競爭事務委員會
COMPETITION
COMMISSION



ANNUAL REPORT
年報 2017/18

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年報封面展示的感嘆號，是由競爭事務委員會（競委會）過往數年所進行的倡導工作片段拼貼而成。隨著競委會積極執行香港的《競爭條例》，這感嘆號亦象徵著一個警示，提醒各行各業應避免從事反競爭行為，公眾人士亦應保持警覺，並向競委會舉報懷疑個案。

The graphics on the cover depict an exclamation mark formed by a collage of images showing the advocacy work of the Competition Commission (Commission) over the years. With the Commission actively enforcing the city's Competition Ordinance, the exclamation mark signifies a warning that businesses should steer clear of anti-competitive practices while members of the public should stay alert and report suspected conduct to the Commission.

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關於競爭事務委員會
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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.

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



謹此呈上競委會於 2017 年 4 月 1 日至 2018 年 3 月 31 日期間的年報。年度內競委會步入積極執法的階段，亦成為國際間新冒起的年輕成員。

I am pleased to present to you the Annual Report of the Competition Commission covering the period 1 April 2017 to 31 March 2018. This period has seen the Commission entering the stage of active enforcement and emerging as a rising young agency in the international competition arena.

競委會全面運作不足兩年，已完成兩宗合謀案件的調查，並提起訴訟。這帶出了一個強烈的訊息：競委會將不遺餘力地打擊損害消費者及整體經濟的反競爭行為。此外，廣泛的宣傳教育為我們帶來個案的舉報，這兩宗案件正突顯出倡導工作的重要性。

In less than two years of its full operation, the Commission has brought two cartel cases from investigation to litigation, driving home the message that the Commission spares no efforts in pursuing anti-competitive practices that harm consumers and the economy as a whole. These cases also highlight the importance of advocacy in bringing potential cases to the Commission's attention as a result of our extensive outreach efforts.

競委會就資訊科技界涉嫌圍標的案件首次入稟競爭事務審裁處（審裁處）後，年內第二宗入稟案件涉及十間建築工程公司，這些公司在一公共屋邨提供裝修服務時，涉嫌瓜分市場及合謀定價。在香港，居於公共屋邨的低收入家庭為數不少，相關行業的潛在反競爭行為可能造成的損害，無論在規模和對象方面，影響都極為嚴重。

Following the Commission's first bid-rigging case in relation to the IT sector, our second case before the Competition Tribunal (Tribunal) during the year concerned 10 construction and engineering companies that allegedly engaged in market sharing and price fixing in the provision of renovation services for a public rental housing estate. In Hong Kong, many low-income families live in public housing estates. Indeed, the potential anti-competitive practices involved in this sector are very significant in terms of the scale and the people affected.

這兩宗案件所涉及的行為，亦即圍標、瓜分市場及合謀定價，均是競爭法重點打擊的行為，對消費者的潛在影響至深，引起了公眾的廣泛關注。案件在審裁處的進展，對確立司法判例亦具重要意義。判例將對《條例》作出詮釋，為商界、法律界及競委會日後的執法工作提供指引。我們日後的工作重點，將繼續是打擊會對競爭及消費者帶來重大損害的合謀行為。但這不會是唯一的重點，對於濫用相當程度市場權勢的個案，競委會亦絕不會迴避，只要證據確鑿，便會根據「第二行為守則」入稟法庭。

The types of conduct involved in these initial cases i.e. bid-rigging, market sharing and price fixing are the cardinal sins of competition law with the greatest potential consumer impact attracting significant public interest. The advancement of the two litigations in the Tribunal is also significant in establishing judicial precedents that interpret the Ordinance and provide guidance to the Commission's enforcement, as well as the business and legal communities. Our primary, but not exclusive, focus will continue to be on hard core cartels, which tend to present the greatest harm to competition and consumers. Having said that, the Commission will not shy away from bringing abuse of substantial market power cases under the Second Conduct Rule where the facts support them.

年內另一個重要的里程碑，是競委會就首個集體豁免命令的申請作出決定。該申請與定期班輪行業的各類協議有關，主要包括船舶共用協議（Vessel Sharing Agreements 簡稱「VSA」）及自願討論協議（Voluntary Discussion Agreements 簡稱「VDA」）。

Another significant milestone during the year was our decision on the application for the first block exemption order (BEO). The application concerned various agreements in place in the liner shipping industry, principally Vessel Sharing Agreements (VSAs) and Voluntary Discussion Agreements (VDAs).

香港乃公認為重要的航運貿易樞紐，定期班輪及相關行業為本港帶來重大的經濟得益。在競委會考慮該項申請的過程中，有航運公司聲稱，若有關協議不獲豁免，便會撤出香港的船運市場。儘管面對著壓力及挑戰，競委會緊跟法律規定，在詳細分析後作出決定，就航運公司之間的船舶共用協議發出集體豁免命令，容許航運公司在不超過指定市場佔有率的情況下，在營運的某些方面可繼續合作。競委會沒有就自願討論協議發出集體豁免命令，原因是有關活動未能獲證明符合經濟效率豁除的條件。是項決定並沒有被帶上法庭興訟質疑，似乎表明了縱使這決定不能讓所有人感到滿意，但作出決定的過程均被接納為公平合理。

Hong Kong is recognised as an important maritime trading hub with the liner shipping and related industries providing significant economic benefits for the territory. During the course of considering the application, some shipping companies expressed that they would pull out of Hong Kong if the BEO in respect of the liner shipping industry was not granted. Despite the pressure and challenges, the Commission stayed close to the law and based its decision on its thorough analysis, granting a BEO for VSAs between liner shipping companies permitting lines to continue cooperating on certain aspects of their operations, subject to a market share limit. The Commission declined to grant a BEO for VDAs as it was not demonstrated that the relevant activities met the terms of efficiency exclusion. As it turned out, the Commission's decision was not challenged in court. This would seem to indicate that while some parties would no doubt be unhappy with the decision, the process that led to the decision was accepted to be a fair one.

主席的話
CHAIRPERSON'S STATEMENT

在作出決定後，競委會留意到，所有涵蓋香港的自願討論協議最終已停止運作，包括一些實行多年的國際性協議。對於像競委會般年資尚淺的執法機構而言，這些正面的進展確實令人鼓舞。

Following the Commission's decision, it was noted that all of the VDAs which previously covered Hong Kong have eventually ceased operation, including international VDAs which had been in place for a number of years. These positive developments are indeed encouraging, especially for a young agency like us.

