競爭事務委員會
COMPETITION
COMMISSION

# 年報 ANNUAL REPORT 2018/2019



年報封面的繪圖，象徵著競爭事務委員會自成立以來，在短短數載的不懈努力下，令公平競爭文化逐漸植根香港，而競委會於執法、政策及倡導方面的工作亦不斷推展，仿似新芽般茁壯成長。我們將繼續全力以赴，維護香港的平等競爭環境，讓消費者與企業受惠。

The graphics on the cover depicts the idea that – with the efforts of the Competition Commission in its initial years, the culture of fair competition has gradually become rooted in Hong Kong with "leaves budding" across the full spectrum of its enforcement, policy and advocacy work. We will continue to strive and thrive with the aim of upholding a level-playing field in Hong Kong, for the benefit of both consumers and businesses.



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# 關於競爭事務委員會
# About the Competition Commission

## 我們的角色

競爭事務委員會（競委會）是根據《競爭條例》（《條例》）（第 619 章）成立的獨立法定團體，《條例》於 2015 年 12 月 14 日全面生效。競委會致力推動有利於自由貿易、高效率及創新的競爭環境，以祈為本港消費者帶來更多選擇、更佳價格與更具質素的商品及服務。

## WHO WE ARE

The Competition Commission (Commission) is an independent statutory body established under the Competition Ordinance (Ordinance) (Cap. 619) which came into full effect on 14 December 2015. The Commission is committed to promoting a competitive environment that is conducive to free flow of trade, efficiency and innovation, bringing increased choice and better quality and lower prices of goods and services to consumers in Hong Kong.

## 我們的工作

《條例》旨在禁止妨礙、限制或扭曲香港競爭的協議、做法及行為，以及禁止大幅削弱香港競爭的合併行為。合併守則目前只適用於涉及直接或間接持有根據《電訊條例》（第 106 章）發出的傳送者牌照的業務實體的合併。

根據《條例》，競委會須履行以下職能：

- 調查可能違反《條例》所訂競爭守則的行為，及執行《條例》的條文；
- 提高公眾對競爭的價值及《條例》如何促進競爭的了解；
- 推動在香港經營業務的業務實體採納適當的內部監控及風險管理制度，以確保該等業務實體遵守《條例》；
- 就在香港境內及境外的競爭事宜，向特區政府提供意見；
- 就影響香港市場競爭的事宜，進行市場研究；以及
- 促進對香港競爭法的法律、經濟及政策方面的研究，以及促進該等方面的技巧發展。

競委會的抱負、使命及信念體現了我們履行職責的精神，即透過執行《條例》來維護香港的競爭環境。

## WHAT WE DO

The objective of the Ordinance is to prohibit agreements, practices and conduct that prevent, restrict or distort competition, and to prohibit mergers that substantially lessen competition in Hong Kong. The scope of application of the Merger Rule is currently limited to mergers involving undertakings directly or indirectly holding carrier licences issued under the Telecommunications Ordinance (Cap. 106).

The Commission is tasked with the following functions under the Ordinance:

- To investigate conduct that may contravene the competition rules of the Ordinance and enforce the provisions of the Ordinance;
- To promote public understanding of the value of competition and how the Ordinance promotes competition;
- To promote the adoption by undertakings carrying on business in Hong Kong of appropriate internal controls and risk management systems and to ensure their compliance with the Ordinance;
- To advise the Government on competition matters in Hong Kong and outside Hong Kong;
- To conduct market studies into matters affecting competition in markets in Hong Kong; and
- To promote research into and the development of skills in relation to the legal, economic and policy aspects of competition law in Hong Kong.

The Commission's Vision, Mission and Values embody the spirit in which we carry out our duties to safeguard competition in Hong Kong by enforcing the Ordinance.

# 關於競爭事務委員會
# About the Competition Commission

## 抱負

為香港消費者及商界維護平等競爭環境，以提升經濟活力、激勵創新，及促進消費者利益。

## VISION

To safeguard a level-playing field for consumers and businesses in Hong Kong, enhancing economic vibrancy, stimulating innovation and delivering consumer benefits.

## 使命

透過培養有利競爭的文化、倡導守法及有效執法，以防止反競爭的協議、做法及行為。

## MISSION

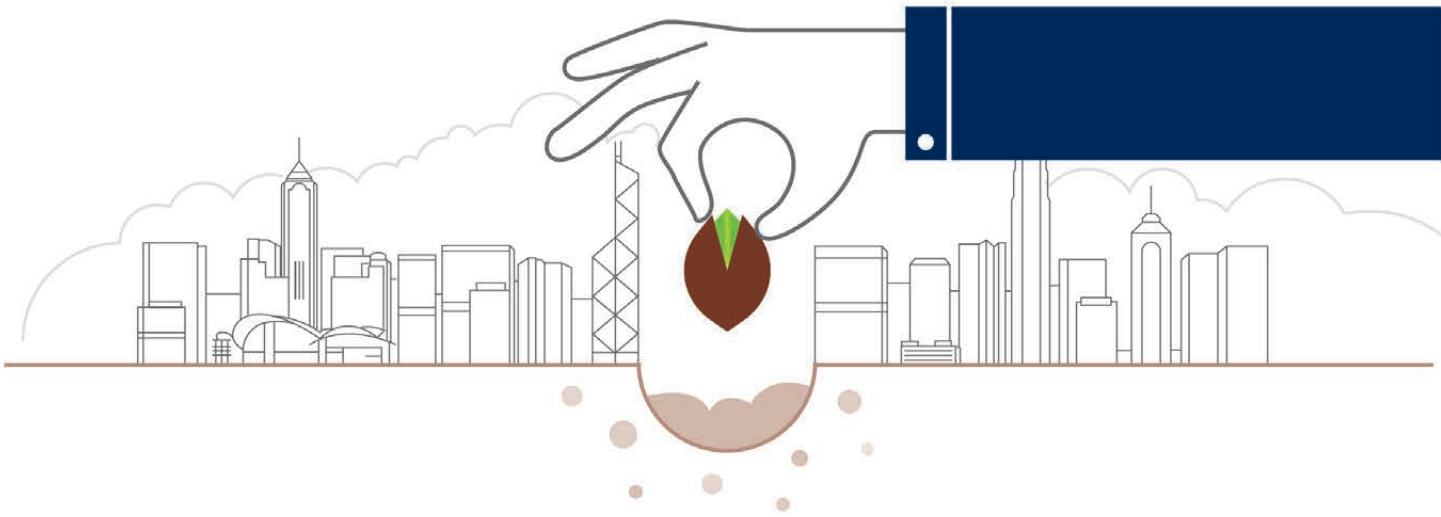
To prevent anti-competitive agreements, practices and conduct through nurturing a culture conducive to competition, advocating compliance and engaging in effective law enforcement.

## 信念

- **獨立：**按照法律的規定獨立自主地行事；
- **專業：**以不偏不倚、客觀專業的態度作行動和決策；
- **透明：**保持高透明度、並會為我們的決定及行動承擔責任；及
- **正直：**尊重所有人士，保障個人利益，並恪守道德準則。

## VALUES

- **Independent:** We will act independently within the confines of the law;
- **Professional:** We will take action and make decisions in an impartial, objective and professional manner;
- **Transparent:** We will make ourselves accessible and accountable for our decisions and actions; and
- **Integrity:** We will treat all people with respect, protect personal interests and uphold ethical standards.



# 主席的話
# Chairperson's Statement




2018/19 年度於競委會而言，是十分重要且令人鼓舞的一年，我們各方面的工作均漸見成果，特別是《條例》全面實施未夠四年，競委會已就四宗案件入稟競爭事務審裁處（審裁處），並在首兩宗案件獲裁定勝訴，這是競委會和香港競爭法體制的一個重要里程碑。

審裁處就香港首兩宗涉及圍標、瓜分市場及合謀定價的競爭法案件所作出的裁決意義重大，不僅立下案例，也釐清了競爭守則應如何詮釋，為各界提供了清晰指引。我們相信，這些案件僅屬冰山一角，而有關裁決不僅向企業發出了一個強烈的訊息，確定合謀是明顯違法的行為，同時也就《條例》所要求的行為標準，為各行各業及相關部門提供了重要的指引。

寬待政策是海外競爭當局偵測合謀行為的一個重要渠道，然而迄今為止，入稟香港審裁處的所有競爭法案件，均是源於公眾投訴，這正正反映出競委會廣泛宣傳的成效，亦切實證明了在實施競爭法不久的地區，如香港，宣傳教育

The year of 2018/19 was a very important and encouraging year for the Competition Commission with initial successes seen across different aspects of the Commission's work. Notably, in less than four years of full commencement of the Ordinance, the Commission has already brought four cartel cases before the Competition Tribunal (Tribunal), of which two cases have been ruled in favour of the Commission, reaching a key milestone for both the Commission and the Hong Kong competition law regime.

The Tribunal's judgments in Hong Kong's first two competition cases involving bid-rigging, market sharing and price fixing are very important in setting legal precedents and providing helpful guidance and clarity on how the competition rules should be interpreted. We believe that these cases are just the tip of the iceberg and the Tribunal's rulings not only send a powerful warning to businesses that cartel conduct is a blatant violation of the law, but they also serve as a guide to all sectors as well as relevant authorities on the proper standards of behaviour under the Ordinance.

While leniency is an important source for overseas competition authorities to detect cartel conduct, all of the competition cases before the Tribunal in Hong Kong so far were discovered following direct complaints from members of the public as a result of our extensive advocacy efforts. This is a solid testimony to the importance of using advocacy as part of

是整體執法策略的重要一環。首幾宗案件，亦展現了競委會重點打擊對香港經濟及消費者利益構成最大威脅的反競爭行為，以及將違法者繩之於法的決心，當中包括在一知名非政府組織的招標中合謀圍標的跨國企業附屬公司，以及受託在公共屋邨提供裝修服務的承辦商等。

the enforcement strategy in a young jurisdiction like Hong Kong. The Commission's initial cases have also reflected its determination to pursue perpetrators of anti-competitive conduct which pose the greatest threat to Hong Kong's economy and consumer welfare. They include subsidiaries of multinational companies which colluded in rigging bids invited by a well-known non-governmental organisation and contractors who have been entrusted with renovation work at public housing estates.

隨著調查與訴訟的工作日益增多、複雜程度不斷上升，政府增加了對競委會的財政支持，包括一筆專用撥款，支持其訴訟工作，競委會對此表示感謝。該筆撥款給予競委會更大彈性，讓其能夠因應每宗個案的具體情況，採用最適當及最有效的執法行動。

With growing number and complexity of investigations and litigations, we are grateful for the increased financial support from the government including a dedicated litigation fund which gives the Commission great flexibility to take the most effective enforcement measures that are warranted in any particular case.

競委會在入稟的第三及第四宗案件中，開始對牽涉入合謀行為的個別人士採取執法行動，案件中合謀行為的對象為公屋居民，是香港較弱勢的一群。競委會此舉帶出了一個具阻嚇力的信息：無論是公司或是個人，只要從事合謀行為，就要預期面對法律的制裁。除上述案件外，亦有數宗個案正在調查中，有望不久可得出執法結果。除了將個案入稟法庭外，競委會亦會考慮運用不同的補救方法，例如發出告誡通知、違章通知書，及接受承諾等。

In the Commission's third and fourth cases filed, it has started to bring enforcement action against individuals involved in cartel conduct targeting residents of public housing, who are some of Hong Kong's most vulnerable consumers. This drives home a deterrent message that both companies and individuals contravening the Ordinance may expect to face the full force of the law. In addition to the current cases, a number of other promising investigations are in the pipeline and the Commission will consider making use of different remedies, such as issuing warning and infringement notices as well as accepting commitments besides bringing cases to court.

競委會繼去年度就定期班輪行業作出有關決定後，本年度公布了另一與銀行業有關的決定，銀行業乃香港經濟的基石，影響深遠。此外，競委會亦正在處理與藥劑業有關的一項申請。

Following the decision on the liner shipping industry, the Commission has published another important decision in relation to the banking industry, which is a cornerstone sector of Hong Kong's economy with widespread impact. Additionally, the Commission is currently processing an application for a decision in relation to the pharmaceutical industry.

過去數年間，經過我們積極及廣泛的接觸後，公營界別在制定及執行公共政策和計劃時，已日漸關注有關政策會否影響市場競爭。競委會樂見政府正愈趨主動地在制定公共政策的初期，與競委會接觸。過去一年，競委會進一步加強向公共機構及政策制定者提供意見的工作，協助他們評估競爭事宜；同時為政策局、政府部門、公共機構、執法機關及監管機構舉辦了一系列由國際競爭法及政策專家主講的培訓講座。競委會將繼續這方面的工作，最近更

With our extensive and proactive engagement over the past few years, competition consideration plays an increasingly important role in the formulation and execution of public policies and schemes. The Commission has been gratified to see the government's growing willingness to reach out to the Commission during the early stage of formulating new public initiatives. In the past year, the Commission has stepped up its efforts to advise the public sector and policy makers and facilitate their assessment of competition issues. A series of tailored training led by international competition law and policy experts was conducted for government bureaux and departments, public bodies, law enforcement agencies and regulators. In sustaining the momentum, the Commission has also started to engage

# 主席的話
# Chairperson's Statement

邀請了香港、澳洲及內地的學者展開一項研究，就政策的競爭影響評估所採用的不同方法及其成效作出比較，從而找出適合香港的可行建議。

年內另一重要里程碑，是競委會於去年 11 月首度舉辦了「競爭集思匯」國際會議。是次會議提供了一個適時且方便的平台，讓香港汲取外地的知識和經驗，並促進不同界別及不同司法管轄區之間的協作交流，同時亦展現了我們推動本港法律界提升競爭法專業知識的決心。與此同時，競委會更推出了一個全新的網上平台，匯集一系列競爭法實用工具及最新資訊，以延續經驗的交流及分享。

在過去的一年，競委會繼續與各界溝通，廣泛接觸社會不同界別。值得一提的是，競委會首度推出了一齣微電影，故事情節取材自大學生社交媒體挑戰賽的冠軍作品。此外，競委會亦與不同行業的代表召開了一系列圓桌會議，會議以不引述出席者言論為原則，以便出席人士能就競爭相關議題坦誠交換意見。未來一年，競委會將為中小企編製更詳盡的合規工具，亦會為未有競爭法經驗的律師提供培訓，使其具備為中小企客戶處理競爭法案件的能力，並能就不同範疇，如競爭法下的權利與義務、以及競委會的權限等等，向中小企提供法律意見。

最後，本人衷心感謝由行政總裁冼博崙先生帶領的行政團隊在過去一年所付出的不懈努力，以及競委會各委員提供的寶貴意見。

主席
**胡紅玉**

2019 年 9 月 25 日

academics from Hong Kong, Australia and the Mainland in a research project to compare different approaches to competition assessment of policies and their effectiveness, with the aim of producing practical recommendations which can be applied to Hong Kong.

Another significant milestone during the year was the launch of the Commission's inaugural "Competition Exchange" international conference last November. As an aspiring agency, this conference has provided a timely and expedient avenue for Hong Kong to draw knowledge and experience from others and promote collaboration across sectors and jurisdictions. It has also reinforced our commitment to facilitating the development of competition law expertise amongst the local legal fraternity. To sustain the exchange and sharing, an online portal hosting a resourceful pool of competition tools and resources was also launched at the same time.

During the year, the Commission continued to engage with a wide spectrum of audience across the community. Notably, we have launched our debut micro-movie which was adapted from a winning piece of a social media competition for tertiary students. The Commission has also begun a series of roundtables with different business constituencies and sectors under Chatham House rules to allow candid exchange of views on issues relevant to competition. In the coming year, the Commission will further its outreach to provide compliance tools for small and medium enterprises (SMEs) and in-depth training for law firms currently without competition law expertise, so that they will be better equipped to handle competition cases for their SME clients and advise them about their rights and obligations as well as the extent of the Commission's powers under the competition law regime.

Before I sign off, I would like to thank our executive arm led by Mr. Brent Snyder for their hard work and my fellow Commission members for their wise counsel over the past year.

**Anna WU Hung-yuk**
Chairperson

25 September 2019

# 行政總裁的話
# CEO's Statement




2018/19 年度，競爭事務委員會不斷求進，執法經驗日漸豐富，各方面工作均進展良好。

過去一年，競委會繼續致力宣傳倡導，於 2018 年 11 月首度舉辦為期兩日的大型國際會議 ——「香港競爭集思匯」，吸引了逾 250 名來自 20 個國家的人士出席，就多個競爭議題進行交流討論。過去幾年，競委會的工作不但在本港獲得認同，亦承蒙較具經驗的海外同儕不吝分享心得，從中受益匪淺。這次舉辦「競爭集思匯」，我們就本港切身的競爭議題進行討論，並隨著競委會邁向另一發展階段的同時，回饋海外競爭法業界。在會議上，我們更推出了一個全新的網上競爭法資料庫，旨在為本港及國際競爭法業界提供相關資訊及實用工具。

本地工作方面，競委會於年內繼續積極接觸社會各界。去年 11 月，我們首度推出一齣講述瓜分市場及合謀定價的微電影，情節取材自 2018 年大學生社交媒體挑戰賽的冠軍作品。該電影在多個網上及戶外平台播放，吸引了不同層面的觀眾，廣受歡迎。此外，競委會

The year of 2018/19 saw the Competition Commission rapidly maturing as an enforcement agency with good progress made across its entire spectrum of work.

Over the past year, the Commission took its advocacy efforts to the next level by hosting its inaugural international conference, the "Hong Kong Competition Exchange", in November 2018. The two-day Competition Exchange sparked important discussions on a variety of issues, with over 250 attendees, including guests from 20 countries. The Commission has benefited greatly from the support of the Hong Kong community as well as the generous sharing of more established competition authorities over the years, and the Competition Exchange was an initiative to start a dialogue on competition issues of local importance as well as make a small contribution back to the competition community as we move to the next stage of development. A brand new online competition resource was also unveiled at the conference aiming to provide competition information and materials for Hong Kong and the international competition community.

Locally, the Commission continued its momentum in reaching out to the community during the year. Riding on the winning piece of its 2018 social media contest for university students, the Commission launched its debut micro-movie on market sharing and price fixing last November. The movie was very well-received across various online and outdoor platforms and reached a wide, diverse audience. In addition to hosting dozens of

# 行政總裁的話
# CEO's Statement

亦舉辦了多場展覽、研討會及講座，並與商界不同行業接觸。2019 年首季，競委會分別與採購界及人力資源界舉行了圓桌會議，就競爭問題進行雙邊交流。我們將繼續與其他行業舉辦專題會議，以鼓勵不同行業坦誠討論業內面對的重要競爭問題。來年，競委會亦會繼續發揮創意，以多元化的方式推行公眾教育，並進一步接觸商界，尤其是中小企以及未有競爭法經驗的律師行，為他們提供實用的競爭法培訓及合規指南。

公共政策諮詢方面，競委會於 2018 年 4 月發表了第三份意見公告，提醒僱員、僱主及人力資源界人員慎防僱傭市場上的潛在競爭風險。這份公告的發布，是為了回應各種與僱傭手法有關的情況、查詢及投訴，包括合謀訂定薪酬、禁止挖角協議及交換敏感的僱員薪酬福利資料等。公告成功提升了相關持份者對僱傭手法的認識，有助推動僱傭市場遵守《條例》。

年內，我們樂見越來越多的政府部門及公營機構，在制定公共政策的初期徵詢競委會，使競委會有機會及早就各類競爭議題及規管制度，更有效地提供意見。為進一步協助公營界別及政策制定者辨識及評估公共政策及措施的競爭風險和影響，競委會於 2018 年 5 月發布了公營界別適用的《條例》指南，其後於 2018 年 9 月舉辦了一系列由國際競爭法專家主講的專題培訓，及於今年初就着與突破性創新科技相關的競爭問題，舉辦了一場後續培訓。我們預期日後會陸續舉辦其他培訓，並繼續積極履行提供意見的職能，在公共政策和計劃制定初期，加強與相關部門的協調，並提供意見。

執法方面，競委會人員正努力不懈並汲取經驗，調查涉及不同行業、複雜程度日增的個案。2018 年 9 月，競委會向審裁處入稟第三宗案件，首次對個別人士追究責任，尋求施加罰款及取消董事資格。為加強阻嚇作用，競委會在追究企業的責任之餘，亦會追究涉及違反《條例》的個別人士，並尋求具阻嚇力的補救措施，以鼓勵社會各界遵守《條例》。

exhibitions, seminars and engagement meetings, the Commission started a sectoral business outreach initiative and held roundtable discussions in the first quarter of 2019 to facilitate bilateral communications on competition issues with the procurement and human resources sectors. We plan to continue holding other topical roundtables to spur open discussion on important sectoral issues. In the coming year, the Commission will also carry on its creative multi-faceted approach to public education while seeking to further its outreach to businesses with a focus on small and medium enterprises (SMEs) and law firms without competition practices to provide them with some practical competition training and compliance tools.

On the public advisory front, the Commission published its third advisory bulletin in April 2018 to alert employers, employees and human resources professionals of potential competition risks in the employment market. The advisory bulletin was issued in response to information, queries and complaints about employment-related practices, such as wage collusion, non-poaching agreements and exchanges of sensitive employee compensation and benefit information. The advisory bulletin successfully raised awareness of relevant stakeholders and contributed to the promotion of compliance in the labour market.

During the year, the Commission also saw a growing trend of being consulted by government and public bodies at earlier stages of the regulatory process, which gave the Commission an opportunity to more effectively advise on a variety of competition issues and regulatory schemes. To further assist the public sector and policy makers in identifying and assessing the competition risks and impacts of public policies and initiatives, the Commission published a tailor-made guide to the Ordinance for the public sector in May 2018 and followed it up with a series of focused training sessions led by international competition law experts in September 2018. The first of a series of anticipated follow-up sessions was conducted earlier this year on competition issues relating to disruptive innovation and technology. Going forward, the Commission will continue to play an active advisory role and further coordinate with the public sector during the early stages of policy making and public schemes formulation.

With respect to enforcement, the Commission's staff is working hard, gaining experience, and taking on investigations of growing complexity across a variety of sectors. In September 2018, the Commission brought its third case to the Tribunal, and it was also the first time the Commission named individuals as respondents, seeking both pecuniary penalties and director disqualification. To enhance the deterrent effect of its work, the Commission will continue to pursue the liability not only of culpable businesses but also individuals involved in contraventions of the Ordinance. The Commission will also seek deterrent remedies with an aim to encourage compliance.

# 行政總裁的話
# CEO's Statement

由於調查個案的數目及種類日益增多，複雜程度亦日漸提高，競委會透過增加人手、加強專業訓練，及發展內部資訊科技與電子蒐證技術，積極強化調查能力，我們將持續進行這方面的工作。

In advancing investigations that are growing in number, variety and complexity, the Commission has been actively strengthening its investigative capabilities by continued capacity and expertise building as well as by developing in-house forensic IT capabilities. We plan to keep the momentum going.

本年度，就商界要求競委會作出決定的申請而須處理的事務，亦十分繁重。因應銀行業的申請，競委會於 2018 年 10 月公布首個決定，確定《銀行營運守則》不會憑藉《條例》下的法律規定豁除而獲豁除於第一行為守則之外。另外，香港科研製藥聯會擬透過意見調查的方式，收集並發放某些藥劑製品的數據，並就此要求競委會給予豁除的決定，競委會目前正在處理該項申請。

It was also a busy year for applications for decision from the business sector. In response to an application from the banking sector, the Commission published its first Decision in October 2018 finding that the Code of Banking Practice is not excluded from the First Conduct Rule by the legal requirements exclusion in the Ordinance. The Commission is now processing an application for a decision from the Hong Kong Association of the Pharmaceutical Industry regarding the collection and distribution by survey of certain data on particular pharmaceutical products.

撰文之際，審裁處已就競委會入稟的首兩宗案件作出裁決，競委會對此深表歡迎。兩宗案件的 15 名答辯人當中，有 14 名被裁定違反《條例》，競委會整體獲得勝訴。縱使現時兩宗案件均有部分答辯人提出上訴，但審裁處的裁決令人鼓舞，並提供了重要的基本案例，成為競委會日後執法、以及商界及法律界的指引。

Last but not least, at the time of writing, the Commission has gladly welcomed the judgments handed down by the Competition Tribunal in its first two enforcement actions. The outcomes were largely in favour of the Commission, with 14 of 15 named respondents in the two cases found to have contravened the Ordinance. Although both judgments have been appealed by certain of the respondents at the time of writing, the Tribunal rulings are very encouraging and set important foundational precedents that provide guidance for the Commission's enforcement work as well as for the business and legal communities.

擱筆前，我謹在此感謝主席及競委會各委員的寶貴意見、承擔和支持，以及競委會員工團隊盡忠職守及出色的表現，令競委會能有效履行其職能，並於初期階段取得相當不俗的成績。最後，競委會亦衷心感謝商務及經濟發展局一如既往的支持。

Before I sign off, I would like to express my gratitude for the sage advice, commitment and support of the Chairperson and Commission Members and for the dedicated and wonderful work of the Commission staff in effectively discharging the Commission's duties with remarkable initial results. We also greatly appreciate the continuing support of the Commerce and Economic Development Bureau.



行政總裁
**洗博崙**

2019 年 9 月 25 日



**Brent SNYDER**
Chief Executive Officer

25 September 2019

# 年度重點
# Highlights of the Year

## 執法
## ENFORCEMENT

收到及處理了 709 宗投訴及查詢，並對 28 宗個案進行初步評估 / 調查

Received and processed 709 enforcement contacts, 28 cases were escalated to the Initial Assessment / Investigation phases

競爭事務審裁處在香港首兩宗競爭法案件中裁定競委會勝訴，14 間公司因從事合謀行為，被裁定違反《競爭條例》

Competition Tribunal ruled in favour of the Commission in Hong Kong's first two competition cases, 14 companies convicted of cartel conduct

向競爭事務審裁處入稟第三宗案件，首次追究個別人士的責任

Filed third case before the Competition Tribunal, pursuing liability of individuals for the first time

就《銀行營運守則》公布首個有關豁除 / 豁免的決定

Published first decision relating to exclusions and exemptions concerning the Code of Banking Practice

## 政策意見
## ADVISORY

就約 30 項公共政策及計劃向政府及公營機構提供意見

Provided advice to the Government and public bodies on around 30 public policies and initiatives

就僱傭市場內潛在的競爭風險發表意見公告

Published an advisory bulletin on the potential competition risks in the employment market

出版公營界別《競爭條例》指南

Published a guide to Competition Ordinance for the public sector

為公營界別舉辦由競爭法專家主講的專題培訓

Conducted tailored training courses led by competition law experts for the public sector

## 宣傳
## ADVOCACY

舉辦了 70 多場不同形式的活動，廣泛接觸社會各界

Conducted 70+ engagement events reaching different sectors across the community

舉辦首屆「香港競爭集思匯」國際會議，並推出全新網上平台，促進不同界別及不同司法管轄區交流專業知識

Hosted the inaugural "Competition Exchange" international conference and established an online portal to promote exchange of expertise across sectors and jurisdictions

推出首齣獲獎微電影，講述瓜分市場及合謀定價

Launched a debut award-winning micro-movie on market sharing and price fixing

大專學生社交媒體挑戰賽順利完成

Concluded a social media advocacy contest targeting university students

各項宣傳教育活動共奪得七個獎項

Scored 7 awards for different outreach and publicity initiatives

# 《競爭條例》概覽
# Competition Ordinance at a Glance

## 維護平等的競爭環境

具競爭性的市場不僅令所有人受惠於更佳的價格、產品及選擇，亦為企業（特別是較小型企業）提供更多進入新市場及擴展業務的機遇。

競爭推動效率及鼓勵創新，並促進企業透過提供價格相宜的合適產品來滿足消費者的需求。

2015 年 12 月 14 日，《競爭條例》全面生效。《條例》旨在保護競爭的過程，為達至這目標，《條例》將某些損害競爭過程的營商手法定為違法行為。

## ENSURING A LEVEL-PLAYING FIELD

Competitive markets lead to better prices, products and choice for everyone, with greater opportunities for businesses, in particular smaller ones, to enter and expand in new markets.

