，就通過網站發布公司通訊引入默示同意機制，並簡化相關通知要求，藉此推動本地公司以無紙化方式通訊。

促進基金在香港成立和運作

本處致力提升香港作為首選基金註冊地的吸引力，並鞏固香港作為國際資產和財富管理中心的地位。在二零一八年和二零二零年分別引入的開放式基金型公司制度和有限合夥基金制度，給予投資基金彈性在香港以公司或有限責任合夥的形式成立，而在二零二一年引入的基金遷冊機制，則有助吸引現時的非香港投資基金落戶香港。為進一步簡化有限合夥基金成立程序，由二零二三年十二月二十七日起，本處與稅務局共同實施有限合夥基金註冊的同步商業登記申請安排。

Facilitating the implementation of paperless listing regime

To facilitate the Stock Exchange of Hong Kong Limited ("the Exchange") in adopting sustainable practices across the business operations, the Registry has put in place arrangements under which prospectus documents authorised for registration by the Exchange could be submitted electronically to the Registrar of Companies ("the Registrar") for registration. We remain committed to providing convenient services to our customers.

Promoting paperless corporate communication for Hong Kong companies

To improve the efficiency and cost effectiveness of companies and establish an environmentally friendly business environment in Hong Kong, amendments to the Companies Ordinance are proposed to introduce an implied consent mechanism for disseminating corporate communication by means of website and streamlining relevant notification requirement to promote paperless corporate communication for Hong Kong companies.

Facilitating fund formation and operation in Hong Kong

The Registry strives to enhance the appeal of Hong Kong as a preferred fund domicile and strengthen Hong Kong's position as an international asset and wealth management centre. The OFC and LPF regimes introduced in 2018 and 2020 respectively provide investment funds with the flexibility to set up in Hong Kong as a company or a limited partnership, while the fund re-domiciliation mechanisms introduced in 2021 help attract existing non-Hong Kong investment funds to re-locate to Hong Kong. To further streamline the process of setting up an LPF, the Registry has implemented the simultaneous business registration applications arrangement on registration of LPF jointly with the Inland Revenue Department ("IRD") since 27 December 2023.

公司登記冊實施新查冊安排

《公司條例》下有關公司登記冊的新查冊安排已分三個階段全面實施，以期在確保敏感個人資料受到保護的同時，維持公司登記冊的透明度，在上述兩者之間取得適當平衡。新查冊安排的第一及第二階段已分別由二零二一年八月及二零二二年十月起實施，而最後一個階段亦已由二零二三年十二月起實施。

把握大灣區發展機遇

香港作為粵港澳大灣區(下稱「大灣區」)內高度國際化和開放的城市，既是跨國公司進入內地市場的門戶，也是內地公司拓展海外市場的重要平台。為了締造信譽優良的環境，讓外國及本地投資者經香港進入大灣區，我們努力不懈，繼續通過協助開辦企業、促進高水平企業管治、加強執法及推行新措施，以方便營商。

Implementing the new inspection regime of the Companies Register

The new inspection regime under the Companies Ordinance has been fully implemented in three phases with a view to striking a fine balance between safeguarding protection of sensitive personal information, while maintaining the transparency of the Register. The first and second phases have been implemented since August 2021 and October 2022 respectively, while the last phase of the new inspection regime has been implemented since December 2023.

Grasping the opportunities from the development of the Greater Bay Area

As the most international and open city in the Guangdong-Hong Kong-Macao Greater Bay Area ("the Greater Bay Area"), Hong Kong serves as a gateway for multinational companies to access the Mainland market and an important platform for Mainland companies seeking to expand overseas. To foster a trusted environment for foreign and local investors to enter the Greater Bay Area through Hong Kong, we spare no effort in continuing to support the ease of doing business by facilitating the startup of businesses, promoting a high standard of corporate governance, reinforcing enforcement and implementing new initiatives.

本處的成績

我們盡心竭誠建立一個首屈一指的公司註冊處。工作屢獲肯定，我們既感高興，亦鞭策我們繼續努力。在二零二三至二四年度，本處榮獲以下多個獎項：

- 在僱員再培訓局推行的「ERB人才企業嘉許計劃」中，獲嘉許為「人才企業」；
- 連續15年獲得「中小企業最佳拍檔獎」及連續六年獲頒金獎；
- 獲頒2023「友商有良」卓越企業嘉許狀和「友商有良5+」標誌；
- 獲中西南及離島區推廣義工服務協調委員會頒發傑出義工團體獎狀；
- 在「同心展關懷／商界展關懷」計劃中，獲頒發連續15年+「同心展關懷」標誌；及
- 本處年報贏得多個獎項，包括「2023年Astrid國際年報大獎」、「2023年國際年報比賽」、「2022 Vision Awards年報比賽」及二零二三至二四年度「MERCURY國際年報大獎」中的獎項。

感謝之言

我衷心感謝同事為實現本處「受世界認同為卓越的公司註冊處，為社會提供優質服務」的理想克盡厥職。踏上新征程，同事的熱誠投入對抓緊新機遇和締造饒富活力的未來至關重要。



鄧婉雯太平紳士
公司註冊處處長暨
公司註冊處營運基金總經理

Our Achievements

The Registry is committed to building a first-class Registry. We are delighted and humbled by the recognition bestowed upon us. Here are the awards we have received in 2023-24:

- the “Manpower Developer” as accredited under the “ERB Manpower Developer Award Scheme” launched by the Employees Retraining Board;
- the “Best SME’s Partner Award” for 15 consecutive years and the Gold Award for six consecutive years;
- the “2023 Partner Employer Award” and the “Partner Employer Award 5 years” logo;
- the Certificate of Outstanding Volunteer Group under Co-ordinating Committee on Promotion of Volunteer Service (Central Western, Southern and Islands);
- the “15 Years Plus Caring Organisation Logo” under the Caring Organisation/Company Scheme; and
- various awards for the Registry’s Annual Report – the Astrid Awards 2023, the 2023 International Annual Report Competition Awards; the 2022 Vision Awards Annual Report Competition and the MERCURY Excellence Awards 2023-24.

A Word of Thanks

I wish to express my sincere appreciation to colleagues in the Registry for actively embracing our vision towards achieving world-wide recognition as an excellent Companies Registry giving the community a quality service. As we embark on our journey, their commitment and enthusiasm are vital in seizing new opportunities and shaping our vibrant future.

Miss Helen Tang, JP
Registrar of Companies and
General Manager, Companies Registry Trading Fund

公司註冊處簡介

→ SNAPSHOT OF CR

管理委員會 MANAGEMENT BOARD



余淑芳女士
Ms Marianna YU
公司註冊處經理
Registry Manager



鄧婉雯女士
Miss Helen TANG
公司註冊處處長
Registrar of Companies



徐麗貞女士
Ms Kitty TSUI
公司註冊處律師
Registry Solicitor



胡偉達先生
Mr Wren WU
公司註冊處經理
Registry Manager





黃潔瑩女士
Ms Carrie WONG
業務經理
Business Manager

廖湘橋女士
Ms Louisa LIU
助理首席律師
Assistant Principal Solicitor

陳佩嫻女士
Ms Edna CHAN
部門主任秘書
Departmental Secretary

楊茜女士
Ms Majestic YEUNG
副首席律師
Deputy Principal Solicitor

公司註冊處營運基金簡介

本處於一九九三年五月一日成立。同年八月一日，本處根據前立法局通過的決議，成為營運基金。本處根據《營運基金條例》（第430章），按照商業原則，在財政自給的基礎上運作。本處的收益必須足以支付提供服務的一切開支，而所運用的固定資產平均淨值亦須取得合理回報。

Brief Introduction to the Companies Registry Trading Fund

The Registry was established on 1 May 1993 and became a trading fund on 1 August 1993 upon the passage of a resolution by the Legislative Council. In accordance with the Trading Funds Ordinance (Cap. 430), the Registry operates under commercial principles on a self-financing basis. The Registry is required to meet expenses incurred in the provision of services out of its income and achieve a reasonable return on the average net fixed assets employed.

副公司註冊處經理 DEPUTY REGISTRY MANAGER

黎淑文女士
Ms Maggie LAI
特別職務
Special Duties

莫家倩女士
Miss Angelina MOK
拓展部
Development Division

林詠芝女士
Ms Fanny LAM
公眾查冊部
Public Search Division

黃秀琮女士
Ms Agnes WONG
公司文件註冊部
Registration Division

陳秀芳女士
Miss Karen CHAN
公司成立及撤銷註冊部
Company Formation & Deregistration Division



孫穎女士
Ms Katrina SUEN
客戶服務及管理部
Customer Services and Management Division

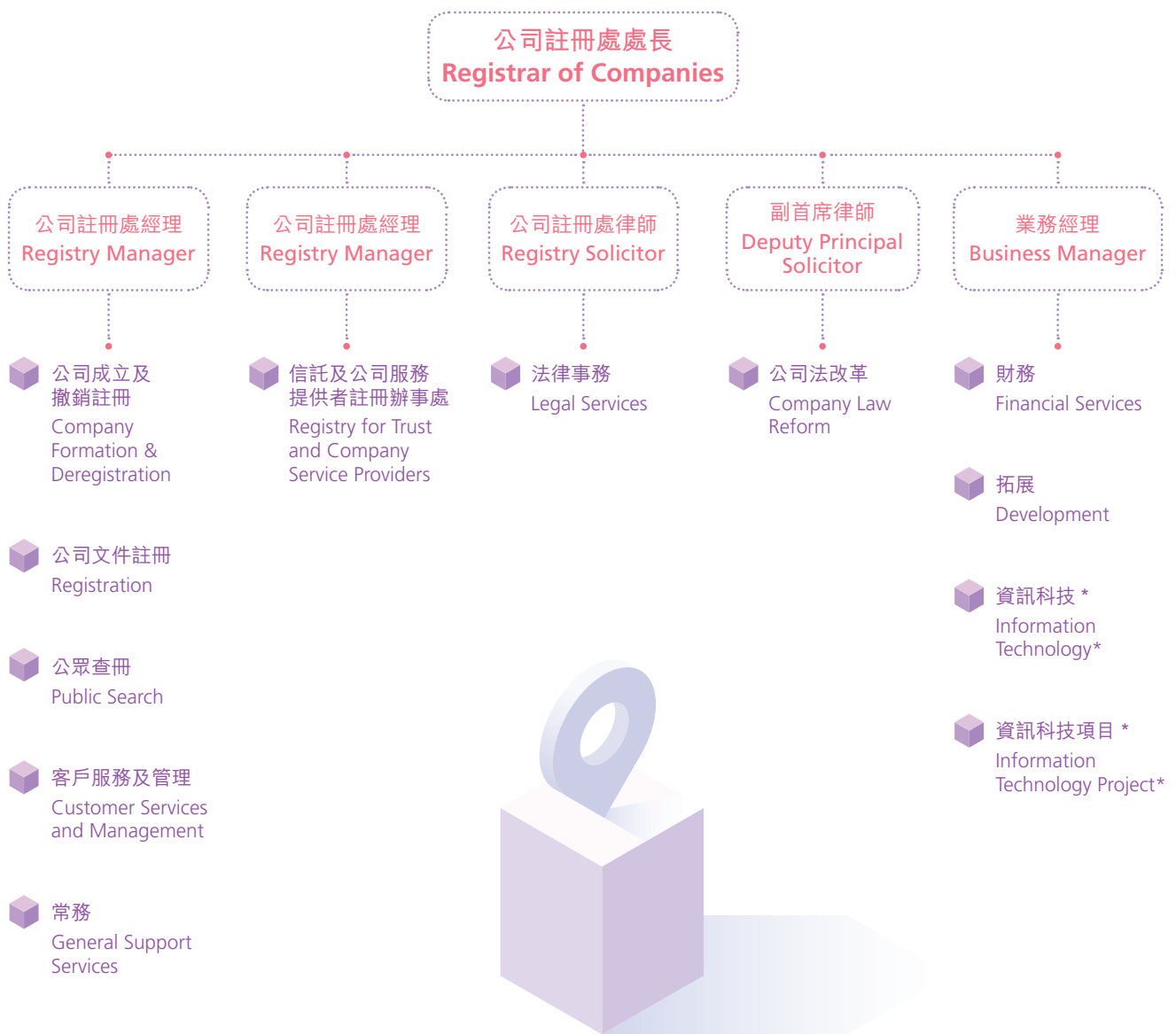
李孝慈女士
Miss Ida LEE
信託及公司服務提供者註冊辦事處
Registry for Trust and Company Service Providers

組織架構

本處的組織架構確保本處具問責性並妥善地肩負法定角色、執行法定職能，以及向公眾提供法定服務。截至二零二四年三月三十一日，本處共有534名員工，包括365名公務員及169名合約員工。本處的組織架構如下：

Organisational Structure

The organisational structure of the Registry ensures that its statutory roles, functions and services to the public are accounted for and delivered properly. The Registry had 534 employees as at 31 March 2024, comprising 365 civil servants and 169 contract staff with the following organisational structure:



* 前資訊科技項目部於二零二四年四月一日重組為資訊科技部。

* The previous Information Technology Project Division was reorganised as the Information Technology Division with effect from 1 April 2024.

管理委員會

本處為維持高水平的企業管治，設立了管理委員會(下稱「委員會」)，負責訂定策略方向、制訂政策及管理本處的業務，目的是實踐本處的理想和達成本處的使命。委員會由處長領導，成員包括本處全體首長級人員。為確保管理妥善及遵從所有相關規例和既定程序，委員會每月召開會議，討論、檢討並監察本處的主要措施、業務運作及業績。

Management Board

To maintain a high standard of corporate governance, the Registry has set up a Management Board ("the Board") which is responsible for setting strategic directions, formulating policies and managing the Registry's business affairs with the aim of achieving its vision and mission. The Board is headed by the Registrar and composed of all directorate officers of the Registry. To ensure proper management and compliance with all relevant regulations and established procedures, the Board meets on a monthly basis to discuss, review and monitor the Registry's major initiatives, business operations and performance.

企業管治綱領

有效的企業管治，對確保本處可持續發展和保障相關持份者的權益至關重要。本處於二零一二年五月頒布公司註冊處企業管治政策聲明，該聲明確立了本處應遵循的重要原則，以達至最高水平的企業管治。

Corporate Governance Framework

Effective corporate governance is essential for ensuring the sustainability of the Registry and safeguarding the interests of its stakeholders. The Corporate Governance Policy Statement promulgated in May 2012 establishes important principles that the Registry should follow to attain the highest standards of corporate governance.



企業社會責任政策

本處十分重視在業務運作上履行其企業社會責任。本處自二零一零年九月以來一直採用企業社會責任政策聲明，該政策聲明闡述本處履行企業社會責任的綱領。

Corporate Social Responsibility Policy

The Registry attaches great importance to fulfilling its corporate social responsibility while conducting its business. The Corporate Social Responsibility Policy Statement adopted by the Registry since September 2010 lays out the framework for the Registry in discharging its corporate social responsibilities.



本年度大事概要

YEARLY HIGHLIGHTS



大事紀要 MAJOR EVENTS

2023 四月 April

《2023 年公司（修訂）條例》於二零二三年四月二十八日實施，給予公司彈性以不同方式舉行成員大會
The Companies (Amendment) Ordinance 2023 came into operation on 28 April 2023, providing flexibility for companies to hold general meetings in various manners

2023 十月 October



本處代表團出席在馬爾他舉行的 2023 公司註冊論壇
The delegation of the Registry attended the Corporate Registers Forum 2023 in Malta

2023 十一月 November

舉辦關於「持牌放債人須遵從的打擊洗錢及恐怖分子資金籌集規定」和「信託或公司服務提供者發牌制度及須遵從的打擊洗錢及恐怖分子資金籌集規定」的網上講座

Organised webinars on “Anti-Money Laundering and Counter-Terrorist Financing Requirements for Licensed Money Lenders” and “Licensing Regime & Anti-Money Laundering and Counter-Terrorist Financing Requirements for Trust or Company Service Providers”

2023 十二月 December

國家市場監督管理總局與本處簽訂諒解備忘錄，以加強溝通及合作

The State Administration for Market Regulation signed a Memorandum of Understanding with the Registry to enhance communication and cooperation

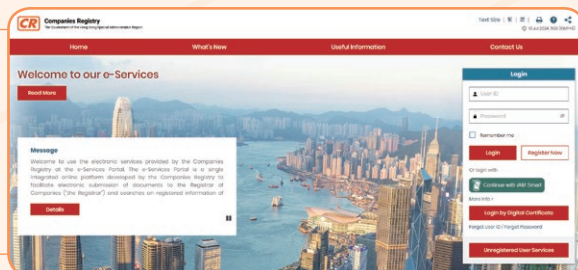


「唯一業務識別碼」於二零二三年十二月二十七日全面實施
Implemented the Unique Business Identifier (“UBI”) in full on 27 December 2023

《公司條例》下有關公司登記冊的新查冊安排第三階段（即最後階段）於二零二三年十二月二十七日實施
Commenced Phase 3, which is the last phase, of the New Inspection Regime of the Companies Register under the Companies Ordinance on 27 December 2023

本處的新電子服務中心於二零二三年十二月二十七日投入運作
The new e-Services Centre of the Registry commenced operation on 27 December 2023

「全面翻新的資訊系統」及全新的「電子服務網站」
(www.e-services.cr.gov.hk) 於二零二三年十二月二十七日推出
Launched the Revamped ICRIIS on 27 December 2023 together with a brand-new e-Services Portal (www.e-services.cr.gov.hk)



2023 十一月 November to 2024 三月 March



為慶祝本處成立 30 周年舉辦巡迴展覽
Staged a roving exhibition to celebrate the 30th anniversary of the Registry's establishment

到訪本處 VISITS TO THE REGISTRY

2023 九月 September to 2024 一月 January

代表團

Delegations from

上海市市場監督管理局
Shanghai Municipal Administration for Market
Regulation
上海市浦東新區市場監督管理局
Market Supervision Bureau of Pudong New Area