當執法行動佔據報章頭條、引起公眾關注的同時，制訂及實施完善的競爭政策，並將其納入公共政策及規例內，同樣可發揮重要作用，令香港的競爭充滿活力。制訂政策時，如沒有充分考慮市場競爭，便可能產生有利合謀的市場條件，或窒礙各種新形式的市場競爭，影響香港經濟的健康發展。我們樂見政府越來越積極與競委會接觸，討論新政策及計劃對競爭可能做成的影響，這顯示出在制訂及執行公共政策時，對競爭的考慮正越趨重要。我們將加強這方面的倡導工作，編製競爭條例指南及安排國際競爭法專家提供培訓，以協助公營界別及政策制定者認清和評估競爭問題。

While enforcement activities understandably garner headlines and public interest, developing and applying sound competition policy, and mainstreaming them into public policies and regulations, have the potential to make just as great a difference in the vitality of competition in Hong Kong. Failure to adequately take competition into account in policy making may create market conditions conducive to collusion and prevent new forms of competition, thereby hampering the healthy development of the Hong Kong economy. The Commission has been gratified to see the government's growing willingness to engage with the Commission on possible competition implications of its new policies and schemes, indicating competition consideration plays an increasingly important role in the formulation and execution of public policy and programmes. To further advocate on this front, we are stepping up our initiatives and support for the public sector and policy makers to facilitate recognition and assessment of competition issues through tailor-made competition guidance as well as targeted training conducted by leading international competition law experts.

為了應付日漸增多的執法及訴訟工作，政府增加了對競委會的財政支持，包括訴訟工作的專用撥款，競委會對此表示感謝。我們明白必須有效運用資源，以提高執法效率。展望未來，競委會除了繼續將案件入稟法庭外，亦會嘗試透過其他執法工具去解決及糾正企業的違法行為。我們將制訂一套和解程序，並就如何獎勵在調查中合作的各方擬備指引，讓接受調查的機構或人士可選擇與競委會合作，而無需經過訴訟審訊去處理法律責任問題。另一方面，為加強阻嚇效果，在追究企業之餘，競委會將加強追究個人責任，包括向審裁處提出對違例人士施加罰款，及取消其擔任公司董事的資格。我們期望，當獎勵合作與加強阻嚇雙管齊下，競委會未來能更有效執法，營商手法及文化亦會加快改變，促進競爭。

To cope with a growing amount of enforcement and litigation activities, the Commission is grateful for the increased financial support from the government including a dedicated fund for the Commission's litigation works. The Commission is mindful that it must make effective use of its resources so as to enhance its enforcement efficiency. Going forward, while the Commission will continue to bring cases to court, we will also consider making use of other enforcement tools to resolve and remedy misconduct by businesses. We will seek to establish a settlement procedure as well as to develop a framework for rewarding cooperation in our investigations so that companies or individuals involved in the Commission's investigations have the opportunity to cooperate and resolve any liability short of having to litigate and go through a trial. On the other hand, to enhance the deterrent effect, in addition to the businesses concerned, the Commission will pursue the liability of individuals more actively, including application to the Tribunal for individual fines as well as disqualification of directors. With the two-pronged approach in place to encourage cooperation and strengthen deterrence, we look forward to more efficient and effective enforcement and accelerating changes in business culture and practices conducive to market competition.

儘管年資尚淺，競委會已嶄露頭角，開始在國際舞台上擔當領導的角色，與其他新成立機構分享經驗。競委會最近獲委任為國際競爭網絡（ICN）「競爭倡議工作小組」的聯席主席，帶領推廣以執法以外的方式促進競爭文化，而我們的倡導工作亦廣受認同，繼續贏得嘉許。此外，我們亦很高興宣布，競委會將於 2018 年 11 月首次舉辦國際競爭會議，以促進不同司法管轄區之間的經驗和知識交流，推動跨區協作。

Although still young, the Commission is emerging as an up-and-coming agency and is starting to take a leadership role in the international arena, especially in the sharing of our experience with other young jurisdictions. The Commission is honoured to be appointed as the co-chair of the International Competition Network (ICN) Advocacy Working Group with a view to promoting a competition culture through non-enforcement means. Our advocacy work has become well recognised and continues to win kudos. We are also very excited to announce that the Commission is going to organise its inaugural international conference in November 2018, reinforcing our commitment to fostering exchange of expertise and experience as well as collaboration across jurisdictions.

最後，本人衷心感謝前任行政總裁韋樂思女士，她在監督《條例》全面生效及競委會初期的執法工作，發揮了關鍵作用。我亦感謝由冼博崙先生帶領的行政團隊所付出的不懈努力，以及競委會各委員在過去一年所提供的寶貴意見。

Before I sign off, I would like to register my deep appreciation for Ms. Rose Webb, our former Chief Executive Officer who played a pivotal role overseeing the full commencement of the Ordinance and the Commission's nascent enforcement period. I would also like to thank our executive arm led by Mr. Brent Snyder for their dedicated work and my fellow Commission members for their wise counsel over the past year.

主席
胡紅玉

2018 年 9 月 24 日

Anna WU Hung-yuk
Chairperson

24 September 2018

行政總裁的話
CEO'S STATEMENT



2017/18 年度是競爭事務委員會全面運作的第二年，年內十分忙碌，但卓有成效，在宣傳倡導、提供政策意見及執法工作方面，均達致多個重要里程碑。

The Competition Commission had a very busy but fruitful second year of full operations in 2017/18. It achieved a number of important milestones across the full spectrum of its advocacy, policy, and enforcement work.

經過我們的努力，本港商界及公眾對《競爭條例》及其好處、競委會的角色以及其執法方式的認識，正日漸增加，並產生了明顯的成效。不少企業為了遵守《條例》，已修正營商手法，改變營商文化；而公眾的查詢和投訴，其數目及質素均不斷上升，讓競委會得以就多宗可能違法的個案展開調查。

As a result of our work, both the business sector and the general public in Hong Kong are increasingly aware of the Ordinance, its benefits and the Commission's role and approach in enforcing it. This increasing awareness has had demonstrable results. Businesses have made changes to their practices and culture to bring them into compliance with the Ordinance. The general public's awareness is demonstrated by the growing number and quality of complaints and enquiries received by the Commission, leading to a number of promising investigations.

倡導工作方面，由於香港實施競爭法的日子尚短，競委會的目標是先讓各界認同競爭的好處，及明白《條例》下所不容許的行為。繼第二宗案件入稟法院後，競委會在 2017 年 11 月乘勢展開打擊瓜分市場的大型活動，透過一連串不同的宣傳方式，提升社會對瓜分市場的認知，並加強偵測有關行為。此外，為進一步打擊招標及採購過程中的反競爭行

Touching first on advocacy, in a new competition regime like Hong Kong, the Commission's goal is first to instill an appreciation of the benefits of competition and educate about the limits of permissible conduct under the Ordinance. In November 2017, following the filing of its second enforcement action, the Commission launched a multi-pronged anti-market sharing campaign to enhance public understanding of the concept and to strengthen detection of such conduct through a variety of advocacy initiatives. As a further initiative to combat anti-competitive practices in tendering and procurement, the Commission published a set of model

為，競委會於 2017 年 12 月發布了一套「不合謀條款」及「不合謀投標確認書」範本，供採購人員參考，有關條款除了保障招標及採購過程外，更讓採購人員可就合謀行為作出追究。

"Non-collusion clauses" and a "Non-collusion certificate" in December 2017 in order to provide easily accessible references for procurers to safeguard procurements and permit recourse against cartel conduct.