Competition drives efficiency and innovation, and directs businesses to meet consumer demands by providing the right product at the right price.

On 14 December 2015, the Competition Ordinance (Ordinance) came into full effect. The Ordinance seeks to protect the process of competition, and does so by making certain business practices which undermine this process illegal.




《指引》為競委會及通訊事務管理局如何詮釋及執行《條例》提供引導。
The Guidelines provide guidance on how the Commission and the Communications Authority intend to interpret and give effect to the provisions of the Ordinance.

為了幫助企業遵守《條例》，競委會與通訊事務管理局（通訊局）根據《條例》發布了以下六份指引：

- 《第一行為守則指引》
- 《第二行為守則指引》
- 《合併守則指引》
- 《投訴指引》
- 《調查指引》
- 《根據〈競爭條例〉第 9 條及第 24 條（豁除及豁免）申請決定以及第 15 條申請集體豁免命令指引》

這些指引為競委會及通訊局將如何詮釋及執行《條例》提供引導。

With a view to helping businesses comply with the Ordinance, the Commission and the Communications Authority (CA) have issued six Guidelines under the Ordinance:

- Guideline on the First Conduct Rule
- Guideline on the Second Conduct Rule
- Guideline on the Merger Rule
- Guideline on Complaints
- Guideline on Investigations
- Guideline on Applications for a Decision under Sections 9 and 24 (Exclusions and Exemptions) and Section 15 Block Exemption Orders

The Guidelines provide guidance on how the Commission and the CA intend to interpret and give effect to the provisions of the Ordinance.

# 《競爭條例》概覽
# Competition Ordinance at a Glance

## 第一行為守則

第一行為守則禁止業務實體作出或執行具有損害香港競爭之目的或效果的協議和業務實體組織的決定，或從事有該目的或效果的經協調做法。競爭對手之間協定以互相合作來取代互相競爭，便有觸犯第一行為守則的風險。

*重點：*

- 《第一行為守則指引》就各種不同協議及做法提供了詳細的引導，讓企業能夠自行評估其行為及商業關係，避免違反第一行為守則。
- 嚴重反競爭行為是《條例》中已提供釋義的重要詞彙。如果違反第一行為守則的行為並非嚴重反競爭行為，競委會必須在向競爭事務審裁處（審裁處）展開法律程序前發出告誡通知，給予機會讓相關各方糾正。《條例》將嚴重反競爭行為定義為以下四大類行為：
  - ✗ 合謀定價
  - ✗ 瓜分市場
  - ✗ 限制產量
  - ✗ 圍標
- 第一行為守則禁止其他不同類型可能損害競爭，但卻未必是嚴重反競爭行為的協議。《第一行為守則指引》就這些做法作出了詳細分析，例如，行業協會及工業團體的行為、某些聯營類別、特許經營協議及選擇性分銷安排。這些商業做法可能在市場中頗為普遍，而且常有可能鼓勵競爭。然而，在某些情況下，這些協議或具有妨礙、限制或扭曲競爭的效果。
- 《條例》本身已為中小型企業（中小企）設置了免受第一行為守則規限的「安全網」。如涉事各企業在有關營業期內的總計營業額不超過兩億港元，則有關協議、經協調做法及業務實體組織的決定（涉及嚴重反競爭行為除外）均屬於「影響較次的協議」，可豁除於第一行為守則之外。

## First Conduct Rule

The First Conduct Rule (FCR) prohibits undertakings from making or giving effect to agreements and decisions of associations of undertakings or engaging in concerted practices that have the object or effect of harming competition in Hong Kong. Agreeing with competitors to cooperate rather than compete risks contravening the FCR.

*Key points:*

- The Guideline on the First Conduct Rule provides detailed guidance on a range of agreements and practices to enable businesses to self-assess their behaviour and relationships so as to avoid contravening the FCR.
- Serious anti-competitive conduct is an important defined term in the Ordinance. If conduct contravening the FCR is not serious anti-competitive conduct, the Commission must afford parties an opportunity to correct their conduct by issuing a Warning Notice prior to bringing proceedings in the Competition Tribunal (Tribunal). The Ordinance defines serious anti-competitive conduct to mean four broad types of conduct:
  - ✗ Price fixing
  - ✗ Market sharing
  - ✗ Output restrictions
  - ✗ Bid-rigging
- The FCR prohibits a range of other agreements which may be harmful to competition but may not be serious anti-competitive conduct. The Guideline on the First Conduct Rule provides detailed analysis of, for example, the activities of trade associations and industry bodies, certain forms of joint ventures, franchising agreements and selective distribution arrangements. These practices may be quite common in a market and may often be pro-competitive. However in certain contexts, these agreements may have the effect of preventing, restricting or distorting competition.
- The Ordinance has built in a "safe harbour" for small and medium enterprises (SMEs) under the FCR. Agreements, concerted practices, and decisions of associations of undertakings (other than those that involve serious anti-competitive conduct) are excluded from the FCR as "agreements of lesser significance" where the combined turnover of the undertakings involved does not exceed HK$200 million for the relevant turnover period.

### 第二行為守則

根據第二行為守則，具有相當程度市場權勢的企業，不得透過從事具有損害競爭之目的或效果的行為而濫用該權勢。具有相當程度市場權勢的企業所進行的某些行為，可能有將競爭對手排擠出市場的目的或效果，因而限制了消費者的選擇。於有關營業期內營業額不超過四千萬港元的業務實體所從事的行為，則不受第二行為守則規限。然而，業務實體的營業額超過這個水平，並不表示其在某個市場具有相當程度市場權勢。

《第二行為守則指引》就通常涉及第二行為守則的各種營商手法，例如掠奪性定價、搭售、捆綁銷售和拒絕交易等，提供了詳細的分析。該指引亦載有競委會在界定相關市場時將採用的準則（亦適用於第一行為守則及合併守則）。

### 合併守則

根據《條例》，如果合併具有或相當可能有大幅減弱在香港的競爭的效果，則該合併會被禁止。合併守則的適用範圍，目前僅限於涉及直接或間接持有根據《電訊條例》（第 106 章）所發出的傳送者牌照的業務實體的合併。若合併產生的經濟效益超出對競爭造成的損害，合併守則將不適用。企業可向通訊局提出申請，要求該局作出其合併是否獲豁除於合併守則的決定。

《合併守則指引》概述了競委會就合併守則所採用的主要概念、評估合併的各種分析工具及各種適用的豁免。

## 執行《條例》

競委會將行使其酌情權，調撥資源調查及解決一些可為本港企業及消費者帶來最大整體利益的個案。投訴及調查指引中提供了引導，說明競委會將如何處理投訴，並概述在調查時所依循的程序及各種保障。競委會於《執法政策》中詳列了競委會調查個案及決定執法重點時的主要原則。

### Second Conduct Rule

Under the Second Conduct Rule (SCR), businesses with a substantial degree of market power are prohibited from abusing that power by engaging in conduct that has the object or effect of harming competition. Certain conduct engaged in by businesses with substantial market power can have the object or effect of excluding competitors from the market, thereby limiting choices available to consumers. Conduct engaged in by undertakings whose turnover does not exceed HK$40 million for the relevant turnover period is excluded from the SCR. Having turnover over this threshold does not imply that an undertaking has a substantial degree of market power in a market.

The Guideline on the Second Conduct Rule provides detailed analysis of business practices that are commonly associated with the SCR. These include, for example, predatory pricing; tying and bundling; and refusal to deal. The Guideline also sets out the Commission's approach to defining the relevant market (which is also relevant to the FCR and the Merger Rule).

### The Merger Rule

Mergers that have or are likely to have the effect of substantially lessening competition in Hong Kong are prohibited under the Ordinance. The scope of application of the Merger Rule is currently limited to mergers involving an undertaking directly or indirectly holding a carrier licence issued under the Telecommunications Ordinance (Cap. 106). The Merger Rule does not apply if the economic efficiencies from the merger outweigh the harm caused to competition. Businesses may apply for a decision from the CA as to whether their mergers are excluded from the Merger Rule.

The Guideline on the Merger Rule provides an overview of the key concepts used by the Commission in relation to the Merger Rule; the different analytical tools used to assess mergers; and the different applicable exemptions.

## ENFORCING THE ORDINANCE

The Commission will exercise its discretion to direct its resources to the investigation and resolution of matters that provide the greatest overall benefit for Hong Kong's businesses and consumers. The Guidelines on Complaints and Investigations provide guidance on how the Commission will handle complaints and outline the procedural steps and protections which apply in the investigation of a matter. Details on the Commission's core principles when investigating cases and prioritising enforcement can be found in the Commission's Enforcement Policy.

# 《競爭條例》概覽
# Competition Ordinance at a Glance

## 體制安排

《條例》採取司法執行模式，將調查及執法權（由競委會行使）與對被指違例個案的裁決權及作出處罰的權力（由審裁處行使）分開。審裁處有權針對違反競爭守則的行為施加各種補救措施，包括罰款及取消董事資格等。審裁處亦有司法管轄權覆核競委會所作出的某些類型的決定，及審理反競爭行為受害人要求損害賠償的「後續訴訟」。

有關審裁處的其他資料可瀏覽審裁處網站www.comptribunal.hk。

《條例》規定，就涉及廣播業與電訊業競爭個案的調查及開展執法程序而言，通訊局與競委會共享管轄權。就此，競委會與通訊局訂立了一份諒解備忘錄，闡述兩家機構將如何合作並採取與共享管轄權有關的執法行動等事宜。

## 進行及結束調查時遵循的核心原則

競委會的《調查指引》及《執法政策》已詳述，無論處理任何調查，競委會將：

- 不會就是否正在考慮或調查某事件作出評論，除非在特殊情況下，或有關調查詳情被第三方公開披露後為了以正視聽而作出回應；
- 高效、及時地進行調查。然而，競委會亦明白，調查不同個案所需的時間，取決於有關事項的複雜程度、收集到的證據及有關人士是否合作等因素；
- 全面考慮所有競委會可尋求的補救措施，包括受查方提出能立即確切地釋除競委會疑慮的方案；
- 書面通知投訴人相關調查結果；及
- 對調查結果保持透明度，亦按《條例》要求予以公開。

## Institutional arrangements

The Ordinance adopts a judicial enforcement model to separate the powers of investigation and enforcement (by the Commission) from those of adjudication of alleged contraventions and imposition of penalties (by the Tribunal). The Tribunal is empowered to impose a broad range of remedies for contraventions of a competition rule, including pecuniary penalties and director disqualifications. The Tribunal also has jurisdiction to review certain types of decisions made by the Commission and to hear "follow-on claims" for damages by victims of anti-competitive behaviour.

Further information on the Tribunal is available on the Tribunal's website at www.comptribunal.hk.

The Ordinance provides that the CA has concurrent jurisdiction with the Commission in respect of the investigation and bringing of enforcement proceedings for competition cases in the broadcasting and telecommunications sectors. A Memorandum of Understanding (MoU) between the Commission and the CA sets out, among other things, the manner in which the two authorities will cooperate and pursue enforcement actions relating to the concurrent jurisdiction.

## Core principles in conducting and resolving investigations

As detailed in the Guideline on Investigations and the Commission's Enforcement Policy, in relation to all investigations, the Commission:

- Will not comment on matters it may or may not be considering or investigating, except in exceptional circumstances or to correct the public record where details of the Commission's investigation have been made public by third parties;
- Will conduct investigations in an efficient and timely manner. The Commission notes, however, the length of investigations will differ depending on the complexity of the matter, the availability of evidence and the cooperation of the parties concerned;
- Will consider the full range of potential remedies available to the Commission, including genuine offers from parties under investigation to immediately address the Commission's concerns;
- Will inform complainants in writing of the outcome of an investigation; and
- Will be transparent with the outcomes of investigations and make them public in accordance with the Ordinance.

## 補救措施

為鼓勵各界遵從競爭守則，《條例》訂明競委會可尋求的多種補救措施。《調查指引》就各調查階段可能產生的不同結果提供了說明。競委會完成一項調查後，或得出毋須作進一步行動的結論。此外，競委會亦可能：

- 因應其認為可能違反《條例》的行為，發出告誡通知、違章通知書或接受承諾。
- 於審裁處展開法律程序以尋求補救，包括就每項違例事項施加相當於業務實體在違例期間於香港的年度營業額最高10% 的罰款（罰款期最長三年）、命令有關人士繳付罰款或取消其擔任公司董事的資格、命令有關人士向因違例事項而蒙受損失或損害的人支付損害賠償或頒布其他命令，以終止或補救有關違例行為。
- 將有關事宜轉介予其他政府機構，或進行市場研究。

## 寬待

世界各地的競爭法執法機構用以阻嚇及偵測合謀行為的主要手法當中，其中一種是訂立政策，為首個向執法機構告發合謀行為的涉事企業，提供不受檢控及／或免被施加罰款的豁免。

競委會的《為從事合謀行為之業務實體而設的寬待政策》（《寬待政策》）概述競委會如何處理寬待申請，並提供了一份寬待協議的範本。

根據《寬待政策》，為換取合謀成員的合作，競委會將承諾不會對首個向競委會舉報合謀行為，並與競委會訂立寬待協議的合謀成員，提起要求向其施加罰款的法律程序。競委會還會將寬待引伸至該合謀成員的現任高級人員及僱員，及其與競委會合作的指明前任高級人員或僱員、及前任和現任代理人。

## Remedies

To encourage compliance with the competition rules, the Ordinance provides a range of remedies which the Commission can seek. The Guideline on Investigations provides guidance on the possible outcomes of an investigation. After an investigation by the Commission, the Commission may conclude that no further action is warranted. Alternatively, the Commission may:

- Issue Warning Notices, Infringement Notices or accept commitments in response to conduct the Commission considers may contravene the Ordinance.
- Commence proceedings in the Tribunal seeking remedies including a pecuniary penalty of up to 10% of an undertaking's annual Hong Kong turnover per contravention for a maximum of three years during the course of the contravention(s), orders requiring people to pay a pecuniary penalty or disqualifying them from serving as director of a company, orders requiring payment of damages to any person who has suffered loss or damage as a result of the contravention or other orders to cease and remedy the contravention at issue.
- Refer the matter to a Government agency or conduct a market study.

## Leniency

One of the key tools used by competition authorities around the world to deter and detect cartels are leniency policies that provide immunity from prosecution and/or penalty for the first business to inform the competition authority of their involvement in a cartel.

The Commission's Leniency Policy for Undertakings Engaged in Cartel Conduct (Leniency Policy) provides an overview of the Commission's approach to leniency applications as well as a template leniency agreement.

Pursuant to the Leniency Policy, in exchange for a cartel member's cooperation, the Commission will undertake not to commence proceedings for a pecuniary penalty against the first cartel member who reports cartel conduct to the Commission and enters into a leniency agreement with the Commission. The Commission will extend this leniency to current officers and employees of the cartel member and specifically named former officers or employees and current and former agents of the cartel member who cooperate with the Commission.

# 《競爭條例》概覽
# Competition Ordinance at a Glance

## 合作

未能透過競委會的《寬待政策》而獲得寬待的業務實體，可選擇循《為從事合謀行為之業務實體而設的合作及和解政策》（《合作政策》）配合競委會調查。

根據《合作政策》，若業務實體配合競委會的調查，包括與競委會訂立合作協議、同意與競委會共同向審裁處申請頒布同意令，則競委會將在呈交審裁處的建議罰款中，予以最多 50% 的罰款扣減。建議罰款的扣減率水平視乎在具體調查中，有關業務實體接觸競委會的先後次序、所提供合作的時間、性質、價值及程度。

《合作政策》亦提供一個「寬待加分制」，訂明在某合謀案件中配合競委會調查的業務實體，若就另一宗合謀與競委會訂立寬待協議，則競委會將在首宗合謀案件的建議罰款中，提供最多 10% 的額外扣減。

## 豁免及豁除

《條例》附表 1 訂明若干豁免及豁除情況。總括而言，主要豁除適用於以下情況：

- 提升整體經濟效率的協議；
- 為遵守法律規定而進行的協議或行為；
- 獲香港政府委託營辦令整體經濟受益的服務的業務實體；
- 導致「合併」的協議或行為；
- 「影響較次」的協議或行為（如上文所解釋，在營業期內總計營業額不超過二億港元的業務實體之間的協議可豁除於第一行為守則之外，而在營業期內營業額不超過四千萬港元的業務實體則不受第二行為守則規限）。

## Cooperation

Undertakings which do not benefit from leniency under the Commission's Leniency Policy can opt to cooperate with the Commission's investigation pursuant to the Commission's Cooperation and Settlement Policy for Undertakings Engaged in Cartel Conduct (Cooperation Policy).

Under the Cooperation Policy, where an undertaking cooperates with the Commission's investigation, including by entering a cooperation agreement with the Commission and agreeing to jointly apply for a consent order before the Tribunal, the Commission will agree to apply a cooperation discount of up to 50% off the pecuniary penalty recommended to the Tribunal. The level of cooperation discount will depend on the order in which the undertakings agree to cooperate in a particular investigation and the timing, nature, value and extent of cooperation provided.

The Cooperation Policy also provides for a "Leniency Plus" system, whereby an undertaking cooperating with the Commission in relation to one cartel enters into a leniency agreement with the Commission in relation to a second cartel. Under Leniency Plus, the Commission will apply an additional discount of up to 10% off the recommended pecuniary penalty to the first cartel.

## EXEMPTIONS AND EXCLUSIONS

Schedule 1 to the Ordinance provides for a number of exemptions and exclusions. In summary, the main exclusions apply to:

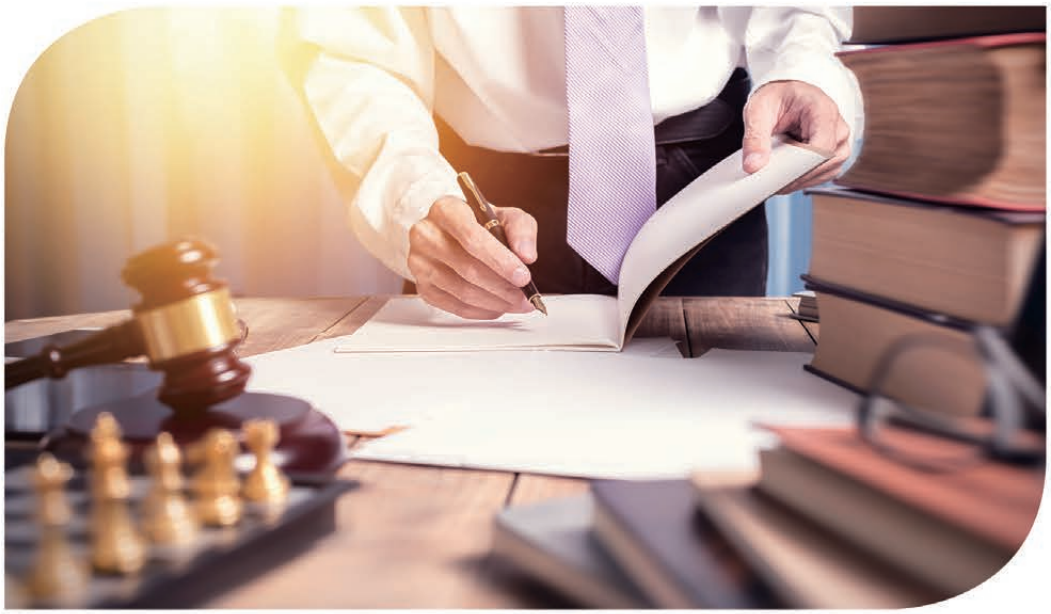
- Agreements enhancing overall economic efficiency;
- Agreements or conduct undertaken in order to comply with a legal requirement;
- Undertakings entrusted by the Government with a service of general economic interest;
- Agreements or conduct resulting in a "merger";
- Agreements or conduct of "lesser significance" (as explained above, agreements between undertakings are excluded from the FCR if the combined turnover of the undertakings does not exceed HK$200 million for the turnover period, and conduct engaged in by an undertaking with turnover not exceeding HK$40 million for the turnover period are excluded from the SCR).

上述每項豁除均自動適用，毋須競委會事先作出決定。《第一行為守則指引》、《第二行為守則指引》及《根據〈競爭條例〉第 9 條及第 24 條（豁除及豁免）申請決定以及第 15 條申請集體豁免命令指引》中，已詳述競委會如何詮釋該等豁除。業務實體可根據《條例》附表 1 中列明的豁除自行評估其行為，以確定相關的豁除是否適用。然而，若業務實體希望釐清其行為的合法性，在特定情況下可向競委會申請決定，要求就有關協議或行為是否符合相關競爭守則的豁免／豁除條件而作出決定。

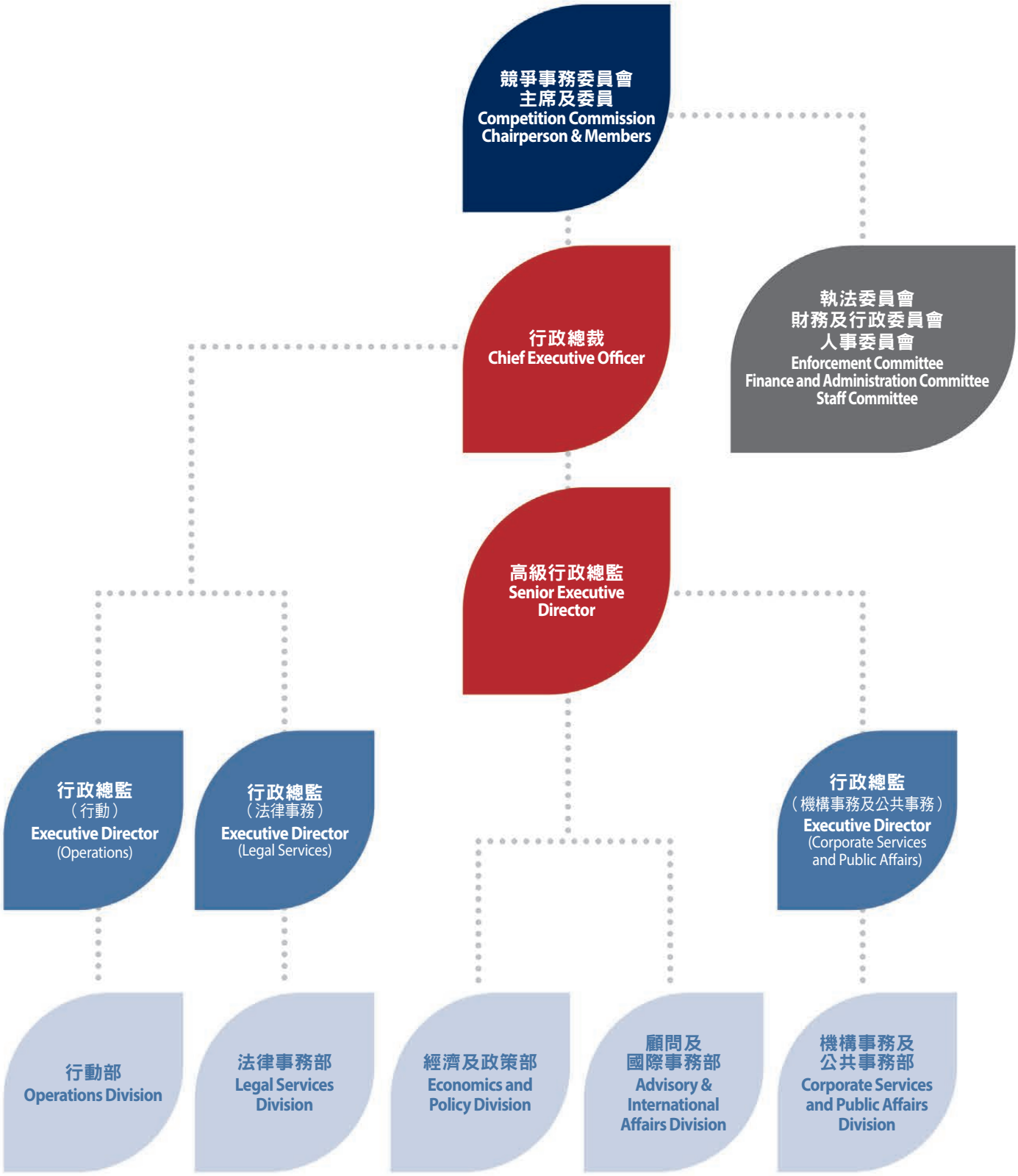
此外，競委會可發出集體豁免命令，以豁免某類協議免受第一行為守則規限，此舉可因應某業務實體的申請作出，亦可由競委會主動作出。

Each of these exclusions applies automatically without the need for a prior determination by the Commission. The Guidelines on the FCR, the SCR and on Applications for Decisions under Sections 9 and 24 (Exclusions and Exemptions) and Section 15 Block Exemption Orders have provided detailed guidance on the Commission's interpretation of these exclusions. Undertakings may self-assess their conduct against the exclusions in Schedule 1 to the Ordinance to determine if the relevant exclusion applies. However, for increased legal certainty, undertakings can in certain circumstances apply to the Commission for a decision as to whether an agreement or conduct is exempt or excluded from the application of the competition rules.

In addition, the Commission can issue block exemption orders to exempt a category of agreements from the FCR, either on the application of an undertaking or on the initiative of the Commission itself.



# 組織架構
## Organisation Structure



競委會恪守良好的機構管治標準履行其職責，以求符合公眾及持份者的最佳利益。我們致力提升機構的管治成效，其適當披露營運及管治的資料，確保競委會對公眾的問責性並維持其運作透明度。《條例》對競委會運作以及轄下工作委員會的多方面事宜作出規管，我們均加以遵循。我們亦採納適當原則及最佳慣例，包括適用於一般公共機構的監控機制、行為守則及機構管治安排。

The Commission is committed to high standards of corporate governance in conducting its duties in the best interest of the public and its stakeholders. It strives to enhance the effectiveness of the management of the organisation, ensure its accountability to the public and transparency of its operations through the disclosure of appropriate information on its operation and governance. The Commission abides by the Ordinance which governs many aspects of its operations and the supporting functional committees. It also adopts appropriate principles and best practices including control mechanisms, codes of conduct and corporate governance arrangements that are applicable to public bodies.

## 競委會成員（截至2019年3月31日）

競委會履行《條例》訂明的職能，監督轄下行政機關的工作，並核准所有重大決定。截至2019年3月底，競委會有15名委員，包括一名主席，全部由行政長官委任，為期兩年。競委會委員來自不同界別，包括在工商、經濟、法律、中小型企業、會計、金融和消費者保障等範疇有相關專業知識和經驗的人士。

## COMMISSION MEMBERS (AS AT 31 MARCH 2019)

The Commission exercises the functions as provided in the Ordinance. It oversees the work of the executive arm of the Commission and approves all major decisions. As at the end of March 2019, the Commission has a Chairperson and 14 Members, who were appointed by the Chief Executive of the HKSAR for a period of two years. Commission Members are drawn from different fields, including those who have relevant expertise and experience in industry, commerce, economics, law, SMEs, accounting, finance and consumer protection.