國家財政部
Ministry of Finance of Mainland China

東莞市市場監督管理局
Dongguan Administration for Market Regulation



國家市場監督管理總局
State Administration for Market Regulation

投資推廣署代表
Representatives of Invest Hong Kong



獎項
AWARDS



2023 四月 April

在僱員再培訓局推行的「ERB人才企業嘉許計劃」中，獲嘉許為「人才企業」
Received the Manpower Developer award as accredited under the ERB Manpower Developer Award Scheme launched by the Employees Retraining Board

連續 15 年獲得「中小企業最佳拍檔獎」及連續六年獲頒金獎

Received the Best SME's Partner Award for 15 consecutive years and the Gold Award for six consecutive years



本處2021-22年報榮獲「2023年Astrid國際年報大獎」榮譽獎（年報—非牟利機構：政府組別）

The Registry's 2021-22 Annual Report won the Honors Award in the Astrid Awards 2023 under the "Annual Reports – Not-for-Profit Organisations: Government" category

獎項 AWARDS

2023 八月 August

本處 2021-22 年報榮獲「2023 年國際年報比賽」兩個獎項：「內頁設計：政府機構及辦事處」組別銀獎及「封面照片／設計：政府機構及辦事處」組別銅獎

The Registry's 2021-22 Annual Report won two awards in the 2023 International Annual Report Competition Awards, namely the Silver Award under the "Interior Design: Government Agencies & Offices" category and the Bronze Award under the "Cover Photo/Design: Government Agencies & Offices" category



本處 2021-22 年報榮獲「2022 Vision Awards 年報比賽」三個獎項：「政府行業組別金獎—市／州／國家」、「亞太地區排名 42」及「2022 中文年報 50 強」

The Registry's 2021-22 Annual Report won three awards in the 2022 Vision Awards Annual Report Competition, namely the "Gold Award under the Industry Category of Government – City/State/Nat'l", "Rank #42 in the Asia-Pacific Region" and "Top 50 Chinese Reports of 2022"

2023 十月 October

獲頒 2023「友商有良」卓越企業嘉許狀，以表彰本處在提供實習機會予學生方面所作出的貢獻，今年更獲頒發「友商有良 5+」標誌，以表揚本處支持該計劃達五年

Received the 2023 Partner Employer Award in recognition of the Registry's contribution in offering internship to students and received the "Partner Employer Award 5 years" logo for supporting the programme for 5 years





2023 十一月 November

獲中西南及離島區推廣義工服務協調委員會頒發傑出義工團體獎狀，以表揚本處於二零二二年在義工服務方面對社會所作出的貢獻

Received the Certificate of Outstanding Volunteer Group under the Co-ordinating Committee on Promotion of Volunteer Service (Central Western, Southern and Islands) in appreciation of its contribution of volunteer service to the community in 2022

2024 二月 February

本處 2022-23 年報榮獲二零二三至二四年度「MERCURY 國際年報大獎」銀獎（年報一內頁設計：傳統格式組別）

The Registry's 2022-23 Annual Report won the Silver Award under the "Annual Reports – Interior Design: Traditional Format" category in the MERCURY Excellence Awards 2023-2024



2024 三月 March

在「同心展關懷／商界展關懷」計劃中，獲頒發 15 年+「同心展關懷」標誌

Received the "15 Years Plus Caring Organisation" logo awarded under the Caring Organisation/Company Scheme

踏上活力

→ EMBARKING ON A **新征程**

VIBRANT JOURNEY





踏上這活力新征程，須要我們繼續維持高水平的企業管治，採用能夠迅速回應市場轉變的規管架構，鼓勵創新，善用新科技並推行新措施。

本處於二零二三年十二月推出全面翻新的資訊系統，並繼續致力為社會提供優質服務。前行路上，我們將繼續探索應用先進科技推展新舉措，確保能以可用性高、穩健性高和更為安全的方式，支援本處在公司註冊和管治方面的職能。

This vibrant journey which we have embarked on requires us to continue to maintain a high standard of corporate governance, adopt a responsive regulatory framework, nurture innovation and embrace new technology and initiatives.

The Registry launched the Revamped ICRIS in December 2023 alongside our continued commitment to provide quality service to the community. Moving forward, we will continue to explore the application of advanced technology for new initiatives, ensuring high availability, robustness and enhanced security for company registration and governance functions.

全面翻新的「公司註冊處綜合資訊系統」

本處多年來持續為資訊系統進行提升工程，以配合法例和程序上的改變，並提供各項電子服務，包括網上查冊中心、公司查冊流動版服務、「註冊易」及「CR交表易」流動應用程式。為了迅速回應不斷轉變的業務需要，及迎合市民對更穩定、安全及高效服務的期望，全面翻新的資訊系統如期於二零二三年十二月二十七日順利推出。這系統支援本處的主要業務運作，並通過新的單一網上綜合平台(即「電子服務網站」)，為客戶提供24小時運作且便捷的電子查冊及文件提交服務。

客戶現時以新的統一帳戶經一次登錄，即可通過全新的「電子服務網站」使用本處所有電子服務。「電子服務網站」採用適應性網頁設計，讓客戶可通過不同屏幕尺寸的桌上電腦和流動手提裝置，使用各項電子服務。

公司遷冊制度

為鞏固香港作為國際商業及金融中心的地位，並讓非香港公司善用香港的優良營商條件和專業服務，政府建議引入公司遷冊機制，便利非香港公司把註冊地遷至香港。通過遷冊機制遷冊來港的公司，可保留公司在法律上的法人團體身分，讓公司業務得以持續運作，同時減省複雜的司法程序。至於現時在香港已有經濟活動的非香港公司如遷冊來港，不僅更能依循香港高水平的企業管治標準，也可使其業務活動的地域覆蓋範圍與公司註冊地更為一致。政府於二零二三年進行公眾諮詢，並於二零二四年七月發表諮詢總結。政府現正擬備修訂條例草案，以提交立法會審議。

Revamped Integrated Companies Registry Information System

The Registry's information system has been enhanced over the years to cater for legislative and procedural changes and the provision of a wide range of electronic services, including the Cyber Search Centre, the Company Search Mobile Service, the e-Registry and the CR e-Filing mobile application. To remain responsive to evolving business needs and meet public expectations for more stable, secured and efficient services, the Revamped ICRIS was successfully rolled out on 27 December 2023 as scheduled. The Revamped ICRIS supports the Registry's main business operations and provides convenient round-the-clock electronic search and document submission services to customers through a new single integrated online platform, namely the e-Services Portal.

All electronic services of the Registry are now accessible through the new e-Services Portal by a single log-on with the new unified user account. The responsive design of the e-Services Portal allows users using desktop and mobile hand-held devices with different screen sizes to access various e-Services.

Companies Re-domiciliation Regime

To strengthen Hong Kong's status as a global business and financial hub and to facilitate non-Hong Kong companies to utilise Hong Kong's favourable business environment and professional services, a re-domiciliation mechanism is proposed to facilitate non-Hong Kong companies to redomicile to Hong Kong. Companies re-domiciling to Hong Kong through the mechanism can maintain their legal identities as body corporates, thereby ensuring their business continuity and reducing the need to go through complicated judicial procedures. For non-Hong Kong companies that are already economically active in Hong Kong, re-domiciliation to Hong Kong will facilitate their compliance with our high corporate governance standards and better alignment of the geographical coverage of their business activities with their domicile. The Government conducted a public consultation in 2023 and issued the consultation conclusion in July 2024. The Government is preparing an amendment bill to be introduced into the Legislative Council.

以電子形式交付招股章程文件以作登記

聯交所為擴大其無紙化上市機制，發出了指引信，就根據《上市規則》及《公司(清盤及雜項條文)條例》(第32章)為取得登記批准而向聯交所提交的招股章程文件，作出須以電子形式提交的規定。新規定(取代以印本形式提交的規定)已於二零二四年一月一日生效，設過渡期至二零二四年七月一日。由二零二四年七月一日起，上市申請人及上市發行人必須以電子形式向聯交所提交招股章程文件，以取得登記批准。聯交所已訂明獲批准登記的招股章程文件之後應以電郵方式送交本處登記。

有見於聯交所的新措施，並為配合其實施無紙化上市機制，本處已作出相應安排，由二零二四年一月一日起，上市申請人或上市發行人可在招股章程文件獲聯交所根據《上市規則》及《公司(清盤及雜項條文)條例》(第32章)批准登記後，以電子形式交付本處，以便根據《公司(清盤及雜項條文)條例》(第32章)第38D或342C條登記。本處會以電子形式通過電郵向上市申請人或上市發行人發出確認信。

Submission of Prospectus Documents in Electronic Form for Registration

To expand its paperless listing regime, the Exchange published a guidance letter to require the electronic submission of prospectus documents to the Exchange for authorisation of prospectus registration under the Listing Rules and the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32) ("C(WUMP)O"). The new requirement replacing the hard copy submission requirement became effective from 1 January 2024 with a transitional period until 1 July 2024. With effect from 1 July 2024, listing applicants and listed issuers must submit the prospectus documents to the Exchange electronically for authorisation of prospectus registration. The Exchange has prescribed that the prospectus documents authorised for registration should then be forwarded to the Registry for registration by email.

In view of the Exchange's new measures and in order to support the implementation of its paperless listing regime, the Registry has put in place arrangements under which a listing applicant or listed issuer may submit the prospectus documents which have been authorised by the Exchange for registration under the Listing Rules and the C(WUMP)O to be delivered in electronic form to the Registry for registration under section 38D or 342C of the C(WUMP)O with effect from 1 January 2024. The Registry will issue to the listing applicant or listed issuer a confirmation letter in electronic form by email.

推動本地公司以無紙化方式通訊

為推動上市公司以無紙化方式通訊，《上市規則》已作修訂，移除了上市公司必須通過現行的明確或視作同意機制以電子方式(包括通過網站)發布公司通訊的規定。為與經修訂的《上市規則》一致，並進一步推動本地上市及非上市公司通過網站以無紙化方式通訊，政府建議修訂《公司條例》，為上市及非上市公司提供更大彈性，讓其可在現行的明確及視作同意機制以外，選擇採用默示同意機制通過網站發布公司通訊。有關建議可提升公司的效率和成本效益，並有助香港建立環保的營商環境。

開放式基金型公司制度和有限合夥基金制度的簡化程序

繼政府分別於二零一八年和二零二零年設立開放式基金型公司制度和有限合夥基金制度，以及於二零二一年在該兩個制度下引入基金遷冊機制後，本處聯同稅務局於二零二三年十二月實施有限合夥基金註冊的同步商業登記申請。有限合夥基金申請人根據《有限合夥基金條例》(第637章)申請註冊有限合夥基金，即會視作已同時提出商業登記的申請。有限合夥基金註冊的申請一經批准，處長會一併發出註冊證明書和商業登記證。有限合夥基金註冊的同步商業登記申請機制，與已為開放式基金型公司實施的「一站式」安排相若。

處長會繼續履行其在開放式基金型公司制度和有限合夥基金制度下的職責，包括監督開放式基金型公司的成立及法定法團文件存檔事宜，和管理有限合夥基金的註冊。

Promoting Paperless Corporate Communication for Hong Kong Companies

To promote paperless corporate communication for listed companies, the Listing Rules have been revised to remove the mandatory requirements for listed companies to use the existing express and deemed consent mechanisms for disseminating corporate communication electronically including through publication on websites. To align with the revised Listing Rules and to further promote paperless corporate communication through websites for both listed and non-listed companies incorporated in Hong Kong, amendments to the Companies Ordinance are proposed to allow listed and non-listed companies, in addition to the existing express and deemed consent mechanisms, to have flexibility in adopting an implied consent mechanism for disseminating corporate communication by means of website. The proposal can improve the efficiency and cost effectiveness of companies and help establish an environmentally-friendly business environment in Hong Kong.

Streamlined Process for the Open-ended Fund Company and Limited Partnership Fund Regimes

Following the introduction of the OFC and LPF Regimes in 2018 and 2020 respectively and the fund re-domiciliation mechanisms for the two regimes in 2021, the Registry and the IRD jointly implemented the simultaneous business registration applications arrangement on registration of LPFs in December 2023. An LPF applicant who applies for registration of an LPF under the Limited Partnership Fund Ordinance (Cap. 637) will be deemed to have made a simultaneous application for business registration. Upon approval of an application for registration as an LPF, the Registrar will issue a Certificate of Registration and a Business Registration Certificate in one go. The mechanism of the simultaneous business registration applications on registration of LPFs is similar to the already implemented “one-stop” approach for OFCs.

The Registrar will continue to perform the role of overseeing the incorporation and statutory corporate filings of OFCs and administering the registration of LPFs under the OFC and LPF Regimes.

公司登記冊查冊安排

在新查冊安排下，公司登記冊以董事的通訊地址代替通常住址，並以董事、公司秘書及其他相關人士的部分身分識別號碼代替完整號碼，讓公眾查閱。只有「指明人士」（包括執法機構、律師、會計師、金融機構、指定非金融業人士等）才可經申請取覽該等通常住址和完整身分識別號碼（下稱「受保護資料」）。同樣，公司可在其備存的登記冊上不提供受保護資料讓公眾查閱。

本處於二零二三年十二月二十七日實施新查冊安排的最後階段（即第三階段）。最後階段實施後，對於根據《公司條例》、《公司（清盤及雜項條文）條例》（第32章）或前身《公司條例》交付處長登記的文件，處長可應資料當事人提出的申請，不提供文件內所載申請人的通常住址（如適用）或完整身分識別號碼（下稱「不提供的資料」）讓公眾查閱。只有「指明人士」才可通過申請取覽不提供的資料。

新查冊安排全面實施，大大加強了對公司登記冊上敏感個人資料的保護，同時亦能維持公司登記冊的透明度和效用，因為公眾可繼續根據《公司條例》下的目的查閱公司登記冊。

Inspection Regime of the Companies Register

Under the new inspection regime, correspondence addresses instead of usual residential addresses of directors and partial identification numbers instead of full identification numbers of directors, company secretaries and other relevant persons are made available on the Register for public inspection. The usual residential addresses and full identification numbers (“Protected Information”) would only be accessible by “specified persons” including law enforcement agencies, solicitors, accountants, financial institutions, designated non-financial businesses and professionals, etc., upon application. Similarly, companies may withhold from public inspection the Protected Information on the registers they have kept.

On 27 December 2023, the Registry implemented the last phase (i.e. Phase 3) of the new inspection regime. After the implementation, the Registrar may, on application by a data subject, withhold from public inspection the usual residential address (if applicable) or the full identification number of the applicant (“Withheld Information”) contained in a document delivered to the Registrar for registration under the Companies Ordinance, the C(WUMP)O or the predecessor Companies Ordinance. The Withheld Information would only be accessible by “specified persons” upon application.

The full implementation of the new inspection regime greatly enhances the protection of sensitive personal information in the Register while maintaining the transparency and usefulness of the Register as the public can continue to inspect the Register for the purposes under the Companies Ordinance.

唯一業務識別碼

本處分階段向在處長規管下的公司和實體實施唯一業務識別碼。我們採用由稅務局商業登記署編配的商业登記號碼(即商業登記證號碼的首八位數字)，作為公司和實體的唯一業務識別碼。唯一業務識別碼首階段已由二零二一年十一月起在有限合夥基金實施。第二階段於二零二三年十二月二十七日推出全面翻新的資訊系統時同步實施，涵蓋根據《公司條例》成立或註冊的公司和開放式基金型公司等有限公司和實體。

實施唯一業務識別碼有助提升本處公共服務的水平，以及更有效地監管法律實體。唯一業務識別碼在各種交易及規管互動中以獨有方式識別法律實體，能減少在識別同一實體時因使用不同識別碼而可能引致的錯誤，從而有助不同政府部門和企業相互間進行溝通和數據交換。

《2023年公司(修訂)條例》

《2023年公司(修訂)條例》(下稱《修訂條例》)於二零二三年四月二十八日實施。為給予公司彈性以不同方式舉行成員大會，《修訂條例》明確容許公司在實體場地以外，以全虛擬模式或混合模式舉行成員大會。此舉可讓公司因應自身情況和需要，暢順而有效地處理公司事務。

Unique Business Identifier

The Registry initiated a phased implementation of UBI for companies and entities under the administration of the Registrar. Business Registration Number (i.e. the first eight digits of the Business Registration Certificate number) assigned by the Business Registration Office of the IRD is adopted as the UBI of companies and entities. The first phase was implemented for LPFs with effect from November 2021. The second phase of UBI was implemented simultaneously with the launch of the Revamped ICRIS on 27 December 2023, covering limited companies and entities such as companies incorporated or registered under the Companies Ordinance and OFCs.

The implementation of UBI helps the Registry to enhance public service delivery and regulate entities more effectively. UBI distinctly identifies legal entities in various transactions and regulatory interactions, which reduces possible errors caused by the use of different identifiers in identifying the same entity, and in turn, facilitates communication and exchange of data across government departments and businesses.

Companies (Amendment) Ordinance 2023

The Companies (Amendment) Ordinance 2023 (“the Amendment Ordinance”) came into operation on 28 April 2023. To provide flexibility for companies to hold general meetings in various manners, the Amendment Ordinance expressly enables companies to hold fully virtual or hybrid general meetings, in lieu of physical locations. This facilitates companies to conduct corporate affairs smoothly and effectively having regard to their own circumstances and needs.