競委會自成立以來，一直積極進行宣傳倡導的工作，但我們並不滿足於只聚焦商界及公眾的教育。過去一年，競委會利用新興及傳統平台，推出具創意的青少年計劃，廣泛接觸本港高中及大專院校學生。我們及早開始青少年教育，是因為這批年青人將會是本港第一代在競爭法下成長的消費者及商人，現時尚屬新事物的競爭法，日後將會是他們的生活常態。

The Commission has been very active in its advocacy role since inception but it is not content to focus its advocacy only on the business sector and the general public. Over the past year, the Commission has extensively reached out to senior secondary and tertiary students through creative youth programmes leveraging on both innovative and conventional platforms. It is starting youth education early because these young people are going to be the very first generation of Hong Kong consumers and businesspersons that will have grown up with a competition regime. What is still new for some will be the norm for them.

至於政策方面的工作，競委會作為本港主要的競爭事務當局，負責向政府部門及公營機構就競爭政策提供意見，並協助它們評估其工作對競爭的影響。在這方面，競委會於 2017 年 5 月發表了本港車用燃油市場的研究報告，指出有礙市場競爭的一些結構性及行為特徵，並提出解決問題的建議。

Turning next to policy, as the primary competition authority in Hong Kong, the Commission is responsible for advising the Government and public bodies on competition policy and assisting them to assess the competitive impact resulting from their work. In this regard, the Commission released its study of the local auto-fuel market in May 2017, in which the Commission identified structural and behavioural features of the market that are hindering competition and made recommendations to address those issues.

在提供政策意見方面，競委會年內繼續就各類影響香港市民日常生活的競爭事宜，與政府及公營機構溝通。競委會將進一步發揮這項職能，積極加強這方面的角色，在有關部門制定公共政策和計劃的初期，與它們密切聯繫並提供意見。

On the policy advisory front, the Commission continued to liaise with the Government and public bodies on a wide range of competition issues that affect the daily lives of the people in Hong Kong. The Commission will continue to strengthen its advisory function by playing a more active role and coordinating more closely with the public sector during the early stages of policy making and public schemes formulation.

在國際層面，競委會的角色亦正在轉變，由初期與海外同儕接觸以提升自我能力，獲益良多，至其後開始作出貢獻，甚至擔當領導角色，與其他新晉司法管轄區分享經驗。競委會的宣傳倡導活動亦繼續備受認同，在國際間被視為典範。

Internationally, the Commission's role has been evolving over the years from capacity building through engagement with international counterparts, from which it is still benefiting greatly, to making contributions and even taking a leadership role in sharing experience with other young jurisdictions. The Commission's outreach and publicity initiatives have continued to earn recognitions and are considered a model in the international enforcement community.

行政總裁的話
CEO'S STATEMENT

年內，我們繼續積極參與知名國際組織（例如國際競爭網絡 ICN）舉辦的活動及培訓計劃，競委會的代表亦在多個國際及地區性論壇上發表講話。為了進一步加強國際間的聯繫，競委會正在籌備將於 2018 年 11 月首度舉行的國際大型會議「香港競爭集思匯 2018」，屆時著名的競爭法及政策專家將匯聚於此，分享他們的意見、最佳做法及經驗，並從香港的角度討論各項競爭議題。

During the year, the Commission continued its active participation in events and training programmes by established networks such as the International Competition network (ICN) and our representatives have spoken in various international and regional forums and conferences. To further step up our international presence, the Commission is organising its inaugural international conference – the Hong Kong Competition Exchange – in November 2018 where distinguished competition law and policy experts will gather to exchange perspectives, best practices and experiences and discuss topics from a Hong Kong standpoint.

執法工作方面，競委會於 2017 年 3 月首次入稟法院，指控五間科技公司涉嫌圍標，聽取證供的聆訊在 2018 年 7 月已經完成，而結案陳詞則排期於 2018 年 9 月進行。

With respect to enforcement, the Commission filed its first ever enforcement action in March 2017. It alleges bid-rigging by five technology companies, and the hearing of evidence was completed in July 2018, with oral closing submissions scheduled for September 2018.

2017 年 8 月，競委會就第二宗案件入稟競爭事務審裁處，指控十間建築工程公司在為某公共屋邨提供裝修服務時，涉嫌瓜分市場及合謀定價。案件已定於本年 11 月開庭聆訊。

In August 2017, the Commission brought its second case to the Competition Tribunal, alleging that 10 construction and engineering companies engaged in market sharing and price fixing in relation to the provision of renovation services for a public rental housing estate. This second case is slated for trial in November this year.

在其他司法管轄區，對合謀的調查通常需時數年才能展開訴訟，競委會能在全面運作的 20 個月內對兩宗案件展開訴訟，確實令人鼓舞。有關案件將確立司法判例，為商界的行為及競委會日後的執法工作提供指引。

Cartel investigations in other jurisdictions often take years to bring to litigation so it is truly an accomplishment for the Commission to have brought two cases to litigation within just 20 months of its full operations. These cases will serve an important role in beginning to develop precedent that will guide conduct of the business community as well as our future enforcement efforts.

2017 年 8 月，競委會發出首個集體豁免命令（豁免令），宣布在符合特定條件的情況下，航運公司之間的船舶共用協議可獲得豁免，但自願討論協議則未獲豁免。豁免令發出之後，航運公司已經採取相應措施，其中包括一些公司全面退出所有自願討論協議。這首個豁免令涉及一個複雜的行業，有助各界了解競委會在評估豁免時所採用的準則及考慮因素。目前，我們亦正在審議首宗要求競委會發出決定的申請，申請人尋求《銀行營運守則》可豁除於第一行為守則之外。

In August 2017, the Commission published its first Block Exemption Order (BEO) for vessel sharing agreements between liner shipping companies subject to certain conditions, but not voluntary discussion agreements (VDAs). In the aftermath of the BEO, shipping companies have taken action to comply with the Ordinance, including by withdrawing from VDAs globally in the case of some companies. The publication of this first BEO for a complex market sector also has the benefit of providing a useful reference on the Commission's assessment criteria and considerations. Currently, the Commission is also considering its first application for decision, which seeks an exclusion from the First Conduct Rule, for the Hong Kong Code of Banking Practice.

回顧過去，確實有不錯的成績，但我們的工作仍屬起步階段，還有許多工作尚待完成。

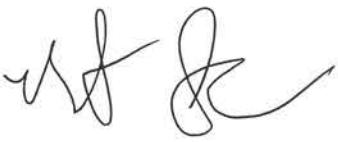
Looking back, there was much to be proud of but our work is just beginning and more remains to be accomplished.

就我個人而言，擔任競委會行政總裁一職是向前邁進了一大步。這是我加入競委會的第一個年度，這個活力十足、充滿抱負的新執法機構正準備迎接更多挑戰、爭取更多經驗，能在這時刻加入競委會，我感到既興奮又榮幸。競委會在成立的短短數年間，已顯示出其潛力及創新精神，我對於競委會能在短期內取得如此佳績，感到十分讚嘆。

On a personal note, the biggest development is the fact that I am now the CEO of the Commission. This is my first year with the Commission, and it is an exciting honour to join such a robust and ambitious young agency at a stage where it is starting to take on many challenges and gain more experience. The Commission has shown itself to be very promising and innovative during its start-up years, and I am truly impressed by how much it has accomplished in such a short period of time.