# 機構管治
# Corporate Governance

## 主席



### 胡紅玉女士，GBS，JP

胡紅玉女士是律師，名列香港律師會榮譽律師名冊。她是競爭事務委員會現任及首任主席。胡女士自 2009 年 1 月起出任行政會議成員，至 2017 年 7 月 1 日卸任。她曾擔任前立法局議員，在任期間提出了《平等機會條例草案》，此乃首個由議員提出覆蓋整套全面政策的私人草案。胡女士歷任強制性公積金計劃管理局主席、平等機會委員會主席、消費者委員會主席、廉政公署審查貪污舉報諮詢委員會主席；亦曾任法律改革委員會委員、醫院管理局成員、香港按揭證券有限公司董事、證券及期貨事務監察委員會非執行董事。胡女士現時是香港大學的名譽院士及名譽教授，並於最近加入該校法律及資訊科技研究中心，此外，她亦是加州大學洛杉磯分校環球顧問。

## CHAIRPERSON

### Ms. Anna WU Hung-yuk, GBS, JP

Ms. Anna Wu is a lawyer admitted to the Law Society's Roll of Honour. She is the current and founding chair of the Competition Commission. She stepped down as a member of the Executive Council on 1 July 2017 having served since January 2009. She was a member of the Legislative Council and initiated the Equal Opportunities Bill, the first private member's bill covering a whole area of policy. She previously chaired the Mandatory Provident Fund Schemes Authority, the Equal Opportunities Commission, the Consumer Council and the Operations Review Committee of the Independent Commission Against Corruption. Ms. Wu was also a member of the Law Reform Commission and the Hospital Authority and a Director of the Hong Kong Mortgage Corporation Limited and the Securities and Futures Commission. She is an honorary fellow and honorary professor of the University of Hong Kong and has recently joined its Law and Technology Centre. She is also a global advisor of the University of California, Los Angeles.

## 委員

### 委員兼任人事委員會主席



### 許華傑先生，MH，JP

許華傑先生是福登實業有限公司董事總經理，現任香港中華出入口商會副會長、進出口行業培訓諮詢委員會及中小企業委員會的主席、香港貿易發展局理事會理事，以及「發展品牌、升級轉型、拓展內銷市場」專項基金（企業支援計劃）計劃管理委員會委員。許先生曾擔任香港青年聯會主席、中央政策組非全職顧問、大珠三角商務委員會委員、香港浸會大學校董會成員、西九文化區管理局諮詢會成員、共建維港委員會委員及香港出口信用保險局諮詢委員會委員。

## MEMBERS

### Member, Chairperson of Staff Committee

### Mr. Michael HUI Wah-kit, MH, JP

Mr. Michael Hui is the Managing Director of Freedom Industrial Corporation Ltd. He is the Vice President of the Hong Kong Chinese Importers' & Exporters' Association, Chairman of the Import & Export Industry Training Advisory Committee and the Small & Medium Enterprises Committee, Council member of the Hong Kong Trade Development Council, and a member of the Programme Management Committee of the Dedicated Fund on Branding, Upgrading and Domestic Sales (BUD Fund) (Enterprises Support Programme). Mr. Hui was the Chairman of the Hong Kong United Youth Association, Central Policy Unit's Part-time Member, Council member of the Hong Kong Baptist University and member of the Greater Pearl River Delta Business Council, the West Kowloon Cultural District Authority Consultation Panel, the Harbour Front Enhancement Committee and the Hong Kong Export Credit Insurance Corporation Advisory Board.

## 委員兼任財務及行政委員會主席



### 司徒耀煒博士

司徒耀煒博士是合資格電訊工程師，現任自己的投資公司主席、愛得甫物業投資管理有限公司董事、通訊事務管理局成員及其電訊事務委員會主席、香港董事學會資深會員。司徒博士曾擔任香港通訊業聯會和香港資訊科技商會的行政委員會成員、通訊事務管理局辦公室電訊服務用戶及消費者諮詢委員會委員、香港及澳門澳洲商會科技組主席。

## Member, Chairperson of Finance and Administration Committee

### Dr. Anthony William SEETO Yiu-wai

Dr. Seeto is a telecommunications engineer by profession. He is the Chairman of his own investment company and the Director of IW Management Services Ltd. Dr. Seeto is also a member of the Communications Authority, Chairman of its Telecommunications Affairs Committee, and a Fellow of the Hong Kong Institute of Directors. He was an executive committee member of the Communications Association of Hong Kong and the Hong Kong IT Federation, a member of the Telecommunications Users and Consumers Advisory Committee of the Office of the Communications Authority and the Chairman of the Technology Committee of the Australian Chamber of Commerce Hong Kong and Macau.

## 委員兼任執法委員會主席



### 郭國全先生，BBS，JP

郭國全先生是香港大學亞洲環球研究所亞洲環球學人計劃總監，以及經濟及工商管理學院名譽高級研究員，現任香港海運港口局成員、航空發展與機場三跑道系統諮詢委員會委員、特區政府獎學基金督導委員會及投資委員會委員、新意網集團有限公司和星展銀行（香港）有限公司的獨立非執行董事。郭先生曾擔任香港特區政府經濟顧問及渣打銀行東亞地區總經濟師。

## Member, Chairperson of Enforcement Committee

### Mr. KWOK Kwok-chuen, BBS, JP

Mr. Kwok is the Director of the AsiaGlobal Fellows Program of the Asia Global Institute, and an Honorary Senior Research Fellow at the Faculty of Business and Economics of The University of Hong Kong. He is a member of the Hong Kong Maritime and Port Board, the Aviation Development and Third-runway System Advisory Committee, the Steering Committee and Investment Committee of the HKSAR Government Scholarship Fund, and an Independent Non-Executive Director of Sunevision Holdings Ltd. and DBS Bank (Hong Kong) Ltd. Mr. Kwok was the Government Economist for the Hong Kong SAR Government, and the Regional Chief Economist for East Asia of Standard Chartered Bank.



### 陳家殷先生，JP

陳家殷先生為執業大律師，曾服務於多個公共諮詢及法定組織。他是消費者委員會的現任副主席及法律保障事務小組主席，並曾擔任該會競爭政策研究小組主席。他亦獲政府委任為獨立保險業監管局非執行董事、城市規劃上訴委員會副主席及電訊（競爭條文）上訴委員會成員。陳先生並擁有英國特許仲裁司學會院士及香港仲裁司學會資深會員的專業資格。

### Mr. Samuel CHAN Ka-yan, JP

Mr. Samuel Chan is a practising barrister and has served in various advisory and statutory bodies. He is the incumbent Vice-Chairman of the Consumer Council, Chairman of its Legal Protection Committee and former Chairman of the Competition Policy Committee. Mr. Chan is currently a Non-Executive Director of the Independent Insurance Authority, Deputy Chairman of the Town Planning Appeal Board and Member of the Telecommunications (Competition Provisions) Appeal Board. He is also a Fellow of the Chartered Institute of Arbitrators and the Hong Kong Institute of Arbitrators.



### 陳家強教授，GBS，JP
### (2018 年 5 月 1 日就任 )

陳家強教授現任香港科技大學工商管理學院兼任教授及院長資深顧問。於 2007 年 7 月至 2017 年 6 月，他曾擔任香港特別行政區政府財經事務及庫務局局長。加入政府前，陳教授是香港科技大學工商管理學院院長。他於 1993 年加入科大商學院之前曾在美國俄亥俄州立大學任教九年。

陳教授於美國 Wesleyan 大學取得經濟學學士學位，其後在芝加哥大學獲授工商管理碩士和財務學哲學博士學位。陳教授專長研究資產定價、交易策略評估及市場效率，並曾發表不少有關文章。

陳教授曾擔任多項重要公職，包括消費者委員會主席、香港期貨交易所董事、策略發展委員會委員、扶貧委員會委員、外匯基金諮詢委員會委員、恆生指數顧問委員會委員及香港學術評審局委員。此外他曾出任亞太金融學會主席及亞太商學院聯會主席。

### Prof. K. C. CHAN, GBS, JP
### (Since 1 May 2018)

Professor Chan is Adjunct Professor and Senior Advisor to the Dean at the Hong Kong University of Science and Technology (HKUST) Business School. He was appointed as Secretary for Financial Services and the Treasury of the Government of the Hong Kong Special Administrative Region from July 2007 to June 2017. Prior to that, he was Dean of Business and Management in the HKUST. Before joining the HKUST Business School in 1993, Professor Chan had spent nine years teaching at Ohio State University in the United States.

Professor Chan received his bachelor's degree in economics from Wesleyan University and his M.B.A. and Ph.D. in finance from the University of Chicago. He specialised in assets pricing, evaluation of trading strategies and market efficiency and has published numerous articles on these topics.

Professor Chan held a number of public service positions including Chairman of the Consumer Council, Director of the Hong Kong Futures Exchange, and Member of the Commission on Strategic Development, Commission on Poverty, the Exchange Fund Advisory Committee, the Hang Seng Index Advisory Committee, and the Hong Kong Council for Academic Accreditation. He was former President of the Asian Finance Association and President of Association of Asia Pacific Business Schools.



**陳佩君女士**
**(2018 年 5 月 1 日就任)**

陳女士為鼎立資本有限公司主席。她亦於多間機構擔任顧問。現時，她為香港總商會理事會理事之一、香港總商會卓妍社之主席及歐洲委員會的副主席。除此之外，她現時亦為愛連心有限公司之顧問。愛連心為一所社會企業，旨在為希望及需要於比較有彈性安排及於家中工作之女性提供支援。陳女士於中國、香港、荷蘭及其他地方獲頒授不同獎項，作為對其成就的認可。於 2010 年，她獲選為「中國百名傑出女企業家」之一。

**Ms. Jennifer CHAN Pui-kwan**
**(Since 1 May 2018)**

Ms. Jennifer Chan is Chairman of DT Capital Ltd. She also holds advisory positions in various institutions. At present, she is one of the General Committee members of the Hong Kong General Chamber of Commerce (HKGCC) as well as Chairman of Women Executive Club and Vice Chairman of Europe Committee of the HKGCC. In addition, she is an Adviser for Les Beatitudes which is a social enterprise that supports the underprivileged who want to work in a more flexible arrangement while taking home with some earnings. As recognition of her achievements, Ms. Chan has received numerous awards in China, Hong Kong and the Netherlands, amongst which she was selected as one of "China's 100 Outstanding Female Entrepreneurs" in 2010.



**巢國明先生**
**(2018 年 5 月 1 日就任)**

巢國明先生是維雅製衣廠有限公司及維雅亞洲有限公司董事總經理。現任香港中小型企業總商會會長、香港浸會大學持續進修學院國際學院諮詢委員會主席，以及香港貿易發展局一帶一路委員會中小企及青年工作小組和工業貿易署中小型企業委員會委員。巢先生曾擔任職業訓練局出入口及批發業訓練委員會副主席及香港貿易發展局製衣行業諮詢委員會委員。

**Mr. Joe CHAU Kwok-ming**
**(Since 1 May 2018)**

Mr. Joe Chau is the Managing Director of Reer Garment Manufactory Limited and Reer Asia Limited. He is the President of The Hong Kong General Chamber of Small and Medium Business, Chairman of Advisory Committee of College of International Education, School of Continuing Education, Hong Kong Baptist University and member of Hong Kong Trade Development Council Belt and Road Committee SMEs and Younger Generation working group as well as the Small and Medium Enterprises Committee of the Trade and Industry Department. Mr. Chau was the Vice-Chairman of the Import/Export and Wholesale Trades Training Board of Vocational Training Council, and member of the Hong Kong Trade Development Council Garment Advisory Committee.



### 郭榮鏗議員
### (2018 年 5 月 1 日就任)

郭榮鏗先生是代表法律界的立法會議員，於 2012 年當選，並於 2016 年連任。現為公民黨執行委員會成員（黨務發展）及專業議政召集人。郭先生是公民黨創黨黨員，也是公共專業聯盟（公共政策的智庫組織）及專業議政（立法會功能界別議員組成的聯盟）的創辦成員。他在 2012 至 2016 年期間擔任市區重建局的非執行董事（非官方成員）。現為競爭事務委員會委員、香港房屋委員會委員及香港按揭證券有限公司董事。

郭先生 1999 年畢業於倫敦國王學院並取得法學士學位，2002 年獲香港高等法院認許為事務律師，2003 年獲得英格蘭及威爾斯事務律師資格，其後於 2006 年在香港取得大律師資格。郭先生曾於跨國律師樓史密夫斐爾律師事務所實習及工作五年，而他現時的大律師業務則專門處理民事個案、國際仲裁及司法覆核。

### The Hon Dennis KWOK Wing-hang
### (Since 1 May 2018)

Mr. Dennis Kwok Wing-hang is a member of the Legislative Council representing the legal profession in Hong Kong. He was elected in 2012 and then re-elected in 2016. He is currently the Executive Committee Member (Party Development) of the Civic Party and the Convenor of The Professionals Guild. Mr. Kwok is a founding member of the Civic Party, The Professional Commons (a think-tank on public policies) and The Professionals Guild (an alliance formed among functional constituency Members in the Legislative Council). He was also a non-executive director (non-official) on the Board of the Urban Renewal Authority from 2012 to 2016. He is currently serving as a member of the Competition Commission, a member of the Hong Kong Housing Authority, and a director of the Hong Kong Mortgage Corporation Limited.

Mr. Kwok graduated from King's College London in 1999 where he received his LLB. He was admitted as a solicitor in the High Court of Hong Kong in 2002 and to the Roll of Solicitors of England and Wales in 2003. He was called to the Hong Kong Bar in 2006. Mr. Kwok was trained and worked as a solicitor at an international law firm Herbert Smith for five years. His current practice as a barrister focuses on civil cases, international arbitration and judicial review.



### 林欣琪女士，SC
### (2018 年 5 月 1 日就任)

林欣琪女士為執業資深大律師，主要執業範圍包括清盤事宜、公司法、商業糾紛及證券法。她在香港及英國擁有大律師執業資格，並於美國紐約州擁有律師執業資格，自 2005 年起於香港執業。她是香港大律師公會公司法專業委員會的成員。她亦向法律界中關於公司和商業糾紛的專業文本投稿。林女士亦為 Viva Network (Hong Kong) Limited 的董事會成員，希望能為弱勢社群兒童安排照顧及服務。她亦是慈善團體「弘哲基金」的執行委員會成員，「弘哲基金」向有需要的學生提供獎學金及助學金。

### Ms. Rachel LAM Yan-kay, SC
### (Since 1 May 2018)

Ms. Rachel Lam is a practising barrister, focusing on insolvency matters, company and commercial litigation, and securities law. She is qualified in three jurisdictions – Hong Kong, England & Wales, and New York State – and has practised in Hong Kong since 2005. She serves on the Committee on Companies Law of the Hong Kong Bar Association. She is also a contributing author on a number of practitioner's texts in company law and litigation. In addition to her practice as a barrister, she is a member on the board of Viva Network (Hong Kong) Limited, a charitable organisation focusing on child welfare. She is also a member and part of the Executive Committee of Invenio Foundation Limited, a charitable foundation whose primary purpose is to support students in their education.



**雷紹麟先生**
**(2018 年 5 月 1 日就任)**

雷紹麟先生現為富融銀行市務總裁，同時擔任香港房屋委員會、工業貿易諮詢委員會、消費者委員會及競爭事務委員會委員。雷先生亦為紀律人員薪俸及服務條件常務委員會委員。

**Mr. Alan LUI Siu-lun**
**(Since 1 May 2018)**

Mr. Alan Lui Siu-lun is now Chief Marketing Officer with Fusion Bank. He is currently a member of the Hong Kong Housing Authority, Trade and Industry Advisory Board, Consumer Council and Competition Commission. Mr. Lui is also a member of the Standing Committee on Disciplined Services Salaries and Conditions of Service.



**伍俊達先生**
**(2018 年 5 月 1 日就任)**

伍俊達先生畢業於加州柏克萊大學，1988 年返港，至今擁有超過 30 年豐富國際及亞太區零售業管理經驗。伍先生憑其國際化的工作背景及經驗，先後被多間國際品牌公司邀請加入管理層工作，並獲香港特別行政區政務司司長頒發企業管治獎項。其他獎項包括零售業界頂級優質服務大獎、香港零售管理協會香港服務業獎 – 優質顧客服務大獎、最佳倉庫物流運作躍進獎、美容護理及化妝品業界最佳優質客戶服務獎等。他目前主管的業務包括零售、科技及醫療。

**Mr. Roy NG Chun-tat**
**(Since 1 May 2018)**

Mr. Roy Ng graduated from University of California, Berkeley. He began his retail career in San Francisco. Mr. Ng returned to Hong Kong in 1988 and has accumulated 30 years of retail management experience. With his international background, Mr. Ng has led multi-national retail groups and developed brands covering international and Asia Pacific markets. He was awarded the corporate governance award by the Chief Secretary of HKSAR. Other retail awards include: The Service for Excellence Award for retail business achievement; The Hong Kong Retail Management Association Customer Service Award; The Best Turnaround Award for warehouse and logistics operation improvement; The Best Customer Service Award in the skincare and cosmetics industry. At present, Mr. Ng's businesses encompass Retail, Technology and Medicine.



**孫永泉教授，JP**

孫永泉教授畢業於香港大學，繼而在華盛頓大學取得博士學位。在芝加哥大學完成博士研究後，孫教授於 1989 年返回母校，現為經濟及工商管理學院經濟學講座教授。他也曾在西蒙菲沙大學、哈佛大學和香港中文大學擁有研究或教學席位。孫教授出版了兩本書和四十多篇學術論文，現為《太平洋經濟評論》及《經濟學電子期刊》兩份期刊的副主編，也是香港經濟與商業策略研究所人力資源研究計劃的計劃主任。孫教授擔任多項公職，包括出任交通諮詢委員會的成員。

**Prof. SUEN Wing-chuen, JP**

Professor Suen graduated from the University of Hong Kong, and went on to obtain his doctorate degree from the University of Washington. After completing post-doctoral research at the University of Chicago, Professor Suen returned to his alma mater in 1989, and currently holds the position of Chair of Economics at the Faculty of Business and Economics. He has also held research or teaching positions at Simon Fraser University, Harvard University and the Chinese University of Hong Kong. Professor Suen has published two books and more than forty academic papers. He is an associate editor of two journals – the Pacific Economic Review and Economics E-Journal – and is the programme leader of the Human Resources Research Programme of the Hong Kong Institute of Economics and Business Strategy. His public service includes membership in the Transport Advisory Committee.



### 黃幸怡女士，JP
### (2018 年 5 月 1 日就任 )

黃幸怡太平紳士為廖何陳律師行顧問律師及美心食品有限公司的前顧問及法律總監。黃律師為香港女律師協會前會長，現為該會婦女權益小組、反販賣人口小組主席及法改小組、慈善小組聯席主席。黃律師亦為香港城市大學法律學院校友會和香港理工大學活齡學苑的顧問。黃律師為法律教育基金董事。她亦是社會企業諮詢委員會、城市規劃委員會、私營醫療機構規管檢討督導委員會、香港中醫藥管理委員會和西九文化區管理局審計委員會、香港吸煙與健康委員會的委員、香港浸會大學校董會及諮議會成員及人體器官移植委員會副主席。

### Ms. Sandy WONG Hang-yee, JP
### (Since 1 May 2018)

Ms. Sandy Wong is a consultant at Liau, Ho & Chan, and former consultant and Head of Legal of Maxim's Caterers Limited. She is the Past President of Hong Kong Federation of Women Lawyers and current Chair of its Women's Rights Committee, Anti-Human Trafficking Committee, Co-chair of Law Reform Committee and Charity Committee. She is advisor to The Alumni Association of the School of Law of the City University of Hong Kong and Institute of Active Ageing of Hong Kong Polytechnic University. She is a director of Legal Education Trust. She is a member of Social Enterprise Advisory Committee, Town Planning Board, Steering Committee on Review of the Regulation of Private Healthcare Facilities, Audit Committee of the West Kowloon Cultural District Authority, the Chinese Medicine Practitioners Board, Hong Kong Council on Smoking and Health, a council and court member of Hong Kong Baptist University, and Vice Chair of Human Organ Transplant Board.



### 翁錦輝先生
### (2018 年 5 月 1 日就任 )

翁錦輝先生從事生物科技工作，是本港一位企業家。翁先生曾於香港中文大學及威爾斯親王醫院修讀生物科技，專門研究基因及癌症領域，在大中華地區的科技業務投資、醫療產品發展及技術授權方面具豐富經驗。他曾擔任位於香港科學園、提供家庭醫療服務的雅士能基因公司總經理，亦聯合創辦了癌症檢測分析公司－善覓，並擔任行政總裁。翁先生於 2018 年加入了來自美國的生物科技公司 GRAIL, Inc.，擔任亞洲業務及市場發展董事總經理。此外，翁先生亦是 Oxford Venture Capital (Greater China) Limited 的董事及香港醫務行政學院的成員。

### Mr. Tony YUNG Kam-fai
### (Since 1 May 2018)

Mr. Tony Yung is a biotechnology practitioner and entrepreneur in Hong Kong. He received his biotechnology education in the Chinese University of Hong Kong and the Prince of Wales Hospital, specialising in genetics and cancer research. He has extensive experience in technology business investment, medical product development and technology licensing in the Greater China region. He was the General Manager of Xcelom, a family care biotechnology company in the Hong Kong Science Park. He was also the Co-founder and former CEO of Sanomics, a cancer management company. Mr. Yung joined GRAIL, Inc. in 2018, a US-based biotechnology company, as Managing Director of Asia Business and Market Development. Mr. Yung is the Director of Oxford Venture Capital (Greater China) Limited and a Fellow of the Hong Kong College of Health Service Executives.

## 工作委員會

競委會於 2013 年 5 月成立了兩個工作委員會 — 人事委員會和財務及行政委員會，以便落實各項工作。隨著 2015 年 12 月《條例》全面生效，競委會成立了執法委員會（執委會）執行競委會轉授予執委會的競委會職能，以及就執法事宜向競委會提供意見。這三個委員會定期開會，並向競委會報告工作情況。

### 執法委員會

執委會由競委會一名委員擔任主席，成員是競委會另外八名委員。執委會就調查可能違反《條例》中行為守則的事宜，及要求競委會作出決定的申請事宜，執行多項職能。

*職權範圍*

- 監督並協助定出對可能違反行為守則的情況展開調查的優先次序，以便決定是否：
  - i. 根據《條例》第 80 條，與任何人訂立寬待協議；
  - ii. 根據《條例》第 60 條，接受任何人所作出的承諾以釋除競委會對可能違反行為守則的疑慮；
  - iii. 透過尋求承諾、發出告誡信件或以其他非正式的方法解決已進入調查階段* 的調查；
  - iv. 根據《條例》賦予競委會的酌情權，以任何理由終止或結束已進入調查階段的調查；
  - v. 根據《條例》第 82 條，就被指稱違反第一行為守則的行為發出告誡通知；

* *競委會在調查被指稱違反競爭守則的行為時，一般會分兩個階段進行調查：(i) 初步評估階段；及 (ii) 調查階段。有關調查階段的詳情，可參閱競委會的《調查指引》第 5 部分。*

## FUNCTIONAL COMMITTEES

To facilitate the Commission's work, two working committees were established in May 2013, namely, the Staff Committee (SC) and the Finance and Administration Committee (FAC). With the full commencement of the Ordinance in December 2015, the Enforcement Committee (EC) was established to perform such functions of the Commission as the Commission delegates to it and to advise the Commission on enforcement matters. These committees meet from time to time and report their work to the Commission.

### Enforcement Committee

The EC is chaired by a Member of the Commission, with eight other Members on the Committee. The Committee exercises a number of functions in relation to the investigation of conduct that may contravene the conduct rules in the Ordinance and applications for a Commission decision.

*Functions*

- Overseeing and assisting with establishing priorities for investigations into possible contraventions of the conduct rules with a view to deciding whether to:
  - i. Enter into a leniency agreement with any person under section 80 of the Ordinance;
  - ii. Accept a commitment from any person to address competition concerns about a possible contravention of the conduct rules under section 60 of the Ordinance;
  - iii. Otherwise settle an investigation in the Investigation Phase* by seeking a commitment, issuing a warning letter or by any other informal means;
  - iv. Discontinue or close an investigation in the Investigation Phase for any reason on the basis of the Commission's discretion under the Ordinance;
  - v. Issue a warning notice under section 82 of the Ordinance in respect of an alleged contravention of the First Conduct Rule;

* *Where the Commission investigates an alleged contravention of a conduct rule, it will generally do so in two phases: (i) an Initial Assessment Phase; and (ii) an Investigation Phase. For further information on the Investigation Phase of a Commission investigation, see Part 5 of the Commission's Guideline on Investigations.*

- 考慮根據《條例》第 9 條及 / 或第 24 條（豁除及豁免）提交的申請，並作出有關決定；及
- 就競委會可能轉介執委會而與執法工作有關的任何事宜，向競委會提供意見。

儘管競委會已將上文所述的若干權力轉授予執委會（「獲授權力」），惟只有競委會才可行使以下不可轉授的權力：

i. 根據《條例》第 67 條發出違章通知書的權力；

ii. 根據《條例》第 92 條向競爭事務審裁處提出申請，要求施加罰款的權力；

iii. 根據《條例》第 94 條向競爭事務審裁處提出申請，要求競爭事務審裁處針對某人而作出任何其他命令的權力；及 / 或

iv. 根據《條例》第 15 條發出集體豁免命令的權力。

然而，若執委會打算將屬於獲授權力範圍內的任何事宜轉介競委會以作決定，執委會仍可作出相關轉介。

*成員名單（截至 2019 年 3 月 31 日）*

郭國全先生，BBS，JP（主席）
陳家殷先生，JP
陳家強教授，GBS，JP
陳佩君女士
巢國明先生
郭榮鏗議員
林欣琪女士，SC
黃幸怡女士，JP
胡紅玉女士，GBS，JP

- Considering and making decisions on applications for a decision under section 9 and/or section 24 (Exclusions and Exemptions) of the Ordinance; and
- Advising the Commission on any enforcement related matters which the Commission might refer to it.

While the Commission has delegated certain of its powers to the Enforcement Committee as outlined above ("Delegated Powers"), only the Commission may exercise the following non-delegable powers:

i. The power to issue an infringement notice under section 67 of the Ordinance;

ii. The power to make an application to the Competition Tribunal under section 92 of the Ordinance for the imposition of a pecuniary penalty;

iii. The power to make an application to the Competition Tribunal under section 94 of the Ordinance for any other order which the Competition Tribunal might make against a person; and/or

iv. The power to issue a block exemption order under section 15 of the Ordinance.

Should it so wish, the Enforcement Committee may refer any matter within the scope of the Delegated Powers to the Commission for a decision.