為在大灣區營商提供便利

大灣區建設是旨在推動區內經濟發展的策略計劃，對落實創新驅動發展和堅持改革開放具有重要意義。香港可以利用其優越的地理位置和國際聯繫，為大灣區的經濟增長和發展作出貢獻。我們致力確保以開放、信譽優良和具競爭力的營商環境，鞏固香港作為國際金融中心的聲譽。本處在協助開辦企業、促進高水平企業管治、加強執法和推行新措施方面一直不遺餘力。

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)(下稱《打擊洗錢條例》)第5A部，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，方會獲批牌照。信託或公司服務持牌人須遵從法例規定，並須承擔法定責任，例如進行客戶盡職審查和備存記錄。

香港要打擊洗錢及恐怖分子資金籌集，本處和持牌人必須持續作出努力。為協助持牌人更了解其面對的洗錢及恐怖分子資金籌集風險，以及他們須承擔的法定責任，《信託或公司服務提供者遵從打擊洗錢及恐怖分子資金籌集規定的指引》(下稱《信託或公司服務提供者指引》)已於二零二三年六月修訂，以配合《打擊洗錢條例》最新修訂所帶來的改變。為涵蓋最新的國際規定，包括與信託或公司服務持牌人有關的財務行動特別組織(下稱「特別組織」)的建議(例如優化在機構層面上緩減風險的措施)，本處現正對《信託或公司服務提供者指引》進行全面檢討。經修訂的《信託或公司服務提供者指引》預計在二零二五年實施。

Enabling Ease of Doing Businesses in the Greater Bay Area

Having great significance in the implementation of innovation-driven development and commitment to reform and opening-up, the development of the Greater Bay Area is a strategic plan that is designed to promote economic development. Hong Kong can leverage its strategic location and international connectivity to contribute to the economic growth and development of the Greater Bay Area. We strive to ensure that our reputation as an international financial centre is reinforced by an open, trusted and competitive business environment. The Registry has continued its relentless efforts in facilitating the startup of businesses, promoting a high standard of corporate governance, reinforcing enforcement and implementing new initiatives.

The Registry for Trust and Company Service Providers

Under Part 5A of the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615) (“the AMLO”), any person who wishes 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. Trust and Company Service Provider (“TCSP”) licensees must comply with the statutory requirements and adhere to legislative obligations such as customer due diligence and record-keeping.

Continuous effort of the Registry and the licensees is indispensable for combating money laundering and terrorist financing (“ML/TF”) in Hong Kong. To help licensees to have a better understanding of their ML/TF risks and legislative obligations, the Guideline on Compliance of Anti-Money Laundering and Counter-Terrorist Financing Requirements for Trust or Company Service Providers (“TCSPs Guideline”) was revised in June 2023 to cater for the changes brought about by the latest amendments to the AMLO. An overall review of the TCSPs Guideline is being conducted to accommodate the updates of the international requirements, including, among others, the Recommendations of the Financial Action Task Force (“FATF”) relevant to the TCSP licensees, such as improvements in mitigating measures at the institutional level. The revised TCSPs Guideline is scheduled for implementation in 2025.

本處採用風險為本方案監管信託或公司服務提供者。本處人員會進行實地巡查、會見及非現場監察，確保信託或公司服務持牌人遵從《打擊洗錢條例》的相關規定，以及處長施加的牌照條件和發出的指引。倘本處發現有信託或公司服務持牌人不遵從任何規定，會視乎情況採取跟進行動，例如發出勸喻信或警告信、採取檢控或紀律行動（包括公開譴責、罰款及勒令作出糾正）。本處會繼續提升能力並與其他主管當局合作，以便更有效監管信託或公司服務提供者業界。本處亦會與業內人士保持溝通，務求加深他們對洗錢及恐怖分子資金籌集風險及相關減低風險措施的認識和了解。

加強對放債人的規管

本處一直與財經事務及庫務局（財經事務科）緊密合作，監察放債行業的市場情況，持續檢視及優化現行規管措施，以促使放債人更負責任地作出貸款，更好地保障市民的利益。

這些年來，政府實施了多項措施以加強對放債人的規管。牌照條件於二零二一年三月收緊，規定放債人在訂立任何無抵押個人貸款協議前，必須對借款人的還款能力進行負擔能力評估，牌照條件亦加強規管放債人廣告和保障貸款諮詢人。此外，由二零二二年十二月起，《放債人條例》（第163章）訂明的法定貸款利率上限和敲詐性利率（即法庭在顧及相關情況後，可重新商議該宗交易）的門檻均作出下調，利率上限由年息60%下調至48%，門檻則由年息48%下調至36%，以期減低對借款人的利息負擔。本處會繼續與財經事務科合作，密切留意市場的最新發展，在有需要時推出新措施，以維持制度穩健。

The Registry adopts a risk-based approach in the supervision of TCSPs. Onsite inspections, interviews and offsite monitoring are conducted to ensure that the TCSP licensees are in compliance with the relevant requirements under the AMLO, the licensing conditions imposed and the guidelines issued by the Registrar. If any non-compliance with the requirements is found, follow-up actions, such as issuing advisory or warning letters or taking prosecution or disciplinary actions (including public reprimands, pecuniary penalties and remedial orders), will be taken as appropriate. The Registry will continue to enhance its capacity and collaborate with other authorities for better supervision of the TCSP sector and reach out to the licensees to improve their knowledge and understanding of the ML/TF risks and related mitigating measures.

Enhancing the Regulation of Money Lenders

The Registry has been working closely with the Financial Services and the Treasury Bureau (Financial Services Branch) (“FSB”) to monitor the market situation in the money lending sector to continuously review and enhance the prevailing regulatory measures, with a view to inducing more responsible lending behaviour among money lenders and better protecting public interest.

Over the years, various measures have been implemented to enhance regulation of money lenders. Since March 2021, licensing conditions have been tightened to require money lenders to undertake an affordability assessment of borrower’s repaying ability before entering into a loan agreement for an unsecured personal loan, as well as to enhance regulation of advertisements of money lenders and protection of loan referees. In addition, since December 2022, the statutory interest rate cap for lending and threshold of extortionate rate (which may trigger reopening of the transaction by the court, having regard to the relevant circumstances) stipulated in the Money Lenders Ordinance (Cap. 163) have been revised downward from 60 per cent to 48 per cent per annum and from 48 per cent to 36 per cent per annum respectively, with a view to alleviating the interest burden on borrowers. The Registry will continue to work with FSB to keep in view latest market developments with a view to introducing new measures where necessary to maintain the robustness of the regime.

為確保業界遵從打擊洗錢及恐怖分子資金籌集規定，《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》於二零一八年起實施，當局並於同年新增一項相關牌照條件。本處已根據最新國際規定和標準開展了全面檢討指引的工作，目標是在二零二五年內完成。處長會繼續採用風險為本方案通過實地巡查執行該指引。

「多家個人信貸資料服務機構模式」已由二零二三年十一月十七日起正式命名為「信資通」。信資通旨在通過信貸資料平台在香港引入多於一家個人信貸資料服務機構。這有助持牌放債人按照由二零二一年三月起施加的牌照條件評估借款人的負擔能力，從而進一步改善營商手法。本處繼續協助鼓勵持牌放債人參與信資通。

放債人註冊處處長每年均向持牌放債人進行年度財務資料收集及主題性問卷調查的工作，藉此加深對放債行業的了解，以便對這行業實施和加強規管。為了適時收集須密切監察的特定類別貸款的統計數據，處長已於二零二四年五月展開持牌放債人季度調查。由二零二四年七月起，持牌放債人必須提供所需資料。

A Guideline on Compliance of Anti-Money Laundering and Counter-Terrorist Financing Requirements for Licensed Money Lenders and a corresponding licensing condition have also been introduced in 2018 to ensure compliance with anti-money laundering and counter-terrorist financing requirements by the sector. The Registry has embarked on an overall review of the guideline in view of latest international requirements and standards, with a target to complete within 2025. The Registrar will continue to enforce the guideline through on-site inspection on a risk-based approach.

The Multiple Credit Reference Agency Model, which has officially been named as “Credit Data Smart” with effect from 17 November 2023, aims at introducing more than one consumer credit reference agency in Hong Kong through the Credit Reference Platform. It would facilitate licensed money lenders’ affordability assessment under the Licensing Condition introduced in March 2021, which would in turn further enhance trade practices. The Registry continues to assist in encouraging licensed money lenders to participate in the Credit Data Smart.

The Registrar of Money Lenders has been conducting annual exercise for collecting financial information and thematic survey on licensed money lenders to better understand the money lending sector for implementing and enhancing the regulation of the sector. In order to collect high level statistics on specific types of loans that call for close monitoring on a timely basis, the Registrar has started quarterly surveys on licensed money lenders in May 2024. Licensed money lenders are required to provide the required information starting from July 2024.



業務回顧

BUSINESS REVIEW

本處提供多元化的服務，主要集中在辦理公司註冊、登記法定申報表，以及為公眾人士提供服務以便他們取得本處備存的公司資料。本處亦負責處理放債人牌照及牌照續期的申請，並備存放債人登記冊以供公眾查閱。此外，我們提供與施行信託或公司服務提供者發牌制度有關的服務。本處的目標是維持香港作為營商之都的吸引力，這體現在分別於二零一八年和二零二零年引入的開放式基金型公司制度和有限合夥基金制度，以及於二零二一年實施的基金遷冊機制。

The Registry offers a diverse range of services mainly focusing on the registration of companies and statutory returns and the provision of services for members of the public to obtain company information held by the Registry. We are also responsible for processing applications for money lenders licences, renewal of licences; as well as maintaining a register of money lenders for inspection by members of the public. In addition, we provide services related to the administration of the licensing regime for TCSPs. The Registry aims to uphold the attractiveness of doing business in Hong Kong, as evidenced by the introduction of OFC and LPF regimes in 2018 and 2020 respectively; and fund re-domiciliation mechanisms in 2021.



公司註冊成立

在二零二三至二四年度共有119,544間新公司註冊成立，約77%是由一名成員組成的公司。在公司登記冊上的本地公司數目，於二零二四年一月達1,435,408間，創歷史新高。

年內，約68%的註冊申請是通過「註冊易」網站(www.eregistry.gov.hk)或「電子服務網站」(www.e-services.cr.gov.hk)以電子形式交付。這可歸因於以電子形式申請成立公司及註冊非香港公司所須繳付的費用較低，以及客戶對電子服務的接受程度有所提高。

Incorporation of Companies

In 2023-24, the number of new companies incorporated was 119,544, and around 77% of the new companies incorporated were one-member companies. A record high of 1,435,408 local companies was attained in January 2024 on the Register.

During the year, about 68% of the incorporation applications were delivered electronically either through the e-Registry (www.eregistry.gov.hk) or the e-Services Portal (www.e-services.cr.gov.hk). This could be attributed to the lower fees payable for incorporation of companies and registration of non-Hong Kong companies through electronic means and customers' higher level of acceptance of electronic services.

文件登記

在二零二三至二四年度，本處收到2,913,998份交付本處登記的文件(平均每個工作日收到12,016份)，與二零二二至二三年度相比，錄得1.8%的跌幅。交付本處登記的文件就公司在不同範疇的營運情況提供資料。該等文件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、註冊辦事處地址更改通知書、股份配發申報書和周年申報表。

公眾查冊

在二零二三至二四年度，查閱文件影像紀錄共有4,922,477宗(平均每日13,449宗)，查閱董事索引的數目有397,951宗(平均每日1,087宗)，與前一年的數目相若。查閱公司資料的數目錄得14.1%的升幅，增至424,305宗。

網上公司查冊服務一如既往廣受歡迎，超過99.9%的公司查冊是在網上進行。

Registration of Documents

The Registry received 2,913,998 documents for registration (an average of 12,016 documents received per working day) in 2023-24, a decrease of 1.8% in comparison with the numbers recorded in 2022-23. Information on various aspects of the operation of a company was provided in the documents received by the Registry for registration, such as 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.

Public Searches

There were a total of 4,922,477 document image record searches (a daily average of 13,449) and 397,951 searches on the Directors Index (a daily average of 1,087) in 2023-24, with number of searches similar to the previous year. 14.1% more searches of company particulars were conducted, raising the number to 424,305.

Online company searches were as popular as ever, with over 99.9% of all company searches being online searches.

向信託或公司服務提供者發牌

本處作為信託或公司服務提供者的監管當局，負責施行信託或公司服務提供者發牌制度。在二零二三至二四年度，本處共批出486個新牌照。截至二零二四年三月三十一日，「信託或公司服務持牌人登記冊」上共有7,007名持牌人。

在二零二三至二四年度，本處人員進行了1,242次實地巡查，並就違規個案發出252封警告信。年內，本處亦向違反《打擊洗錢條例》的信託或公司服務提供者發出128張傳票，並向28名持牌人採取紀律行動。

公司須備存重要控制人登記冊

為提高法團實益擁有權的透明度，《2018年公司(修訂)條例》訂定自二零一八年三月一日起，公司須備存重要控制人登記冊。根據有關規定，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。公司須應執法人員要求，提供重要控制人登記冊以供查閱。重要控制人登記冊制度一直運作暢順有效，本處定期進行實地巡查，確保公司遵從有關規定。這些年來，遵從備存重要控制人登記冊規定的比率不斷上升。在二零二三至二四年度進行的實地巡查顯示，遵從比率超過98%。

Licensing of Trust or Company Service Providers

As the regulatory authority for TCSPs, the Registry administers a licensing regime for TCSPs and granted 486 new licences in 2023-24. As at 31 March 2024, there were 7,007 licensees on the Register of TCSP Licensees.

We conducted 1,242 onsite inspections and issued 252 warning letters for non-compliant cases in 2023-24. We also issued 128 summonses for breaches of the AMLO and imposed disciplinary actions against 28 licensees during the year.

Keeping of Significant Controllers Registers

For greater transparency of corporate beneficial ownership, the requirements for the keeping of Significant Controllers Registers ("SCRs") by companies were introduced on 1 March 2018 under the Companies (Amendment) Ordinance 2018, which required companies incorporated in Hong Kong to obtain and maintain up-to-date beneficial ownership information by keeping an SCR. The SCR should be available for inspection by law enforcement officers upon demand. The SCR regime has been operating smoothly and effectively, and the Registry conducts site inspections regularly to ensure companies' compliance with the requirements. The compliance rate of keeping SCRs has been improving over the years, with the inspections conducted in 2023-24 revealing a compliance rate of over 98%.

放債人牌照

放債人註冊辦事處在二零二三至二四年度對持牌放債人進行了541次實地巡查，並發出了231項糾正命令及四封警告信，要求持牌放債人糾正未有遵從牌照條件的違規情況。

在二零二三至二四年度，共有138個新牌照獲批出。截至二零二四年三月三十一日，持牌放債人的數目為2,236，較前一年減少6.7%。

為有限合夥基金註冊

在二零二三至二四年度，共有203個新有限合夥基金註冊。截至二零二四年三月三十一日，「有限合夥基金登記冊」上共有788個有限合夥基金，按年增加32.4%。

執法及檢控

處長執行《公司條例》的各項條文，並獲授權按情況檢控未有遵從法規的個案。在二零二三至二四年度，本處進行了6,278次實地巡查，以確保公司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，與二零二二至二三年度的實地巡查數目相比，高出約13.2%。此外，本處年內就違反《公司條例》的個案發出了3,288張傳票。

Licensing of Money Lenders

In 2023-24, the Money Lenders Section conducted 541 onsite inspections on licensed money lenders and issued 231 rectification orders and four warning letters to require rectification of non-compliances with licensing conditions.

In 2023-24, 138 new licences were granted. As at 31 March 2024, there were 2,236 licensed money lenders, representing a decrease of 6.7% in comparison with the previous year.

Registration of Limited Partnership Funds

In 2023-24, 203 new LPFs were registered. As at 31 March 2024, there were 788 LPFs on the LPF Register, representing a year-on-year increase of 32.4%.

Enforcement and Prosecution

The Registrar enforces the provisions of the Companies Ordinance and prosecutes cases of non-compliance with delegated authority, where appropriate. In 2023-24, 6,278 site inspections were conducted to ensure that companies were compliant with the requirements in displaying company names and keeping company registers, including the SCR, representing an increase of about 13.2% of site inspections conducted in 2022-23. The Registry also issued 3,288 summonses for breaches under the Companies Ordinance this year.

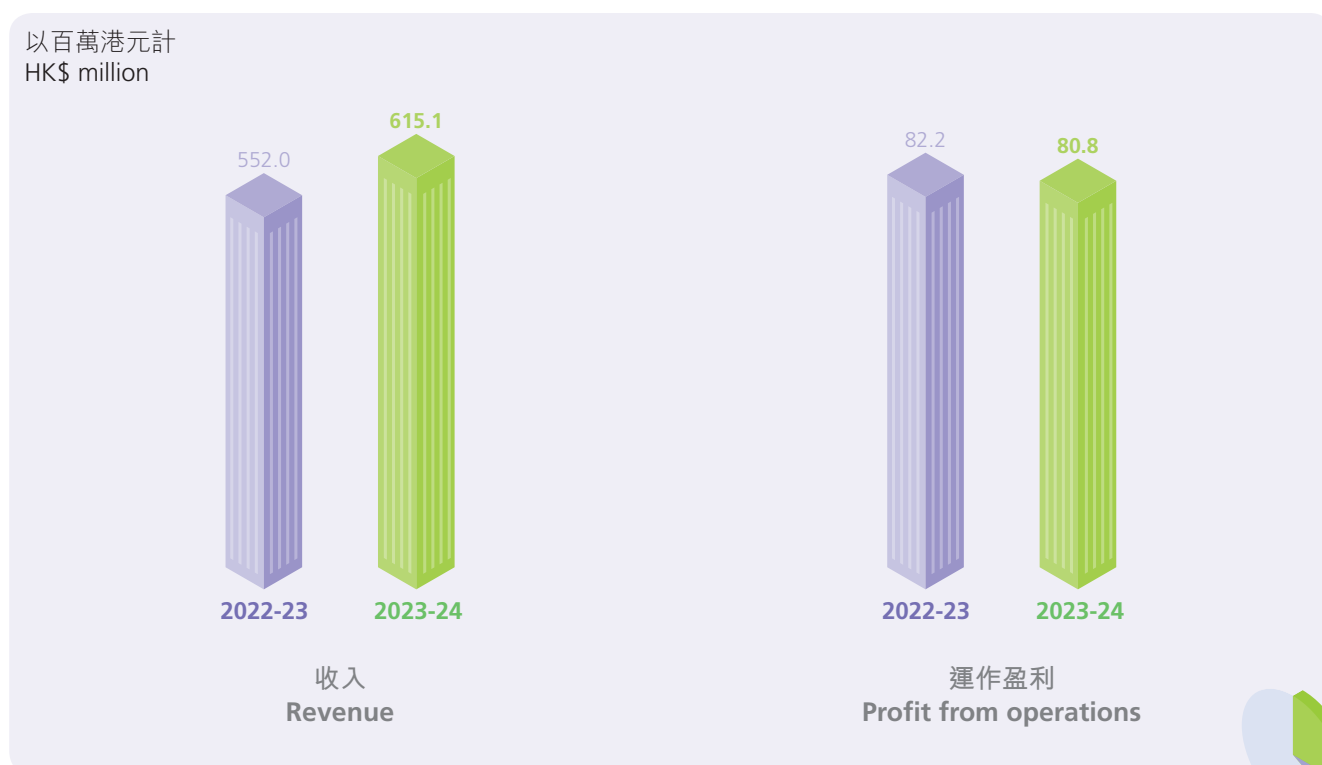
財務表現

本處的收入上升11.4%至6億1,510萬元(二零二二至二三年度為5億5,200萬元)。另一方面，由於折舊及攤銷與員工費用分別增加46.7%及4.8%，運作成本亦上升13.8%至5億3,440萬元(二零二二至二三年度為4億6,980萬元)。若以淨額計算，運作盈利輕微下跌1.7%至8,080萬元(二零二二至二三年度為8,220萬元)。

Financial Performance

The Registry's revenue grew by 11.4% to \$615.1 million (2022-23: \$552.0 million) while operating costs went up by 13.8% to \$534.4 million (2022-23: \$469.8 million) owing to the increase in depreciation and amortisation by 46.7% and staff costs by 4.8%. On a net basis, the profit from operations decreased slightly by 1.7% to \$80.8 million (2022-23: \$82.2 million).