最後，我謹在此感謝胡紅玉主席、前任行政總裁韋樂思女士及已故前行政總裁 Stanley Wong 博士，現任及卸任的各位委員，還有出色的員工團隊，他們為促進並維護競爭的工作所作出的努力及取得的成果。我們亦感謝商務及經濟發展局一如既往的支持。我期待抓緊機遇，迎接前路的挑戰，為香港市民帶來轉變，切實體現競爭的好處。

In closing, I would like to express my gratitude and appreciation to Chairperson Anna Wu, my predecessors Ms. Rose Webb and the late Dr. Stanley Wong, current and previous Commission Members and the fantastic Commission staff for their dedicated work as well as the many things they have achieved in our mission to promote and safeguard competition. We also appreciate the continuing support of the Commerce and Economic Development Bureau. I look forward to the opportunities that exist, the challenges ahead and the difference we can make by bringing the many benefits of competition to everyone in Hong Kong.



行政總裁
冼博崙

2018 年 9 月 24 日



Brent SNYDER
Chief Executive Officer

24 September 2018

《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，並促使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 motivates 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.

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，行業協會及工商組織的行為、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.

《競爭條例》概覽
COMPETITION ORDINANCE AT A GLANCE

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 SCR 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 prioritizing enforcement can be found in the Commission's Enforcement Policy.

體制安排

《條例》採納司法執行模式，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罰款令的權力（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.

《競爭條例》概覽
COMPETITION ORDINANCE AT A GLANCE

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》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。

根據該政策，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 period of three years, 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 (Policy) provides an overview of the Commission's approach to leniency applications as well as a template leniency agreement.

Pursuant to the 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.

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）。

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。

EXEMPTIONS AND EXCLUSIONS

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

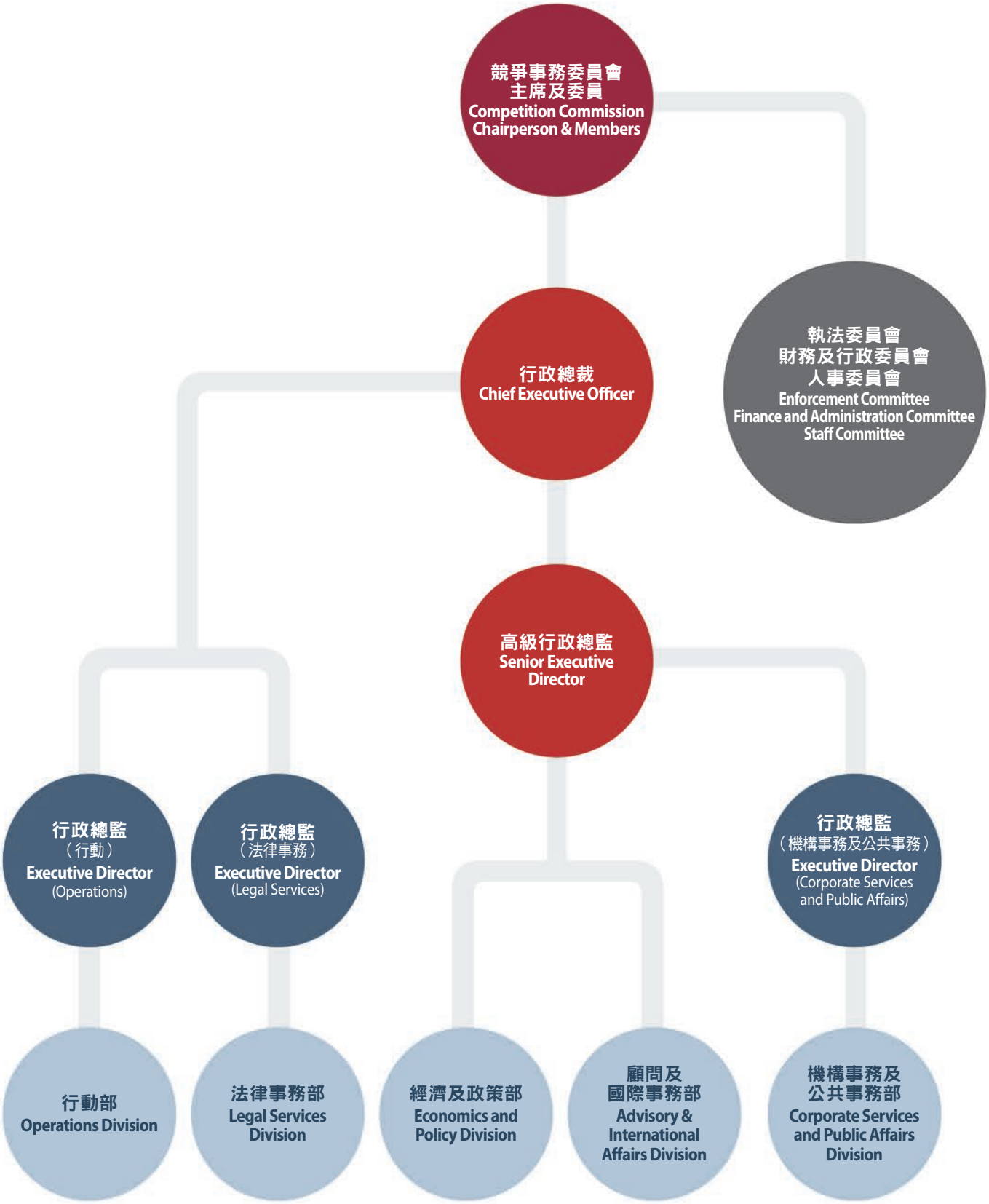
- Agreements enhancing overall economic efficiency;
- Agreements or conduct undertaken in order to comply with a legal requirement;
- Undertakings entrusted by the Government with a service of general economic interest;
- Agreements or conduct resulting in a "merger";
- Agreements or conduct of "lesser 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).

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



管理層
THE EXECUTIVES



畢仲明
Rasul BUTT
高級行政總監
Senior Executive Director

洗博崙
Brent SNYDER
行政總裁
Chief Executive Officer

史柏加
Steven PARKER
行政總監（法律事務）
Executive Director
(Legal Services)

郭恩澤
Jindrich KLOUB
行政總監（行動）
Executive Director
(Operations)

機構管治
CORPORATE GOVERNANCE

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2018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2018年3月底，競委會有14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 2018)

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 2018, the Commission has a Chairperson and 13 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.

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。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。她現時在本港及境外的大學教育，以及在替代訴訟解決糾紛的範疇均有廣泛參與。

CHAIRPERSON

Ms. Anna WU Hung-yuk, GBS, JP

Ms. Anna Wu is a lawyer admitted to the Law Society's Roll of Honour. 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 extensively involved with university education and alternative dispute resolution in and outside Hong Kong.