*Membership list (as at 31 March 2019)*

Mr. KWOK Kwok-chuen, BBS, JP (Chairperson)
Mr. Samuel CHAN Ka-yan, JP
Prof. K. C. CHAN, GBS, JP
Ms. Jennifer CHAN Pui-kwan
Mr. Joe CHAU Kwok-ming
The Hon Dennis KWOK Wing-hang
Ms. Rachel LAM Yan-kay, SC
Ms. Sandy WONG Hang-yee, JP
Ms. Anna WU Hung-yuk, GBS, JP

## 財務及行政委員會

財務及行政委員會由競委會一名委員擔任主席，成員是競委會另外四名委員。財務及行政委員會就財務及行政事宜，包括財務管理、會計程序和一般行政管理事宜，制訂規管原則和指引。

*職權範圍*

- 就行政及財務事宜，制訂規管原則和指引；
- 因應財政司司長書面指明的投資類別，就投資目標和策略向競委會提供意見；
- 審核競委會的年度開支預算初稿，並提出建議；
- 審核競委會的帳目報表初稿；
- 審核競委會的核數師報告與審計結果，及監察因應核數師報告所要求而作出的行動的實施情況；
- 審核報告競委會活動的年報初稿；
- 就委任核數師向競委會提供意見；
- 就競委會辦事處的租賃或購置事宜提供意見和審批建議；
- 就估計費用不超過港幣 500 萬元的採購項目提供意見和審批建議，屬人事委員會職權範圍的採購事宜除外；
- 考慮競委會的財務管理、會計程序和一般行政管理相關的政策事宜，並向競委會作出建議；以及
- 考慮競委會所轉介的其他行政和財務事宜。

*成員名單（截至 2019 年 3 月 31 日）*

司徒耀煒博士（主席）
陳佩君女士
巢國明先生
雷紹麟先生
黃幸怡女士，JP

## Finance and Administration Committee

The FAC is chaired by a Member of the Commission, with four other Members on the Committee. The Committee formulates principles and guidelines governing financial and administrative matters, including financial management control, accounting procedures and general administration management.

*Functions*

- To formulate principles and guidelines governing administrative and financial matters;
- To advise the Commission on the investment objectives and strategies, having regard to such classes of investment as the Financial Secretary may specify in writing;
- To review and make recommendations on the draft Annual Estimates of Expenditure of the Commission;
- To review the draft statements of accounts of the Commission;
- To review the audit reports, audit findings and monitor the implementation of actions arising from the audit reports;
- To review the draft annual report on the activities of the Commission;
- To make recommendations to the Commission in respect of the appointment of an auditor;
- To advise, and to approve proposals, on matters in relation to the leasing or acquisition of the Commission's office accommodation;
- To advise, and to approve proposals each with an estimated value not exceeding $5 million, on procurement matters, with the exception of procurement matters under the purview of the Staff Committee;
- To consider policy issues pertaining to financial management control, accounting procedures and general administration of the Commission and make recommendations to the Commission; and
- To consider any other administrative and financial matters referred to it by the Commission.

*Membership list (as at 31 March 2019)*

Dr. Anthony William SEETO Yiu-wai (Chairperson)
Ms. Jennifer CHAN Pui-kwan
Mr. Joe CHAU Kwok-ming
Mr. Alan LUI Siu-lun
Ms. Sandy WONG Hang-yee, JP

## 人事委員會

人事委員會由競委會一名委員擔任主席，成員是競委會另外三名委員。人事委員會就人力資源管理事宜，包括為競委會行政機關招聘員工和人事管理等事宜，制訂規管原則和指引。

*職權範圍*

- 就人力資源管理事宜，包括晉升和紀律事宜，制訂規管原則和指引；
- 就行政總裁職級以下的職位，決定員工的薪酬和聘用條款及條件，競委會另有決定者除外；
- 就行政總監級以下的員工，考慮和審批遴選委員會的建議和其他有關聘任、繼續聘用或終止服務等事宜；
- 就估計費用不超過港幣 500 萬元、與人事管理或招聘員工相關的採購項目，提供意見和審批建議；
- 考慮與人力資源管理相關的政策事宜，並向競委會作出建議；以及
- 考慮競委會所轉介的其他員工事宜和人力資源管理的事宜。

*成員名單（截至 2019 年 3 月 31 日）*

許華傑先生，MH，JP（主席）
陳家殷先生，JP
郭榮鏗議員
孫永泉教授，JP

## Staff Committee

The SC is chaired by a Member of the Commission, with three other Members on the Committee. The Committee formulates principles and guidelines governing human resources management matters, including recruiting staff to the executive arm of the Commission and staff management.

*Functions*

- To formulate principles and guidelines governing human resources management matters including promotion and disciplinary matters;
- To decide on remuneration packages, terms and conditions of employment of staff for posts below the Chief Executive Officer level, unless otherwise decided by the Commission;
- To consider and approve recommendations of selection boards and other matters related to the appointment, further employment or termination of service in relation to staff below the level of Executive Director;
- To advise, and to approve proposals each with an estimated value not exceeding $5 million, on procurement matters related to staff management or staff recruitment;
- To consider policy issues pertaining to human resources management and make recommendations to the Commission; and
- To consider any other staffing matters and human resources management issues referred to it by the Commission.

*Membership list (as at 31 March 2019)*

Mr. Michael HUI Wah-kit, MH, JP (Chairperson)
Mr. Samuel CHAN Ka-yan, JP
The Hon Dennis KWOK Wing-hang
Prof. SUEN Wing-chuen, JP

## 競委會及委員會會議

於回顧年度內，競委會召開了 8 次會議。執委會和財務及行政委員會，分別召開了 5 次及 3 次會議。各委員的出席紀錄列示如下：

## COMMISSION AND COMMITTEE MEETINGS

In the year under review, a total of 8 Commission meetings were convened. The EC and FAC convened a total of 5 and 3 meetings respectively. Attendance records of Members are shown as follows:

### 競爭事務委員會會議出席記錄
### 2018年4月至2019年3月 (共8次會議 )

### Attendance Record of Competition Commission Meetings
### April 2018 to March 2019 (8 meetings)

| 成員<br>Member | | 出席次數<br>No. of times present |
|---|---|---|
| 胡紅玉女士 | Ms Anna WU Hung-yuk | 8 |
| 陳家強教授 | Prof K.C. CHAN | 7 |
| 陳家殷先生 | Mr Samuel CHAN Ka-yan | 6 |
| 陳佩君女士 | Ms Jennifer CHAN Pui-kwan | 7 |
| 巢國明先生 | Mr Joe CHAU Kwok-ming | 8 |
| 許華傑先生 | Mr Michael HUI Wah-kit | 6 |
| 郭國全先生 | Mr KWOK Kwok-chuen | 7 |
| 郭榮鏗議員 | The HON Dennis KWOK Wing-hang | 4 |
| 林欣琪女士 | Ms Rachel LAM Yan-kay | 6 |
| 雷紹麟先生 | Mr Alan LUI Siu-lun | 7 |
| 伍俊達先生 | Mr Roy NG Chun-tat | 7 |
| 司徒耀煒博士 | Dr Anthony William SEETO Yiu-wai | 8 |
| 孫永泉教授 | Prof SUEN Wing-chuen | 5 |
| 黃幸怡女士 | Ms Sandy WONG Hang-yee | 7 |
| 翁錦輝先生 | Mr Tony YUNG Kam-fai | 6 |

### 執法委員會會議出席紀錄
### 2018年4月至2019年3月 (共5次會議 )

### Attendance Record of Enforcement Committee Meetings
### April 2018 to March 2019 (5 meetings)

| 成員<br>Member | | 出席次數<br>No. of times present |
|---|---|---|
| 郭國全先生 | Mr KWOK Kwok-chuen | 5 |
| 陳家殷先生 | Mr Samuel CHAN Ka-yan | 4 |
| 陳家強教授 | Prof K.C. CHAN | 4 |
| 陳佩君女士 | Ms Jennifer CHAN Pui-kwan | 4 |
| 巢國明先生 | Mr Joe CHAU Kwok-ming | 4 |
| 郭榮鏗議員 | The HON Dennis KWOK Wing-hang | 4 |
| 林欣琪女士 | Ms Rachel LAM Yan-kay | 2 |
| 黃幸怡女士 | Ms Sandy WONG Hang-yee | 4 |
| 胡紅玉女士 | Ms Anna WU Hung-yuk | 5 |
| 鄭建韓先生 ( 就任至 2018 年 4 月 30 日 ) | Mr Thomas CHENG Kin-hon (Until 30 April 2018) | 1 |
| 許華傑先生 ( 就任至 2018 年 4 月 30 日 ) | Mr Michael HUI Wah-kit (Until 30 April 2018) | 1 |
| 司徒耀煒博士 ( 就任至 2018 年 4 月 30 日 ) | Dr Anthony William SEETO Yiu-wai (Until 30 April 2018) | 1 |
| 黃鳳嫺女士 ( 就任至 2018 年 4 月 30 日 ) | Ms Gilly WONG Fung-han (Until 30 April 2018) | 1 |
| 黃傑龍先生 ( 就任至 2018 年 4 月 30 日 ) | Mr Simon WONG Kit-lung (Until 30 April 2018) | 1 |

**財務及行政委員會會議出席紀錄**
**2018年4月至2019年3月**
**（共3次會議）**

**Attendance Record of Finance and Administration Committee Meetings**
**April 2018 to March 2019 (3 meetings)**

| 成員 Member | | 出席次數 No. of times present |
|---|---|---|
| 司徒耀煒博士 | Dr Anthony William SEETO Yiu-wai | 3 |
| 陳佩君女士 | Ms Jennifer CHAN Pui-kwan | 3 |
| 巢國明先生 | Mr Joe CHAU Kwok-ming | 3 |
| 雷紹麟先生 | Mr Alan LUI Siu-lun | 2 |
| 黃幸怡女士 | Ms Sandy WONG Hang-yee | 2 |

人事委員會視乎需要召開會議。回顧年度內，人事委員會經傳閱文件就數項事宜作出決定。

The SC meets on an as needed basis and a number of matters were resolved by circulation of papers to Members during the year.

## 對公眾保持高透明度

競委會認為，保持透明度乃良好機構管治的基本要素，故在披露其運作資料方面，一直採取開放的態度。競委會致力與公眾及持份者保持互動溝通，透過各種渠道，包括傳媒發布會、新聞稿、年報、正式公告及雙語網站 (www.compcomm.hk) 等，適時提供恰當的資料。

競委會的網站提供一個全方位平台，為本地及海外瀏覽者提供第一手資訊，內容包括《條例》、指引、各樣政策及與營運有關的文件、新聞稿、刊物、諮詢文件及申述、教材，以及其他最新動態與活動等。有關執法的最新資訊，如審裁處處理中的個案、競委會所收到的申請的狀況以及競委會的決定，均上載於該網站。公眾人士亦可登記電郵提示，以取得競委會活動及各項發展的最新資料。

鑑於企業及公眾人士的查詢及投訴眾多，為了能更有效及迅速地處理，有關《條例》及競委會工作的一般查詢與涉及本地競爭問題的投訴，均會透過聯絡中心特設的電話熱綫及電郵帳戶作分流處理。於回顧年度內，競委會共收到 718 宗一般查詢。

## TRANSPARENCY TO THE COMMUNITY

The Commission considers transparency a foundation of good corporate governance and has taken an open approach to disclosing information about its operations. The Commission endeavours to maintain interactive communication with the public and stakeholders by providing timely and appropriate information through various channels including media briefings, press releases, annual reports, formal announcements and the Commission's bilingual website (www.compcomm.hk).

The Commission's website presents a comprehensive platform to provide local and overseas visitors with first-hand information, including the Ordinance and Guidelines, various policies and operational documents, press releases and publications, consultation submissions and representations, educational materials as well as other news and activities. Enforcement updates such as current cases in the Competition Tribunal, status of applications received and the Commission's decisions are also available on its website. Members of the public can sign up for email alerts to receive current information on the Commission's activities and developments.

To handle the increasing number of enquiries and complaints from business and the general public more effectively and efficiently, general enquiries regarding the Ordinance and the Commission's work as well as complaints on local competition issues are streamlined by a contact centre with a designated telephone hotline and an email account. A total of 718 general enquiries were received during the year under review.

## 監控機制

### 財務監控

競委會屬政府資助的法定機構，為確保公帑的運用依循物有所值的原則，競委會參考政府部門、法定機構及同類非政府機構的做法，制定了嚴格的財務監控制度。而政府與競委會簽署的「行政安排備忘錄」亦就財務事宜訂立了管治框架。

### 預算控制

每一財政年度開始之前，競委會會結合業務計劃來為開支制定年度開支預算，業務計劃會闡明計劃年度內要達成的目的及各項工作。預算案及業務計劃經財務及行政委員會審批後，再交競委會批准。預算案年度的收支預算其後會提交政府批准。競委會進行採購前須參考經審批的開支預算，以確定有款項可供動用。管理層會定期提交報告，概述預算撥款的使用情況及分析預算上的偏差，供競委會審閱及作出決策。

### 採購及開支監控

競委會參考政府相關制度，採取嚴謹的財務和採購政策及程序，並作適當的修改以符合實際需要，但根本的監控原則維持不變。競委會會為不同種類和金額的採購訂明清晰的程序、指引以及審批權，並定期擬備開支報告讓行政團隊作出日常監察及資源管理。為確保競委會能充分監察財務事宜，團隊每季會向財務及行政委員會、及每半年向競委會提交「財務狀況概要」。

## CONTROL MECHANISMS

### Financial Control

As a statutory body supported by Government subvention, the Commission adopts a stringent financial control system with reference to that of the Government and other statutory bodies as well as non-governmental organisations of similar nature to ensure the spending of public money is in accordance with the value for money principle. The Memorandum of Administrative Arrangement signed between the Government and the Commission also provides a governing framework for financial matters.

### Budgetary Control

Before the start of a financial year, the Commission prepares the annual budget on expenditures in conjunction with the business plan which sets forth the objectives to be achieved and actions to be taken in the planning year. The budget and business plan are reviewed and endorsed by the FAC before submission to the Commission for approval. The estimates of income and expenditure for the budget year will then be submitted to the Government for approval. Procurement is made after confirmation of availability of funds with reference to the approved expenditure budget. Management reports outlining budget utilisation and analysing budget variances are prepared regularly for the Commission's review and decision making.

### Procurement and Expenditure Control

The Commission adopts stringent financial and procurement policies and procedures of the Government with appropriate modifications to suit its practical needs while leaving the underlying control principles intact. Clear procedures, guidelines and approval authorities are set for the procurement of different types and amounts of expenditure. Regular reports on expenditures are prepared for routine monitoring and resource management by the executive team. To ensure proper scrutiny is exercised by the Commission, a "Summary of Financial Position" is submitted to the FAC quarterly and the Commission semi-annually.

### 投資監控

競委會依循經財政司司長審批的指引，為非即時需要使用的補助金作投資。投資的目的、策略、管治架構和政策及程序均有清楚記錄，並會定期作檢視和更新。競委會透過審批所有投資計劃書，及檢視每半年的「投資活動報告」，來密切監察競委會的投資活動。

### 內部監控

競委會需要一個高效率、有效及各委員和員工均清楚明白的內部監控制度，以保障資產及確保遵守《條例》及其他法定要求。競委會日常運作事務的規則、政策及程序均包含適當的監察與制衡元素，並就各類規則及做法為員工安排簡報會、在職培訓及定期提供最新資訊，以確保員工了解各自的權限、角色及責任。

### 外部監察與制衡

競委會的財務報表須由外聘核數師審核，而該核數師並沒有為競委會提供任何其他非審核服務。2016 年，競委會就核數工作發出正式報價建議邀請書，及後畢馬威會計師事務所獲委任為競委會的外聘核數師，負責為截至 2017、2018 及 2019 年 3 月 31 日止的三個財政年度審核財務報表。

## 紀律守則

為維護公眾利益與問責機制，以及秉持行事不偏不倚和持正的原則，競委會發布了競委會 / 委員會委員紀律守則，當中列明禁止索取、接受或提供利益，以及透過披露權益以避免利益衝突等事項。

### Investment Control

The Commission follows guidelines approved by the Financial Secretary for managing its investment of funds not immediately required. The objectives, strategies, governance structure and policies and procedures on investment of funds are clearly documented with periodic review and update. The Commission maintains close monitoring of investment activities through approving all investment proposals and reviewing the "Report on Investment Activities" which is prepared on a half-yearly basis.

### Internal Control

To safeguard assets and ensure compliance with the Ordinance and other statutory requirements, the Commission needs an internal control system which is efficient, effective and well-understood by Commission members and staff. Appropriate checks and balances are incorporated in the rules, policies and procedures on daily operating activities. Briefings, on-the-job training and regular updates on rules and practices are provided to staff members to ensure they understand their respective authorities, roles and responsibilities.

### External Checks and Balances

The financial statements of the Commission are subject to audit by an external auditor which is not engaged in any other non-audit services for the Commission. A formal invitation for quotation and proposal for the audit was conducted in 2016. KPMG was appointed as the Commission's external auditor for auditing the financial statements for the three years ended 31 March 2017, 2018 and 2019.

## CODE OF CONDUCT

To safeguard public interest and accountability as well as to uphold integrity and impartiality, the Commission has issued a Code of Conduct for Commission/Committee Members which sets out, inter alia, the prohibition of solicitation, acceptance or offering of advantages, and avoidance of conflict of interests through disclosure of interests.

競委會亦保存一本利益關係登記冊，當中載列各委員的公司董事職位及持股情況的相關酬金及個人利益關係、受薪受僱工作、物業或土地的擁有權，以及有從事與香港有關的經濟活動的其他委員會及機構的會員資格。該登記冊於競委會網站及競委會辦事處均可供公眾查閱。於回顧年度內，競委會除了在年初對該登記冊進行必定的資料更新外，亦按各委員給予的通知定期更新。根據議事規則，若就傳閱文件所作出的書面決議或會議期間討論的事項而須申報利益，委員須作出適當披露，並於適當時放棄投票，或在討論有關事項期間避席會議。

The Commission has maintained a register of interests containing the pecuniary and personal interests of members in respect of their directorships and shareholdings in companies, remunerated employment, ownership of property or land and memberships of boards and other organisations engaging in economic activities relevant to Hong Kong. The register is available for public inspection on the Commission's website and at the office of the Commission. During the year under review, the register has been updated from time to time based on notifications by respective Members apart from a mandatory update at the beginning of the year. In accordance with the rules of procedure, where a written resolution via circulation of a paper or a discussion of matters at a meeting might give rise to a declarable interest, Members make appropriate disclosures and where appropriate abstain from voting, or withdraw from the relevant meetings during the discussion of the item.

競委會致力招聘、吸引並保留具高專業水平、秉公辦事的優秀人才。我們亦推行了員工紀律守則，所有員工均須遵循，令執法時能恪守嚴格的道德標準及公正的處事作風。紀律守則載列員工應達到的行為標準，並提醒他們對競委會的法律及合約責任。該守則亦就多項事宜提供具體指引，例如保密、提供及接受其他利益等。競委會亦適時邀請廉政公署等機構舉行簡報會，就個人行事及如何執行職務方面，提升員工對相關法律及規例、機構管治概念及慣常做法之認識。

The Commission is committed to engaging, attracting and retaining a high quality workforce with strong professional standards and integrity. The Commission has adopted a Code of Conduct for staff which aims to promote high ethical standards and fair dealings in the conduct of its operations. The Code of Conduct sets out the expected standard of behaviour and reminds staff of their legal and contractual obligations to the Commission. It also provides specific guidelines on various issues, such as confidentiality of information, offer and acceptance of other interests etc. Where necessary, the Commission makes arrangement with other agencies such as the Independent Commission Against Corruption to provide briefing sessions to staff on laws and regulations as well as corporate governance concepts and practices that are relevant to how they conduct themselves and the way they carry out their duties.

## 執法

### 調查與投訴

競委會的主要職能之一是執行《條例》，以阻嚇反競爭行為。個人或企業的投訴與查詢，能讓競委會察悉可能違反《條例》的情況。任何人士均可透過電話、電子郵件、郵遞信件，或填寫競委會網頁內的網上表格與競委會聯絡，亦可經預約親臨競委會辦事處。

競委會亦會根據從其他渠道得到的資料主動展開調查，如競委會所作的研究、收集到的情報、競委會的調查及其他程序，或是經由政府部門或其他機構轉介。

於 2018 年 4 月 1 日至 2019 年 3 月 31 日期間，競委會共收到709宗投訴 / 查詢，而自《條例》全面生效以來，即由 2015 年 12 月至 2019 年 3 月底，競委會共累積收到 3,603 宗投訴 / 查詢，當中大部分與「第一行為守則」有關，主要涉及合謀行為、操控轉售價格及交換資料；而關於「第二行為守則」的投訴 / 查詢，則主要與獨家交易、搭售及捆綁銷售有關。

## ENFORCEMENT

### Investigations and complaints

One of the key functions of the Commission is to enforce the Ordinance to deter anti-competitive conduct. The Commission relies on complaints and queries from individuals or businesses to identify possible contraventions of the Ordinance. Any person can contact the Commission by telephone, e-mail, posts, by completing an online form on the Commission's website or in person at the Commission's office by appointment.

The Commission may also initiate investigations based on information from other sources, such as the Commission's own research, market intelligence gathered, Commission's investigations and other processes, or referrals from Government departments or other authorities.

Between 1 April 2018 and 31 March 2019, the Commission received a total of 709 enforcement contacts, and the accumulated enforcement contacts since full commencement of the Ordinance in December 2015 to the end of March 2019 was 3,603. The majority of these contacts were related to the First Conduct Rule, with cartel conduct, resale price maintenance and exchange of information being the major concerns. For the Second Conduct Rule, the main issues raised were exclusive dealing as well as tying and bundling.

### 圖表一：投訴 / 查詢 ── 被指違反守則之行為的性質[1]

### Figure 1: Enforcement Contacts – nature of alleged conduct[1]

**投訴 / 查詢（2018年4月1日至 2019年3月31日）** **Enforcement Contacts (1 April 2018 to 31 March 2019): 709**

| 第一行為守則 | First Conduct Rule | | 第二行為守則 | Second Conduct Rule | |
|---|---|---|---|---|---|
| 合謀行為[2] | Cartel Conduct[2] | 177 | 搭售及捆綁銷售 | Tying and Bundling | 29 |
| 操控轉售價格 | Resale Price Maintenance | 34 | 獨家交易 | Exclusive Dealing | 23 |
| 交換資料[3] | Exchange of Information[3] | 32 | 拒絕交易 | Refusal to Deal | 8 |
| 獨家交易 | Exclusive Dealing | 14 | 掠奪性定價 | Predation | 5 |
| 其他 | Others | 81 | 其他 | Others | 64 |
| **其他** | **Others** | | | | |
| 一般競爭情況 | General State of Competition | 63 | 與行為守則無關[4] | Not related to a Conduct Rule[4] | 297 |

1. *每宗個案均可能涉及對多種反競爭行為的指控。*
2. *合謀行為指那些本身或本應互相競爭的業務實體之間的協議及經協調做法，以求做到合謀定價、編配市場、限制產量或圍標此等以妨礙、限制或扭曲在香港的競爭為目的之活動，這包括交換影響競爭的敏感資料，例如某業務實體所計劃的價格或計劃的訂價策略。*
3. *不構成合謀行為的交換資料。*
4. *與《競爭條例》無關的投訴 / 查詢，及並非指控某業務實體的具體反競爭行為。*

1. *Each case may involve allegations of multiple types of anti-competitive conduct.*
2. *Cartel conduct refers to agreements and concerted practices, among undertakings that are, or otherwise would be if not for the cartel conduct, in competition with each other that seek to fix prices, share markets, restrict output or rig bids, which have as their object preventing, restricting or distorting competition in Hong Kong. This includes exchange of competitively sensitive information, such as an undertaking's planned prices or planned pricing strategy.*
3. *Information exchange not amounting to cartel conduct.*
4. *The contact was unrelated to the Competition Ordinance and not an allegation of specific anti-competitive conduct by an undertaking.*

正如在《投訴指引》、《調查指引》及《執法政策》中指出，競委會會考慮所收到的全部投訴及查詢，並把需要進一步評估的個案提升至初步評估階段。

2018 年 4 月 1 日至 2019 年 3 月 31 日期間，共有 28 宗個案進入了初步評估及／或調查階段，作進一步調查。

As set out in its Guideline on Complaints, Guideline on Investigations and Enforcement Policy, the Commission considers all complaints and queries it receives and escalates those matters which warrant further assessment to an Initial Assessment phase.

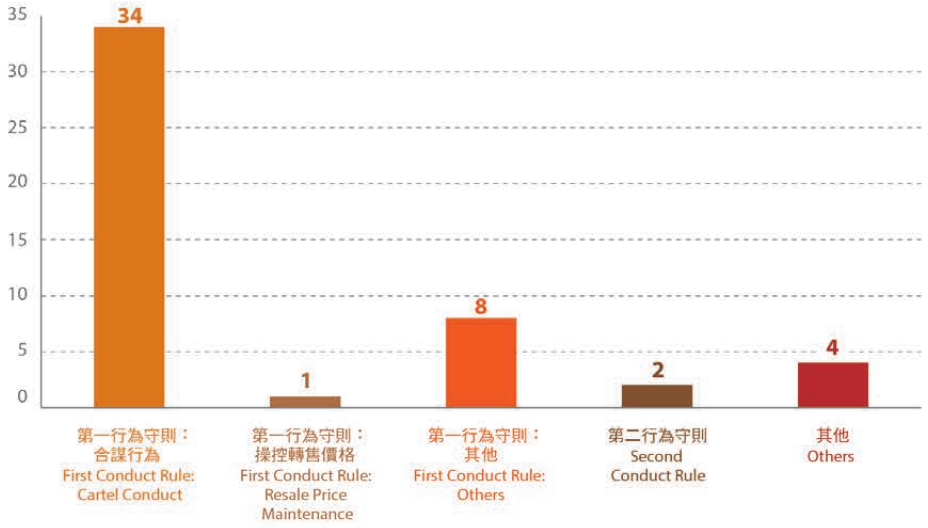
Between 1 April 2018 and 31 March 2019, the Commission escalated 28 cases to the Initial Assessment and/or Investigation phases for further investigation.

**圖表二：初步評估及調查個案 — 被指違反守則之行為的性質[5]**

**初步評估及調查個案（2018年4月1日至2019年3月31日）：28**

**Figure 2: Initial Assessment and Investigation cases – nature of alleged conduct[5]**

**Initial Assessment and Investigation cases (1 April 2018 to 31 March 2019): 28**




根據《執法政策》，競委會會優先處理涉及以下一種或多種行為的個案：合謀、違反「第一行為守則」並嚴重損害香港競爭的其他協議，以及固有市場參與者濫用相當程度市場權勢去排除競爭的行為。

競委會已經仔細審視所有個案，在考慮到現有資源的情況下，競委會的執法行動會針對嚴重損害香港競爭的違法行為。

In accordance with its Enforcement Policy, the Commission accords priority to cases which involve one or more of the following types of conduct: cartels, other agreements contravening the First Conduct Rule causing significant harm to competition in Hong Kong, and abuses of substantial market power involving exclusionary behaviour by incumbents.

The Commission has carefully considered all cases with an aim to focusing on enforcement actions against contraventions causing significant harm to competition in Hong Kong having regard to its available resources.