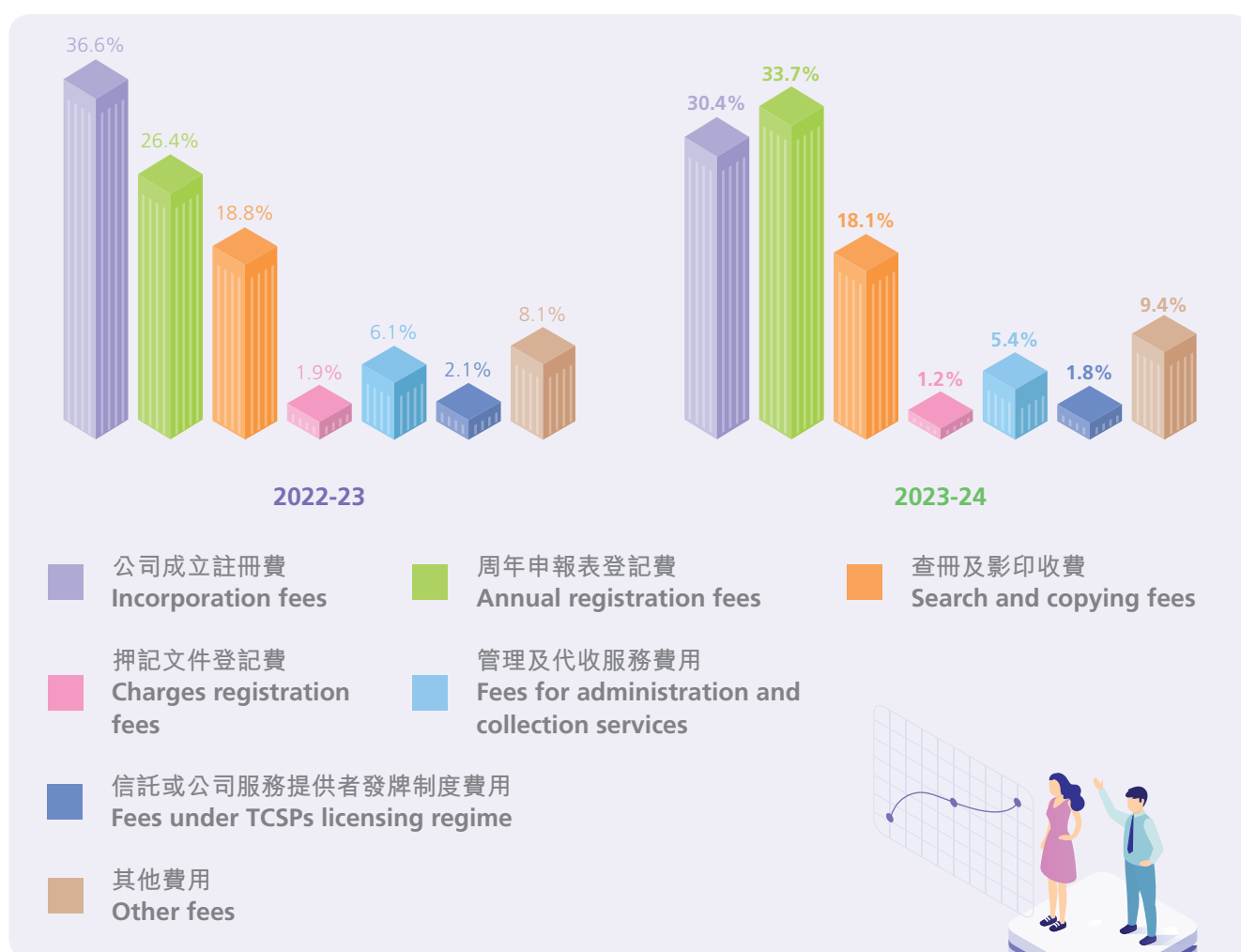
收入與盈利 Revenue and Profit



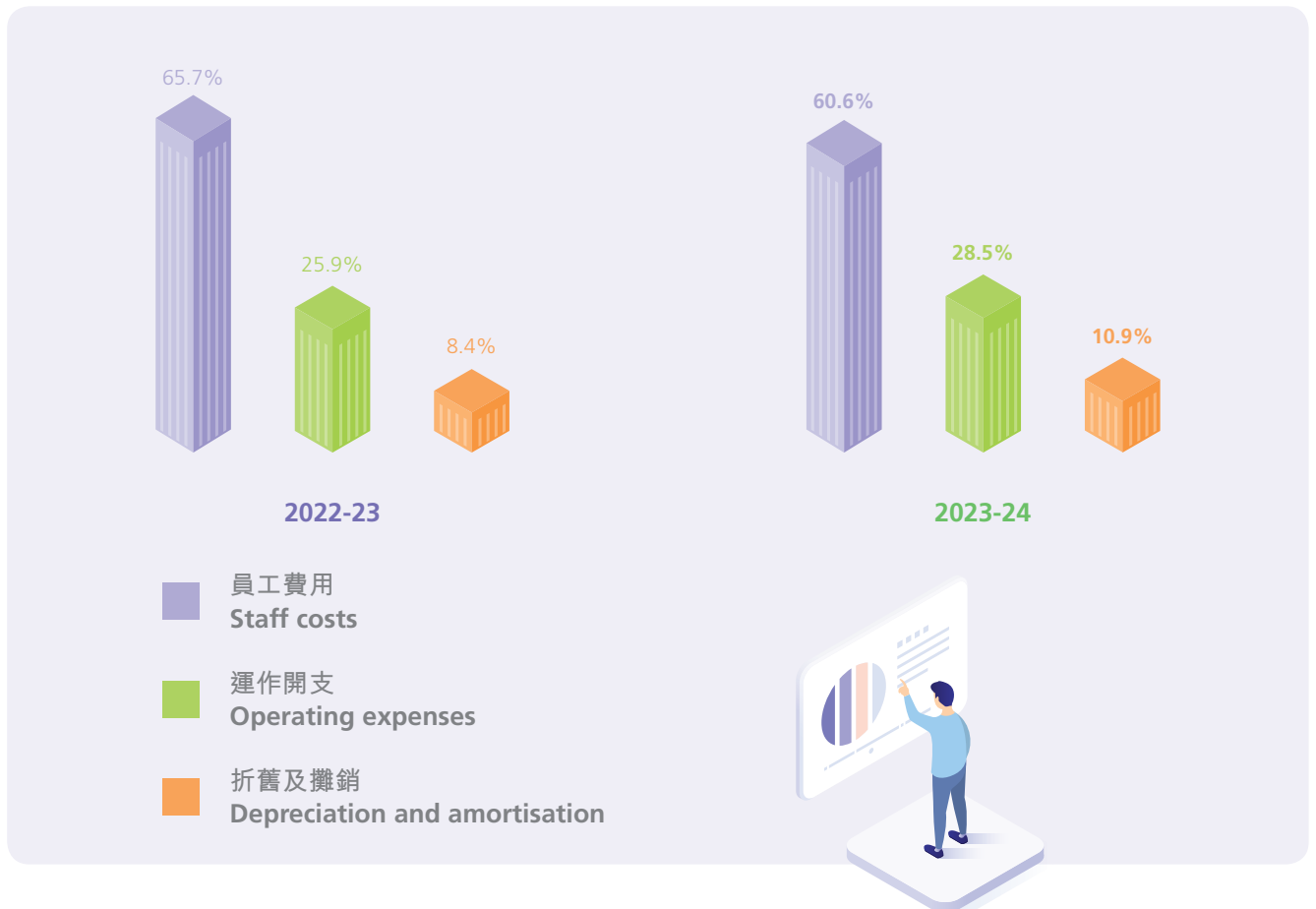
新公司註冊成立、周年申報表登記和公司資料查冊業務所得收入佔本處總收入逾80%，是主要的收入來源。本處收入上升，主要由於公司周年申報表登記費寬免期於二零二二年九月屆滿，令全年有關收入增加。

The incorporation of new companies, registration of annual returns and searches for company information contributed significantly, accounting for over 80% of the total revenue generated. The primary driver behind the increase was the full-year impact on the expiry of the waiver of annual registration fees in September 2022.

收入 Revenue



運作成本
Operating Costs



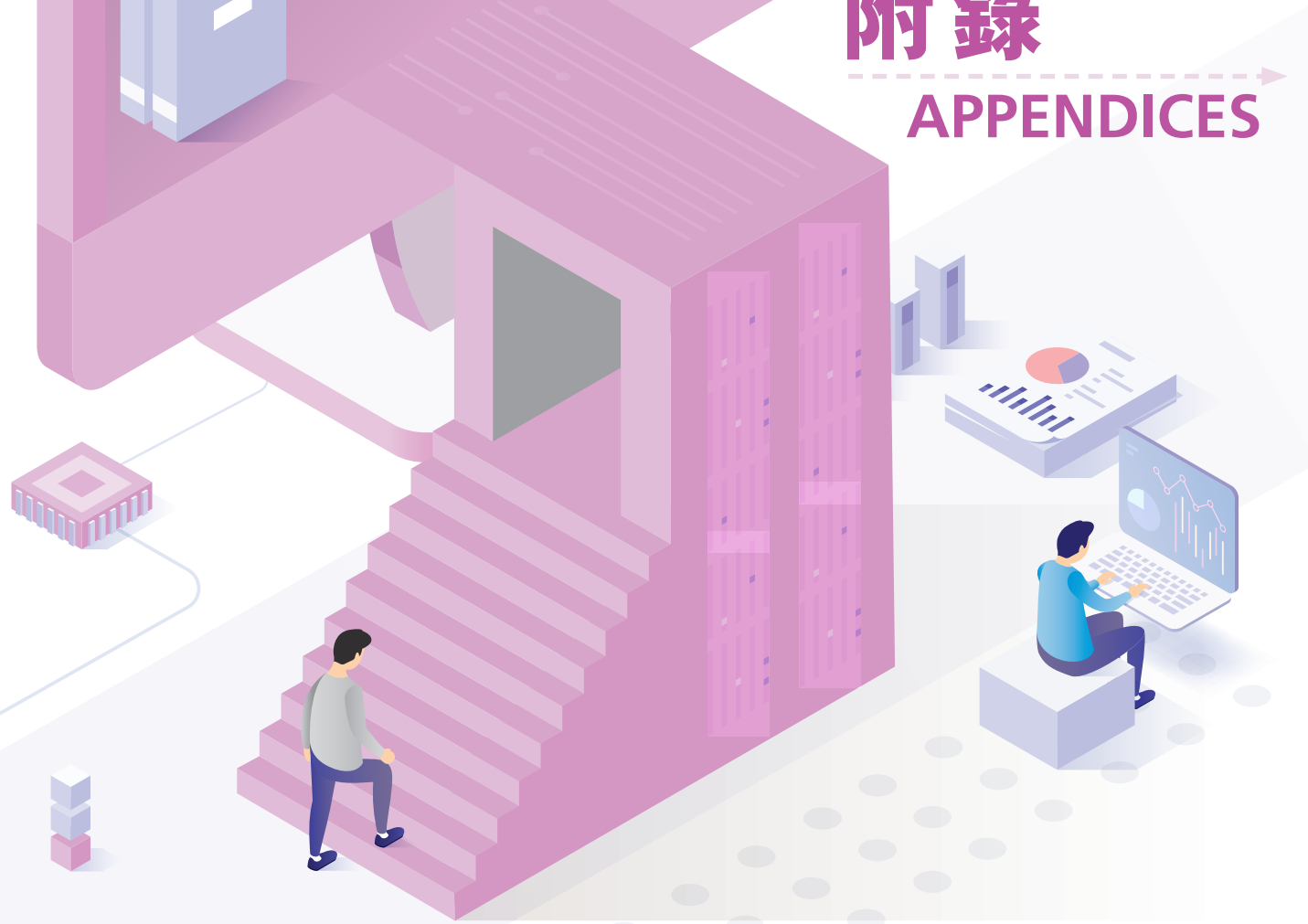
多年來，本處一直在財政自給的基礎上運作，並維持足夠儲備以應付持續發展。穩健的財務狀況，讓我們能堅定不移地追求卓越。鑑於本處業務受公司活動影響，而公司活動又受全球和本地經濟狀況影響，我們深知嚴格監控資源分配的重要。

For many years, the Registry has been operating on a self-financing basis and maintaining sufficient reserves to sustain its on-going development. This stable and healthy financial position allows us to remain steadfast in our commitment to excellence. Considering the dependency of the Registry's business on the company activities, which is influenced by global and local economic situations, we acknowledge the importance to exercise stringent oversight on resources allocation.

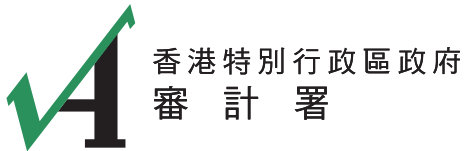


附錄

APPENDICES



審計署署長報告 Report of the Director of Audit



Audit Commission
The Government of the Hong Kong
Special Administrative Region

獨立審計師報告

致立法會

意見

茲證明我已審核及審計列載於第46至80頁公司註冊處營運基金的財務報表，該等財務報表包括於2024年3月31日的財務狀況表與截至該日止年度的全面收益表、權益變動表和現金流量表，以及財務報表的附註，包括重大會計政策資料。

我認為，該等財務報表已按照香港會計師公會頒布的《香港財務報告準則》真實而中肯地反映公司註冊處營運基金於2024年3月31日的狀況及截至該日止年度的運作成果及現金流量，並已按照《營運基金條例》（第430章）第7(4)條所規定的方式妥為擬備。

意見的基礎

我已按照《營運基金條例》第7(5)條及審計署的審計準則進行審計。我根據該等準則而須承擔的責任，詳載於本報告「審計師就財務報表審計而須承擔的責任」部分。根據該等準則，我獨立於公司註冊處營運基金，並已按該等準則履行其他道德責任。我相信，我所獲得的審計憑證是充足和適當地為我的審計意見提供基礎。

Independent Auditor's Report

To the Legislative Council

Opinion

I certify that I have examined and audited the financial statements of the Companies Registry Trading Fund set out on pages 46 to 80, which comprise the statement of financial position as at 31 March 2024, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information.

In my opinion, the financial statements give a true and fair view of the state of affairs of the Companies Registry Trading Fund as at 31 March 2024, and of its results of operations and cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in accordance with the manner provided in section 7(4) of the Trading Funds Ordinance (Cap. 430).

Basis for opinion

I conducted my audit in accordance with section 7(5) of the Trading Funds Ordinance and the Audit Commission auditing standards. My responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of my report. I am independent of the Companies Registry Trading Fund in accordance with those standards, and I have fulfilled my other ethical responsibilities in accordance with those standards. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

其他資料

公司註冊處營運基金總經理須對其他資料負責。其他資料包括公司註冊處營運基金2023-24年年報內的所有資料，但不包括財務報表及我的審計師報告。

我對財務報表的意見並不涵蓋其他資料，我亦不對其他資料發表任何形式的鑒證結論。

就財務報表審計而言，我有責任閱讀其他資料，從而考慮其他資料是否與財務報表或我在審計過程中得悉的情況有重大矛盾，或者似乎存有重大錯誤陳述。基於我已執行的工作，如果我認為其他資料存有重大錯誤陳述，我需要報告該事實。在這方面，我沒有任何報告。

公司註冊處營運基金總經理就財務報表而須承擔的責任

公司註冊處營運基金總經理須負責按照香港會計師公會頒布的《香港財務報告準則》及《營運基金條例》第7(4)條擬備真實而中肯的財務報表，及落實其認為必要的內部控制，使財務報表不存有因欺詐或錯誤而導致的重大錯誤陳述。

在擬備財務報表時，公司註冊處營運基金總經理須負責評估公司註冊處營運基金持續經營的能力，以及在適用情況下披露與持續經營有關的事項，並以持續經營作為會計基礎。

Other information

The General Manager, Companies Registry Trading Fund is responsible for the other information. The other information comprises all the information included in the Companies Registry Trading Fund's 2023-24 Annual Report, other than the financial statements and my auditor's report thereon.

My opinion on the financial statements does not cover the other information and I do not express any form of assurance conclusion thereon.

In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work I have performed, I conclude that there is a material misstatement of this other information, I am required to report that fact. I have nothing to report in this regard.

Responsibilities of the General Manager, Companies Registry Trading Fund for the financial statements

The General Manager, Companies Registry Trading Fund is responsible for the preparation of financial statements that give a true and fair view in accordance with HKFRSs issued by the HKICPA and section 7(4) of the Trading Funds Ordinance, and for such internal control as the General Manager, Companies Registry Trading Fund determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the General Manager, Companies Registry Trading Fund is responsible for assessing the Companies Registry Trading Fund's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting.