委員

委員兼任人事委員會主席



梁君彥議員，GBS，JP

梁君彥先生是商人，現任立法會議員、香港工業總會名譽會長、香港紡織業聯會名譽會長。

MEMBERS

Member, Chairperson of Staff Committee

The Hon Andrew LEUNG Kwan-yuen, GBS, JP

Mr. Andrew Leung is a merchant. He is a member of the Legislative Council, the Honorary Chairman of the Federation of Hong Kong Industries and the Textile Council of Hong Kong.

委員兼任財務及行政委員會主席



陳瑞娟女士

陳瑞娟女士是安永香港及澳門區主管合夥人。她現任香港稅務局服務承諾關注委員會委員，亦是香港總商會金融及財資服務委員會副主席並兼任卓妍社委員、香港崇德社法律財政事務委員會主席、香港證券及投資學會機構諮詢委員會委員、香港大學商學院會計系顧問委員會委員、以及香港科技大學新興市場研究學院顧問委員會委員。

Member, Chairperson of Finance and Administration Committee

Ms. Agnes CHAN Sui-kuen

Ms. Agnes Chan is the Managing Partner of Ernst & Young for Hong Kong and Macau. She is a member of the Inland Revenue Department Users' Committee. Ms. Chan is also the Vice Chairman of the Financial and Treasury Services Committee and an Executive Member of the Women Executives Club of the Hong Kong General Chamber of Commerce, the Chairman of the Legal and Financial Affairs Committee of the Zonta Club of Hong Kong, a member of the Corporate Advisory Council of the Hong Kong Securities and Investment Institute, a member of the Accounting Advisory Board of the Hong Kong University School of Business, and a member of the Advisory Board of the Hong Kong University of Science and Technology Institute for Emerging Market Studies.

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.



陳國威先生，MH，JP

陳國威先生是建文製衣廠董事總經理，現任水務署水資源及供水水質事務諮詢委員會及香港設計中心設計創業培育計劃評審委員會委員、香港中小型企業總商會永遠榮譽會長。陳先生曾擔任大珠三角商務委員會、工業貿易署紡織業諮詢委員會、工業貿易署中小企業發展支援基金評審委員會及公司法改革常務委員會委員。

Mr. CHAN Kwok-wai, MH, JP

Mr. Chan is the Managing Director of Kin Man Garment Factory Ltd. He is a member of the Advisory Committee on Water Resources and Quality of Water Supplies of Water Supplies Department, and a Design Admission Panel of Design Incubation Programme of Hong Kong Design Centre. Mr. Chan is the Life Honorable President of The Hong Kong General Chamber of Small & Medium Business. He was a member of The Greater Pearl River Delta Business Council, and the Textiles Advisory Board of the Trade and Industry Department, the Vetting Committee of the SME Development Fund of the Trade and Industry Department, and the Standing Committee on Company Law Reform.



鄭建韓先生，MH

鄭建韓先生是香港大學法律系副教授，專門研究競爭法和競爭政策。鄭先生現任香港政府方便營商諮詢委員會及處理航班時刻分配投訴委員會委員，此外，鄭先生亦是競爭法學會的理事會成員、美國反壟斷協會國際顧問委員會成員和芝加哥 Loyola 大學消費者反壟斷研究機構成員。

Mr. Thomas CHENG Kin-hon, MH

Mr. Thomas Cheng is an associate professor at the Faculty of Law of the University of Hong Kong. His research focuses on competition law and policy issues. He is a member of the Business Facilitation Advisory Committee and the Committee on Slots Complaints of the Hong Kong government. Mr. Cheng also serves as a member of the executive board of the Academic Society for Competition Law (ASCOLA), a member of the international advisory board of the American Antitrust Institute and the Institute for Consumer Antitrust Studies of the Loyola University Chicago.

機構管治
CORPORATE GOVERNANCE



鄭國漢教授，BBS，JP

鄭國漢教授是經濟學者，現任香港嶺南大學校長，研究領域包括應用博弈論、市場結構分析、科技創新與模仿、貨幣危機、國際貿易與投資等。鄭教授亦為「香港特別行政區行政會議成員、立法會議員及政治委任制度官員薪津獨立委員會」委員。

Prof. Leonard CHENG Kwok-hon, BBS, JP

Professor Leonard Cheng is an economist and President of the Lingnan University. His research interests are in applied game theory, market structure, technological innovation and imitation, currency crisis, international trade and investment etc. Professor Cheng is a member of the Independent Commission on Remuneration for Members of the Executive Council and the Legislature, and Officials under the Political Appointment System of the HKSAR.



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主席、香港貿易發展局理事會理事、「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，以及中小企業委員會委員。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。

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, Council member of the Hong Kong Trade Development Council, a member of the Programme Management Committee of the Dedicated Fund on Branding, Upgrading and Domestic Sales (BUD Fund) (Enterprises Support Programme) and the Small & Medium Enterprises Committee. 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.



郭珮芳女士

郭珮芳女士現任中國建設銀行（亞洲）執行董事，亦為香港銀行學會副會長、香港按揭證券有限公司董事、香港出口信用保險局成員、公共事務論壇成員、打擊洗錢及恐怖分子資金籌集（金融機構）覆核審裁處委員。

Ms. Miranda KWOK Pui-fong

Ms. Miranda Kwok is the Executive Director of China Construction Bank (Asia) Corporation. She is the Vice President of the Hong Kong Institute of Bankers, the director of Hong Kong Mortgage Corporation Limited and a member of the Hong Kong Export Credit Insurance Corporation, the Public Affairs Forum, the Anti-Money Laundering and Counter-Terrorist Financing (Financial Institutions) Review Tribunal.



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。

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.



孫永泉教授

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後研究後，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，也是香港經濟及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

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.

機構管治
CORPORATE GOVERNANCE



黃鳳嫺女士

黃鳳嫺女士現任消費者委員會總幹事，亦是消費者訴訟基金管理委員會委員、降低食物中鹽和糖委員會委員、配方粉供應鏈委員會委員、自願醫保計劃諮詢小組、地產代理監管局委員、旅行代理商諮詢委員會委員、旅遊事務署旅遊業賠償基金管理委員會委員、香港金融管理局的存款保障委員會及律政司的事務費委員會的委員。黃女士於 2015 年獲選為國際消費者聯會 (國際消聯) 副會長，國際消聯是全球消費者組織的聯盟，其成員共有 240 個來自 120 個國家的消費者組織。

Ms. Gilly WONG Fung-han

Ms. Gilly Wong is the Chief Executive of the Consumer Council. She is a member of the Consumer Legal Action Fund Management Committee, the Committee on Reduction of Salt and Sugar in Food, Committee on Supply Chain of Powdered Formula, Consultative Group on Voluntary Health Insurance Scheme, Estate Agents Authority, the Advisory Committee on Travel Agents and the Travel Industry Compensation Fund Management Board of the Tourism Commission, Deposit-taking Companies Advisory Committee of the Hong Kong Monetary Authority and the Costs Committee of the Department of Justice. In 2015, Ms. Wong was elected as Vice President of Consumers International (CI), a federation of consumer organizations worldwide with over 240 members from 120 countries.