*5. 每宗個案均可能涉及對多種反競爭行為的指控。*

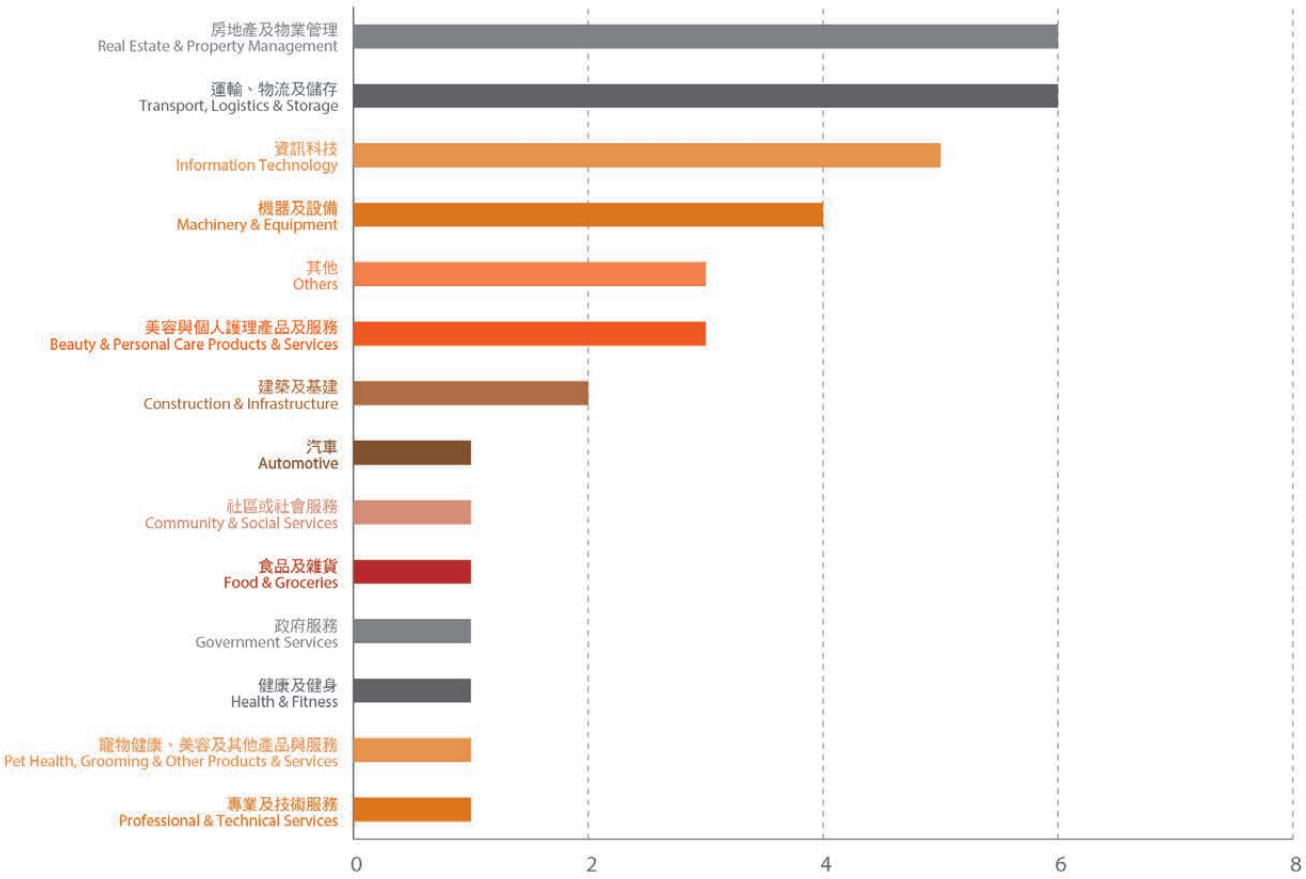
*5. Each case may involve allegations of multiple types of anti-competitive conduct.*

如圖表三所示，初步評估及調查的個案涉及本港經濟中的各行各業。

As set out in Figure 3, these Initial Assessment and Investigation cases involve a variety of sectors across the Hong Kong economy.

**圖表三：初步評估與調查個案所涉及的行業（2018 年 4 月 1 日至 2019 年 3 月 31 日）[6]**

**Figure 3: Sectors involved in Initial Assessment and Investigation cases (1 April 2018 to 31 March 2019)[6]**




競委會只會在有合理因由懷疑有違反行為守則的情況發生時，才會將個案提升至調查階段。在這階段，競委會可根據《條例》第 3 部，行使其資料搜集權搜集證據。

The Commission will proceed to the Investigation Phase only where it has reasonable cause to suspect a contravention of a conduct rule. It may gather evidence using its information gathering powers under Part 3 of the Ordinance.

2018 年 4 月 1 日至 2019 年 3 月 31 日期間，競委會在有需要的情況下，曾廣泛行使《條例》第 41 及 42 條所賦予的強制索取文件及資料的權力，要求有關各方交出文件、資料及／或出席競委會的聆訊以提供證據。競委會亦根據《條例》第 48 條取得手令以進入指明處所進行搜證。對此，有關人士大致上均高度配合及遵從競委會搜證的要求。

Between 1 April 2018 and 31 March 2019, the Commission made substantial use of its compulsory powers on document and information gathering where necessary to require relevant parties to provide documents and information and/or to give evidence before the Commission pursuant to Sections 41 and 42 of the Ordinance. It also obtained search warrants to enter and search specific premises under section 48 of the Ordinance. In response, relevant persons generally showed high level of cooperation and complied with the Commission's evidence gathering requests or requirements.

*6. 每宗個案均可能涉及多個行業。*

*6. Each case may involve multiple industry sectors.*

## 香港首兩宗競爭法案件的裁決

撰寫本報告時，審裁處已就香港首兩宗涉及圍標、瓜分市場及合謀定價的競爭法案件[7]作出裁決。審裁處裁定競委會在該兩宗訴訟中獲得勝訴，共 15 名答辯人當中有 14 名被裁定違反《條例》。

在第一宗（圍標）案件 (CTEA 1/2017) 中，審裁處裁定，四間資訊科技公司答辯人（即 Nutanix Hong Kong Limited、英國電訊香港有限公司、Innovix Distribution Limited 及科技 21 系統有限公司）在香港基督教女青年會就供應及安裝一套新資訊科技系統所進行的招標中，從事圍標行為，違反了《條例》的「第一行為守則」。

在第二宗（瓜分市場及合謀定價）案件（CTEA 2/2017）中，審裁處裁定，十間建築公司答辯人在位於九龍觀塘的公共屋邨安達邨第一期提供裝修服務時，從事瓜分市場及合謀定價行為，違反了《條例》的「第一行為守則」。釐定適當補救措施的聆訊定於 2020 年 1 月進行。

審裁處的判決有助釐清《條例》中的相關條文，立下案例，為各界提供清晰的指引。

## 入稟審裁處的瓜分市場及合謀定價案件

2018 年 9 月 6 日，競委會第三度入稟審裁處，對三間建築工程公司及兩名個別人士展開法律程序。競委會指稱有關各方在香港房屋委員會發展的資助房屋 —— 位於九龍新蒲崗的景泰苑提供裝修服務時，訂立及執行瓜分市場及合謀定價的協議，及／或從事性質相同的經協調做法，違反《條例》下的「第一行為守則」。競委會向審裁處作出申請，包括施加罰款、宣布各方違反了「第一行為守則」，以及向一名人士發出取消董事資格令。審裁處定於 2020 年第三季開庭審理該案。

7. *審裁處於 2019 年 5 月 17 日就香港首兩宗競爭法案件作出裁決。撰寫本報告時，兩宗案件分別有答辯人提出上訴。*

## Judgments in Hong Kong's first two competition cases

At the time of writing, the Tribunal had handed down its decisions in Hong Kong's first two competition cases[7] involving bid-rigging, market sharing and price fixing. The Tribunal ruled in favour of the Commission and against 14 of the 15 Respondents in these proceedings.

In the first (bid-rigging) case (CTEA 1 / 2017), the Tribunal found the four respondent information technology (IT) companies, namely Nutanix Hong Kong Limited, BT Hong Kong Limited, Innovix Distribution Limited and Tech-21 Systems Limited, liable for contravening the First Conduct Rule of the Ordinance by engaging in bid-rigging concerning a tender related to the supply and installation of a new IT system for the Hong Kong Young Women's Christian Association (YWCA).

In the second (market sharing and price fixing) case (CTEA 2 / 2017), the Tribunal found the ten respondent construction companies liable for contravening the First Conduct Rule of the Ordinance by engaging in market sharing and price fixing in relation to the provision of renovation services at Phase 1 of On Tat Estate, a public rental housing estate in Kwun Tong, Kowloon. The hearing to determine what the appropriate reliefs should be is scheduled in January 2020.

The Tribunal's decisions are important in setting legal precedents and providing helpful guidance and clarity on important aspects of the Ordinance.

## Market sharing and price fixing case in the Competition Tribunal

On 6 September 2018, the Commission commenced its third proceedings in the Tribunal against three construction and engineering companies and two individuals. The Commission alleged that the parties have contravened the First Conduct Rule of the Ordinance by making and giving effect to a market sharing agreement and a price fixing agreement, and/or engaging in concerted practices of the same nature, in relation to the provision of renovation services at King Tai Court, San Po Kong, Kowloon, a subsidised housing estate developed by the Hong Kong Housing Authority. The Commission has sought remedies including pecuniary penalties, a declaration that each party has contravened the First Conduct Rule, and a director disqualification order against one individual. The case has been set down by the Tribunal for trial in the third quarter of 2020.

7. *The Tribunal handed down its judgments in Hong Kong's first two competition cases on 17 May, 2019. Both cases are under appeal by certain Respondents at the time of writing.*

### 調查「香港海港聯盟」

貨櫃碼頭營運商香港國際貨櫃碼頭有限公司、現代貨箱碼頭有限公司、中遠—國際貨櫃碼頭（香港）有限公司及亞洲貨櫃碼頭有限公司同意並宣布合組「香港海港聯盟」，藉以共同經營及管理位於葵涌的八個貨櫃碼頭合共23個泊位。競委會現正優先調查該事件。

### 合作及和解政策

為加強調查的成效及效率，競委會已著手制定《為從事合謀行為之業務實體而設的合作及和解政策》[8]（《合作政策》），以補充競委會現行的《為從事合謀行為之業務實體而設的寬待政策》（《寬待政策》）及《執法政策》。根據《合作政策》，當從事合謀行為的業務實體未能受惠於《寬待政策》時，仍可選擇配合競委會的調查，並承認其違法行為，以換取競委會扣減向審裁處建議的罰款數額，以及可能同意不向該業務實體的旗下僱員採取法律行動。新的合作框架亦提供了一個「寬待加分」制，鼓勵合謀成員向競委會舉報其他合謀活動。

### Investigation into the "Hong Kong Seaport Alliance"

Container terminal operators Hongkong International Terminals Limited, Modern Terminals Limited, COSCO-HIT Terminals (Hong Kong) Limited and Asia Container Terminals Limited have agreed and announced the formation of the "Hong Kong Seaport Alliance" whereby they would jointly operate and manage their 23 berths across eight terminals at Kwai Chung. The Commission has been carrying out this investigation as a matter of priority.

### Cooperation and Settlement Policy

To enhance its effectiveness and efficiency in investigations, the Commission has been working on a Cooperation and Settlement Policy for Undertakings Engaged in Cartel Conduct[8] (Cooperation Policy) to supplement its existing Leniency Policy for Undertakings Engaged in Cartel Conduct (Leniency Policy) and Enforcement Policy. Under the Cooperation Policy, undertakings engaged in cartel conduct which do not benefit from the Leniency Policy may choose to cooperate with the Commission's investigation and admit their wrongdoings. In return, the Commission will offer discounts off the pecuniary penalties it would otherwise recommend to the Tribunal and may refrain from taking an action against the cooperating undertaking's employees. The new framework will also offer a Leniency Plus programme, which encourages cartel members to report other cartel activities to the Commission.




撰文時，競委會已出版了《合作及和解政策》。
At the time of writing, the Commission has published a Cooperation and Settlement Policy.

8. *撰寫本報告時，競委會已發布《為從事合謀行為之業務實體而設的合作及和解政策》。*

8. *At the time of writing, the Commission has published the Cooperation and Settlement Policy for Undertakings Engaged in Cartel Conduct.*

## 通訊事務管理局 — 合作與溝通

根據《條例》，競委會與通訊事務管理局（通訊局）就電訊及廣播行業共享管轄權，有關詳情於第 14 頁載述。

由於通訊局專責規管電訊及廣播行業，對於屬於共享管轄權範圍內的事宜，一般會由通訊局主導處理。於 2018 年 4 月 1 日至 2019 年 3 月 31 日期間，競委會向通訊局轉介了合共 26 宗投訴及查詢。

## 與其他政府部門的溝通

除了公眾的投訴和查詢，競委會也跟進政府部門和其他機構所轉介的個案。回顧年度內，競委會致力與不同政府部門及法定機構聯繫，當中包括消防處、民政事務總署、香港房屋委員會、香港警務處、廉政公署、證券及期貨事務監察委員會，以及市區重建局。這些溝通不但令競委會的調查工作更有成效，而且亦加深了各政府部門及法定機構對《條例》的認識。在各項調查及法律程序中，不同的政府部門在競委會蒐集資料及情報時，均有提供協助。

值得一提的是，競委會與其他政府部門及公共機構，包括屋宇署、廉政公署、香港房屋協會、市區重建局、民政事務總署、機電工程署及消防處，一同加入了由香港警務處轄下有組織罪案及三合會調查科統籌的「復安居計劃」。該計劃是一個跨部門工作小組，專責就本港老化樓宇的維修事宜提供建議及制定策略，被視為政府在推出資助樓宇維修工程的「樓宇更新大行動 2.0 計劃」後的一個重要平台。

## COMMUNICATIONS AUTHORITY – COOPERATION AND LIAISON

Details of the concurrent jurisdiction between the Commission and the Communications Authority (CA) under the Ordinance in the broadcasting and telecommunications sectors are discussed on page 14.

Given the CA's specific function of regulating the broadcasting and telecommunications sectors, the CA will ordinarily take the role of Lead Authority on matters which fall within the concurrent jurisdiction. Between 1 April 2018 and 31 March 2019, the Commission transferred a total of 26 complaints and enquiries to the CA.

## LIAISON WITH OTHER GOVERNMENT DEPARTMENTS

In addition to complaints and enquiries from the public, the Commission also follows up on referrals from Government departments and other authorities. During the year, the Commission endeavoured to liaise with different Government departments and statutory bodies, including the Fire Services Department, Home Affairs Department, Hong Kong Housing Authority, Hong Kong Police Force, Independent Commission Against Corruption, Securities and Futures Commission and Urban Renewal Authority. These communications have not only facilitated the Commission in carrying out its investigative works in a more efficient manner, but also in enhancing understanding of the Ordinance by Government departments and statutory bodies. In various investigations and legal proceedings, different Government departments have provided assistance to the Commission in information and intelligence gathering.

In particular, the Commission has joined the RenoSafe Scheme led by the Organized Crime and Triad Bureau of the Hong Kong Police Force, with other Government departments and public bodies, including the Buildings Department, Independent Commission Against Corruption, Hong Kong Housing Society, Urban Renewal Authority, Home Affairs Department, Electrical and Mechanical Services Department and Fire Services Department. The Scheme is an Interdepartmental Working Group to make recommendations and formulate strategic tactics on matters relating to renovation of ageing buildings in Hong Kong. It is considered an important platform after the Government has launched the Operation Building Bright 2.0 Scheme providing subsidies for building maintenance projects.

## 申請決定

### 《銀行營運守則》

2018 年 10 月 19 日，競委會根據《條例》第 11 條，首度公布一項有關豁除及豁免的決定。該決定是就香港銀行公會及存款公司公會聯合發布的《銀行營運守則》（《營運守則》）而發出。

競委會認為《營運守則》未能符合《條例》附表 1 第 2 條「遵守法律規定」的豁除條件，理由是《營運守則》並非「由」或「根據」《銀行業條例》（第 155 章）而施加的法律規定，因此不獲豁除於《條例》的第一行為守則之外。同時，競委會亦確認，目前沒有打算就《營運守則》展開進一步調查或採取執法行動。

該項決定是因應 14 間機構提出的申請而作出，所有申請人均屬《銀行業條例》（第 155 章）下的認可機構，且為香港銀行公會或存款公司公會的成員。競委會在作出決定前就該申請進行了諮詢，並仔細審閱了所收到的六份申述及意見。

### 擬進行的藥物銷售調查

2019 年 1 月 31 日，競委會收到香港科研製藥聯會要求作出決定的申請（該申請），申請人擬收集並發放香港及澳門的處方及非處方藥劑製品的某些銷售數據（擬進行的調查）。

香港科研製藥聯會尋求競委會作出決定，確認擬進行的調查屬《條例》附表 1 第 1 條所指提升整體經濟效率的協議，並因此可獲豁除於第一行為守則之外。

競委會於 2019 年 2 月至 3 月期間就該申請進行了諮詢，現正審閱所收到的八份申述（包括一份保密申述），並就該申請的某些部分與申請人接觸。競委會預期於 2019 年下半年公布有關決定。

## APPLICATION FOR DECISION

### Code of Banking Practice

On 19 October 2018, the Commission published its first decision relating to exclusions and exemptions under section 11 of the Ordinance. The decision concerned the Code of Banking Practice (Code) issued by the Hong Kong Association of Banks and the DTC Association.

The Commission found that the Code did not meet the exclusion for compliance with legal requirements in section 2 of Schedule 1 to the Ordinance, on the basis that it was not imposed by or under the Banking Ordinance (Cap. 155). The Code was therefore not excluded from the First Conduct Rule of the Ordinance. At the same time, the Commission confirmed that it had no current intention to pursue an investigation or enforcement action in respect of the Code.

The Decision followed an application by 14 institutions authorised under the Banking Ordinance (Cap. 155), each of which are members of the Hong Kong Association of Banks or DTC Association. Before reaching its decision, the Commission consulted on the application and received representations from six parties which it has carefully considered.

### Proposed Pharmaceutical Sales Survey

On 31 January 2019, the Commission received an application for a decision from the Hong Kong Association of the Pharmaceutical Industry (Application). The HKAPI proposes to collect and distribute certain data on the sales of prescription and over-the-counter pharmaceutical products in Hong Kong and Macau (Proposed Survey).

The HKAPI seeks a decision from the Commission confirming that the operation of the Proposed Survey is excluded from the First Conduct Rule as a result of the exclusion for agreements enhancing overall economic efficiency in section 1 of Schedule 1 to the Ordinance.

The Commission consulted on the Application between February and March 2019 and received representations from eight parties (including one confidential representation). The Commission is now considering all of the representations received and engaging with the Applicant regarding certain aspects of the Application. The Commission expects to publish its decision on the Application in the second half of 2019.

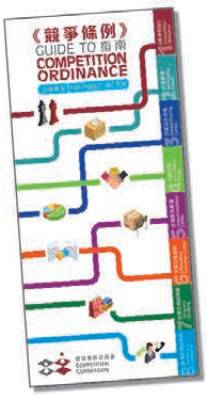
## 與公營界別接觸及提供政策意見

年內，競委會加強與公營界別接觸，並繼續就一系列有關競爭的事宜，向政府及公營機構提供意見。

### 與公營界別接觸

2018 年 5 月，競委會發布「《競爭條例》公營界別指南」，展開以公營界別及政策制定者為對象的活動，協助他們辨識及評估公共政策及措施的競爭風險和影響。

為擴大接觸層面，競委會於 2018 年 9 月舉辦了一系列培訓講座，由兩位世界知名的競爭法專家 —— Richard Whish 教授及 William Kovacic 教授主講。逾 200 名來自政府部門、公共機構、執法機關及金融監管機構的高層人員出席培訓講座，反應踴躍。2019 年 1 月，競委會再就競爭及突破性創新科技的問題，為政府部門人員舉辦了一場後續培訓。




競委會於 2018 年 5 月發布了「《競爭條例》公營界別指南」。
The Commission published a "Guide to Competition Ordinance" for the public sector in May 2018.

## PUBLIC SECTOR ENGAGEMENT AND ADVISORY

During the year, the Commission has stepped up its initiatives to engage the public sector and continued to advise the government and public bodies on a range of competition-related matters.

### Public Sector Engagement

In May 2018, the Commission published a "Guide to Competition Ordinance" for the public sector and policymakers as a first step to assist them in identifying and assessing the competition risks and impacts of public policies and initiatives.

To further its outreach, a series of workshops led by the world's leading competition law experts, Richard Whish and William Kovacic was conducted in September 2018. The training was well attended by over 200 senior officials from the government, public bodies, law enforcement agencies and financial regulators. Another training session for government officials followed in January 2019, with a focus on competition and disruptive innovation.



競委會於 2018 年 9 月為公營界別舉辦了由世界知名競爭法專家主講的培訓講座。
A series of workshops led by international competition law experts was conducted for the public sector in September 2018.

### 提供政策意見

年內，競委會繼續透過不同的方式與政府及公共機構溝通，就約 30 項影響香港消費者及營商環境的公共政策及措施提供意見，當中包括專營的士計劃、關於規管公共及資助

### Policy Advisory

During the year, the Commission continued its efforts in liaising with the Government and public bodies and provided advice on around 30 public policies and initiatives which concern Hong Kong's consumers and the business environment. These included the Franchised Taxi Scheme,

房屋商業設施的議員法案、「優化升降機資助計劃」、專營巴士服務、支持創新的政府採購政策下的市場協作、打擊門票炒賣活動，以及促進航空業競爭等。

Legislative Council Member's bill on the regulation of commercial facilities in public and subsidised housing, Lift Modernisation Subsidy Scheme, franchised bus service, market engagement under pro-innovation procurement policy, measures to combat ticket scalping, enhancing competition in the aviation sector etc.

自《條例》全面生效以來，競委會曾遇到一些情況，當中涉及企業所採用的僱傭措施可能會引起《條例》下的競爭問題。2018 年 4 月，競委會發布一份意見公告，提醒人力資源界從業員、僱主及僱員注意在《條例》下與僱傭措施相關的潛在競爭風險。公告成功提升僱傭市場持份者對相關風險的認識，促進他們遵守《條例》。

Since the commencement of the Ordinance, the Commission has encountered situations where businesses have engaged in employment-related practices that may give rise to competition concerns. In response, the Commission published an advisory bulletin in April 2018 to alert human resources professionals, employers and employees of the potential risks under the Ordinance regarding employment-related practices. The advisory bulletin successfully raised awareness of relevant stakeholders and contributed to the promotion of compliance in the labour market.



2018 年 4 月，競委會發布一份意見公告，以提升人力資源界對一些僱傭措施之潛在競爭風險的認識。
In April 2018, the Commission published an advisory bulletin to raise awareness of the potential competition risks related to employment practices.



年內，競委會為商界及公眾舉辦了多場研討會。
During the year, the Commission conducted seminars targeting businesses and the public.

## 接觸社區與教育工作

競委會致力透過不同的執法工具及宣傳倡導，以達致《條例》之目標。為協助商界及公眾人士了解《條例》及明白守法的重要性，競委會年內與各界緊密溝通，並透過教育工作及多元化的宣傳計劃，廣泛接觸社會大眾。

### 商界

年內，競委會為商界（特別是中小企）及公眾舉辦了三場研討會。2019 年 1 月，競委會與香港社會服務聯會為非政府組織的人力資

## COMMUNITY ENGAGEMENT AND EDUCATION

The Commission is committed to using a mix of enforcement actions and advocacy to achieve the goals of the Ordinance. To help businesses and the general public understand the key elements of the Ordinance and the need for compliance, the Commission has spared no efforts in reaching out to the community through active engagement, educational initiatives and special projects on multiple platforms targeting a wide range of audiences.

### Businesses

During the year, the Commission conducted three seminars targeting businesses, in particular SMEs, and the public. A targeted seminar was co-organised with the Hong Kong Council of Social Service in January 2019

源從業員合辦了一場專題講座，重點討論與僱傭手法有關的競爭問題。每場講座均座無虛席，參加者反應踴躍，提出的問題涉及多個競爭議題。

for human resources professionals of non-government organisations, with a focus on the potential competition risks with regard to employment related practices. Response to these seminars was overwhelming with full houses of audience showing great interest in the topic and raising questions on various issues.

競委會於 2019 年初開展了以行業為本的接觸商界活動，舉辦了兩次圓桌會議。首次會議於 1 月舉行，香港人力資源管理學會代表及多間企業的人力資源部人員在會上就本港僱傭市場上的競爭問題，與競委會交換意見。另一次會議則與特許採購及供應學會（香港分會）合辦，於 3 月舉行，會上集中討論《條例》下的良好採購方式。

The Commission held two roundtable discussions in early 2019 as a start of its sectoral business outreach. The first one was held in January where senior human resources professionals from the Hong Kong Institute of Human Resource Management and a number of sizable corporations exchanged views on competition related issues in the local employment market. Another roundtable was co-organised with the Chartered Institute of Procurement & Supply (Hong Kong Branch) in March with a focus on good procurement practices under the Ordinance.

競委會分別於 2018 年 5 月及 12 月參加了由香港貿易發展局舉辦的「創業日」及「創智營商博覽」，與商界廣泛接觸。競委會在該兩次活動中設置展板與互動問答遊戲、播放教育短片及派發小冊子，幫助企業，特別是中小企了解《條例》。

In reaching a wider audience, the Commission participated in the Entrepreneur Day and SmartBiz Expo organised by the Hong Kong Trade Development Council in May and December 2018 respectively. The Commission's booths at the two events featured information panels, educational videos, brochures and interactive games to help businesses, especially SMEs, understand the Ordinance.

此外，競委會繼續與不同的行業協會緊密接觸，年內舉辦了多次座談會及會議，以協助及鼓勵各界遵守《條例》。

In addition, the Commission continued to work closely with trade and industry associations through numerous briefings and meetings conducted throughout the year to assist and encourage their members to comply with the Ordinance.




競委會於 2019 年 3 月與特許採購及供應學會合辦圓桌會議。
The Commission held a roundtable discussion with the Chartered Institute of Procurement & Supply in March 2019.



競委會參加「創業日」，加強與商界接觸。
The Commission participated in the Entrepreneur Day to extend its outreach to businesses.

# 財政年度內的工作回顧
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## 青少年

與年青一代接觸繼續是競委會倡導工作的重要一環。競委會於 2017 年底推出了「玩 ・PO・ 競」社交媒體挑戰賽，邀請本港大專院校學生策劃創意宣傳計劃，在社交媒體推廣《條例》。活動設有專題網站、Facebook 專頁，及由資深市場推廣達人主講的工作坊。比賽於 2018 年 5 月結束，整個活動在不同社交媒體上載的內容共獲得超過 160 萬人次瀏覽，反應熱烈。

除了上述宣傳計劃，競委會於年內亦到訪了多間大學及中學舉辦講座及客席演講，持續與青少年接觸。

## Youths

Engaging the younger generation continues to be an important part of the Commission's advocacy work. In late 2017, the Commission rolled out the "Post to Compete" Social Media Advocacy Challenge, inviting all local tertiary students to team up and formulate creative social media advocacy campaigns to promote the Ordinance. Featuring a dedicated campaign website, Facebook page and a workshop conducted by seasoned marketing gurus, the campaign concluded in May 2018 with an overwhelming response, and the content generated on various social media platforms recorded a total of 1.6 million views.

Apart from the targeted educational programme, the Commission continued its talks and guest lectures for secondary schools and universities during the year as an ongoing effort in reaching out to youngsters.




「玩 ・PO・ 競」社交媒體挑戰賽頒獎禮。
"Post to Compete" Social Media Advocacy Challenge award presentation ceremony.



競委會持續到訪中學及大學舉辦講座及客席演講。
The Commission has been conducting talks and guest lectures for secondary schools and universities.

## 公眾及其他持份者

年內，競委會積極接觸地區人士，尤其關注打擊圍標，期間曾出席多個由區議會、民政事務總署、屋宇署及市區重建局舉辦的樓宇維修及管理簡介會，接觸本港各區業主及物業管理人員。另外，亦應香港房屋委員會邀請，到多個新入伙的公共屋邨為裝修承辦商舉辦《條例》簡介會。

## General public and other stakeholders

During the year, the Commission continued its district outreach, especially on fighting bid-rigging, by speaking at briefings on building renovation and management organised by District Councils, Home Affairs Department, Buildings Department and the Urban Renewal Authority targeting property owners and building management personnel across different districts in Hong Kong. Invited by the Hong Kong Housing Authority, briefings were also given to decoration contractors in new public housing estates.