審計師就財務報表審計而須承擔的責任

我的目標是就整體財務報表是否不存有任何因欺詐或錯誤而導致的重大錯誤陳述取得合理保證，並發出包括我意見的審計師報告。合理保證是高水平的保證，但不能確保按審計署審計準則進行的審計定能發現所存有的任何重大錯誤陳述。錯誤陳述可以由欺詐或錯誤引起，如果合理預期它們個別或滙總起來可能影響財務報表使用者所作出的經濟決定，則會被視作重大錯誤陳述。

在根據審計署審計準則進行審計的過程中，我會運用專業判斷並秉持專業懷疑態度。我亦會：

- 識別和評估因欺詐或錯誤而導致財務報表存有重大錯誤陳述的風險；設計及執行審計程序以應對這些風險；以及取得充足和適當的審計憑證，作為我意見的基礎。由於欺詐可能涉及串謀、偽造、蓄意遺漏、虛假陳述，或凌駕內部控制的情況，因此未能發現因欺詐而導致重大錯誤陳述的風險，較未能發現因錯誤而導致者為高；
- 了解與審計相關的內部控制，以設計適當的審計程序。然而，此舉並非旨在對公司註冊處營運基金內部控制的有效性發表意見；
- 評價公司註冊處營運基金總經理所採用的會計政策是否恰當，以及其作出的會計估計和相關資料披露是否合理；

Auditor's responsibilities for the audit of the financial statements

My objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Audit Commission auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with the Audit Commission auditing standards, I exercise professional judgment and maintain professional skepticism throughout the audit. I also:

- identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Companies Registry Trading Fund's internal control;
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the General Manager, Companies Registry Trading Fund;

- 判定公司註冊處營運基金總經理以持續經營作為會計基礎的做法是否恰當，並根據所得的審計憑證，判定是否存在與事件或情況有關，而且可能對公司註冊處營運基金持續經營的能力構成重大疑慮的重大不確定性。如果我認為存在重大不確定性，則有必要在審計師報告中請使用者留意財務報表中的相關資料披露。假若所披露的相關資料不足，我便須發出非無保留意見的審計師報告。我的結論是基於截至審計師報告日止所取得的審計憑證。然而，未來事件或情況可能導致公司註冊處營運基金不能繼續持續經營；及
- 評價財務報表的整體列報方式、結構和內容，包括披露資料，以及財務報表是否中肯反映交易和事項。
- conclude on the appropriateness of the General Manager, Companies Registry Trading Fund's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Companies Registry Trading Fund's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Companies Registry Trading Fund to cease to continue as a going concern; and
- evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

我與公司註冊處營運基金總經理溝通計劃的審計範圍和時間以及重大審計發現等事項，包括我在審計期間識別出內部控制的任何重大缺陷。

I communicate with the General Manager, Companies Registry Trading Fund regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

審計署署長
(審計署助理署長莫澤文代行)

Terry Mok
Assistant Director of Audit
for Director of Audit

審計署
香港
金鐘道66號
金鐘道政府合署高座6樓
2024年9月6日

Audit Commission
6th Floor, High Block
Queensway Government Offices
66 Queensway, Hong Kong
6 September 2024

周年帳目表

ANNUAL ACCOUNTS



公司註冊處營運基金
截至2024年3月31日止的周年帳目表

Annual Accounts of the
Companies Registry Trading Fund
for the Year Ended 31 March 2024

按照《營運基金條例》(第430章)第7(4)條製備及提交
Prepared and submitted pursuant to section 7(4) of the
Trading Funds Ordinance (Cap. 430)

公司註冊處營運基金全面收益表

Companies Registry Trading Fund Statement of Comprehensive Income

截至2024年3月31日止年度
for the year ended 31 March 2024

| (以港幣千元位列示) (Expressed in thousands of Hong Kong dollars) | | 附註 Note | 2024 | 2023 |
|-------------------------------------------------------------|-----------------------------------------|------------|-----------|-----------|
| 來自客戶合約之收入 | Revenue from contracts with customers | (4) | 615,145 | 552,010 |
| 運作成本 | Operating costs | (5) | (534,385) | (469,843) |
| 運作盈利 | Profit from operations | | 80,760 | 82,167 |
| 其他收入 | Other income | (6) | 73,371 | 30,703 |
| 年度盈利 | Profit for the year | | 154,131 | 112,870 |
| 其他全面收益 | Other comprehensive income | | – | – |
| 年度總全面收益 | Total comprehensive income for the year | | 154,131 | 112,870 |
| 固定資產回報率 | Rate of return on fixed assets | (7) | 8.9% | 11.6% |

第52頁至80頁的附註為本財務報表的一部分。
The notes on pages 52 to 80 form part of these financial statements.

公司註冊處營運基金財務狀況表

Companies Registry Trading Fund

Statement of Financial Position

於2024年3月31日
as at 31 March 2024

| (以港幣千元位列示) (Expressed in thousands of Hong Kong dollars) | | 附註 Note | 2024 | 2023 |
|-------------------------------------------------------------|----------------------------------------------|------------|------------------|-----------|
| 非流動資產 | Non-current assets | | | |
| 物業、設備及器材 | Property, plant and equipment | (8) | 297,144 | 302,561 |
| 使用權資產 | Right-of-use assets | (9(a)) | 19,382 | 17,218 |
| 無形資產 | Intangible assets | (10) | 707,573 | 507,494 |
| 外匯基金存款 | Placement with the Exchange Fund | (11) | 51,085 | – |
| | | | 1,075,184 | 827,273 |
| 流動資產 | Current assets | | | |
| 預付款項及 其他應收款項 | Prepayments and other receivables | (12) | 12,741 | 25,389 |
| 應收關連人士帳款 | Amounts due from related parties | (13(a)) | 2,438 | 8,077 |
| 銀行存款 | Bank deposits | | 1,274,800 | 1,505,700 |
| 現金及銀行結餘 | Cash and bank balances | | 16,925 | 30,195 |
| | | | 1,306,904 | 1,569,361 |
| 流動負債 | Current liabilities | | | |
| 遞延收入 | Deferred revenue | (13(b)) | (20,416) | (19,785) |
| 客戶按金 | Customers' deposits | | (22,174) | (21,262) |
| 應付帳款及 其他應付款項 | Trade and other payables | | (61,746) | (68,804) |
| 應付關連人士帳款 | Amounts due to related parties | | (78,975) | (200,972) |
| 租賃負債 | Lease liabilities | (9(b)) | (3,794) | (4,219) |
| 僱員福利撥備 | Provision for employee benefits | (14) | (10,895) | (10,953) |
| | | | (198,000) | (325,995) |
| 流動資產淨額 | Net current assets | | 1,108,904 | 1,243,366 |
| 總資產減去流動負債 | Total assets less current liabilities | | 2,184,088 | 2,070,639 |

公司註冊處營運基金財務狀況表 (續)
Companies Registry Trading Fund
Statement of Financial Position (continued)

於2024年3月31日

as at 31 March 2024

| (以港幣千元位列示) (Expressed in thousands of Hong Kong dollars) | | 附註 Note | 2024 | 2023 |
|-------------------------------------------------------------|---------------------------------|------------|------------------|-----------|
| 非流動負債 | Non-current liabilities | | | |
| 遞延收入 | Deferred revenue | (13(b)) | (5,291) | (5,128) |
| 租賃負債 | Lease liabilities | (9(b)) | (15,542) | (12,868) |
| 僱員福利撥備 | Provision for employee benefits | (14) | (53,181) | (55,610) |
| | | | (74,014) | (73,606) |
| 資產淨額 | NET ASSETS | | 2,110,074 | 1,997,033 |
| 資本及儲備 | CAPITAL AND RESERVES | | | |
| 營運基金資本 | Trading fund capital | (15) | 138,460 | 138,460 |
| 發展基金 | Development fund | (16) | 550,000 | 810,000 |
| 保留盈利 | Retained earnings | (17) | 1,421,614 | 1,048,573 |
| | | | 2,110,074 | 1,997,033 |

第52頁至80頁的附註為本財務報表的一部分。

The notes on pages 52 to 80 form part of these financial statements.



鄧婉雯太平紳士
 公司註冊處營運基金總經理
 2024年9月6日

Miss Helen Tang, JP
 General Manager, Companies Registry Trading Fund
 6 September 2024

公司註冊處營運基金權益變動表

Companies Registry Trading Fund

Statement of Changes in Equity

截至2024年3月31日止年度
for the year ended 31 March 2024

| (以港幣千元位列示) | | 附註 | 2024 | 2023 |
|-----------------------------------------------|-----------------------------------------|------|------------------|-----------|
| (Expressed in thousands of Hong Kong dollars) | | Note | | |
| 在年初的結餘 | Balance at beginning of year | | 1,997,033 | 1,915,844 |
| 年度總全面收益 | Total comprehensive income for the year | | 154,131 | 112,870 |
| 政府法定回報 | Statutory return to the Government | (17) | (41,090) | (31,681) |
| 在年終的結餘 | Balance at end of year | | 2,110,074 | 1,997,033 |

第52頁至80頁的附註為本財務報表的一部分。

The notes on pages 52 to 80 form part of these financial statements.

公司註冊處營運基金現金流量表

Companies Registry Trading Fund Statement of Cash Flows

截至2024年3月31日止年度
for the year ended 31 March 2024

| (以港幣千元位列示) (Expressed in thousands of Hong Kong dollars) | | 2024 | 2023 |
|-------------------------------------------------------------|----------------------------------------------------------------------|------------------|-----------|
| 營運活動的現金流量 | Cash flows from operating activities | | |
| 運作盈利 | Profit from operations | 80,760 | 82,167 |
| 調整： | Adjustments for: | | |
| 折舊及攤銷 | Depreciation and amortisation | 58,135 | 39,617 |
| 租賃負債的利息支出 | Interest expense on lease liabilities | 457 | 225 |
| 出售／註銷無形資產虧損 | Loss on disposals of intangible assets | – | 462 |
| 預付款項及其他應收款項的減少 | Decrease in prepayments and other receivables | 6,154 | 1,889 |
| 應收關連人士帳款的減少／(增加) | Decrease/(Increase) in amounts due from related parties | 5,639 | (5,013) |
| 遞延收入的增加／(減少) | Increase/(Decrease) in deferred revenue | 794 | (1,621) |
| 客戶按金的增加 | Increase in customers' deposits | 912 | 2,198 |
| 應付帳款及其他應付款項的(減少)／增加 | (Decrease)/Increase in trade and other payables | (2,753) | 3,979 |
| 應付關連人士帳款的(減少)／增加 | (Decrease)/Increase in amounts due to related parties | (121,995) | 56,039 |
| 僱員福利撥備的減少 | Decrease in provision for employee benefits | (2,487) | (1,306) |
| 來自營運活動的現金淨額 | Net cash from operating activities | 25,616 | 178,636 |
| 投資活動的現金流量 | Cash flows from investing activities | | |
| 原有限為3個月以上的銀行存款的減少 | Decrease in bank deposits with original maturities over three months | 1,085,500 | 109,800 |
| 購買物業、設備及器材和無形資產 | Purchase of property, plant and equipment, and intangible assets | (252,814) | (236,419) |
| 外匯基金存款的增加 | Increase in placement with the Exchange Fund | (51,085) | – |
| 已收利息 | Interest received | 79,866 | 13,869 |
| 來自／(用於)投資活動的現金淨額 | Net cash from/(used in) investing activities | 861,467 | (112,750) |

公司註冊處營運基金現金流量表 (續)

Companies Registry Trading Fund Statement of Cash Flows (continued)

截至2024年3月31日止年度
for the year ended 31 March 2024

| (以港幣千元位列示) (Expressed in thousands of Hong Kong dollars) | | 附註 Note | 2024 | 2023 |
|-------------------------------------------------------------|-----------------------------------------------------------|------------|-----------------|----------|
| 融資活動的現金流量 | Cash flows from financing activities | | | |
| 已付政府法定回報 | Statutory return paid to the Government | | (41,090) | (31,681) |
| 支付租賃負債 | Payments of lease liabilities | (9(b)) | (4,663) | (5,187) |
| 用於融資活動的 現金淨額 | Net cash used in financing activities | | (45,753) | (36,868) |
| 現金及等同現金的增加 淨額 | Net increase in cash and cash equivalents | | 841,330 | 29,018 |
| 在年初的現金及等同 現金 | Cash and cash equivalents at beginning of year | | 105,895 | 76,877 |
| 在年終的現金及等同 現金 | Cash and cash equivalents at end of year | (18) | 947,225 | 105,895 |

第52頁至80頁的附註為本財務報表的一部分。

The notes on pages 52 to 80 form part of these financial statements.

財務報表附註

Notes to the Financial Statements

(除另有註明外，所有金額均以港幣千元位列示)

(Amounts expressed in thousands of Hong Kong dollars, unless otherwise stated)

1. 總論

前立法局在1993年6月30日根據《營運基金條例》(第430章)第3、4及6條通過決議，在1993年8月1日設立公司註冊處營運基金(「基金」)。基金主要為客戶提供服務與設施，以辦理有限公司註冊及登記和查閱公司文件。

2. 重大會計政策

(a) 符合準則聲明

本財務報表是按照香港公認的會計原則及香港財務報告準則(此詞是統稱，當中包括香港會計師公會頒布的所有適用的個別香港財務報告準則、香港會計準則及詮釋)編製。基金採納的重大會計政策列載如下。

香港會計師公會頒布了若干新增或經修訂的香港財務報告準則並於基金的本會計期首次生效或可供提前採納。基金因首度採納其中適用的準則而引致本會計期及前會計期的會計政策改變(如有)已反映在本財務報表，有關資料載於附註3。

1. General

The Companies Registry Trading Fund ("the Fund") was established on 1 August 1993 under the Legislative Council Resolution passed on 30 June 1993 pursuant to sections 3, 4 and 6 of the Trading Funds Ordinance (Cap. 430). The Fund mainly provides its customers with services and facilities to incorporate companies and to register and examine company documents.

2. Material accounting policies

(a) Statement of compliance

These financial statements have been prepared in accordance with accounting principles generally accepted in Hong Kong and Hong Kong Financial Reporting Standards ("HKFRSs"), a collective term which includes all applicable individual HKFRSs, Hong Kong Accounting Standards and Interpretations issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"). Material accounting policies adopted by the Fund are set out below.

The HKICPA has issued certain new or revised HKFRSs that are first effective or available for early adoption for the current accounting period of the Fund. Note 3 provides information on the changes, if any, in accounting policies resulting from initial application of these developments to the extent that they are relevant to the Fund for the current and prior accounting periods reflected in these financial statements.

(b) 編製財務報表的基準

本財務報表的編製基準均以原值成本法計量。

編製符合香港財務報告準則的財務報表需要管理層作出判斷、估計及假設。該等判斷、估計及假設會影響會計政策的實施，以及資產、負債、收入與支出的呈報款額。該等估計及相關的假設，均按以往經驗及其他在有關情況下被認為合適的因素而制訂。倘若沒有其他現成數據可供參考，則會採用該等估計及假設作為判斷有關資產及負債的帳面值的基準。估計結果或會與實際價值有所不同。

該等估計及其所依據的假設會作持續檢討。如修訂會計估計只影響修訂期，有關修訂會在該修訂期內確認；如修訂影響本會計期及未來的會計期，則會在修訂期及未來的會計期內確認。

基金在實施會計政策方面並不涉及任何關鍵的會計判斷。無論對未來作出的假設，或在報告日估計過程中所存在的不明朗因素，皆不足以構成重大風險，導致資產和負債的帳面金額在來年大幅修訂。

若干比較數字已重新列示，以配合本年度基金財務報表的呈報方式。

(b) Basis of preparation of the financial statements

The measurement basis used in the preparation of the financial statements is historical cost.

The preparation of financial statements in conformity with HKFRSs requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

There are no critical accounting judgements involved in the application of the Fund's accounting policies. There are also no key assumptions concerning the future, or other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities in the next year.

Certain comparative figures have been restated to conform to the current year presentation of the Fund's financial statements.

(c) 金融資產及金融負債

(i) 初始確認及計量

基金的金融資產包括外匯基金存款、其他應收款項、應收關連人士帳款、銀行存款，以及現金及銀行結餘。

基金的金融負債包括客戶按金、應付帳款及其他應付款項、應付關連人士帳款，以及租賃負債。

基金在成為有關金融工具的合約其中一方之日確認有關金融資產及金融負債。於初始確認時，金融資產及金融負債按公平值計量，再加上或減去因收購該等金融資產或發行該等金融負債而直接引致的交易成本。

(ii) 分類及其後計量

基金將其所有金融資產分類為其後以實際利率法按攤銷成本值計量，因為有關金融資產以收取合約現金流為目的業務模式而持有，且合約現金流僅為所支付的本金及利息。金融資產的虧損準備根據附註2(c)(iv)所述的預期信用虧損模型計量。

(c) Financial assets and financial liabilities

(i) Initial recognition and measurement

The Fund's financial assets comprise placement with the Exchange Fund, other receivables, amounts due from related parties, bank deposits, and cash and bank balances.

The Fund's financial liabilities comprise customers' deposits, trade and other payables, amounts due to related parties and lease liabilities.

The Fund recognises financial assets and financial liabilities on the date it becomes a party to the contractual provisions of the instrument. At initial recognition, financial assets and financial liabilities are measured at fair value plus or minus transaction costs that are directly attributable to the acquisition of the financial assets or the issue of the financial liabilities.

(ii) Classification and subsequent measurement

The Fund classifies all financial assets as subsequently measured at amortised cost using the effective interest method, on the basis that they are held within a business model whose objective is to hold them for collection of contractual cash flows and the contractual cash flows represent solely payments of principal and interest. The measurement of loss allowances for financial assets is based on the expected credit loss model as described in note 2(c)(iv).