黃傑龍先生，JP

黃傑龍先生是工程師，現職飲食機構執行董事。黃先生為最低工資委員會委員、方便營商諮詢委員會食物及相關服務業工作小組召集人、強制性公積金計劃管理局非執行董事、扶貧委員會青年教育、就業和培訓專責小組委員、黃大仙區撲滅罪行委員會主席，以及餐飲業商會「稻苗學會」會長。

Mr. Simon WONG Kit-lung, JP

Mr. Simon Wong is an engineer. He is an Executive Director of a major catering group. Mr. Wong is a member of the Minimum Wage Commission, the Convenor of Food Business and Related Services Task Force of Business Facilitation Advisory Committee, the Non-Executive Director of Mandatory Provident Fund Schemes Authority, and a member of the Commission on Poverty – Youth Education, Employment & Training Task Force. He is also the Chairman of Wong Tai Sin District Fight Crime Committee and the President of Institution of Dining Art.



王桂壎先生，BBS，JP
(就任至 2017 年 5 月 31 日)

王桂壎先生是一名律師，在一所國際律師事務所擔任主理人。除參與專業團體外，王先生亦服務其他公共事務委員會，包括：版權審裁處主席、稅務上訴委員會副主席、醫院管理局成員及香港報業評議會主席。王先生是前任香港律師會會長及現任理事，以及前任環太平洋律師會會長。

Mr. WONG Kwai-huen, BBS, JP
(Until 31 May 2017)

Mr. Wong is a solicitor working as the principal of an international law firm in Hong Kong. He is serving on the boards of a number of public bodies as well as professional bodies. They include the Chairmanship of the Copyright Tribunal, the Deputy Chairmanship of the Board of Review (Inland Revenue Ordinance), a Member of the Hospital Authority and the Chairmanship of the Hong Kong Press Council. Mr. Wong is a former president and current council member of the Law Society of Hong Kong. He was also the President of the Inter Pacific Bar Association.

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，成員是競委會另外七名委員。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 seven 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 2018 年 3 月 31 日）

郭國全先生，BBS，JP（主席）
胡紅玉女士，GBS，JP
陳家殷先生，JP
鄭建韓先生，MH
許華傑先生，MH，JP
司徒耀煒博士
黃鳳嫺女士
黃傑龍先生，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 2018)

Mr. KWOK Kwok-chuen, BBS, JP (Chairperson)
Ms. Anna WU Hung-yuk, GBS, JP
Mr. Samuel CHAN Ka-yan, JP
Mr. Thomas CHENG Kin-hon, MH
Mr. Michael HUI Wah-kit, MH, JP
Dr. Anthony William SEETO Yiu-wai
Ms. Gilly WONG Fung-han
Mr. Simon WONG Kit-lung, JP

人事委員會

人事委員會由競委會一名委員擔任主席，成員是競委會另外四名委員。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 2018 年 3 月 31 日）

梁君彥議員，GBS，JP（主席）
鄭建韓先生，MH
郭國全先生，BBS，JP
郭珮芳女士
司徒耀煒博士

Staff Committee

The SC is chaired by a Member of the Commission, with four 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 2018)

The Hon Andrew LEUNG Kwan-yuen, GBS, JP (Chairperson)
Mr. Thomas CHENG Kin-hon, MH
Mr. KWOK Kwok-chuen, BBS, JP
Ms. Miranda KWOK Pui-fong
Dr. Anthony William SEETO Yiu-wai

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，成員是競委會另外三名委員。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 2018 年 3 月 31 日）

陳瑞娟女士（主席）
陳國威先生，MH，JP
許華傑先生，MH，JP
黃傑龍先生，JP

Finance and Administration Committee

The FAC is chaired by a Member of the Commission, with three 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 2018)

Ms. Agnes CHAN Sui-kuen (Chairperson)
Mr. CHAN Kwok-wai, MH, JP
Mr. Michael HUI Wah-kit, MH, JP
Mr. Simon WONG Kit-lung, 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 11 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 11 and 3 meetings respectively. Attendance records of Members are shown as follows:

競爭事務委員會會議出席紀錄 2017年4月至2018年3月（共8次會議）

Attendance Record of Competition Commission Meetings April 2017 to March 2018 (8 meetings)

成員 Member		出席次數 No. of times present
胡紅玉女士	Ms Anna WU Hung-yuk	8
梁君彥議員	Hon Andrew LEUNG Kwan-yuen	6
陳瑞娟女士	Ms Agnes CHAN Sui-kuen	7
陳家殷先生	Mr Samuel CHAN Ka-yan	5
陳國威先生	Mr CHAN Kwok-wai	7
鄭建韓先生	Mr Thomas CHENG Kin-hon	5
鄭國漢教授	Prof Leonard CHENG Kwok-hon	7
許華傑先生	Mr Michael HUI Wah-kit	8
郭國全先生	Mr KWOK Kwok-chuen	7
郭珮芳女士	Ms Miranda KWOK Pui-fong	7
司徒耀煒博士	Dr Anthony William SEETO Yiu-wai	8
孫永泉教授	Prof SUEN Wing-chuen	4
黃鳳嫺女士	Ms Gilly WONG Fung-han	7
黃傑龍先生	Mr Simon WONG Kit-lung	6
王桂壎先生（就任至 2017 年 5 月 31 日）	Mr WONG Kwai-huen (Until 31 May 2017)	1

執法委員會會議出席紀錄 2017年4月至2018年3月（共11次會議）

Attendance Record of Enforcement Committee Meetings April 2017 to March 2018 (11 meetings)

成員 Member		出席次數 No. of times present
郭國全先生	Mr KWOK Kwok-chuen	11
胡紅玉女士	Ms Anna WU Hung-yuk	10
陳家殷先生	Mr Samuel CHAN Ka-yan	7
鄭建韓先生	Mr Thomas CHENG Kin-hon	8
許華傑先生	Mr Michael HUI Wah-kit	8
司徒耀煒博士	Dr Anthony William SEETO Yiu-wai	10
黃鳳嫺女士	Ms Gilly WONG Fung-han	9
黃傑龍先生	Mr Simon WONG Kit-lung	5

財務及行政委員會會議出席紀錄
2017年4月至2018年3月
(共3次會議)

Attendance Record of Finance and Administration Committee Meetings
April 2017 to March 2018 (3 meetings)

成員 Member		出席次數 No. of times present
陳瑞娟女士	Ms Agnes CHAN Sui-kuen	3
陳國威先生	Mr CHAN Kwok-wai	3
許華傑先生	Mr Michael HUI Wah-kit	2
黃傑龍先生	Mr Simon WONG Kit-lung	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賬戶作分流處理。於回顧年度內，競委會共收到 798 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 rapidly 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 798 general enquiries were received during the year under review.

監控機制

財務監控

競委會的運作資金主要來自政府補助，為確保公帑運用得當，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、目標及各項工作。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。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開支訂明清晰的程序、指引以及審批權，並定期撰寫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

The operations of the Commission are predominantly funded by Government subvention. To ensure public funds are spent properly, the Commission adopts a stringent financial control system with reference to that of the Government and other statutory bodies as well as non-government organisations of similar nature. The Memorandum of Administrative Arrangement signed between the Government and the Commission also provides a governing framework on 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 and targets 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. 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 compiled 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 Finance and Administration Committee quarterly and the Commission semi-annually.