競委會於年內出版了三期《競爭快訊》，讓相關機構、商界企業和持份者知悉競委會的最新動態。

To keep relevant organisations, businesses and stakeholders abreast of its latest activities and development, the Commission published three issues of its newsletter "Competition Matters" during the period.






競委會積極與商界及公眾人士接觸，以協助他們了解《條例》的重點及好處。
The Commission has been actively reaching out to the public and businesses to explain the key elements and benefits of the Ordinance.

### 接觸公眾的資料及數字（2018 年 4 月至 2019 年 3 月）
### Engagement Facts and Figures (April 2018 to March 2019)

舉行了

| | |
|---|---|
| 37 場 | 簡報會 / 會議 briefings / meetings |
| 3 場 | 大型研討會 major seminars conducted |
| 18 場 | 展覽 exhibitions conducted |
| 12 場 | 學校講座 school talks |
| 1 場 | 國際會議 international conference |

接觸了

約 5,000*

各大商會、行業協會、企業（包括中小企）、公營界別、學生及公眾人士
representatives of major chambers, industry associations, businesses including SMEs, public sector, students and members of the public reached

* 不包括難以量化的參觀展覽人數。

* The figure does not include the number of exhibition visitors which cannot be quantified.

# 財政年度內的工作回顧
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## 傳媒與宣傳

回顧年度內，競委會透過多種形式的宣傳活動，打擊圍標、瓜分市場及合謀定價這三類嚴重反競爭行為，而競委會入稟審裁處的首三宗案件，亦正是涉及該等行為。與此同時，競委會亦繼續致力與公眾及傳媒溝通，發放最新資訊。

### 首齣微電影

2018 年 11 月，競委會首度推出微電影《不能瓜分的愛》，以嶄新手法提升社會對瓜分市場及合謀定價的認識，以及該等行為對消費者及社會造成的損害。這齣微電影的故事情節，乃取材自「玩 ‧ PO ‧ 競」社交媒體宣傳挑戰賽的冠軍作品，將抽象而複雜的法律概念，轉化成以大學為背景的有趣比喻，令公眾人士，尤其是年輕人產生共鳴。

*戶外及網上宣傳*

競委會在網上廣泛宣傳該套微電影，包括透過 Facebook 遊戲接觸年輕網民，以加強宣傳效果。微電影的 30 秒預告片亦於本港的不同宣傳渠道播放，包括戲院、港鐵站及戶外電子屏幕。微電影及其預告片於各網上平台共錄得超過 180 萬人次觀看。




競委會首齣以瓜分市場及合謀定價為主題的微電影。
The Commission's debut micro-movie on market sharing and price fixing.

## MEDIA AND PUBLICITY

During the year under review, the Commission developed various initiatives on fighting bid-rigging, market sharing and price fixing – the three types of serious anti-competitive conduct involved in the Commission's initial cases before the Tribunal. The Commission also endeavoured to maintain effective and bilateral communications with the public and the mass media in providing updates on the Commission's development.

### Debut micro-movie

In November 2018, the Commission launched its debut micro-movie "A Conspiracy of Love" to enhance public awareness of market sharing and price fixing, as well as the harm they inflict on consumers and the society, in a novel way. Adapted from the winning entry of the "Post to Compete" Social Media Advocacy Challenge, the movie has transformed abstract and complex legal concepts into concrete images in a university setting that would resonate well with the general public, in particular the youth.

*Outdoor and online promotions*

To maximise its impact and reach out to a wider audience, the micro-movie was widely publicised online including the launch of a Facebook game to engage young netizens. A 30-second teaser of the movie was also shown on various promotion platforms across Hong Kong including cinemas, MTR stations and outdoor video walls. The movie and its trailer have recorded over 1.8 million online views on different online platforms.



戶外宣傳
Outdoor promotion

## 巡迴展覽

為進一步提高社會對圍標及瓜分市場的認識，以及在地區層面向公眾介紹如何辨識該等行為，競委會於 2018 年 9 月至 12 月在全港 10 個大型體育館，舉辦了新一輪「合謀貓」巡迴展。



競委會於全港 10 個大型體育館舉辦「合謀貓」巡迴展。
The Commission staged a roving tour of its "Cartel Cat" pop-up exhibit at 10 major sports centres across Hong Kong in 2018.

## Roving exhibition

To further community awareness of bid-rigging and market sharing and educate the public on how to identify such conduct at district level, the Commission staged a new round of roving tour of its ubiquitous "Cartel Cat" pop-up exhibit at ten major sports centres across Hong Kong from September to December 2018.



網站是競委會與其持份者溝通的重要平台。
The Commission's website serves as an important platform between the Commission and its stakeholders.

## 網站

競委會定時更新其網站 (www.compcomm.hk)，發布最新的工作情況、公眾活動詳情，以及各類刊物和教材。該網站是競委會與其持份者溝通的重要平台，全年點擊率逾 480 萬人次。此外，競委會亦定期更新其 YouTube 頻道，上載教育及宣傳短片。

## Website

The Commission's website (www.compcomm.hk) is regularly updated with latest news on its work, details of public events as well as various publications and educational materials. Recording over 4.8 million hits throughout the year, the website is an important interface between the Commission and its stakeholders. The Commission's YouTube channel is also regularly updated with its educational and announcement videos.

## 其他宣傳及倡導工作

競委會全年舉辦了四場傳媒活動，發布了 14 份新聞稿，及接受了 10 次傳媒採訪，讓本地及國際傳媒緊貼競委會的最新發展。這方面的努力為競委會及《條例》帶來廣泛報導及宣傳。

## Other publicity and advocacy

The Commission held four media events, issued 14 press releases and participated in 10 press interviews to keep local and international media abreast of its latest development during the year. These efforts generated extensive coverage and publicity for both the Commission and the Ordinance.



年內，競委會讓本地及國際傳媒緊貼其最新發展。
The Commission kept local and international media abreast of its latest development during the year.

# 財政年度內的工作回顧
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## 獎項及殊榮

2018/19 年度，競委會的宣傳教育活動共奪得七個獎項及殊榮。

## Awards & Recognition

The Commission has won seven awards and recognition for its outreach and publicity activities during 2018/19.

| 作品項目 Items | 獎項 Awards received | 頒發機構 Awarded by |
|---|---|---|
| **「不能瓜分的愛」微電影**<br>**"A Conspiracy of Love" Micro-movie** | Questar Awards 2019<br>「非牟利機構：公眾意識組別」**銀獎**<br>Questar Awards 2019<br>**Silver** in the category of "Non-Profit Organisations: Public Awareness" | Questar Awards 2019 |
| | 2019 Communicator Awards<br>「公共服務網上錄像組別」**優異獎**<br>2019 Communicator Awards<br>**Distinction** in the category of "Public Service Online Video" | 美國互動及視覺藝術學院<br>Academy of Interactive & Visual Arts |
| **2017/18 年報 Annual Report** | 2018 香港管理專業協會最佳年報獎<br>「非牟利及慈善機構」類別**最優秀新參賽年報獎**及**優秀小型機構年報獎**<br>2018 Hong Kong Management Association Best Annual Reports Awards<br>**Best New Entry** in the category of "Non-Profit Making and Charitable Organisations" &<br>**Excellence Award for Small Size Entries** | 香港管理專業協會<br>Hong Kong Management Association |
| | 2017/18 Vision Awards 年報大賽<br>「政府組別」**銀獎**<br>2017/18 Vision Awards Annual Report Competition<br>**Silver** in the category of "Government" | 美國通訊專業聯盟<br>League of American Communications Professionals |
| **官方網站 Official Website** | 2018 無障礙網頁嘉許計劃<br>**金獎**<br>Web Accessibility Recognition Scheme 2018<br>**Gold** | 政府資訊科技總監辦公室及<br>香港互聯網註冊管理有限公司<br>Office of the Government Chief Information Officer and Hong Kong Internet Registration Corporation Ltd. |
| | 2019 最佳 .hk 網站獎<br>「非商業組（中小企）」類別**金獎**<br>Best .hk Website Awards 2019<br>**Gold** in the category of "Non-Commercial SME" | 香港互聯網註冊管理有限公司<br>Hong Kong Internet Registration Corporation Limited |













競委會的宣傳教育活動於年內奪得多個獎項。
The Commission won a number of awards for its outreach and publicity activities during the year.

## 國際交流

競委會作為一個新冒起的機構，與海外競爭機構交流知識及經驗，獲益良多。過去幾年，競委會積累了不同的經驗及專業知識，因此樂於回饋國際社會，與不同界別及司法管轄區分享最佳做法，及促進彼此合作。在邁向《條例》全面生效三周年之際，競委會於 2018 年 11 月 1 至 2 日舉辦了首個國際會議「香港競爭集思匯」，吸引逾 300 名來自商界、法律界、政府部門、學術機構及海外競爭機構的代表出席，並分享有關競爭法及相關政策的最佳做法、見解及經驗。為了延續交流和分享，競委會推出了全新的「Competition Exchange」網上平台 (www.compex.org)，匯集各地對不同競爭議題的見解、實用工具及最新資訊。

國際競爭規管網絡（ICN）是全球最具影響力的競爭事務國際合作平台。競委會作為 ICN「競爭倡議工作小組」聯席主席，於 2019 年 2 月合辦了兩年一度的 ICN 競爭倡議工作坊，並於會上介紹競委會在倡導工作方面的成績。該會議吸引了逾一百位來自世界各地 60 多個成員機構及組織的代表參加。此外，競委會帶領工作小組研究倡議的策略，亦積極參與該組織的「促進或窒礙寬待申請的因素」項目，並主持了兩場電話研討會。

競委會積極執法，倡導工作奏效，吸引到亞太區內相關機構的注意。2018 年 11 月，行政總裁接受世界銀行集團的邀請，就機構策略方針、濫用相當程度市場權勢及反合謀行為執法的議題，與印尼競爭當局分享競委會的經驗。

此外，競委會透過各種雙邊會議及培訓，與海外執法機構及國際組織加強聯繫，例如美國司法部反壟斷局、新加坡競爭與消費者委員會，以及經濟合作與發展組織（OECD）。透過與區內及海外同儕接觸及策略性合作，競委會在能力提升、宣傳倡導及執法工作方面，均獲益良多。

## INTERNATIONAL ENGAGEMENT

Being an emerging agency, the Commission has benefited immensely from exchanging knowledge and experience with overseas competition authorities. As it has accumulated experience and expertise over the years, the Commission is keen to contribute back to the international competition community, demonstrating its commitment to share good practices and promote cooperation across sectors and jurisdictions. Towards the third anniversary of the full implementation of the Ordinance, the Commission organised its inaugural international conference, Hong Kong Competition Exchange, on 1-2 November 2018. Over 300 representatives from the business sector, legal community, government departments, academic institutions and overseas competition agencies participated in the event where they shared best practices, insights and experiences on competition law and policy. To sustain the exchange and sharing, the Commission also launched a brand new online portal "Competition Exchange" (www.compex.org), a dedicated website aiming to host a pool of practical tools and resources from different jurisdictions on various competition topics.

As co-chair of the Advocacy Working Group of the International Competition Network (ICN), the most significant global platform for international cooperation on competition issues, the Commission co-organised the biennial ICN Advocacy Workshop in February 2019 and presented its success stories on competition advocacy. The event attracted more than 100 representatives from over 60 member agencies and organisations around the world. Additionally, the Commission took the lead in the Group's study into advocacy strategy, actively participated in a project on *Leniency Incentives and Disincentives* and hosted two tele-seminars.

The Commission's active enforcement and effective advocacy work have drawn interests from agencies in the Asia Pacific region. In November 2018, the CEO was invited by the World Bank Group to share the Commission's experience with the Indonesian competition authority on issues in relation to agency strategic planning, abuse of dominance and anti-cartel enforcement.

In addition, the Commission has been building stronger ties through various bilateral meetings and training with overseas enforcers and international bodies, such as the Antitrust Division of the United States Department of Justice, the Competition and Consumer Commission of Singapore and the Organisation for Economic Co-operation and Development (OECD). The Commission's strategic engagement with its regional and international counterparts has proven to be highly complementary and beneficial to its capacity building, advocacy and enforcement work.

# 財政年度內的工作回顧
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年內，競委會與內地同儕保持緊密聯繫，以期促進雙方的溝通及了解。2018 年 7 月，競委會管理層出席「第七屆中國競爭政策論壇」，分享香港在執法及宣傳倡導方面的經驗。2018 年 11 月，深圳市市場和質量監督管理委員會人員到訪，了解香港的競爭法制度。2019 年 3 月，競委會代表出席「粵港澳大灣區競爭政策高級研討會」，並與國家市場監督管理總局、廣東省市場監督管理局及澳門經濟局交流意見，討論如何在大灣區有效實施競爭政策及相關法律。

During the year, the Commission has maintained a close relationship with its counterparts on the Mainland with a view to enhancing mutual communications and understanding. In July 2018, the Commission participated in the 7th China Competition Policy Forum, where its senior officials shared Hong Kong's enforcement and advocacy experiences. In November 2018, officials from the Market and Quality Supervision Commission of Shenzhen Municipality paid a visit to the Commission to understand the Hong Kong competition law regime. In March 2019, the Commission sent a delegation to attend the "Forum on Competition Policy in the Guangdong-Hong Kong-Macao Greater Bay Area" and exchanged views with the State Administration for Market Regulation, the Guangdong Province Administration for Market Regulation and Macao Economic Bureau on the effective implementation of competition policy and law in the Greater Bay Area.







2018 年 11 月，競委會舉辦了首個國際會議「香港競爭集思匯」並推出「Competition Exchange」網上平台。
In November 2018, the Commission organised its inaugural international conference "Competition Exchange" and launched an online portal by the same name.




東亞競爭法首長級官員會議
East Asia Top Level Officials' Meeting on Competition Policy




粵港澳大灣區競爭政策高級研討會
Forum on Competition Policy in the Guangdong-Hong Kong-Macao Greater Bay Area

## 能力提升

隨著執法工作上所面對的挑戰日益增加，競委會於年內繼續加強人手，數名新加入的人員包括來自海外競爭法機構且具豐富經驗的執法人員，以及從事訴訟工作的專業人士。競委會亦安排了一系列不同範疇的專業培訓，例如國際競爭法、競爭政策及資訊科技鑑證分析等，讓競委會人員緊貼快速轉變的國際反壟斷情況，掌握最新的專業知識。截至 2019 年 3 月，競委會的職員人數為 57 人。

除了擴充團隊，競委會亦繼續加強內部監控及資訊科技設備。年內，競委會啓用了新內聯網系統，促進內部有效溝通、合作及共享文件。競委會亦就不同的機構事務範疇，發出了新的內部規則、政策及程序，或就現有的作出修訂，以加强機構管治。此外，競委會亦提升了資訊科技設備及在電子蒐證方面的知識，以加強執法效率，並令資料的保密及安全度達至最高標準。

為配合團隊擴充及運作上的需求，競委會的辦公室將於 2019 年 6 月由灣仔遷往黃竹坑。政府自 2018/19 年度起，對競委會的年度補助增加超過 25%。另外，政府亦提供了 2 億 3,800 萬元的專用撥款，支持競委會的訴訟工作。這筆額外的財政資源有助競委會承擔日益增加的執法及訴訟工作，並實行「三年策略計劃」中所載列的目標。

## CAPACITY BUILDING

With growing challenges presented by enforcement activities, the Commission continued to strengthen its manpower during the year with a number of new recruits including experienced competition law enforcers from well-established overseas agencies and litigation professionals. A range of professional trainings with different focuses such as international competition law, competition policy and IT forensic analysis were arranged to keep the Commission staff abreast of the latest expertise in the fast-changing international antitrust scene. As at March 2019, the Commission had 57 staff members.

Apart from manpower enhancement, the Commission continues to strengthen its internal controls and IT environment. During the year, a new Intranet system was deployed to facilitate effective communication, collaboration and document sharing within the organisation. Corporate governance was enhanced with the issuance of several new or revised internal rules, policies and procedures on different aspects of corporate services. The Commission's IT infrastructure and knowledge in digital forensic were also strengthened in order to fulfil its enforcement functions efficiently and to the highest standard of confidentiality and security.

To cater for the expansion of manpower and operational needs, the office of the Commission will be relocated from Wan Chai to Wong Chuk Hang and the relocation is expected to take place in June 2019. Starting from 2018/19, the Government has enhanced the financial support for the Commission with an increase of the annual Government subvention by over 25%. A dedicated funding of $238 million has also been provided to support the Commission's litigation work. The additional financial support has enabled the Commission to accomplish the growing number of enforcement and litigation activities and implement the initiatives set out in the Three Year Strategic Plan.

## 獨立核數師報告
## 致競爭事務委員會委員
## INDEPENDENT AUDITOR'S REPORT TO THE COMMISSION MEMBERS OF COMPETITION COMMISSION

*(依據《競爭條例》於香港成立)*
*(Established in Hong Kong pursuant to the Competition Ordinance)*

### 意見

本核數師(以下簡稱「我們」)已審核載列於第 58 至 88 頁的競爭事務委員會(以下簡稱(「競委會」)的財務報表,此財務報表包括於 2019 年 3 月 31 日的財務狀況表與截至該日止年度的收支帳目、全面收益表、資金變動表及現金流量表,以及財務報表附註,包括主要會計政策概要。

我們認為,該等財務報表已根據香港會計師公會頒布的《香港財務報告準則》真實而中肯地反映了競委會於 2019 年 3 月 31 日的財務狀況及截至該日止年度的財務表現及現金流量。

### OPINION

We have audited the financial statements of Competition Commission ("the Commission") set out on pages 58 to 88, which comprise the statement of financial position as at 31 March 2019, the income and expenditure account, statement of comprehensive income, statement of changes in funds and statement of cash flows for the year then ended and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements give a true and fair view of the financial position of the Commission as at 31 March 2019 and of its financial performance and its 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").

### 意見的基礎

我們已根據香港會計師公會頒布的《香港審計準則》進行審計。我們在該等準則下承擔的責任已在本報告「核數師就審計財務報表承擔的責任」部分中作進一步闡述。根據香港會計師公會頒布的《*專業會計師道德守則*》(以下簡稱「守則」),我們獨立於競委會,並已履行守則中的其他專業道德責任。我們相信,我們所獲得的審計憑證能充足及適當地為我們的審計意見提供基礎。

### BASIS FOR OPINION

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSAs") issued by the HKICPA. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the Commission in accordance with the HKICPA's *Code of Ethics for Professional Accountants* ("the Code") and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### 財務報表及其核數師報告以外的信息

競委會委員需對其他信息負責。其他信息包括刊載於年報內的全部信息,但不包括財務報表及我們的核數師報告。

### INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Commission Members are responsible for the other information. The other information comprises all the information included in the annual report, other than the financial statements and our auditor's report thereon.

# 獨立核數師報告
# 致競爭事務委員會委員（續）
# INDEPENDENT AUDITOR'S REPORT TO THE COMMISSION MEMBERS OF COMPETITION COMMISSION (CONTINUED)

*（依據《競爭條例》於香港成立）*
*(Established in Hong Kong pursuant to the Competition Ordinance)*

我們對財務報表的意見並不涵蓋其他信息，我們亦不對該等其他信息發表任何形式的鑒證結論。

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

結合我們對財務報表的審計，我們的責任是閱讀其他信息，在此過程中，考慮其他信息是否與財務報表或我們在審計過程中所了解的情況存在重大抵觸或者似乎存在重大錯誤陳述的情況。

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

基於我們已執行的工作，如果我們認為其他信息存在重大錯誤陳述，我們需要報告該事實。在這方面，我們沒有任何報告。

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## 競委會委員就財務報表須承擔的責任

## RESPONSIBILITIES OF THE COMMISSION MEMBERS FOR THE FINANCIAL STATEMENTS

競委會委員須負責根據香港會計師公會頒布的《香港財務報告準則》擬備真實而中肯的財務報表，並對其認為為使財務報表的擬備不存在由於欺詐或錯誤而導致的重大錯誤陳述所需的內部控制負責。

The Commission Members are responsible for the preparation of the financial statements that give a true and fair view in accordance with HKFRSs issued by the HKICPA and for such internal control as the Commission Members determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

在擬備財務報表時，競委會委員負責評估競委會持續經營的能力，並在適用情況下披露與持續經營有關的事項，以及使用持續經營為會計基礎，除非競委會委員有意將競委會清盤或停止經營，或別無其他實際的替代方案。

In preparing the financial statements, the Commission Members are responsible for assessing the Commission's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Commission Members either intend to liquidate the Commission or to cease operations, or have no realistic alternative but to do so.

# 獨立核數師報告
# 致競爭事務委員會委員（續）
# INDEPENDENT AUDITOR'S REPORT TO THE COMMISSION MEMBERS OF COMPETITION COMMISSION (CONTINUED)

*（依據《競爭條例》於香港成立）*
*(Established in Hong Kong pursuant to the Competition Ordinance)*

## 核數師就審計財務報表承擔的責任

我們的目標，是對財務報表整體是否不存在由於欺詐或錯誤而導致的重大錯誤陳述取得合理保證，並出具包括我們意見的核數師報告。我們是按照項目約定條款的規定，僅向整體委員報告。除此以外，我們的報告不可用作其他用途。我們概不就本報告的內容，對任何其他人士負責或承擔法律責任。

合理保證是高水平的保證，但不能保證按照《香港審計準則》進行的審計，在某一重大錯誤陳述存在時總能發現。錯誤陳述可以由欺詐或錯誤引起，如果合理預期它們單獨或滙總起來可能影響財務報表使用者依賴財務報表所作出的經濟決定，則有關的錯誤陳述可被視作重大。

在根據《香港審計準則》進行審計的過程中，我們運用了專業判斷，保持了專業懷疑態度。我們亦：

- 識別和評估由於欺詐或錯誤而導致財務報表存在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，以及獲取充足和適當的審計憑證，作為我們意見的基礎。由於欺詐可能涉及串謀、偽造、蓄意遺漏、虛假陳述，或凌駕於內部控制之上，因此未能發現因欺詐而導致的重大錯誤陳述的風險高於未能發現因錯誤而導致的重大錯誤陳述的風險。
- 了解與審計相關的內部控制，以設計適當的審計程序，但目的並非對競委會內部控制的有效性發表意見。

## AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our 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 our opinion. This report is made solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAs 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 HKSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We 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 our 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 Commission's internal control.

# 獨立核數師報告
# 致競爭事務委員會委員（續）
# INDEPENDENT AUDITOR'S REPORT TO THE COMMISSION MEMBERS OF COMPETITION COMMISSION (CONTINUED)

*（依據《競爭條例》於香港成立）*
*(Established in Hong Kong pursuant to the Competition Ordinance)*

- 評價競委會委員所採用會計政策的恰當性及作出會計估計和相關披露的合理性。

- 對競委會委員採用持續經營會計基礎的恰當性作出結論。根據所獲取的審計憑證，確定是否存在與事項或情況有關的重大不確定性，從而可能導致對競委會的持續經營能力產生重大疑慮。如果我們認為存在重大不確定性，則有必要在核數師報告中告知使用者注意財務報中的相關披露。假若有關的披露不足，則我們應當發表非無保留意見。我們的結論是基於核數師報告日止所取得的審計憑證。然而，未來事項或情況可能導致競委會不能持續經營。

- 評價財務報表的整體列報方式、結構和內容，包括披露，以及財務報表是否中肯反映交易和事項。

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Commission Members.

- Conclude on the appropriateness of the Commission Members' 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 Commission's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Commission to cease to continue as a going concern.

- 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.

除其他事項外，我們與競委會委員溝通了計劃的審計範圍、時間安排、重大審計發現等，包括我們在審計中識別出內部控制的任何重大缺陷。

We communicate with the Commission Members regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

**畢馬威會計師事務所**
**執業會計師**

香港中環
遮打道 10 號
太子大廈 8 樓

二零一九年九月廿五日

**KPMG**
**Certified Public Accountants**

8th Floor, Prince's Building
10 Chater Road
Central, Hong Kong

25 September 2019

## 收支帳目
## INCOME AND EXPENDITURE ACCOUNT

*截至2019年3月31日止年度 for the year ended 31 March 2019*
*(以港幣列示 Expressed in Hong Kong dollars)*

| | 附註 Note | 2019 港元 HK$ | 2018 港元 HK$ |
|---|---|---|---|
| **收入 Income** | | | |
| 政府補助 Government subventions | 3 | **105,338,234** | 87,623,931 |
| 訴訟基金補助 Litigation Fund subventions | 4 | **23,617,527** | - |
| 申請費收入 Application fee income | 5 | **100,000** | 50,000 |
| 利息收入 Interest income | | **1,268,826** | 551,600 |
| 其他收入 Other income | 6 | **304,235** | - |
| | | **130,628,822** | 88,225,531 |
| **支出 Expenditure** | | | |
| 職員開支 Staff expenses | 7 | **58,471,347** | 52,567,875 |
| 執法支出 Enforcement expenses | 8 | **27,586,522** | 11,305,154 |
| 宣傳及公眾教育支出 Publicity and public education expenses | | **7,151,381** | 5,533,585 |
| 處所支出 Premises expenses | | **6,637,071** | 6,539,352 |
| 競委會委員酬金 Honorarium to Commission members | 16 | **4,060,000** | 3,880,000 |
| 核數師酬金 Auditor's remuneration | | **133,000** | 133,000 |
| 折舊 Depreciation | 9 | **2,011,003** | 2,815,016 |
| 其他營運費用 Other operating expenses | | **6,424,865** | 4,300,752 |
| | | **112,475,189** | 87,074,734 |
| **年內盈餘 Surplus for the year** | | **18,153,633** | 1,150,797 |

第 64 至第 88 頁的附註屬本財務報表的一部分。 The notes on pages 64 to 88 form part of these financial statements.

## 全面收益表
## STATEMENT OF COMPREHENSIVE INCOME

*截至2019年3月31日止年度 for the year ended 31 March 2019*
*(以港幣列示 Expressed in Hong Kong dollars)*

競委會於各呈列的年度期間，除「年內盈餘」以外並無全面收益的組成項目。因此，委員會於兩個年度期間均無分開呈列全面收益表，委員會的「全面收入總額」和「年內盈餘」相同。

The Commission had no components of comprehensive income other than "surplus for the year" in either of the years presented. Accordingly, no separate statement of comprehensive income is presented as the Commission's "total comprehensive income" was the same as the "surplus for the year" in both years.

第 64 至第 88 頁的附註屬本財務報表的一部分。

The notes on pages 64 to 88 form part of these financial statements.