實際利率法是計算金融資產或金融負債的攤銷成本值，以及攤分及確認有關期間的利息收入或支出的方法。實際利率是指可將該金融資產或金融負債在有效期間內的預計現金收支，折現成該金融資產的帳面總值或該金融負債的攤銷成本值所適用的貼現率。基金在計算實際利率時，會考慮該金融工具的所有合約條款以估計現金流量，但不會計及預期信用虧損。有關計算包括與實際利率相關的所有收取自或支付予合約各方的費用、交易成本及所有其他溢價或折讓。

基金將其所有金融負債分類為其後以實際利率法按攤銷成本值計量，惟租賃負債按附註2(e)所述計量。

基金僅在管理某金融資產的業務模式出現變動時，才將有關資產重新分類。金融負債不作重新分類。

(iii) 註銷確認

當從金融資產收取現金流量的合約權利屆滿時，或該金融資產連同擁有權的絕大部分風險及回報已轉讓時，該金融資產會被註銷確認。

當合約指明的債務被解除或取消，或到期時，該金融負債會被註銷確認。

The effective interest method is a method of calculating the amortised cost of a financial asset or a financial liability and of allocating and recognising the interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts or payments through the expected life of the financial asset or financial liability to the gross carrying amount of the financial asset or to the amortised cost of the financial liability. When calculating the effective interest rate, the Fund estimates the expected cash flows by considering all contractual terms of the financial instrument but does not consider the expected credit losses. The calculation includes all fees received or paid between parties to the contract that are an integral part of the effective interest rate, transaction costs and all other premiums or discounts.

The Fund classifies all financial liabilities as subsequently measured at amortised cost using the effective interest method, except for lease liabilities as stated in note 2(e).

The Fund reclassifies a financial asset when and only when it changes its business model for managing the asset. A financial liability is not reclassified.

(iii) Derecognition

A financial asset is derecognised when the contractual rights to receive the cash flows from the financial asset expire, or where the financial asset together with substantially all the risks and rewards of ownership have been transferred.

A financial liability is derecognised when the obligation specified in the contract is discharged or cancelled, or when it expires.

(iv) 金融資產減值

基金就按攤銷成本值計量的金融資產採用由3個階段組成的方法計量預期信用虧損及確認相應的虧損準備及減值虧損或回撥，預期信用虧損的計量基礎取決於自初始確認以來的信用風險變化：

第1階段：12個月預期信用虧損

若自初始確認以來，金融工具的信用風險並無大幅增加，全期預期信用虧損中反映在報告日後12個月內可能發生的違約事件引致的預期信用虧損的部分予以確認。

第2階段：全期預期信用虧損—非信用減值

若自初始確認以來，金融工具的信用風險大幅增加，但並非信用減值，全期預期信用虧損(反映在金融工具的預期有效期內所有可能出現的違約事件引致的預期信用虧損)予以確認。

第3階段：全期預期信用虧損—信用減值

若金融工具已視作信用減值，會確認全期預期信用虧損，利息收入則應用實際利率計入攤銷成本值而非帳面值總額計算。

(iv) Impairment of financial assets

The Fund applies a three-stage approach to measure expected credit losses on financial assets measured at amortised cost and to recognise the corresponding loss allowances and impairment losses or reversals, with the change in credit risk since initial recognition determining the measurement bases for expected credit losses:

Stage 1: 12-month expected credit losses

For financial instruments for which there has not been a significant increase in credit risk since initial recognition, the portion of the lifetime expected credit losses that represent the expected credit losses that result from default events that are possible within the 12 months after the reporting date are recognised.

Stage 2: Lifetime expected credit losses – not credit impaired

For financial instruments for which there has been a significant increase in credit risk since initial recognition but that are not credit impaired, lifetime expected credit losses representing the expected credit losses that result from all possible default events over the expected life of the financial instruments are recognised.

Stage 3: Lifetime expected credit losses – credit impaired

For financial instruments that have become credit impaired, lifetime expected credit losses are recognised and interest income is calculated by applying the effective interest rate to the amortised cost rather than the gross carrying amount.

如何釐定信用風險大幅增加

在每個報告日，基金藉比較金融工具於報告日及於初始確認日期在餘下的預期有效期內出現違約的風險，以評估金融工具的信用風險有否大幅增加。有關評估會考慮數量及質量歷史資料，以及具前瞻性的資料。若發生一項或多於一項對某金融資產的估計未來現金流量有不利影響的事件，該金融資產會被評定為信用減值。

基金在個別或綜合基準上評估自初始確認以來信用風險有否大幅增加。就綜合評估而言，金融工具按共同信用風險特質的基準歸類，並考慮投資類別、信用風險評級及其他相關因素。

外部信用評級為投資級別的銀行存款被視為屬低信用風險。其他金融工具若其違約風險低，且交易對手或借款人具備雄厚實力在短期內履行其合約現金流量責任，會被視為屬低信用風險。此等金融工具的信用風險會被評定為自初始確認以來並無大幅增加。

Determining significant increases in credit risk

At each reporting date, the Fund assesses whether there has been a significant increase in credit risk for financial instruments since initial recognition by comparing the risk of default occurring over the remaining expected life as at the reporting date with that as at the date of initial recognition. The assessment considers quantitative and qualitative historical information as well as forward-looking information. A financial asset is assessed to be credit impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred.

The Fund assesses whether there has been a significant increase in credit risk since initial recognition on an individual or collective basis. For collective assessment, financial instruments are grouped on the basis of shared credit risk characteristics, taking into account investment type, credit risk ratings and other relevant factors.

Placements with banks with an external credit rating of investment grade are considered to have a low credit risk. Other financial instruments are considered to have a low credit risk if they have a low risk of default and the counterparty or borrower has a strong capacity to meet its contractual cash flow obligations in the near term. The credit risk on these financial instruments is assessed as not having increased significantly since initial recognition.

若金融資產無法收回，該金融資產會與相關虧損準備撇銷。該等資產在完成所有必要程序及釐定虧損金額後撇銷。其後收回先前被撇銷的金額會在全面收益表內確認。

計量預期信用虧損

金融工具的預期信用虧損是對該金融工具在預期有效期內的公平及經概率加權估計的信用虧損(即所有短缺現金的現值)。短缺現金為按照合約應付予基金的現金流量與基金預期會收到的現金流量兩者間的差距。若金融資產在報告日視作信用減值，基金根據該資產的帳面值總額與以折現方式按該資產的原訂實際利率計算的估計未來現金流量的現值兩者間的差距計量預期信用虧損。

When a financial asset is uncollectible, it is written off against the related loss allowance. Such assets are written off after all the necessary procedures have been completed and the amount of the loss has been determined. Subsequent recoveries of amounts previously written off are recognised in the statement of comprehensive income.

Measurement of expected credit losses

Expected credit losses of a financial instrument are an unbiased and probability-weighted estimate of credit losses (i.e. the present value of all cash shortfalls) over the expected life of the financial instrument. A cash shortfall is the difference between the cash flows due to the Fund in accordance with the contract and the cash flows that the Fund expects to receive. For a financial asset that is credit impaired at the reporting date, the Fund measures the expected credit losses as the difference between the asset's gross carrying amount and the present value of estimated future cash flows discounted at the asset's original effective interest rate.

(d) 物業、設備及器材

於1993年8月1日撥歸基金的物業、設備及器材，最初的成本值是按前立法局所通過設立基金的決議中所列的估值入帳。自1993年8月1日起購置的物業、設備及器材均按實際成本入帳。

以下物業、設備及器材以成本值扣除累計折舊及任何減值虧損列帳(附註2(g))：

- 於1993年8月1日撥歸基金自用的建築物；以及
- 設備及器材，包括電腦器材、傢具及裝置、汽車，以及其他器材。

折舊是按照物業、設備及器材的估計可使用年期，以直線法攤銷扣除估計剩餘值後的成本值。有關的估計可使用年期如下：

- | | |
|------------|-------|
| — 建築物 | 30年 |
| — 電腦器材 | 5–10年 |
| — 傢具、裝置及器材 | 5年 |
| — 汽車 | 5年 |

於1993年8月1日撥歸基金的建築物所在的土地視為非折舊資產。

出售物業、設備及器材的損益以出售所得淨額與資產的帳面值之間的差額來決定，並在出售日於全面收益表內確認。

(d) Property, plant and equipment

Property, plant and equipment appropriated to the Fund on 1 August 1993 were measured initially at deemed cost equal to the value contained in the Legislative Council Resolution for the setting up of the Fund. Property, plant and equipment acquired since 1 August 1993 are capitalised at the actual costs incurred.

The following items of property, plant and equipment are stated at cost less accumulated depreciation and any impairment losses (note 2(g)):

- buildings held for own use appropriated to the Fund on 1 August 1993; and
- plant and equipment, including computer equipment, furniture and fittings, motor vehicles and other equipment.

Depreciation is calculated to write off the cost of items of property, plant and equipment, less their estimated residual value, on a straight-line basis over their estimated useful lives as follows:

- | | |
|-------------------------------------|------------|
| — Buildings | 30 years |
| — Computer equipment | 5–10 years |
| — Furniture, fittings and equipment | 5 years |
| — Motor vehicles | 5 years |

The land on which the Fund's buildings are situated as appropriated to the Fund on 1 August 1993 is regarded as a non-depreciating asset.

Gains or losses arising from the disposal of property, plant and equipment are determined as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognised in the statement of comprehensive income on the date of disposal.

(e) 租賃

租賃會於其生效日在財務狀況表內確認為使用權資產及相應的租賃負債，惟涉及租賃期為12個月或以下的短期租賃及低價值資產租賃的相關款項會在租賃期內以直線法計入全面收益表。

使用權資產會按成本值扣除累計折舊及減值虧損計量（附註2(g)）。該使用權資產按租賃期及資產的估計可使用年期兩者中的較短者以直線法折舊。

租賃負債按在租賃期應支付的租賃款項的現值計量，並以租賃隱含利率折現，或如該利率未能確定，則以基金的遞增借款利率折現。租賃負債其後按租賃負債計提的利息與所支付的租賃款項，及任何源於租賃負債重估或租賃修改的重新計量作調整。

(f) 無形資產

無形資產包括購入的電腦軟件牌照及已資本化的電腦軟件程式開發成本值。若電腦軟件程式在技術上可行，而基金有足夠資源及有意完成開發工作，有關的開發費用會被資本化。資本化費用包括直接工資及材料費用。無形資產按成本值扣除累計攤銷及任何減值虧損列帳（附註2(g)）。

無形資產的攤銷按估計可使用年期（5–10年）以直線法列入全面收益表。

(e) Leases

A lease is recognised in the statement of financial position as a right-of-use asset with a corresponding lease liability at the lease commencement date, except that payments associated with short-term leases having a lease term of 12 months or less and leases of low-value assets are charged to the statement of comprehensive income on a straight-line basis over the lease term.

A right-of-use asset is measured at cost less accumulated depreciation and impairment losses (note 2(g)). The right-of-use asset is depreciated on a straight-line basis over the shorter of the lease term and the asset's estimated useful life.

The lease liability is measured at the present value of the lease payments payable over the lease term, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Fund's incremental borrowing rate. The lease liability is subsequently adjusted by the effect of the interest on and the settlement of the lease liability, and the remeasurement arising from any reassessment of the lease liability or lease modification.

(f) Intangible assets

Intangible assets include acquired computer software licences and capitalised development costs of computer software programmes. Expenditure on development of computer software programmes is capitalised if the programmes are technically feasible and the Fund has sufficient resources and the intention to complete development. The expenditure capitalised includes direct labour and cost of materials. Intangible assets are stated at cost less accumulated amortisation and any impairment losses (note 2(g)).

Amortisation of intangible assets is charged to the statement of comprehensive income on a straight-line basis over the assets' estimated useful lives of 5 to 10 years.

(g) 非金融資產的減值

非金融資產(包括物業、設備及器材、使用權資產和無形資產)的帳面值在每個報告日評估，以確定有否出現減值跡象。若有減值跡象而資產的帳面值高於其可收回數額時，則有關減值虧損會在全面收益表內確認。資產的可收回數額為其公平值減出售成本與使用值兩者中的較高者。

(h) 等同現金

等同現金指短期及流通性高的投資，該等項目在購入時距期滿日不超過3個月，並隨時可轉換為已知數額的現金，而其價值變動的風險不大。

(i) 遞延收入

在基金移轉服務予客戶前，若客戶支付代價，或基金具有無條件限制的代價收款權，基金會將其合約負債確認為遞延收入。基金在移轉服務以履行其履約責任時，會註銷確認遞延收入，並就收入加以確認。

(g) Impairment of non-financial assets

The carrying amounts of non-financial assets, including property, plant and equipment, right-of-use assets and intangible assets, are reviewed at each reporting date to identify any indication of impairment. If there is an indication of impairment, an impairment loss is recognised in the statement of comprehensive income whenever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount of an asset is the higher of its fair value less costs of disposal and value in use.

(h) Cash equivalents

Cash equivalents are short-term highly liquid investments that are readily convertible to known amounts of cash and subject to an insignificant risk of changes in value, having been within three months of maturity at acquisition.

(i) Deferred revenue

If a customer pays consideration, or the Fund has an unconditional right to consideration, before the Fund transfers a service to the customer, the Fund recognises its contract liability as deferred revenue. The Fund derecognises the deferred revenue and recognises revenue when the Fund transfers the service and, therefore, satisfies its performance obligation.

(j) 僱員福利

基金的僱員包括公務員及合約員工。薪金、約滿酬金及年假開支均在僱員提供有關服務所在年度以應計基準確認入帳。就公務員而言，僱員附帶福利開支包括香港特別行政區政府（「政府」）給予僱員的退休金及房屋福利，均在僱員提供有關服務所在年度支銷。

就按可享退休金條款受聘的公務員的長俸負債已包括於支付予政府有關附帶福利開支中。就其他員工向強制性公積金計劃的供款於全面收益表內支銷。

(k) 收入的確認

基金會在向客戶移轉所承諾的服務以履行其履約責任時，按基金預期就交換該項服務所應得代價的金額，確認客戶合約的收入。

利息收入按實際利率法以應計方式確認。

(j) Employee benefits

The employees of the Fund comprise civil servants and contract staff. Salaries, staff gratuities and annual leave entitlements are accrued and recognised as expenditure in the year in which the associated services are rendered by the staff. For civil servants, staff on-costs, including pensions and housing benefits provided to the staff by the Government of the Hong Kong Special Administrative Region (“the Government”), are charged as expenditure in the year in which the associated services are rendered.

For civil servants employed on pensionable terms, their pension liabilities are discharged by reimbursement of the staff on-costs charged by the Government. For other staff, contributions to the Mandatory Provident Fund Scheme are charged to the statement of comprehensive income as incurred.

(k) Revenue recognition

The Fund recognises revenue from contracts with customers when it satisfies a performance obligation by transferring a promised service to a customer, at the amount of consideration to which the Fund expects to be entitled in exchange for the service.

Interest income is recognised as it accrues using the effective interest method.



(l) 外幣換算

本年度的外幣交易按交易日的現貨匯率換算為港元。以非港元為單位的貨幣資產及負債按報告日的收市匯率換算為港元。外幣換算產生的匯兌收益及虧損會在全面收益表中確認。

(m) 關連人士

基金是根據《營運基金條例》設立，並屬政府轄下的一個獨立會計單位。年內，基金在日常業務中曾與各關連人士進行交易。這些關連人士包括政府各決策局及部門、其他營運基金，以及受政府所管制或政府對其有重大影響力的財政自主機構。

(l) Foreign currency translation

Foreign currency transactions during the year are translated into Hong Kong dollars using the spot exchange rates at the transaction dates. Monetary assets and liabilities denominated in currencies other than Hong Kong dollars are translated into Hong Kong dollars using the closing exchange rate at the reporting date. Exchange gains and losses are recognised in the statement of comprehensive income.

(m) Related parties

The Fund is a separate accounting entity within the Government established under the Trading Funds Ordinance. During the year, the Fund has entered into transactions with various related parties, including government bureaux and departments, other trading funds and financially autonomous bodies controlled or significantly influenced by the Government, in the ordinary course of its business.

3. 會計政策改變

香港會計師公會頒布了若干新增或經修訂的香港財務報告準則並於基金的本會計期首次生效。適用於本財務報表所呈報年度的會計政策，並未因這些發展而有任何改變。

基金並沒有採納在本會計期尚未生效的任何新準則或詮釋(附註22)。

3. Changes in accounting policies

The HKICPA has issued certain new or revised HKFRSs that are first effective for the current accounting period of the Fund. There have been no changes to the accounting policies applied in these financial statements for the years presented as a result of these developments.

The Fund has not applied any new standard or interpretation that is not yet effective for the current accounting period (note 22).

4. 來自客戶合約之收入

4. Revenue from contracts with customers

| | | 2024 | 2023 |
|------------------|----------------------------------------------------------------|----------------|---------|
| 公司成立註冊費 | Incorporation fees | 186,883 | 201,910 |
| 周年申報表登記費 | Annual registration fees | 207,233 | 145,461 |
| 押記文件登記費 | Charges registration fees | 7,289 | 10,485 |
| 查冊及影印收費 | Search and copying fees | 111,385 | 103,902 |
| 管理及代收服務費用 | Fees for administration and collection services | 33,366 | 33,942 |
| 信託或公司服務提供者發牌制度費用 | Fees under trust or company service providers licensing regime | 11,345 | 11,669 |
| 其他費用 | Other fees | 57,644 | 44,641 |
| 總額 | Total | 615,145 | 552,010 |

基金在客戶合約方面的履約責任，主要涉及向客戶提供辦理有限公司註冊及登記和查閱公司文件的服務。客戶須就每項服務預繳固定金額的服務費。就有限公司註冊而言，服務會於簽發公司註冊證明書時完成，而基金會於該時點履行其履約責任和確認收費；如註冊不果，客戶可申請退還大部分預繳費用。在註冊和查閱公司文件方面，基金是在提供服務的同時履行履約責任，並隨時間移轉按成本比例法確認收費。

在向關連人士提供管理及代收服務方面，基金是在提供服務的同時履行履約責任，並隨時間移轉按收回全部成本方式確認服務費。

基金亦負責執行信託或公司服務提供者發牌制度。基金的服務主要包括批給或續批牌照，以及監察和確保持牌人遵從法定的客戶盡職審查和備存紀錄的規定。牌照有效期通常為3年，持牌人須預繳固定金額的服務費用。基金是在提供服務的同時履行履約責任，並隨時間移轉按直線法確認收費。

The Fund's performance obligations in contracts with customers mainly involve providing services to incorporate companies and to register and examine company documents to the customers. A customer is required to pay a fixed amount of service fee for each service in advance. For incorporation of a company, the Fund satisfies its performance obligation and recognises the fee at a point in time on completion of the service by issuing a certificate of incorporation, and a customer may apply for refund of a major part of the advance payment in case of unsuccessful incorporation. For registration and examination of company documents, the Fund satisfies its performance obligation as the service is rendered and recognises the fee over time based on a cost-to-cost method.