機構管治
CORPORATE GOVERNANCE

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。在截至 2016 年 3 月 31 日止年度的財務報表審核完畢後，競委會就其後數年的核數工作發出正式報價建議邀請書。最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. After completion of the audit on financial statements for the year ended 31 March 2016, a formal invitation for quotation and proposal for the audit for subsequent financial years was conducted. KPMG was then 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 was updated from time to time based on notifications by respective Members in addition to 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. When 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.

財政年度內的工作回顧
REVIEW OF WORK FOR THE FINANCIAL YEAR

執法

調查與投訴

競委會的重要職能是執行《條例》，以阻嚇反競爭行為。個人或企業的投訴與查詢，是競委會察悉可能違反《條例》情況的一個主要渠道。有關投訴或查詢可透過電話、電子郵件、郵遞、填寫競委會網頁內的網上表格而提出。除此之外，任何人士可經預約後親臨競委會辦事處提出投訴或查詢。

競委會亦會透過其他渠道主動展開調查，如競委會所作的研究、所收集到的市場情報、競委會的調查及其他程序、或是經由其他政府部門或機構的轉介。

於 2017 年 4 月 1 日至 2018 年 3 月 31 日期間，競委會共收到 789 宗投訴 / 查詢，而自《條例》全面生效以來，即由 2015 年 12 月至 2018 年 3 月底，競委會共累積收到 2,894 宗投訴 / 查詢。當中大部分與「第一行為守則」有關，主要涉及合謀行為及操控轉售價格，而關於「第二行為守則」的投訴 / 查詢，則主要與獨家交易，以及搭售及捆綁銷售有關。

ENFORCEMENT

Investigations and complaints

Enforcing the Ordinance to deter anti-competitive conduct is a key function of the Commission. Complaints and queries from individuals or businesses are important means of identifying possible contraventions of the Ordinance. The Commission can accept complaints and queries 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 through other sources, such as the Commission's own research, market intelligence gathered, other Commission's processes and investigations, or referrals from other Government departments or authorities.

Between 1 April 2017 and 31 March 2018, the Commission received a total of 789 enforcement contacts, and the accumulated enforcement contacts since full commencement of the Ordinance in December 2015 to the end of March 2018 was 2,894. The majority of these contacts were related to the First Conduct Rule, with cartel conduct and resale price maintenance being the major concerns. For the Second Conduct Rule, exclusive dealing as well as tying and bundling were the main issues that were raised.

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（2017年4月1日至2018年3月31日） **Enforcement Contacts (1 April 2017 to 31 March 2018): 789**

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]	250	搭售及捆綁銷售	Tying and Bundling	24
操控轉售價格	Resale Price Maintenance	54	獨家交易	Exclusive Dealing	25
交換資料[3]	Exchange of Information[3]	13	拒絕交易	Refusal to Deal	13
獨家交易	Exclusive Dealing	41	掠奪性定價	Predation	11
其他	Others	86	其他	Others	54
其他	**Others**				
一般競爭情況	General State of Competition	143	與行為守則無關[4]	Not related to a Conduct Rule[4]	238

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. *Exchange of information 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。

於 2017 年 4 月 1 日至 2018 年 3 月 31 日期間，競委會對 36 宗個案進行了初步評估，其中部分個案已進入調查階段。

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.

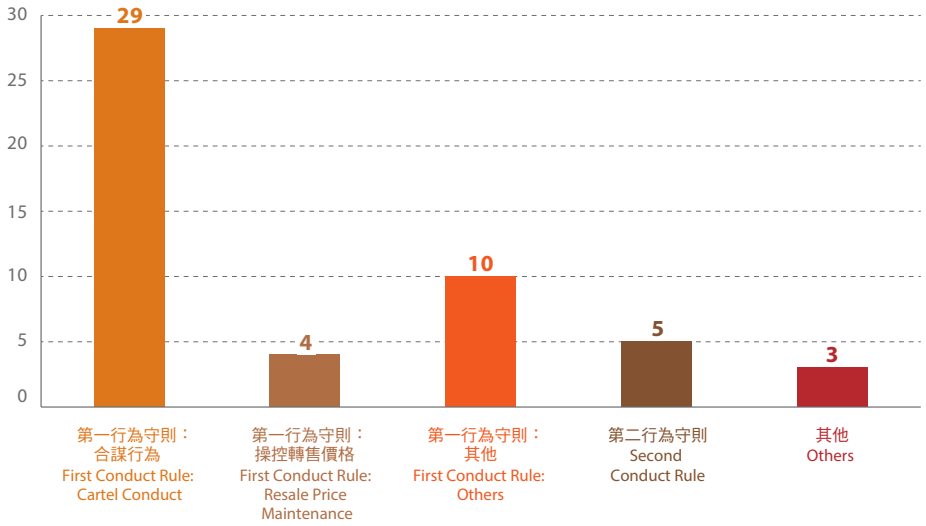
Between 1 April 2017 and 31 March 2018, the Commission escalated 36 cases to the Initial Assessment phase. Some of these matters subsequently proceeded to the Investigation Phase.

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（2017年4月1日至2018年3月31日）：36

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

Initial Assessment and Investigation cases (1 April 2017 to 31 March 2018): 36



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。

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.

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.

從提升個案的處理程序，反映出競委會策略性執法的重點。在競委會收到的投訴／查詢中，約 32% 關乎懷疑合謀行為，而初步評估及調查的個案有 53% 涉及對合謀行為的指控。競委會已經仔細審議所有個案，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。