## 財務狀況表
## STATEMENT OF FINANCIAL POSITION

*於2019年3月31日 as at 31 March 2019*
*(以港幣列示 Expressed in Hong Kong dollars)*

| | 附註 Note | 2019 港元 HK$ | 2018 港元 HK$ |
|---|---|---|---|
| **非流動資產 Non-current asset** | | | |
| 物業、機器及設備 Property, plant and equipment | 9 | **3,753,119** | 2,745,793 |
| **流動資產 Current assets** | | | |
| 其他應收款、按金及預付款 Other receivables, deposits and prepayments | 10 | **4,219,014** | 2,500,363 |
| 現金及銀行結存 Cash and bank balances | 11 | **92,831,931** | 69,626,043 |
| | | **97,050,945** | 72,126,406 |
| **流動負債 Current liabilities** | | | |
| 職員享有權撥備 Provision for staff entitlements | 12 | **4,521,067** | 3,915,604 |
| 其他應付款及應計費用 Other payables and accruals | 13 | **4,278,390** | 5,226,725 |
| 預收政府補助 Government subventions received in advance | 14 | **10,060,300** | 4,341,069 |
| 預收訴訟基金補助 Litigation Fund subventions received in advance | 4 | **5,092,473** | - |
| 補助盈餘 Surplus subventions | 15(b) | **26,007,490** | 18,239,535 |
| | | **49,959,720** | 31,722,933 |
| **流動資產淨值 Net current assets** | | **47,091,225** | 40,403,473 |
| **總資產減流動負債 Total assets less current liabilities** | | **50,844,344** | 43,149,266 |

## 財務狀況表（續）
## STATEMENT OF FINANCIAL POSITION (CONTINUED)

*於2019年3月31日 as at 31 March 2019*
*(以港幣列示 Expressed in Hong Kong dollars)*

| | 附註 Note | 2019 港元 HK$ | 2018 港元 HK$ |
|---|---|---|---|
| **非流動負債 Non-current liabilities** | | | |
| 職員享有權撥備 Provision for staff entitlements | 12 | **3,091,829** | **2,353,964** |
| 預收政府補助 Government subventions received in advance | 14 | **11,571,535** | **15,000,000** |
| | | **14,663,364** | **17,353,964** |
| **資產淨值 Net assets** | | **36,180,980** | **25,795,302** |
| **資金 Funds** | | | |
| 儲備資金 Reserve fund | 15(a) | **36,180,980** | **25,795,302** |

由競委會委員於 2019 年 9 月 25 日批准及授權刊發。

Approved and authorised for issue by the Commission Members on 25 September 2019.

**胡紅玉**
競委會主席

**Anna Wu Hung Yuk**
Chairperson of the Commission

第 64 至第 88 頁的附註屬本財務報表的一部分。

The notes on pages 64 to 88 form part of these financial statements.

## 資金變動表
## STATEMENT OF CHANGES IN FUNDS

*截至2019年3月31日止年度 for the year ended 31 March 2019*
*(以港幣列示 Expressed in Hong Kong dollars)*

| | 儲備資金 Reserve fund<br>*港元 HK$* |
|---|---|
| **於2017年4月1日之結餘**<br>**Balance at 1 April 2017** | **24,644,505** |
| **2017/2018年度資金變動：**<br>**Change in fund for 2017/2018:** | |
| 年內盈餘及全面收益總額<br>Surplus and total comprehensive income for the year | 1,150,797 |
| **於2018年3月31日和2018年4月1日之結餘**<br>**Balance at 31 March 2018 and 1 April 2018** | **25,795,302** |
| **2018/2019年度資金變動：**<br>**Change in fund for 2018/2019:** | |
| 年內盈餘及全面收益總額<br>Surplus and total comprehensive income for the year | 18,153,633 |
| 撥入應付政府補助盈餘<br>Transfer to surplus subventions payable to the Government | (7,767,955) |
| **於2019年3月31日之結餘**<br>**Balance at 31 March 2019** | **36,180,980** |

第 64 至第 88 頁的附註屬本財務報表的一部分。 The notes on pages 64 to 88 form part of these financial statements.

# 現金流量表
# STATEMENT OF CASH FLOWS

*截至2019年3月31日止年度 for the year ended 31 March 2019*
*(以港幣列示 Expressed in Hong Kong dollars)*

| | 附註 Note | 2019 港元 HK$ | 2018 港元 HK$ |
|---|---|---|---|
| **營運活動 Operating activities** | | | |
| 年內盈餘 Surplus for the year | | **18,153,633** | 1,150,797 |
| **調整 Adjustments for：** | | | |
| 折舊 Depreciation | 9 | **2,011,003** | 2,815,016 |
| 利息收入 Interest income | | **(1,268,826)** | (551,600) |
| 清理物業、機器及設備收益 Gain on disposal of property, plant and equipment | | **(46,400)** | (4,455) |
| **營運資金之變動 Changes in working capital：** | | | |
| 其他應收款、按金及預付款增加 Increase in other receivables, deposits and prepayments | | **(1,412,017)** | (707,440) |
| 職員享有權撥備增加 Increase in provision for staff entitlements | | **1,343,328** | 1,481,105 |
| 其他應付款及應計費用減少 Decrease in other payables and accruals | | **(948,335)** | (1,044,611) |
| 預收政府補助增加 / (減少) Increase/(decrease) in Government subventions received in advance | | **2,290,766** | (7,378,931) |
| 預收訴訟基金補助增加 Increase in Litigation Fund subventions received in advance | | **5,092,473** | - |
| **營運活動所得 / (所用) 現金淨額 Net cash generated from/(used in) operating activities** | | **25,215,625** | (4,240,119) |
| **投資活動 Investing activities** | | | |
| 已收利息 Interest received | | **962,192** | 632,631 |
| 支付購置物業、機器及設備款項 Payment for the purchase of property, plant and equipment | | **(3,018,329)** | (1,449,113) |
| 清理物業、機器及設備所得款項 Proceeds from disposal of property, plant and equipment | | **46,400** | 4,455 |
| 原存款期超過三個月的銀行存款(新增) / 到期 (Increase)/decrease in bank deposits with original maturity over three months | | **(35,000,000)** | 20,000,000 |
| **投資活動 (所用) / 所得現金淨額 Net cash (used in)/generated from investing activities** | | **(37,009,737)** | 19,187,973 |
| **現金及現金等價物 (減少) / 增加 (Decrease)/increase in cash and cash equivalents** | | **(11,794,112)** | 14,947,854 |
| **年初之現金及現金等價物 Cash and cash equivalents at beginning of the year** | | **69,626,043** | 54,678,189 |
| **年末之現金及現金等價物 Cash and cash equivalents at end of the year** | 11 | **57,831,931** | 69,626,043 |

第 64 至第 88 頁的附註屬本財務報表的一部分。 The notes on pages 64 to 88 form part of these financial statements.

# 財務報表附註
# NOTES TO THE FINANCIAL STATEMENTS

*(以港幣列示 Expressed in Hong Kong dollars)*

## 1. 一般資料

競爭事務委員會（「競委會」）為一個根據《競爭條例》（《條例》）（第 619 章）成立的獨立法定團體，以負責執行《條例》。競委會的功能及權限詳載於《條例》第 130 及 131 條。競委會致力推動有利於自由貿易、高效率及創新的競爭環境，期為消費者帶來更多選擇、更佳價格與更具質素的商品及服務。競委會的註冊辦事處設於香港黃竹坑黃竹坑道 8 號 South Island Place 19 樓。

根據《條例》附表 5 第 22 條，競委會獲豁免《稅務條例》下的徵稅。

## 2. 主要會計政策

### (a) 遵例聲明

本財務報表已根據香港會計師公會頒布的《香港財務報告準則》而編制。此統稱包括所有適用的個別香港財務報告準則，香港會計準則及詮釋，以及香港公認會計原則。競委會所採納之主要會計政策載於下文。

香港會計師公會頒布了若干新訂和經修訂的《香港財務報告準則》，並於競委會本年度的會計期間開始生效或可供提早採用。競委會初始應用與競委會有關的新訂和經修訂的準則所引致本年度和以往會計期間的任何會計政策變動，已於本財務報表內反映，有關資料載列於附註 2(c)。

## 1. General information

Competition Commission ("the Commission") is established under the Competition Ordinance ("the Ordinance"), Cap. 619, as an independent statutory body tasked with the functions to enforce the Ordinance. The functions and powers of the Commission are stipulated in Sections 130 and 131 of the Ordinance. The Commission is committed to promoting a competitive environment that is conductive to free flow of trade, efficiency and innovation that brings more choices and better quality and prices of goods and services to consumers. The address of its registered office is 19/F, South Island Place, 8 Wong Chuk Hang Road, Wong Chuk Hang, Hong Kong.

The Commission is exempt from taxation in respect of the Inland Revenue Ordinance in accordance with Schedule 5 of Section 22 of the Ordinance.

## 2. Significant accounting policies

### (a) Statement of compliance

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

The HKICPA has issued certain new and revised HKFRSs that are first effective or available for early adoption for the current accounting period of the Commission. Note 2(c) provides information on any changes in accounting policies resulting from initial application of these developments to the extent that they are relevant to the Commission for the current and prior accounting periods reflected in these financial statements.

## 財務報表附註
## NOTES TO THE FINANCIAL STATEMENTS

*(以港幣列示 Expressed in Hong Kong dollars)*

### 2. 主要會計政策（續）

#### (b) 財務報表編制基準

本財務報表乃採用歷史成本計量基準編制。

本財務報表是以港元呈列，而港元同樣是競委會的功能貨幣。

在編制符合《香港財務報告準則》的財務報表時，管理層須作出影響會計政策的應用，以及資產、負債、收入和支出的報告數額的判斷、估計和假設。這些估計和相關假設是管理層根據以往經驗和因應當時情況認為合理的各項其他因素作出的，其結果會作為判斷不能從其他途徑顯而得知的資產與負債帳面值的基礎。實際結果可能有別於估計數額。

管理層會不斷審閱各項估計和相關假設。如果會計估計的修訂只是影響某一期間，其影響便會在該期間內確認；如果修訂對當前和未來期間均有影響，則在作出修訂的期間和未來期間確認。

#### (c) 會計政策變動

香港會計師公會頒布了多項在競委會當前會計期間首次生效的新準則及修訂。其中，《香港財務報告準則》第 9 號「*金融工具*」與競委會財務報表相關，但其採用對競委會財務報表並無重大影響。

競委會並無採用任何於本會計期間尚未生效的新訂準則或詮釋。

### 2. Significant accounting policies (continued)

#### (b) Basis of preparation of the financial statements

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

The financial statements are presented in Hong Kong dollars ("HK$"), which is the same as the functional currency of the Commission.

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 expenditure. 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 the 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.

#### (c) Changes in accounting policies

The HKICPA has issued a number of new HKFRSs and amendments to HKFRSs that are first effective for the current accounting period of the Commission. Of these, HKFRS 9, *Financial instruments* is relevant to the Commission's financial statements. There is no significant impact on the financial statements of the Commission as a result of the adoption of HKFRS 9.

The Commission has not applied any new standard or interpretation that is not yet effective for the current accounting period.

## 財務報表附註
## NOTES TO THE FINANCIAL STATEMENTS

*(以港幣列示 Expressed in Hong Kong dollars)*

### 2. 主要會計政策（續）

**(d) 物業、機器及設備**

物業、機器及設備乃按成本值扣除累積折舊和累積減值虧損入帳。物業、機器及設備項目之成本包括其購買價值，以及任何使該資產達致其可使用狀況和地點作擬定用途之直接歸屬性成本。在建項目成本包括未完成之資本性項目的成本，已完成項目的成本會撥入相關的資產類別。維修及保養費用於產生期間在收支項目內扣除。

折舊乃按物業、機器及設備的成本值扣除其估計殘值（如有），再除以其估計可使用年期以直線法撇銷：

| | |
|---|---|
| 租賃物業裝修 | 按租賃期或三年（以較短者為準） |
| 辦公室設備 | 三年 |
| 電腦硬件及軟件 | 三年 |
| 傢俬及固定裝置 | 三年 |
| 汽車 | 五年 |

在建工程在完成及投入運作前不作折舊。

資產的可使用期限及殘值（如有）會於每年予以檢討。

### 2. Significant accounting policies (continued)

**(d) Property, plant and equipment**

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses. The cost of an item of property, plant and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use. The costs of project-in-progress comprise expenditure of capital projects not yet completed. Costs of completed projects are transferred to the appropriate asset category. Repairs and maintenance are charged to the income and expenditure account during the period in which they are incurred.

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

| | |
|---|---|
| Leasehold improvements | Shorter of the lease term or 3 years |
| Office equipment | 3 years |
| Computer hardware and software | 3 years |
| Furniture and fixtures | 3 years |
| Motor vehicles | 5 years |

No provision for depreciation is made for project-in-progress until such time when the assets are substantially completed and ready for use.

Both the useful life of an asset and its residual value, if any, are reviewed annually.

## 財務報表附註
## NOTES TO THE FINANCIAL STATEMENTS
*(以港幣列示 Expressed in Hong Kong dollars)*

### 2. 主要會計政策（續）

**(d) 物業、機器及設備（續）**

競委會在每個呈報期末審閱物業、機器及設備的帳面值，以確定有否減值跡象。若資產或其所歸屬的現金產生單位的帳面值超過可收回金額，減值虧損會在收支項目中確認。資產或所附屬的現金產生單位的可回收金額是其公允值減清理費用與使用價值兩者中的較高額。在評估使用值時，估計未來現金流量會按貼現率貼現至現值，而該貼現率應反映市場當時所評估的貨幣時間價值和該資產的獨有風險。假如用以釐定可回收數額的估計基準出現利好的變化，有關的減值虧損便會撥回。

報廢或出售任何物業、機器及設備所產生的損益以出售所得淨額與資產的帳面值之間的差額釐定，並於報廢或出售日在收支項目中確認入帳。

**(e) 營運租賃費用**

當租約之條款實質上將所有權之絕大部分風險及回報轉移至承租人，該租約即歸類為融資租賃。所有其他租約均歸類為營運租賃。

營運租賃下的應付租金於有關租約年期按直線法在收支項目中扣除。

**(f) 應收款**

應收款於競委會擁有無條件接納價款之權利時確認。假若僅在該價款到期之前需要經過一段時間支付，獲得該價款的權利會被視為無條件的。

### 2. Significant accounting policies (continued)

**(d) Property, plant and equipment (continued)**

The carrying amounts of property, plant and equipment are reviewed for indications of impairment at the end of each reporting period. An impairment loss is recognised in the income and expenditure account if the carrying amount of an asset, or the cash-generating unit to which it belongs, exceed its recoverable amount. The recoverable amount of an asset, or of the cash-generating unit to which it belongs, is the greater of its fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the assets. An impairment loss is reversed if there has been a favourable change in the estimates used to determine the recoverable amount.

Gains or losses arising from the retirement or disposal of an item of property, plant and equipment are determined as the difference between the net disposal proceeds and the carrying amount of the item and are recognised in the income and expenditure account on the date of retirement or disposal.

**(e) Operating lease charges**

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Rentals payable under operating leases are charged to the income and expenditure account on a straight-line basis over the term of the relevant lease.

**(f) Receivables**

A receivable is recognised when the Commission has an unconditional right to receive consideration. A right to receive consideration is unconditional if only the passage of time is required before payment of that consideration is due.

## 財務報表附註
## NOTES TO THE FINANCIAL STATEMENTS

*(以港幣列示 Expressed in Hong Kong dollars)*

### 2. 主要會計政策（續）

**(f) 應收款（續）**

應收款項採用實際利息法減去信貸損失準備，按攤銷成本列示，具體如下：

*(A) 自 2018 年 4 月 1 日起適用的政策*

損失準備的計量金額與整個期限的預期信用損失相等，即在應收款預計生命週期內預計發生的損失。該損失準備之估量是基於競委會歷史信用損失經驗的撥備矩陣進行，並根據債務人特有的因素進行調整，同時對報告日當前和預測的整體經濟狀況進行評估。

至於所有其他金融工具，競委會會為等同於 12 個月預期信用損失額作損失準備，除非金融工具的信用風險自初始確認後大幅增加，為此，損失準備將按等同於整個生命週期的預期信用損失的金額計量。

預期信用損失在每個報告日重新計量，其金額的任何變動均在損益中確認為減值收益或虧損。競委會確認減值收益或虧損，並通過損失準備帳戶對其帳面值進行相應調整。

應收款的帳面總值在沒有實際可收回的情況下予以撇銷（部分或全部）。當競委會確定債務人沒有資產或收入來源可以產生足夠的現金流來償還撇銷金額時，通常就屬於這種情況。

### 2. Significant accounting policies (continued)

**(f) Receivables (continued)**

Receivables are stated at amortised cost using the effective interest method less allowance for credit losses as determined below:

*(A) Policy applicable from 1 April 2018*

The loss allowance is measured at an amount equal to lifetime expected credit losses ("ECLs"), which are those losses that are expected to occur over the expected life of the receivables. The loss allowance is estimated using a provision matrix based on the Commission's historical credit loss experience, adjusted for factors that are specific to the debtors and an assessment of both the current and forecast general economic conditions at the reporting date.

For all other financial instruments, the Commission recognises a loss allowance equal to 12-month ECLs unless there has been a significant increase in credit risk of the financial instrument since initial recognition, in which case the loss allowance is measured at an amount equal to lifetime ECLs.

ECLs are remeasured at each reporting date with any changes recognised as an impairment gain or loss in profit or loss. The Commission recognises an impairment gain or loss with a corresponding adjustment to the carrying amount of receivables through a loss allowance account.

The gross carrying amount of receivable is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Commission determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off.

## 財務報表附註
## NOTES TO THE FINANCIAL STATEMENTS

*(以港幣列示 Expressed in Hong Kong dollars)*

### 2. 主要會計政策（續）

#### (f) 應收款（續）

*(B) 2018 年 4 月 1 日之前適用的政策*

呆壞帳減值虧損在具有客觀的減值證據時確認，並以金融資產的帳面金額與其原有實際利率貼現（如果貼現會造成重大的影響）的預計未來現金流量之間的差額計量。減值的客觀證據包括競委會注意到影響資產的估計未來現金流量的事件，如債務人出現重大財務困難的可觀察數據。

可收回性被視為可疑但並非完全沒有可能收回的情況下，應收款的減值虧損會採用撥備帳來記錄。當競委會認為收回的可能性極低時，被視為不可收回的數額會直接沖銷應收款，與該債務有關而在撥備帳內持有的任何數額也會轉回。其後收回早前計入撥備帳的數額及其後收回早前直接沖銷的數額會在收支項目內確認。

#### (g) 應付款

應付款初值按公允價值確認，其後按攤銷成本列帳；除非在貼現的影響非常微小時，則按成本列帳。

### 2. Significant accounting policies (continued)

#### (f) Receivables (continued)

*(B) Policy applicable prior to 1 April 2018*

Impairment losses for bad and doubtful debts were recognised when there was objective evidence of impairment and were measured as the difference between the carrying amount of the financial asset and the estimated future cash flows, discounted at the asset's original effective interest rate where the effect of discounting is material. Objective evidence of impairment included observable data that came to the attention of the Commission about events that had an impact on the asset's estimated future cash flows such as significant financial difficulty of the debtor.

Impairment losses for receivables whose recovery was considered doubtful but not remote were recorded using an allowance account. When the Commission was satisfied that recovery was remote, the amount considered irrecoverable was written off against the receivable directly and any amounts held in the allowance account relating to that debt were reversed. Subsequent recoveries of amounts previously charged to the allowance account and subsequent recoveries of amounts previously written off directly were recognised in the income and expenditure account.

#### (g) Payables

Payables are initially recognised at fair value and subsequently stated at amortised cost unless the effect of discounting would be immaterial, in which case they are stated at cost.

# 財務報表附註
# NOTES TO THE FINANCIAL STATEMENTS

*(以港幣列示 Expressed in Hong Kong dollars)*

## 2. 主要會計政策（續）

### (h) 現金及現金等價物

現金及現金等價物包括銀行存款及現金、存放於銀行及其他財務機構的活期存款，及短期和高流動性的投資，此等投資可隨時換算為已知的現金額，價值變動的風險不大，及於存放後三個月內到期。

### (i) 僱員福利

*(i) 僱員假期、約滿酬金及其他享有權*

僱員可享有的年假、約滿酬金和其他享有權在該等福利累計時確認。因僱員已提供服務而產生的未放取年假、約滿酬金及其他享有權於呈報期末已作出撥備。

僱員可享有的病假、分娩假及侍產假於僱員休假時方予確認。

僱員福利支出會在相關服務提供時按累計基準確認為開支。

*(ii) 定額供款退休計劃*

競委會已加入一個於《強制性公積金計劃條例》下成立的強制性公積金計劃。

強制性公積金計劃之供款責任於產生時在收支項目內確認。於供款後，競委會概無其他付款的責任。該計劃之資產與競委會之資產分開存放，為一項由獨立信託人管理的基金。

## 2. Significant accounting policies (continued)

### (h) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand, demand deposits with banks and other financial institutions, and short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value, having been within three months of maturity at acquisition.

### (i) Employee benefits

*(i) Employee leave, gratuity and other entitlements*

Employee entitlements to annual leave, gratuity and other entitlements are recognised when they accrue to employees. A provision is made for the estimated liability for untaken annual leave, gratuity and other entitlements as a result of services rendered by employees up to the year end date.

Employee entitlements to sick leave, maternity leave and paternity leave are not recognised until the time of leave.

Employee benefit expenses are charged as expense on an accrual basis in the period in which the associated services are rendered.

*(ii) Defined contribution retirement scheme*

The Commission has joined and made contributions to a mandatory provident fund scheme established under the Mandatory Provident Fund Schemes Ordinance.

The obligations for contributions to mandatory provident fund scheme are recognised as an expense in the income and expenditure account as incurred. The Commission has no further payment obligation once the contributions have been paid. The assets of the scheme are held separately from those of the Commission in an independently trustee-administered fund.

## 財務報表附註
## NOTES TO THE FINANCIAL STATEMENTS
*(以港幣列示 Expressed in Hong Kong dollars)*

### 2. 主要會計政策（續）

#### (j) 撥備及或有負債

競委會須就已發生的事件承擔法律或推定責任，而履行該責任預期會導致含有經濟效益的資源外流，並且可作可靠的估計，便會就該事件或數額不定的負債計提撥備。如果貨幣時間值重大，則撥備會按預計履行責任所需資源的現值列帳。

假如含有經濟效益的資源外流的可能性較低，或是無法對有關數額作出可靠的估計，該責任便會披露為或有負債，但如果資源外流的可能性極低則除外。須視乎會否發生某宗或多宗未來事件才能確定存在與否的責任，亦會披露為或有負債，但如果資源外流的可能性極低則除外。

#### (k) 收入的確認

競委會收入確認政策詳情如下：

(i) *政府補助*

如能合理確定將收到政府補助、且競委會將會遵照附帶條件時，該政府補助會被初始確認。如該政府補助為補償競委會開支者，則在該等開支產生期間在收支帳目內有序地確認為收入。如該政府補助為指定項目者，則該補助會遞延至該指定項目相關的開支產生的期間於收支帳目中確認。

### 2. Significant accounting policies (continued)

#### (j) Provisions and contingent liabilities

Provisions are recognised for liabilities of uncertain timing or amount when the Commission has a legal or constructive obligation arising as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made. When the time value of money is material, provisions are stated at the present value of the expenditure expected to settle the obligation.

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

#### (k) Income recognition

Details of the Commission's income recognition policies are as follows:

(i) *Government subventions*

Government subventions are recognised initially when there is reasonable assurance that they will be received and that the Commission will comply with the conditions attaching to them. Government subventions that compensate the Commission for expenses incurred are recognised as income in the income and expenditure account on a systematic basis in the same periods in which the expenses are incurred. Government subventions relating to specific projects are deferred and recognised in the income and expenditure account over the period necessary to match them with the expenses that they are intended to compensate.

## 財務報表附註
## NOTES TO THE FINANCIAL STATEMENTS
*(以港幣列示 Expressed in Hong Kong dollars)*

### 2. 主要會計政策（續）

**(k) 收入的確認（續）**

*(ii) 申請費收入*

申請費收入數額僅確認至已發生並有可能收回的成本。

*(iii) 利息收入*

利息收入按照實際利率法累計確認。

**(l) 關聯人士**

*(i) 該人士或該近親家庭成員會被視為競委會的關聯人士，假若該人士：*

(a) 對競委會有控制或共同控制；

(b) 對競委會有重大影響力；或

(c) 為競委會的主要管理成員

*(ii) 在以下任何情況下，一實體會被視為與競委會有關聯：*

(a) 該實體與競委會為同一集團成員（指每個母公司，附屬公司及同系附屬公司之間互有關聯）。

(b) 一實體是另一實體的聯營公司或合營公司（或該聯營公司或合營公司與該另一實體均屬同一集團）。

### 2. Significant accounting policies (continued)

**(k) Income recognition (continued)**

*(ii) Application fee income*

Application fee income is recognised only to the extent of the costs incurred that it is probable to be recoverable.

*(iii) Interest income*

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

**(l) Related parties**

*(i) A person, or a close member of that person's family, is related to the Commission if that person:*

(a) has control or joint control over the Commission;

(b) has significant influence over the Commission; or

(c) is a member of the key management personnel of the Commission.

*(ii) An entity is related to the Commission if any of the following conditions applies:*

(a) The entity and the Commission are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).

(b) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).

## 財務報表附註
## NOTES TO THE FINANCIAL STATEMENTS
*(以港幣列示 Expressed in Hong Kong dollars)*

### 2. 主要會計政策（續）

**(l) 關聯人士（續）**

*(ii) 在以下任何情況下，一實體會被視為與競委會有關聯：（續）*

(c) 兩個實體是同一第三者的合營公司。

(d) 一實體是一第三者的合營公司而另一實體則是該第三者的聯營公司。

(e) 該實體是提供僱員離職後之福利計劃予競委會或與競委會有關聯之實體的僱員。

(f) 該實體受在 (l)(i) 項中所辨別的人士所控制或共同控制。

(g) 在 (l)(i)(a) 項中所辨別的人士而該人士對該實體有重大影響力，或該人士是該實體（或是該實體的母公司）的主要管理人員之成員。

(h) 該實體、或其所屬的一家集團的任何成員向競委會提供主要管理人員服務。

該人士的家族近親成員指在其與實體交易中預期可能影響該人士或受該人士影響的家庭成員。

### 2. Significant accounting policies (continued)

**(l) Related parties (continued)**

*(ii) An entity is related to the Commission if any of the following conditions applies: (continued)*

(c) Both entities are joint ventures of the same third party.

(d) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.

(e) The entity is a post-employment benefit plan for the benefit of employees of either the Commission or an entity related to the Commission.

(f) The entity is controlled or jointly-controlled by a person identified in (l)(i).

(g) A person identified in (l)(i)(a) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

(h) The entity, or any member of a group of which it is a part, provides key management personnel services to the Commission.

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity.