For administration and collection services provided to related parties, the Fund satisfies its performance obligation as the service is rendered and recognises a service fee over time on a full cost recovery basis.

The Fund also administers the licensing regime for trust or company service providers. The Fund's services mainly include granting or renewing a licence, and monitoring and ensuring the licensee's compliance with the statutory customer due diligence and record-keeping requirements. A licence is usually valid for three years and a licensee is required to pay a fixed amount of service fee in advance. The Fund satisfies its performance obligation as the service is rendered and recognises the fee over time on a straight-line basis.

5. 運作成本

5. Operating costs

| | | 2024 | 2023 |
|-----------|----------------------------------|----------------|---------|
| 員工費用 | Staff costs | 323,658 | 308,778 |
| 一般運作開支 | General operating expenses | 149,158 | 114,202 |
| 折舊及攤銷 | Depreciation and amortisation | 58,135 | 39,617 |
| 中央行政費用 | Central administrative overheads | 2,709 | 6,236 |
| 審計費用 | Audit fees | 725 | 1,010 |
| 總額 | Total | 534,385 | 469,843 |

6. 其他收入

6. Other income

| | | 2024 | 2023 |
|-----------|------------------------------------|---------------|--------|
| 利息： | Interest from: | | |
| – 銀行存款 | – bank deposits | 71,816 | 30,703 |
| – 外匯基金存款 | – placement with the Exchange Fund | 1,555 | – |
| 總額 | Total | 73,371 | 30,703 |

7. 固定資產回報率

7. Rate of return on fixed assets

固定資產回報率是以總全面收益(不包括利息收入)除以固定資產平均淨值計算，並以百分比的方式表達。固定資產只包括物業、設備及器材和無形資產。預期基金可以達到由財政司司長根據《營運基金條例》釐定的每年固定資產目標回報率為5.8% (2023年：5.8%)。

The rate of return on fixed assets is calculated as total comprehensive income (excluding interest income) divided by average net fixed assets, and expressed as a percentage. Fixed assets include property, plant and equipment, and intangible assets only. The Fund is expected to meet a target rate of return on fixed assets of 5.8% (2023: 5.8%) per year as determined by the Financial Secretary under the Trading Funds Ordinance.

8. 物業、設備及器材

8. Property, plant and equipment

| | | 土地及建築物 | 電腦器材 | 傢具、 裝置及器材 | 汽車 | 總額 |
|--------------------|---------------------------------|-----------------------|-----------------------|-----------------------------------------|-------------------|-----------------|
| | | Land and buildings | Computer equipment | Furniture, fittings and equipment | Motor vehicles | Total |
| 成本 | Cost | | | | | |
| 在2022年4月1日 | At 1 April 2022 | 398,511 | 62,541 | 45,364 | 468 | 506,884 |
| 添置 | Additions | – | 15,906 | 3,044 | – | 18,950 |
| 出售／註銷 | Disposals | – | (7,540) | (99) | (244) | (7,883) |
| 在2023年3月31日 | At 31 March 2023 | 398,511 | 70,907 | 48,309 | 224 | 517,951 |
| 添置 | Additions | – | 5,396 | 56 | – | 5,452 |
| 出售／註銷 | Disposals | – | (32,949) | (176) | – | (33,125) |
| 在2024年3月31日 | At 31 March 2024 | 398,511 | 43,354 | 48,189 | 224 | 490,278 |
| 累計折舊 | Accumulated depreciation | | | | | |
| 在2022年4月1日 | At 1 April 2022 | 125,921 | 48,723 | 34,373 | 248 | 209,265 |
| 年內費用 | Charge for the year | 4,444 | 4,922 | 4,598 | 44 | 14,008 |
| 出售／註銷回撥 | Written back on disposals | – | (7,540) | (99) | (244) | (7,883) |
| 在2023年3月31日 | At 31 March 2023 | 130,365 | 46,105 | 38,872 | 48 | 215,390 |
| 年內費用 | Charge for the year | 1,481 | 6,018 | 3,325 | 45 | 10,869 |
| 出售／註銷回撥 | Written back on disposals | – | (32,949) | (176) | – | (33,125) |
| 在2024年3月31日 | At 31 March 2024 | 131,846 | 19,174 | 42,021 | 93 | 193,134 |
| 帳面淨值 | Net book value | | | | | |
| 在2024年3月31日 | At 31 March 2024 | 266,665 | 24,180 | 6,168 | 131 | 297,144 |
| 在2023年3月31日 | At 31 March 2023 | 268,146 | 24,802 | 9,437 | 176 | 302,561 |

9. 租賃

(a) 使用權資產

9. Leases

(a) Right-of-use assets

| | | 建築物 Buildings | |
|-------------|---------------------------------|------------------|--------|
| | | 2024 | 2023 |
| 成本 | Cost | | |
| 在年初 | At beginning of year | 31,381 | 31,381 |
| 添置 | Additions | 6,455 | – |
| 在年終 | At end of year | 37,836 | 31,381 |
| 累計折舊 | Accumulated depreciation | | |
| 在年初 | At beginning of year | 14,163 | 9,543 |
| 年內費用 | Charge for the year | 4,291 | 4,620 |
| 在年終 | At end of year | 18,454 | 14,163 |
| 帳面淨值 | Net book value | | |
| 在年終 | At end of year | 19,382 | 17,218 |

(b) 租賃負債

(b) Lease liabilities

| | | 2024 | 2023 |
|-----------|--------------|---------------|--------|
| 流動 | Current | 3,794 | 4,219 |
| 非流動 | Non-current | 15,542 | 12,868 |
| 總額 | Total | 19,336 | 17,087 |

下表顯示租賃負債的變動，包括現金和非現金變動。

The table below shows changes in lease liabilities, including both cash and non-cash changes.

| | | 2024 | 2023 |
|---------------------|------------------------------------------------------|----------------|---------|
| 在年初 | At beginning of year | 17,087 | 22,049 |
| 來自融資現金流量的變動： | Changes from financing cash flows: | | |
| 支付租賃負債 | Payments of lease liabilities | (4,663) | (5,187) |
| 非現金變動： | Non-cash changes: | | |
| 租賃負債的利息支出 | Interest expense on lease liabilities | 457 | 225 |
| 與新租賃相關的租賃負債增加 | Increase in lease liabilities relating to new leases | 6,455 | – |
| 在年終 | At end of year | 19,336 | 17,087 |

租賃負債的剩餘合約期限列載如下，有關資料是根據合約未貼現的現金流量列出：

The remaining contractual maturities of lease liabilities, which are based on contractual undiscounted cash flows, are shown below:

| | | 2024 | 2023 |
|-----------|---------------------------------------|---------------|---------------|
| 1年內 | Within one year | 4,246 | 4,389 |
| 1年後至2年內 | After one year but within two years | 4,632 | 4,788 |
| 2年後至5年內 | After two years but within five years | 10,970 | 8,264 |
| 5年後 | After five years | 793 | – |
| 總額 | Total | 20,641 | 17,441 |

(c) 於全面收益表內確認與租賃有關的支出項目

(c) Expense items in relation to leases recognised in the statement of comprehensive income

| | | 2024 | 2023 |
|-----------|---------------------------------------|------|------|
| 租賃負債的利息支出 | Interest expense on lease liabilities | 457 | 225 |

(d) 租賃之現金流出總額

(d) Total cash outflow for leases

| | | 2024 | 2023 |
|------|-------------------|-------|-------|
| 租賃負債 | Lease liabilities | 4,663 | 5,187 |

10. 無形資產

10. Intangible assets

| | | 電腦軟件牌照 及系統開發成本 Computer software licences and system development costs | |
|-------------|---------------------------------|------------------------------------------------------------------------------------|---------|
| | | 2024 | 2023 |
| 成本 | Cost | | |
| 在年初 | At beginning of year | 836,654 | 625,464 |
| 添置 | Additions | 243,054 | 219,726 |
| 出售／註銷 | Disposals | (290,490) | (8,536) |
| 在年終 | At end of year | 789,218 | 836,654 |
| 累計攤銷 | Accumulated amortisation | | |
| 在年初 | At beginning of year | 329,160 | 316,245 |
| 年內費用 | Charge for the year | 42,975 | 20,989 |
| 出售／註銷回撥 | Written back on disposals | (290,490) | (8,074) |
| 在年終 | At end of year | 81,645 | 329,160 |
| 帳面淨值 | Net book value | | |
| 在年終 | At end of year | 707,573 | 507,494 |

11. 外匯基金存款

外匯基金存款結餘為5,108.5萬港元（2023年：無），其中5,000萬港元（2023年：無）為本金及108.5萬港元（2023年：無）為報告日已入帳但尚未提取的利息。該存款為期六年（由存款日起計），期內不能提取本金。

外匯基金存款利息按每年1月釐定的固定息率計算。該息率是外匯基金投資組合過去6年的平均年度投資回報，或3年期政府債券在上一個年度的平均年度收益率，以0%為下限，兩者取其較高者。2024曆年及2023曆年的固定息率均為每年3.7%。

11.Placement with the Exchange Fund

The balance of the placement with the Exchange Fund amounted to HK\$51.085 million (2023: nil), being the principal sum of HK\$50 million (2023: nil) plus interest paid but not yet withdrawn at the reporting date of HK\$1.085 million (2023: nil). The term of the placement is six years from the date of placement, during which the amount of principal sum cannot be withdrawn.

Interest on the placement is payable at a fixed rate determined every January. The rate is the average annual investment return of the Exchange Fund's Investment Portfolio for the past six years or the average annual yield of three-year Government Bond for the previous year subject to a minimum of zero percent, whichever is the higher. The interest rate has been fixed at 3.7% per annum for the calendar years 2024 and 2023.

12. 預付款項及其他應收款項

12.Prepayments and other receivables

| | | 2024 | 2023 |
|-----------|------------------------------------|---------------|---------------|
| 預付款項 | Prepayments | 392 | 6,607 |
| 應計利息： | Accrued interest from: | | |
| -銀行存款 | - bank deposits | 11,802 | 18,767 |
| -外匯基金存款 | - placement with the Exchange Fund | 470 | - |
| 其他應收款項 | Other receivables | 77 | 15 |
| 總額 | Total | 12,741 | 25,389 |

13. 與客戶的合約結餘

(a) 應收款項和合約資產

就提供予關連人士的服務而言，於2024年3月31日的應收款項結餘為91萬港元(2023年：96萬港元)，該結餘已包括於財務狀況表中的應收關連人士帳款，而基金並沒有任何合約資產。至於提供予公眾的服務，由於客戶會預繳服務費用，因此基金並沒有任何應收款項或合約資產。

(b) 合約負債

基金在收取客戶預繳的費用後向客戶提供服務的責任，會於財務狀況表中以遞延收入的形式列出，分析如下：

13. Contract balances with customers

(a) Receivables and contract assets

For services provided to related parties, the balance of receivables as at 31 March 2024 of HK\$0.91 million (2023: HK\$0.96 million) is included in the amounts due from related parties in the statement of financial position and the Fund does not have any contract assets. For services provided to the general public, since customers pay the service fees in advance, the Fund does not have any receivables or contract assets.

(b) Contract liabilities

The Fund's obligations to provide services to customers for which the Fund has received advance payments from the customers are presented as deferred revenue in the statement of financial position, as analysed below:

| | | 2024 | 2023 |
|----------------------|-------------------------------------------------------------------|---------------|--------|
| 遞延收入 | Deferred revenue | | |
| 信託或公司服務提供者 發牌制度費用 | Fees under trust or company service providers licensing regime | 11,888 | 14,731 |
| 其他服務費用 | Other service fees | 13,819 | 10,182 |
| 總額 | Total | 25,707 | 24,913 |

| | | 2024 | 2023 |
|------------|-------------------------|---------------|--------|
| 代表： | Representing: | | |
| 流動負債 | Current liabilities | 20,416 | 19,785 |
| 非流動負債 | Non-current liabilities | 5,291 | 5,128 |
| 總額 | Total | 25,707 | 24,913 |

上述遞延收入的結餘乃在報告日分攤至未有履行(或部分未有履行)的履約責任的交易價格總額。基金預料，信託或公司服務提供者發牌制度的遞延收入會於約3年內獲確認為收入，而其他遞延收入則會於1年內獲確認為收入。沒有任何客戶合約的代價未納入交易價格。

The balances of deferred revenue above represent the aggregate amount of the transaction price allocated to the performance obligations that are unsatisfied (or partially unsatisfied) at the reporting date. For the deferred revenue under the licensing regime for trust or company service providers, the Fund expects to recognise as revenue within about three years. For other deferred revenue, the Fund expects to recognise as revenue within one year. No consideration from contracts with customers is not included in the transaction price.

年內遞延收入結餘的重大變動開列如下：

Significant changes in the balances of deferred revenue during the year are shown below:

| | | 2024 | 2023 |
|---------------------------|-----------------------------------------------------------------------------------------------------------------------------------|-----------------|----------|
| 因年初遞延收入結餘中的款項於年內獲確認為收入而減少 | Decrease due to recognition as revenue during the year that was included in the balances of deferred revenue at beginning of year | (19,869) | (14,899) |
| 因年內收取預繳費用而增加 | Increase due to advance payments received during the year | 20,663 | 13,278 |

14. 僱員福利撥備

此為在計至報告日就所提供的服務給予僱員年假及合約僱員約滿酬金的估計負債(見附註2(j))。

14. Provision for employee benefits

This represents the estimated liability for employees' annual leave and obligations on contract-end gratuities payable to contract staff for services rendered up to the reporting date (see note 2(j)).

15. 營運基金資本

此為政府對基金的投資。

15. Trading fund capital

This represents the Government's investment in the Fund.

16. 發展基金

16. Development fund

| | | 2024 | 2023 |
|---------------|-----------------------------------------|------------------|---------|
| 在年初的結餘 | Balance at beginning of year | 810,000 | 810,000 |
| 轉撥至保留盈利(附註17) | Transfer to retained earnings (note 17) | (260,000) | – |
| 在年終的結餘 | Balance at end of year | 550,000 | 810,000 |

基金獲財政司司長批准設立發展基金，為推行「部門資訊科技計劃」內的項目提供資金。

With the approval of the Financial Secretary, a development fund has been established for financing the implementation of the Departmental Information Technology Planning projects.

17. 保留盈利

17. Retained earnings

| | | 2024 | 2023 |
|---------------|------------------------------------------|------------------|-----------|
| 在年初的結餘 | Balance at beginning of year | 1,048,573 | 967,384 |
| 年度總全面收益 | Total comprehensive income for the year | 154,131 | 112,870 |
| 轉入自發展基金(附註16) | Transfer from development fund (note 16) | 260,000 | – |
| 政府法定回報 | Statutory return to the Government | (41,090) | (31,681) |
| 在年終的結餘 | Balance at end of year | 1,421,614 | 1,048,573 |

年內，政府根據《營運基金條例》指示將截至2023年3月31日止年度的目標回報(見附註7)轉撥至政府一般收入，而該轉撥於2024年3月完成(2023年：截至2022年3月31日止年度的目標回報的轉撥於2023年3月完成)。

During the year, the Government directed the transfer of the target return (see note 7) for the year ended 31 March 2023 into general revenue pursuant to the Trading Funds Ordinance, and the transfer was completed in March 2024 (2023: the transfer of the target return for the year ended 31 March 2022 was completed in March 2023).

18. 現金及等同現金

18. Cash and cash equivalents

| | | 2024 | 2023 |
|-----------------------|-------------------------------------------------------------------|------------------|-------------|
| 現金及銀行結餘 | Cash and bank balances | 16,925 | 30,195 |
| 銀行存款 | Bank deposits | 1,274,800 | 1,505,700 |
| 小計 | Subtotal | 1,291,725 | 1,535,895 |
| 減：原有期限為3個月以上的 銀行存款 | Less: Bank deposits with original maturities over three months | (344,500) | (1,430,000) |
| 現金及等同現金 | Cash and cash equivalents | 947,225 | 105,895 |

19. 關連人士的交易

19. Related party transactions

除已在本財務報表內另作披露的交易外，年內與關連人士進行的其他重大交易摘述如下：

Apart from those separately disclosed in the financial statements, the other material related party transactions for the year are summarised as follows:

- (a) 基金提供予關連人士的服務包括查冊及影印服務，代收部分含有徵稅成分的收費及無主財物，以及代表政府管理放債人註冊處。來自這些服務的收入總額為4,210萬港元(2023年：4,290萬港元)；
- (b) 關連人士提供予基金的服務包括購置物料、郵政、印刷、培訓、資訊科技、大廈管理、辦公地方、中央行政，以及審計。這些服務的支出總額為3,700萬港元(2023年：3,050萬港元)；以及
- (c) 由關連人士提供的資訊科技及翻修設備方面的資本開支的金額為240萬港元(2023年：570萬港元)。

- (a) services provided to related parties included search and copying services, collection of certain tax-loaded fees and bona vacantia, and the administration of the Money Lenders Registry on behalf of the Government. The total revenue derived from these services amounted to HK\$42.1 million (2023: HK\$42.9 million);
- (b) services received from related parties included services on acquisition of stores, mail, printing, training, information technology, building management, accommodation, central administration and auditing. The total cost incurred on these services amounted to HK\$37.0 million (2023: HK\$30.5 million); and
- (c) capital expenditure in relation to information technology and renovation services provided by related parties amounted to HK\$2.4 million (2023: HK\$5.7 million).

由關連人士提供或向關連人士提供的服務，如同時亦向公眾提供，則按公眾應支付的金額收費；如該服務只向關連人士提供，則按收回全部成本方式收費。

Services provided by or to related parties were charged at the rates payable by the general public where such services were also available to members of the public, or on a full cost recovery basis where such services were only available to related parties.