# 財務報表附註
# NOTES TO THE FINANCIAL STATEMENTS

*(以港幣列示 Expressed in Hong Kong dollars)*

## 3. 政府補助

政府補助乃指香港特別行政區政府(「政府」)對競委會的撥款，以履行《條例》實施的職責。在年內獲批的政府補助與在收支帳目內確認的政府補助對帳表如下：

## 3. Government subventions

Government subventions represent the funds granted by the Government of the Hong Kong Special Administrative Region ("the Government") for the Commission to discharge its duties under the Ordinance. Reconciliation between Government subventions granted for the year and Government subventions recognised in the income and expenditure account during the year is as follows:

| | 2019<br>港元 HK$ | 2018<br>港元 HK$ |
|---|---|---|
| **本年內獲發之政府補助**<br>**Government subventions granted for the year** | | |
| 經常補助<br>Recurrent subventions | **104,659,000** | 80,245,000 |
| 非經常補助<br>Non-recurrent subventions | **2,970,000** | - |
| | **107,629,000** | 80,245,000 |
| **往年獲取並於年內確認的政府補助（附註14）**<br>**Government subventions received in prior years and recognised during the year (Note 14)** | | |
| 經常補助<br>Recurrent subventions | **4,196,069** | 8,618,931 |
| 非經常補助<br>Non-recurrent subventions | **273,165** | - |
| | **4,469,234** | 8,618,931 |
| | **112,098,234** | 88,863,931 |
| **撥入預收政府補助（附註14）**<br>**Transfer to Government subventions received in advance (Note 14)** | | |
| 經常補助<br>Recurrent subventions | **(3,790,000)** | (1,240,000) |
| 非經常補助<br>Non-recurrent subventions | **(2,970,000)** | - |
| | **(6,760,000)** | (1,240,000) |
| **在收支帳目內確認的政府補助**<br>**Government subventions recognised in the income and expenditure account** | **105,338,234** | 87,623,931 |

## 財務報表附註
## NOTES TO THE FINANCIAL STATEMENTS

*(以港幣列示 Expressed in Hong Kong dollars)*

### 4. 訴訟基金補助 4. Litigation Fund subventions

| | 2019<br>港元 HK$ | 2018<br>港元 HK$ |
|---|---|---|
| 於年內收到的訴訟基金補助<br>Litigation Fund subventions received for the year | **28,710,000** | - |
| 撥入預收訴訟基金補助<br>Transfer to Litigation Fund subventions received in advance | **(5,092,473)** | - |
| 在收支帳目內確認的訴訟基金補助<br>Litigation Fund subventions recognised in the income and expenditure account | **23,617,527** | - |

### 5. 預收申請費 5. Application fee received in advance

| | 2019<br>港元 HK$ | 2018<br>港元 HK$ |
|---|---|---|
| 年初<br>At beginning of the year | **-** | - |
| 於年內收到的申請費<br>Application fee received during the year | **100,000** | 50,000 |
| 於收支帳目內確認的金額<br>Amount recognised in income and expenditure account | **(100,000)** | (50,000) |
| 年末<br>At end of the year | **-** | - |

因申請豁除及豁免而收到的費用會遞延至財務狀況表內確認為「預收申請費」，而與評估申請所產生的成本相同的金額會在收支帳目內確認為收入。

Fee received for the application of a decision for certain exclusions and exemptions is deferred and recognised as "Application fee received in advance" in the statement of financial position. An amount equivalent to the cost incurred for assessment of the application is recognised as income in the income and expenditure account.

## 財務報表附註
## NOTES TO THE FINANCIAL STATEMENTS

*(以港幣列示 Expressed in Hong Kong dollars)*

### 6. 其他收入 6. Other income

| | 2019 港元 HK$ | 2018 港元 HK$ |
|---|---|---|
| 清理物業、機器及設備收益<br>Gain on disposal of property, plant and equipment | **46,400** | - |
| 其他<br>Others | **257,835** | - |
| | **304,235** | - |

### 7. 職員開支 7. Staff expenses

| | 2019 港元 HK$ | 2018 港元 HK$ |
|---|---|---|
| 薪酬及其他福利<br>Salaries and other benefits | **57,526,844** | 51,776,253 |
| 強制性公積金計劃之供款<br>Contributions to mandatory provident fund scheme | **944,503** | 791,622 |
| | **58,471,347** | 52,567,875 |

### 8. 執法支出 8. Enforcement expenses

| | 2019 港元 HK$ | 2018 港元 HK$ |
|---|---|---|
| 調查支出<br>Investigation expenses | **3,613,644** | 1,419,019 |
| 訴訟支出<br>Litigation expenses | **23,564,851** | 9,886,135 |
| 其他<br>Others | **408,027** | - |
| | **27,586,522** | 11,305,154 |

## 財務報表附註
## NOTES TO THE FINANCIAL STATEMENTS

*(以港幣列示 Expressed in Hong Kong dollars)*

### 9. 物業、機器及設備 9. Property, plant and equipment

| | 租賃物業裝修 Leasehold improvements *港元 HK$* | 辦公室設備 Office equipment *港元 HK$* | 電腦硬件及軟件 Computer hardware and software *港元 HK$* | 傢俬及固定裝置 Furniture and fixtures *港元 HK$* | 汽車 Motor vehicles *港元 HK$* | 在建項目 Project-in-progress *港元 HK$* | 合計 Total *港元 HK$* |
|---|---|---|---|---|---|---|---|
| **成本 Cost** | | | | | | | |
| 於2017年4月1日 At 1 April 2017 | 8,986,436 | 1,488,285 | 14,760,333 | 587,213 | 285,677 | - | 26,107,944 |
| 購置 Additions | 41,300 | - | 770,657 | - | - | - | 811,957 |
| 清理 Disposals | - | - | (18,560) | - | - | - | (18,560) |
| 於2018年3月31日 At 31 March 2018 | 9,027,736 | 1,488,285 | 15,512,430 | 587,213 | 285,677 | - | 26,901,341 |
| **累計折舊 Accumulated depreciation** | | | | | | | |
| 於2017年4月1日 At 1 April 2017 | 8,169,289 | 1,319,444 | 11,165,913 | 542,563 | 161,883 | - | 21,359,092 |
| 折舊 Charges | 352,635 | 115,808 | 2,267,185 | 22,253 | 57,135 | - | 2,815,016 |
| 清理時撥回 Written back on disposals | - | - | (18,560) | - | - | - | (18,560) |
| 於2018年3月31日 At 31 March 2018 | 8,521,924 | 1,435,252 | 13,414,538 | 564,816 | 219,018 | - | 24,155,548 |
| **帳面值 Carrying amount** | | | | | | | |
| 於2018年3月31日 At 31 March 2018 | 505,812 | 53,033 | 2,097,892 | 22,397 | 66,659 | - | 2,745,793 |

## 財務報表附註
## NOTES TO THE FINANCIAL STATEMENTS

*(以港幣列示 Expressed in Hong Kong dollars)*

### 9. 物業、機器及設備（續） 9. Property, plant and equipment (continued)

| | 租賃物業裝修 Leasehold improvements 港元 HK$ | 辦公室設備 Office equipment 港元 HK$ | 電腦硬件及軟件 Computer hardware and software 港元 HK$ | 傢俬及固定裝置 Furniture and fixtures 港元 HK$ | 汽車 Motor vehicles 港元 HK$ | 在建項目 Project-in-progress 港元 HK$ | 合計 Total 港元 HK$ |
|---|---|---|---|---|---|---|---|
| **成本 Cost** | | | | | | | |
| 於2018年4月1日 At 1 April 2018 | 9,027,736 | 1,488,285 | 15,512,430 | 587,213 | 285,677 | - | 26,901,341 |
| 購置 Additions | - | 41,340 | 2,715,914 | - | - | 261,075 | 3,018,329 |
| 清理 Disposals | - | - | (575,570) | - | - | - | (575,570) |
| 於2019年3月31日 At 31 March 2019 | 9,027,736 | 1,529,625 | 17,652,774 | 587,213 | 285,677 | 261,075 | 29,344,100 |
| **累計折舊 Accumulated depreciation** | | | | | | | |
| 於2018年4月1日 At 1 April 2018 | 8,521,924 | 1,435,252 | 13,414,538 | 564,816 | 219,018 | - | 24,155,548 |
| 折舊 Charges | 379,359 | 51,690 | 1,509,431 | 13,388 | 57,135 | - | 2,011,003 |
| 清理時撥回 Written back on disposals | - | - | (575,570) | - | - | - | (575,570) |
| 於2019年3月31日 At 31 March 2019 | 8,901,283 | 1,486,942 | 14,348,399 | 578,204 | 276,153 | - | 25,590,981 |
| **帳面值 Carrying amount** | | | | | | | |
| 於2019年3月31日 At 31 March 2019 | 126,453 | 42,683 | 3,304,375 | 9,009 | 9,524 | 261,075 | 3,753,119 |

# 財務報表附註
# NOTES TO THE FINANCIAL STATEMENTS

*(以港幣列示 Expressed in Hong Kong dollars)*

## 10. 其他應收款、按金及預付款

## 10. Other receivables, deposits and prepayments

| | 2019<br>港元 HK$ | 2018<br>港元 HK$ |
|---|---|---|
| 其他應收款<br>Other receivables | **347,404** | 51,442 |
| 按金及預付款<br>Deposits and prepayments | **3,871,610** | 2,448,921 |
| | **4,219,014** | 2,500,363 |

除了為數 1,662,360 元（2018 年：876,000 元）的款額預計於一年後收回之外，競委會的所有其他應收款、按金及預付款預計於一年內收回或確認為費用。

All of the Commission's other receivables, deposits and prepayments are expected to be recovered or recognised as expenses within one year except for an amount of $1,662,360 (2018: $876,000), which is expected to be recovered after more than one year.

## 11. 現金及銀行結存

## 11. Cash and bank balances

| | 2019<br>港元 HK$ | 2018<br>港元 HK$ |
|---|---|---|
| 現金及銀行結存<br>Cash and bank balances | **37,831,931** | 46,626,043 |
| 原存款期不超過三個月的短期銀行存款<br>Short-term bank deposits with original maturity not more than three months | **20,000,000** | 23,000,000 |
| 現金及現金等價物<br>Cash and cash equivalents | **57,831,931** | 69,626,043 |
| 原存款期超過三個月的銀行存款<br>Bank deposits with original maturity over three months | **35,000,000** | - |
| | **92,831,931** | 69,626,043 |

# 財務報表附註
# NOTES TO THE FINANCIAL STATEMENTS

*(以港幣列示 Expressed in Hong Kong dollars)*

## 12. 職員享有權撥備

## 12. Provision for staff entitlements

| | 2019 港元 HK$ | 2018 港元 HK$ |
|---|---|---|
| 年初 At beginning of the year | **6,269,568** | 4,788,463 |
| 撥備 Provisions made | **6,026,213** | 5,644,058 |
| 取消 Forfeitures | **(541,287)** | (259,393) |
| 已支付及使用之金額 Amounts paid and utilised | **(4,141,598)** | (3,903,560) |
| 年末 At end of the year | **7,612,896** | 6,269,568 |
| 減：流動部分 Less: Current portion | **(4,521,067)** | (3,915,604) |
| 非流動部分 Non-current portion | **3,091,829** | 2,353,964 |

職員約滿酬金撥備是為支付競委會職員於合約期間或合約期末實現合約要求而得的約滿酬金、未放取年假及其他僱員享有權而設立。

Provision for staff entitlements is set up for gratuity payments, unutilised annual leave and other staff-related benefits which will be payable to employees of the Commission upon their fulfilment during the contract period or at end of the contract period.

## 13. 其他應付款及應計費用

## 13. Other payables and accruals

| | 2019 港元 HK$ | 2018 港元 HK$ |
|---|---|---|
| 其他應付款 Other payables | **2,151,006** | 2,525,897 |
| 應計費用 Accrued expenses | **684,123** | 1,260,782 |
| 其他 Others | **1,443,261** | 1,440,046 |
| | **4,278,390** | 5,226,725 |

所有其他應付款及應計費用預計於一年內結清。

All of the other payables and accruals are expected to be settled within one year.

## 財務報表附註
## NOTES TO THE FINANCIAL STATEMENTS

*(以港幣列示 Expressed in Hong Kong dollars)*

### 14. 預收政府補助 14. Government subventions received in advance

| | 2019<br>港元 HK$ | 2018<br>港元 HK$ |
|---|---|---|
| 年初<br>At beginning of the year | **19,341,069** | 26,720,000 |
| 於收支帳目內確認的金額（附註 3）<br>Amount recognised in income and expenditure account (Note 3) | **(4,469,234)** | (8,618,931) |
| 於年內收到並須於12個月內確認的補助（附註 3）<br>Subventions received during the year and to be recognised within 12 months (Note 3) | **6,760,000** | 1,240,000 |
| 年末<br>At end of the year | **21,631,835** | 19,341,069 |
| **表示 Represented by：** | | |
| 流動部分<br>Current portion | **10,060,300** | 4,341,069 |
| 非流動部分<br>Non-current portion | **11,571,535** | 15,000,000 |
| 年末<br>At end of the year | **21,631,835** | 19,341,069 |

預收政府補助是關於各個已核准作指定用途但於呈報期末後始進行的項目而預收的款項，此等款項會遞延入帳及在相關項目支出產生的期間有序地在收支帳目內確認為收入。

Government subventions received in advance represent subventions received in connection with expenditure to be incurred after the end of the reporting period for specific uses and are deferred and recognised as income in the income and expenditure account on a systematic basis in the same period in which the expenditure is incurred.

非流動部分結存指政府於 2014 年 2 月 10 日就基礎工作研究以及支援和強化初始設置而提供的額外一次性資金。

The balance under non-current portion represents an additional one-off funding granted by the Government on 10 February 2014 for conducting groundwork research and one-off expenses to support and strengthen the Commission's initial set-up.

# 財務報表附註
# NOTES TO THE FINANCIAL STATEMENTS

*(以港幣列示 Expressed in Hong Kong dollars)*

## 15. 儲備資金和補助盈餘

### (a) 儲備資金

儲備資金可作一般用途，並由競委會自主運用。於每個財政年度期末，儲備資金內未動用的政府補助總額不得超過競委會於下個財政年度之政府補助額的 25%（「儲備上限」）。除非得到商務及經濟發展局常任秘書長（工商及旅遊科）在諮詢財經事務及庫務局（庫務科）後提升儲備上限，否則超出儲備上限的部分須歸還政府。

## 15. Reserve fund and surplus subventions

### (a) Reserve fund

The reserve fund is available for general use and can be spent at the discretion of the Commission. Unspent Government subventions at the end of a financial year, which forms a part of the reserve fund, shall not exceed 25% of the Government subventions to the Commission in the following financial year ("the reserve ceiling"). The amount in excess of the reserve ceiling would be returned to the Government, unless the reserve ceiling is raised by the Permanent Secretary for Commerce and Economic Development (Commerce, Industry and Tourism) following consultation with the Financial Services and the Treasury Bureau (The Treasury Branch).

### (b) 補助盈餘 / (b) Surplus subventions

| | 2019<br>*港元 HK$* | 2018<br>*港元 HK$* |
|---|---|---|
| 保留補助盈餘（*附註i*）<br>Surplus subventions retained (*note (i)*) | **18,239,535** | 18,239,535 |
| 應付政府補助盈餘（*附註ii*）<br>Surplus subventions payable to the Government (*note (ii)*) | **7,767,955** | - |
| | **26,007,490** | 18,239,535 |

*附註：*

*(i) 政府往年批准競委會保留總額為 2,091 萬元的補助盈餘供指定用途使用，截至 2019 年 3 月 31 日仍有 1,824 萬元尚未使用。2019 年 3 月 31 日後，競委會再次向政府提交申請，並於 2019 年 8 月 8 日取得批准，保留和部署 1,824 萬元的盈餘，以應付競委會截至 2022 年 3 月 31 日止財政年度的計劃支出。*

*(ii) 根據截至 2019 年 3 月 31 日的儲備上限，超出儲備上限 7,767,955 元的盈餘將在下一財政年度歸還給政府。*

*Notes:*

*(i) In previous years, the Government approved the Commission to retain a total of $20.91 million surplus subventions for specific use and $18.24 million not yet utilised as at 31 March 2019. Subsequent to 31 March 2019, the Commission has re-submitted an application and obtained approval from the Government on 8 August 2019 to retain and deploy the surplus subventions of $18.24 million for meeting the planned expenditures of the Commission up to financial year ending 31 March 2022.*

*(ii) Based on the reserve ceiling as at 31 March 2019, the surplus in excess of the reserve ceiling amounting to $7,767,955 will be returned to the Government in the next financial year.*

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## 16. 重大關聯方交易

競委會於年內進行以下重大關聯方交易：

## 16. Material related party transactions

The Commission entered into the following material related party transactions during the year:

| | 2019<br>港元 HK$ | 2018<br>港元 HK$ |
|---|---|---|
| **主要管理人員報酬**<br>**Key management compensation** | | |
| 薪酬及其他福利<br>Salaries and other benefits | **11,853,120** | 11,177,236 |
| 強制性公積金計劃之供款<br>Contributions to mandatory provident fund scheme | **54,000** | 45,437 |
| | **11,907,120** | 11,222,673 |
| **競委會委員酬金**<br>**Honorarium to Commission members** | **4,060,000** | 3,880,000 |
| 為資訊科技相關服務而向其他政府部門報銷之費用<br>Cost reimbursement to other Government departments for IT related services | **47,158** | 33,226 |

所有涉及競委會委員及主要管理人員可能持有權益的機構的貨品採購及服務交易，均是在日常業務過程中按照競委會的財務責任及正常採購程序進行。

All transactions related to the procurement of goods and services involving organisations in which a member of the Commission and key management personnel may have an interest are conducted in the normal course of business and in accordance with the Commission's financial obligations and normal procurement procedures.

## 17. 承擔

**(a) 於 2019 年 3 月 31 日未償付而又未在財務報表內提撥準備的資本承擔如下：**

## 17. Commitments

**(a) Capital commitments outstanding at 31 March 2019 not provided for in the financial statements were as follows:**

| | 2019<br>港元 HK$ | 2018<br>港元 HK$ |
|---|---|---|
| 已訂約<br>Contracted for | **2,421,209** | - |

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### 17. 承擔（續）

**(b) 於 2019 年 3 月 31 日，不可撤銷之經營租賃在日後應付的最低租賃承擔總額如下：**

### 17. Commitments (continued)

**(b) At 31 March 2019, the total future minimum lease payments under non-cancellable operating leases are payable as follows:**

| | 2019<br>*港元 HK$* | 2018<br>*港元 HK$* |
|---|---|---|
| 一年內<br>Within 1 year | **6,649,200** | 5,867,184 |
| 一年後但五年內<br>After 1 year but within 5 years | **23,506,560** | 1,955,728 |
| 五年以上<br>More than 5 years | **5,876,640** | - |
| | **36,032,400** | 7,822,912 |

競委會在營運租賃下租入的物業，初步租約為期 3 至 6 年，另可選擇續租。此租賃不包括或然租金。

The Commission leases properties under operating leases, which run for an initial period of 3 to 6 years with an option to renew the lease. The leases do not include contingent rentals.

### 18. 財務風險管理和金融工具的公允值

競委會之主要財務工具包括銀行結存，其作用為維持競委會之營運。競委會亦有其他由營運產生的金融工具，包括其他應收款、按金、其他應付款及應計費用、預收政府補助以及補助盈餘。競委會因其日常運作而承受信貸風險以及流動資金風險。競委會一般沿用保守策略以將競委會所面對之風險降至最低。

### 18. Financial risk management and fair value of financial instruments

The Commission's principal financial instrument comprises bank balances, of which the purpose is to maintain the Commission's operations. The Commission has other financial instruments, such as other receivables, deposits, other payables, accruals, Government subventions received in advance and surplus subventions, which arise directly from its operations. The Commission is exposed to credit risk and liquidity risk which arise directly from its activities. The Commission generally adopts conservative strategies on the Commission's risk management and limits the Commission's exposure to these risks to a minimum.

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### 18. 財務風險管理和金融工具的公允值（續）

#### (a) 信貸風險

信貸風險指交易對手未能履行其償還應付競委會款項之責任而導致競委會蒙受損失之風險。競委會所面對的信貸風險主要來自存放於信貸評級良好及最小信貸風險的金融機構之銀行結存。

競委會就其金融資產所承受的信貸風險即為該等金融資產於呈報期末的帳面值。競委會並無就此等金融資產持有任何抵押品。

#### (b) 流動資金風險

競委會的政策為定期監察其現時及預期的流動資金需求，以確保其維持足夠現金儲備以應付短期及較長期之流動資金需要。

於呈報期末，競委會依據其帳目內金融負債之最早結算日期計算，餘下未貼現之合約到期日概述如下：

### 18. Financial risk management and fair value of financial instruments (continued)

#### (a) Credit risk

Credit risk refers to the risk that a counterparty will default on its obligations to repay the amounts due to the Commission resulting in a loss to the Commission. The Commission's credit risk is primarily attributable to bank balances, which are deposited with financial institutions in Hong Kong with sound credit ratings and minimal credit exposure.

The maximum exposure to credit risk of the Commission's financial assets represents their carrying amounts at the end of the reporting period. The Commission does not hold any collateral over these assets.

#### (b) Liquidity risk

The Commission's policy is to regularly monitor its current and expected liquidity requirements to ensure that it maintains sufficient reserves of cash to meet its liquidity requirements in the short and longer term.

The remaining undiscounted contractual maturity profile of the Commission's financial liabilities at the end of the reporting period, based on the earliest date on which the Commission is required to settle is summarised below:

| | *2019*<br>*未貼現合約現金流*<br>Contractual undiscounted cash outflow | | | |
|---|---|---|---|---|
| | 一年以下或即時到期<br>Within 1 year or on demand<br>*港元 HK$* | 一年以上但五年以下<br>More than 1 year but less than 5 years<br>*港元 HK$* | 合計<br>Total<br>*港元 HK$* | 帳面金額<br>Carrying amount<br>*港元 HK$* |
| 職員享有權撥備<br>Provision for staff entitlements | 4,521,067 | 3,091,829 | 7,612,896 | 7,612,896 |
| 其他應付款及應計費用<br>Other payables and accruals | 4,278,390 | - | 4,278,390 | 4,278,390 |
| 預收政府補助<br>Government subventions received in advance | 10,060,300 | 11,571,535 | 21,631,835 | 21,631,835 |
| 預收訴訟基金補助<br>Litigation Fund subventions received in advance | 5,092,473 | - | 5,092,473 | 5,092,473 |
| 補助盈餘<br>Surplus subventions | 26,007,490 | - | 26,007,490 | 26,007,490 |
| | **49,959,720** | **14,663,364** | **64,623,084** | **64,623,084** |

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### 18. 財務風險管理和金融工具的公允值（續）

### (b) 流動資金風險（續）

### 18. Financial risk management and fair value of financial instruments (continued)

### (b) Liquidity risk (continued)

| | *2018*<br>*未貼現合約現金流*<br>Contractual undiscounted cash outflow | | | |
|---|---|---|---|---|
| | 一年以下或即時到期<br>Within 1 year or on demand<br>*港元 HK$* | 一年以上但五年以下<br>More than 1 year but less than 5 years<br>*港元 HK$* | 合計<br>Total<br>*港元 HK$* | 帳面金額<br>Carrying amount<br>*港元 HK$* |
| 職員享有權撥備<br>Provision for staff entitlements | 3,915,604 | 2,353,964 | 6,269,568 | 6,269,568 |
| 其他應付款及應計費用<br>Other payables and accruals | 5,226,725 | - | 5,226,725 | 5,226,725 |
| 預收政府補助<br>Government subventions received in advance | 4,341,069 | 15,000,000 | 19,341,069 | 19,341,069 |
| 補助盈餘<br>Surplus subventions | 18,239,535 | - | 18,239,535 | 18,239,535 |
| | **31,722,933** | **17,353,964** | **49,076,897** | **49,076,897** |

### (c) 貨幣風險

競委會所有的交易均以港元計價，競委會因而沒有承受重大的貨幣風險。

### (c) Currency risk

The Commission has no significant exposure to currency risk as substantially all of the Commission's transactions are denominated in Hong Kong dollars.

### (d) 資本管理

競委會在管理資金時，基本目的是確保競委會的持續運作能力。競委會的整體策略與過往年度維持不變。

### (d) Capital management

The Commission's primary objectives when managing its funds are to safeguard the Commission's ability to continue as a going concern. The Commission's overall strategy remains unchanged from prior year.

### (e) 公允值計量

競委會的金融工具按成本或攤銷成本列帳的帳面值與其於 2019 年及 2018 年 3 月 31 日的公允值並無重大差異。

### (e) Fair value measurement

The carrying amounts of the Commission's financial instruments carried at cost or amortised cost are not materially different from their fair values as at 31 March 2019 and 2018.

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### 19. 截至 2019 年 3 月 31 日止年度會計期間已頒佈但尚未生效的修訂、新準則及詮釋可能帶來的影響

截至本財務報表刊發日期止，香港會計師公會已頒布若干項修訂、新準則及詮釋，惟於截至 2019 年 3 月 31 日止年度尚未生效，本財務報表並沒有採納該等新準則。這些準則變化包括下列可能與競委會有關的項目。

### 19. Possible impact of amendments, new standards and interpretations issued but not yet effective for the year ended 31 March 2019

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 2019 and which have not been adopted in these financial statements. These include the following which may be relevant to the Commission.

| | 在以下日期或之後開始的會計期間生效<br>Effective for accounting periods beginning on or after |
|---|---|
| 《香港財務報告準則》第16號 「*租賃*」<br>HKFRS 16, *Leases* | 2019年1月1日<br>1 January 2019 |

競委會現正評估此等修訂、新準則及詮釋對首次應用期間的預期影響。至目前為止，競委會已識別了新準則的若干方面可能對財務報表造成重大影響。有關預期影響的進一步詳情於下文論述。儘管針對《香港財務報告準則》第 16 號的評估已大致完成，但初始採用該等準則的實際影響可能有所不同，因為截至目前已完成的評估是基於競委會現時可取得的資料。在該準則於競委會截至 2020 年 3 月 31 日止年度財務報告初始採用前，競委會可能會識別更多的影響。競委會可能會改變其對會計政策的選擇，包括過渡方案，直至相關準則初始應用於該財務報告中。

The Commission is in the process of making an assessment of what the impact of these amendments, new standards and interpretations is expected to be in the period of initial application. So far the Commission has identified some aspects of HKFRS 16 which may have a significant impact on the financial statements. Further details of the expected impacts are discussed below. While the assessment has been substantially completed for HKFRS 16, the actual impact upon the initial adoption of the standard may differ as the assessment completed to date is based on the information currently available to the Commission, and further impacts may be identified before the standard is initially applied in the Commission's financial statements for the year ending 31 March 2020. The Commission may also change its accounting policy elections, including the transition options, until the standard is initially applied in the financial statements.

#### 《香港財務報告準則》第 16 號，「*租賃*」

如附註 2(e) 所披露，競委會現時將作為承租人訂立的所有租約劃歸為經營租賃。

預期應用新會計模式將導致資產及負債均有所增加，及影響租約期間於收支帳目內確認開支的時間。

#### HKFRS 16, *Leases*

As disclosed in note 2(e), currently the Commission classifies all the leases entered as lessee into operating leases.

The application of the new accounting model is expected to lead to an increase in both assets and liabilities and to impact on the timing of the expense recognition in the income and expenditure account over the period of the lease.

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### 19. 截至 2019 年 3 月 31 日止年度會計期間已頒佈但尚未生效的修訂、新準則及詮釋可能帶來的影響（續）

《香港財務報告準則》第 16 號於 2019 年 1 月 1 日或之後開始的年度生效。競委會計劃選用經修訂的追溯法來應用《香港財務報告準則》第 16 號，並將首次應用的累積影響確認為對 2019 年 4 月 1 日權益期初結餘的調整，且不會重述比較資料。根據附註 17(b) 的披露，於 2019 年 3 月 31 日，競委會簽訂不可撤銷經營租約項下的物業其未來最低租賃款將為 36,032,400 元。初始應用《香港財務報告準則》第 16 號後，租賃負債及相應的使用權資產於 2019 年 4 月 1 日的期初結餘將根據貼現影響進行調整。

### 19. Possible impact of amendments, new standards and interpretations issued but not yet effective for the year ended 31 March 2019 (continued)

HKFRS 16 is effective for annual periods beginning on or after 1 January 2019. The Commission plans to elect to use the modified retrospective approach for the adoption of HKFRS 16 and will recognise the cumulative effect of initial application as an adjustment to the opening balance of equity at 1 April 2019 and will not restate the comparative information. As disclosed in note 17(b), at 31 March 2019 the Commission's future minimum lease payments under non-cancellable operating leases amounted to $36,032,400 for properties. Upon the initial adoption of HKFRS 16, the opening balances of lease liabilities and the corresponding right-of-use assets will be adjusted after taking account the effects of discounting, as at 1 April 2019.




## 競爭事務委員會 COMPETITION COMMISSION

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