20. 資本承擔

於2024年3月31日，基金尚未在財務報表內撥備的資本承擔如下：

| | | 2024 | 2023 |
|-----------|---------------------------------------|----------------|---------|
| 已核准及簽約 | Authorised and contracted for | 69,142 | 272,248 |
| 已核准但尚未簽約 | Authorised but not yet contracted for | 35,566 | 105,097 |
| 總額 | Total | 104,708 | 377,345 |

20. Capital commitments

As at 31 March 2024, the Fund had capital commitments, so far as not provided for in the financial statements, as follows:

21. 金融風險管理

(a) 投資政策

為提供額外的收入來源，將現金盈餘投放於銀行的定期存款及外匯基金存款。

(b) 信用風險

信用風險指金融工具的一方持有者會因未能履行責任而引致另一方蒙受財務損失的風險。

基金的信用風險，主要取決於外匯基金存款、其他應收款項、應收關連人士帳款、銀行存款及銀行結餘。基金訂有風險政策，並持續監察須承擔的信用風險。

為盡量減低信用風險，所有定期存款均存放於香港的持牌銀行。基金的信用風險被視為有限。虧損準備按相等於12個月預期信用虧損的數額計量，基金評定所涉及的虧損並不重大。

21. Financial risk management

(a) Investment policy

To provide an ancillary source of income, surplus cash is placed as fixed-term bank deposits and as placement with the Exchange Fund.

(b) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss.

The Fund's credit risk is primarily attributable to placement with the Exchange Fund, other receivables, amounts due from related parties, bank deposits and bank balances. The Fund has a credit policy in place and the exposure to these credit risks is monitored on an ongoing basis.

To minimise credit risks, all fixed deposits are placed with licensed banks in Hong Kong. The Fund's exposure to credit risk is considered to be limited. The loss allowances are measured at amounts equal to 12-month expected credit losses, which are assessed to be immaterial by the Fund.

銀行存款及銀行結餘的信用質素，以穆迪或其等同指定的評級，分析如下：

The credit quality of bank deposits and bank balances, analysed by the ratings designated by Moody's or their equivalents, is shown below:

| | | 2024 | 2023 |
|--------------|-----------------------|------------------|-----------|
| 信用評級： | Credit rating: | | |
| Aa1至Aa3 | Aa1 to Aa3 | 377,190 | 275,863 |
| A1至A3 | A1 to A3 | 659,600 | 1,260,000 |
| Baa1至Baa3 | Baa1 to Baa3 | 254,900 | – |
| 總額 | Total | 1,291,690 | 1,535,863 |

雖然其他金融資產須符合減值規定，但基金估計其預期信用虧損輕微，因此無須作出虧損準備。

While other financial assets are subject to the impairment requirements, the Fund has estimated that their expected credit losses are minimal and considers that no loss allowance is required.

在報告日基金的金融資產所須承擔的最高信用風險數額相當於其帳面值。

The maximum exposure to credit risk of the financial assets of the Fund at the reporting date is equal to their carrying amounts.

(c) 流動資金風險

(c) Liquidity risk

流動資金風險指某一實體在履行與金融負債相關的責任時遇到困難的風險。

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities.

基金採用預期現金流量分析來管理流動資金風險，即透過預測所需的現金款額及監察基金的營運資金，確保可以償付所有到期負債及應付所有已知的資金需求。由於基金的流動資金狀況穩健，故其面對的流動資金風險甚低。

The Fund employs projected cash flow analysis to manage liquidity risk by forecasting the amount of cash required and monitoring the working capital of the Fund to ensure that all liabilities due and known funding requirements could be met. As the Fund has a strong liquidity position, it has a very low level of liquidity risk.

(d) 利率風險

利率風險指金融工具的公平值或未來現金流量會因市場利率變動而波動的風險。利率風險可進一步分為公平值利率風險及現金流量利率風險。

公平值利率風險指金融工具的公平值會因市場利率變動而波動的風險。由於基金的銀行存款按固定利率計息，當市場利率上升，這些存款的公平值便會下跌。然而，由於這些銀行存款均按攤銷成本值列帳，市場利率的變動不會影響其帳面值及基金的年度盈利。

現金流量利率風險指金融工具的未來現金流量會因市場利率變動而波動的風險。基金無須面對重大的現金流量利率風險，因為其持有的主要金融工具都不是浮息金融工具。

(e) 貨幣風險

貨幣風險指金融工具的公平值或未來現金流量會因匯率變動而波動的風險。

基金無須面對重大貨幣風險，因為其金融工具絕大部份均以港元為本位。

(f) 其他金融風險

基金因於每年1月釐定的外匯基金存款息率(附註11)的變動而須面對金融風險。於2024年3月31日，假設息率增加/減少50個基點而其他因素不變，估計年度盈利將增加/減少30萬港元(2023年：無)。

(d) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. This can be further classified into fair value interest rate risk and cash flow interest rate risk.

Fair value interest rate risk is the risk that the fair value of a financial instrument will fluctuate because of changes in market interest rates. Since the Fund's bank deposits bear interest at fixed rates, their fair values will fall when market interest rates increase. However, as the bank deposits are all stated at amortised cost, changes in market interest rates will not affect their carrying amounts and the Fund's profit for the year.

Cash flow interest rate risk is the risk that future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Fund is not exposed to material cash flow interest rate risk because it has no major financial instruments bearing interest at a floating rate.

(e) Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Fund does not have significant exposure to currency risk as substantially all of its financial instruments are denominated in Hong Kong dollars.

(f) Other financial risk

The Fund is exposed to financial risk arising from changes in the interest rate on the placement with the Exchange Fund which is determined every January (note 11). As at 31 March 2024, it is estimated that an increase/decrease of 50 basis points in the interest rate, with all other variables held constant, would have increased/decreased the profit for the year by HK\$0.3 million (2023: nil).

(g) 公平值

所有金融工具均以與其公平值相等或相差不大的金額在財務狀況表內列帳。

(g) Fair value

All financial instruments are stated in the statement of financial position at amounts equal to or not materially different from their fair values.

22. 已頒布但於截至2024年3月31日止年度尚未生效的修訂、新準則及詮釋的可能影響

直至本財務報表發出之日，香港會計師公會已頒布多項修訂、新準則及詮釋。該等修訂、新準則及詮釋在截至2024年3月31日止年度尚未生效，亦沒有在本財務報表中提前採納。其中包括以下可能與基金有關。

在以下日期或之後開始的會計期生效

香港財務報告準則 2027年1月1日
第18號「財務報
表列報和披露」

基金正就該等修訂、新準則及詮釋在首次採納期間預計會產生的影響進行評估。迄今的結論是採納該等修訂、新準則及詮釋不大可能會對財務報表有重大影響。

22. Possible impact of amendments, new standards and interpretations issued but not yet effective for the year ended 31 March 2024

Up to the date of issue of these financial statements, the HKICPA has issued a number of amendments, new standards and interpretations which are not yet effective for the year ended 31 March 2024 and which have not been early adopted in these financial statements. These include the following which may be relevant to the Fund.

Effective for accounting periods beginning on or after

HKFRS 18 “Presentation and Disclosure in Financial Statements” 1 January 2027

The Fund is in the process of making an assessment of the expected impact of these amendments, new standards and interpretations in the period of initial application. So far it has concluded that the adoption of them is unlikely to have a significant impact on the financial statements.

| | | 截至3月31日止年度 Year to 31 March | | 增／(減) 百分比 % Increase/ (Decrease) |
|----------------------|--------------------------------------------------------|--------------------------------|-----------|-------------------------------------------|
| | | 2024 | 2023 | |
| 新公司註冊 | Registration of New Companies | | | |
| 本地公司 | Local companies | | | |
| — 公眾公司 | — public companies | 67 | 38 | 76.3 |
| — 私人公司 | — private companies | 118,279 | 124,097 | (4.7) |
| — 擔保公司 | — guarantee companies | 1,198 | 991 | 20.9 |
| 註冊非香港公司 | Registered non-Hong Kong companies | 1,010 | 884 | 14.3 |
| 文件登記 | Registration of Documents | | | |
| 所收到的文件 | Documents received | 2,913,998 | 2,968,580 | (1.8) |
| 所收到的押記 | Charges received | 11,763 | 17,320 | (32.1) |
| 更改名稱通知書 | Change of name notifications | 17,436 | 13,008 | 34.0 |
| 自動清盤通知書 | Voluntary liquidation notices | 695 | 771 | (9.9) |
| 公司查冊 | Company Searches | | | |
| 查閱文件影像紀錄 | Document image records searches | 4,922,477 | 4,877,327 | 0.9 |
| 查閱公司資料 | Company particulars searches | 424,305 | 371,875 | 14.1 |
| 查閱董事索引 | Directors index searches | 397,951 | 401,145 | (0.8) |
| 檢控 | Prosecution | | | |
| 發出傳票 | Summonses issued | 3,288 | 3,127 | 5.1 |
| 剔除行動 | Striking Off Action | | | |
| 被剔除名稱的公司 | Companies struck off | 27,773 | 38,453 | (27.8) |
| 撤銷註冊 | Deregistration | | | |
| 撤銷註冊的公司 | Companies deregistered | 70,230 | 52,880 | 32.8 |
| 向信託或公司服務提供者發牌 | Licensing of Trust or Company Service Providers | | | |
| 所收到的新申請 | New applications received | 561 | 432 | 29.9 |
| 批出的牌照 | Licences granted | 486 | 446 | 9.0 |

附錄 C APPENDIX C

服務指標及工作表現 PERFORMANCE TARGETS AND ACHIEVEMENTS

| 服務 Service | 2023-24 工作表現 Achievements | | | 高於／(低於) 目標的百分比 Over/(Under) Achieved (%) | 2024-25 目標 Targets | |
|---------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------|---------------------------------------------------------------|---------------------------------------------------|-----------------------------------------------------------|-----------------------------------------|
| | 2023-24 服務水平 ⁽¹⁾ Service Standard ⁽¹⁾ | 目標 (達到服務水平 的百分比) Target (% Meeting Standard) | 實際表現 (達到服務水平 的百分比) Actual (% Meeting Standard) | | 服務水平 ⁽¹⁾ Service Standard ⁽¹⁾ | 達到服務水平 的百分比 % Meeting Standard |
| 新公司註冊⁽²⁾ | | | | | | |
| Registration of new companies⁽²⁾ | | | | | | |
| • 本地公司 ⁽³⁾ | | | | | | |
| local companies ⁽³⁾ | | | | | | |
| — 以印本形式交付的文件 delivery in hard copy form | 4日 days | 95 | 98.3 | 3.3 | 4日 days | 95 |
| — 以電子形式交付的文件 ⁽⁴⁾ delivery in electronic form ⁽⁴⁾ | 1小時 hr | 90 | 94.1 | 4.1 | 1小時 hr | 90 |
| • 非香港公司 | | | | | | |
| non-Hong Kong companies | | | | | | |
| • 開放式基金型公司 ⁽⁵⁾ open-ended fund companies ⁽⁵⁾ | 9日 days | 90 | 99.1 | 9.1 | 9日 days | 90 |
| • 開放式基金型公司 ⁽⁵⁾ open-ended fund companies ⁽⁵⁾ | 3日 days | 90 | 99.4 | 9.4 | 3日 days | 90 |
| 公司更改名稱 | | | | | | |
| Change of names of companies | | | | | | |
| • 本地公司 | | | | | | |
| local companies | | | | | | |
| — 以印本形式交付的文件 delivery in hard copy form | 4日 days | 95 | 99.3 | 4.3 | 4日 days | 95 |
| — 以電子形式交付的文件 ⁽⁴⁾ delivery in electronic form ⁽⁴⁾ | 1小時 hr | 90 | 97.3 | 7.3 | 1小時 hr | 90 |
| • 開放式基金型公司 ⁽⁵⁾ open-ended fund companies ⁽⁵⁾ | | | | | | |
| open-ended fund companies ⁽⁵⁾ | | | | | | |
| 公司文件登記 | | | | | | |
| Registration of general documents | | | | | | |
| — 以印本形式交付的文件 ⁽⁶⁾ delivery in hard copy form ⁽⁶⁾ | 5日 days | 90 | 81.4 | (8.6) | 5日 days | 90 |
| — 以電子形式交付的指明表格 ⁽⁴⁾ delivery of specified forms in electronic form ⁽⁴⁾ | 12小時 hrs | 95 | 99.2 | 4.2 | 12小時 hrs | 95 |
| 押記登記 | | | | | | |
| Registration of charges | | | | | | |
| | 7日 days | 90 | 98.9 | 8.9 | 7日 days | 90 |

| 服務 Service | 2023-24 工作表現 Achievements | | | 2024-25 目標 Targets | | |
|---------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------|---------------------------------------------------------------|---------------------------------------------------|-----------------------------------------------------------|-----------------------------------------|
| | 2023-24 服務水平 ⁽¹⁾ Service Standard ⁽¹⁾ | 目標 (達到服務水平 的百分比) Target (% Meeting Standard) | 實際表現 (達到服務水平 的百分比) Actual (% Meeting Standard) | 高於/(低於) 目標的百分比 Over/(Under) Achieved (%) | 服務水平 ⁽¹⁾ Service Standard ⁽¹⁾ | 達到服務水平 的百分比 % Meeting Standard |
| 公司撤銷註冊 | | | | | | |
| Deregistration of companies | | | | | | |
| • 確認收到申請 acknowledge receipt of application | 4日 days | 95 | 97.1 | 2.1 | 4日 days | 95 |
| 網上聯線查冊 | | | | | | |
| Online search on the internet | | | | | | |
| • 提供文件影像紀錄以供下載 supply of image records of documents for download | 5分鐘 mins | 95 | 99.6 | 4.6 | 5分鐘 mins | 95 |
| • 提供查冊結果的經核證副本 ^{(7)及(8)} supply of certified copies of search results ^{(7) & (8)} | 3小時 hrs | 95 | 98.8 | 3.8 | 3小時 hrs | 95 |
| • 提供證書 ^{(7)及(8)} supply of certificates ^{(7) & (8)} | 6小時 hrs | 95 | 99.8 | 4.8 | 6小時 hrs | 95 |
| 在電子服務中心查冊 | | | | | | |
| Onsite search at the e-Services Centre | | | | | | |
| • 提供查冊結果的印文本 supply of hard copies of search results | 20分鐘 mins | 95 | 99.3 | 4.3 | 20分鐘 mins | 95 |
| • 提供查冊結果的經核證副本 ⁽⁸⁾ supply of certified copies of search results ⁽⁸⁾ | 3小時 hrs | 95 | 98.8 | 3.8 | 3小時 hrs | 95 |
| • 提供證書 ⁽⁸⁾ supply of certificates ⁽⁸⁾ | 6小時 hrs | 95 | 99.3 | 4.3 | 6小時 hrs | 95 |
| 在本處以印本形式交付文件 (排隊輪候時間)⁽⁹⁾ | | | | | | |
| Onsite delivery of documents in hard copy form (queuing time)⁽⁹⁾ | | | | | | |
| 批出信託或公司服務提供者牌照 ⁽¹⁰⁾ Granting of trust or company service provider licences ⁽¹⁰⁾ | 2個半月 2.5 mths | 90 | 98.8 | 8.8 | 2個半月 2.5 mths | 90 |
| 註冊有限合伙基金 ⁽²⁾ Registration of limited partnership funds ⁽²⁾ | 4日 days | 90 | 100 | 10 | 4日 days | 90 |

服務指標及工作表現

PERFORMANCE TARGETS AND ACHIEVEMENTS

- | | |
|-----------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (1) 服務水平的日數代表工作日。以印本形式交付的文件的服務水平不包括交付文件當日。以電子形式交付的文件的服務水平則由交付文件的時間起計。 | (1) Days in service standard represent working days. The service standard for delivery in hard copy form excludes the day of delivery. The service standard for delivery in electronic form is calculated from the time of e-submission. |
| (2) 商業登記證由本處代稅務局連同公司註冊證明書或有限合夥基金註冊證明書一併發出。 | (2) Business Registration Certificates are issued by the Registry for the IRD together with Certificates of Incorporation for companies or Certificate of Registration for LPFs. |
| (3) 服務水平適用於註冊本地股份有限公司。 | (3) The service standard applies to registration of local company limited by shares. |
| (4) 服務水平適用於以電子形式交付的申請或指明表格。 | (4) The service standard applies to applications or specified forms which are submitted electronically. |
| (5) 服務水平不包括證券及期貨事務監察委員會處理申請及將申請送達本處所需的時間。 | (5) The time required by the Securities and Futures Commission ("SFC") in processing and delivering the applications to the Registry is excluded. |
| (6) 有關申報開放式基金型公司董事委任的文件，服務水平不包括證券及期貨事務監察委員會所需的處理時間。 | (6) For documents reporting appointment of directors of OFCs, the processing time required by the SFC is excluded. |
| (7) 不包括以郵遞或速遞方式送達所需的時間。 | (7) Time for delivery by post or by courier service is excluded. |
| (8) 客戶如不需以郵遞或速遞方式收取文件的經核證副本及證書，可於辦公時間內到香港金鐘道66號金鐘道政府合署13樓電子服務中心領件處領取。 | (8) Customers who do not request for delivery of certified copies of documents and certificates by post or by courier service can collect them during service hours at the collection counters of the e-Services Centre at 13th floor, Queensway Government Offices, 66 Queensway, Hong Kong. |
| (9) 客戶可將不需繳費的文件交付到特設的服務櫃檯。 | (9) Customers can deliver documents not requiring fees at the designated Service Desk. |
| (10) 服務水平並不適用於須作出修改、提交補充資料或作進一步調查的信託或公司服務提供者牌照申請。 | (10) The service standard does not apply to applications for TCSP licences which require amendment, additional information or further investigation. |



香港金鐘道六十六號金鐘道政府合署十五樓
15/F., Queensway Government Offices, 66 Queensway, Hong Kong

電話諮詢熱線 Enquiry Hotline: (852) 2234 9933

傳真 Fax : (852) 2869 6817

電郵 Email : crenq@cr.gov.hk

網址 Website : www.cr.gov.hk