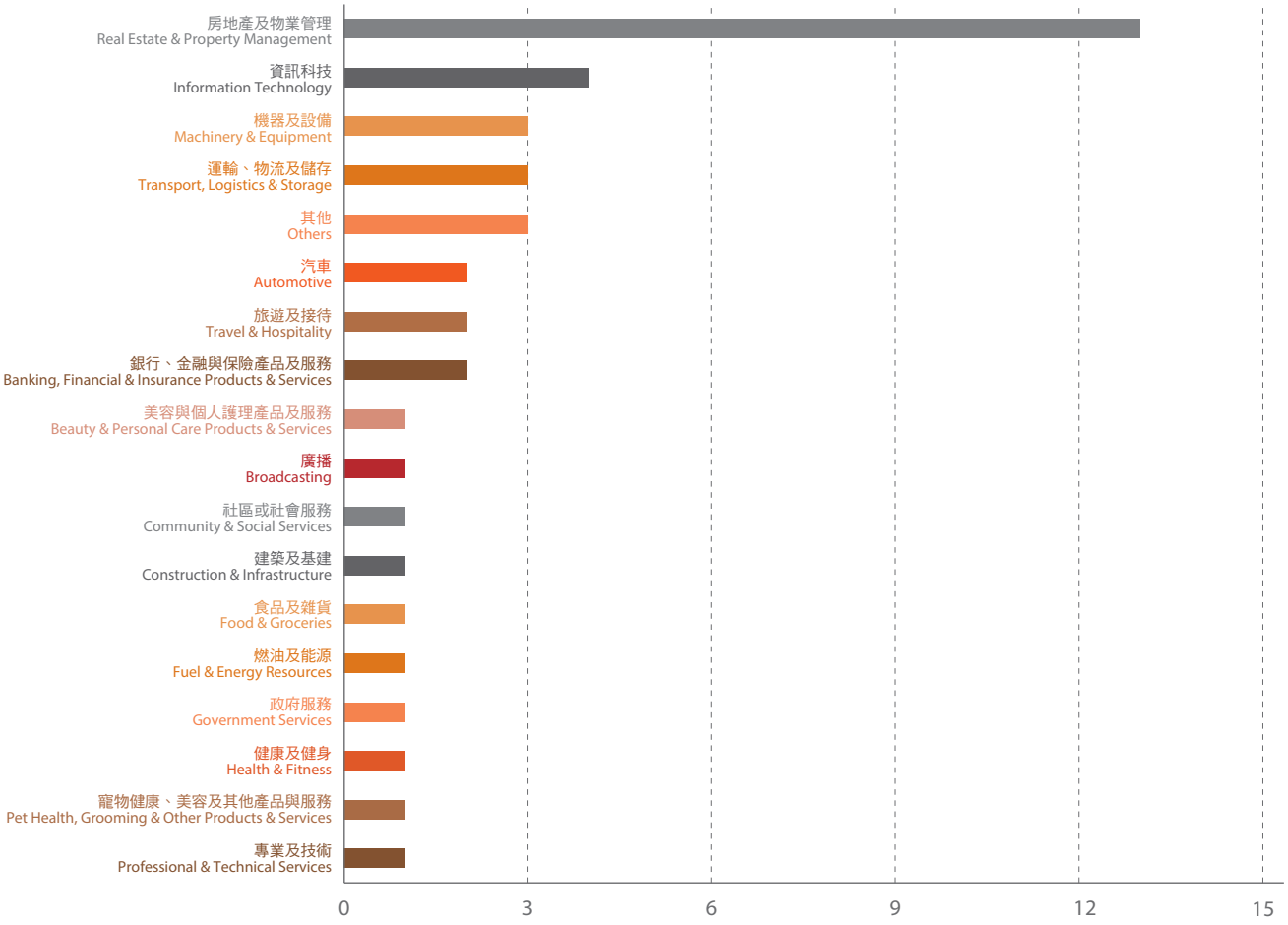
This escalation process reflects the Commission strategic enforcement focus. While approximately 32% of the enforcement contacts received related to allegation of cartel conduct, 53% of Initial Assessment and Investigation cases related to alleged cartel conduct. The Commission has carefully considered 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.

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（2017 年 4 月 1 日至 2018 年 3 月 31 日）[6]

Figure 3: Sectors involved in Initial Assessment and Investigation cases (1 April 2017 to 31 March 2018)[6]



6. 每宗個案均可能涉及多個行業。

6. Each case may involve multiple industry sectors.

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。根據《條例》第 3 部，競委會可行使其資料搜集權搜集證據。

2017 年 4 月 1 日至 2018 年 3 月 31 日期間，競委會在有需要的情況下曾廣泛行使根據《條例》第 41 及 42 條的強制索取文件及資料的權力，以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。

入稟競爭事務審裁處的圍標案件

2017 年 3 月 23 日，競委會首次在審裁處對五間資訊科技公司展開法律程序。案件涉及一所社會服務機構的一宗招標，招標內容涉及提供及安裝一套根據上述其中一間公司的技術所生產的新伺服器系統。競委會指控該五間公司從事圍標活動，違反了《條例》下的「第一行為守則」，並向審裁處作出申請，包括對各相關公司施加罰款。

自展開法律程序以來，競委會完成了文件披露、與各方交換證人陳述書，以及訴訟程序的其他步驟。審裁處已召開兩次案件管理會議及一次審前覆核，亦就各方數次非正審申請（包括與文件披露有關的申請）進行了聆訊，並對其中兩項非正審申請頒下書面判詞。案件定於 2018 年 6 月進行聆訊。

入稟競爭事務審裁處的瓜分市場及合謀定價案件

2017 年 8 月 14 日，競委會再次入稟審裁處，對十間建築工程公司展開訴訟。競委會指稱有關各方在九龍觀塘區公屋安達邨第一期提供裝修服務時，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，違反了《條例》下的「第一行為守則」。競委會向審裁處作出申請，包括施加罰款及宣布有關各方違反了「第一行為守則」。審裁處定於 2018 年 11 及 12 月審理該案。

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.

Between 1 April 2017 and 31 March 2018, 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.

Bid-rigging case to the Competition Tribunal

On 23 March 2017, the Commission commenced its first proceedings in the Tribunal against five technology companies in relation to a tender issued by a social service organisation. The tender related to the supply and installation of a new IT server system based on the technology of one of the above mentioned five companies. The Commission has alleged that the five companies have contravened the First Conduct Rule of the Ordinance by engaging in bid-rigging and sought remedies including pecuniary penalties against each party.

Since the initiation of proceedings, the Commission has been engaged with the discovery of documents, exchange of witness statements with the parties, and various other procedural steps. The Tribunal held two Case Management Conferences and a Pre-Trial Review. The Tribunal also heard several interlocutory applications from the parties, including in relation to the discovery of documents, and published written decisions on two of these. The case has been set down by the Tribunal for trial in June 2018.

Market sharing and price fixing case to the Competition Tribunal

On 14 August 2017, the Commission commenced its second proceedings in the Tribunal against ten construction and engineering companies. The Commission has 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 Phase 1 of On Tat Estate, a public rental housing estate in Kwun Tong, Kowloon. The Commission has sought remedies including pecuniary penalties and a declaration that each party has contravened the First Conduct Rule. The case has been set down by the Tribunal for trial in November and December 2018.

財政年度內的工作回顧
REVIEW OF WORK FOR THE FINANCIAL YEAR

「不合謀條款」

2017 年 12 月，競委會推出一套「不合謀條款」的範本，供採購人員加入其招標文件及採購合約內，以減低在採購過程中遇到反競爭合謀行為的風險。「不合謀條款」範本，包括可納入招標文件內的不合謀字句範本，以及讓投標者於入標時簽署的不合謀投標確認書範本，用以聲明其標書乃獨立擬備。有關範本亦可納入正式合約內。

「不合謀條款」的推出受到私營及公營界別一致歡迎。競委會收到有關使用該範本的查詢，亦獲政府部門及各機構好評，表示正考慮在其招標過程中採用「不合謀條款」。

"Non-collusion clauses"

In December 2017, the Commission published model "Non-collusion clauses" for procurement officials to incorporate in their tender documents and contracts so as to reduce the risk of being exposed to anti-competitive collusive conduct during the procurement process. The model "Non-collusion clauses" comprise model non-collusion wording that may be included in an invitation to tender and a model non-collusive tendering certificate for tenderers to sign as part of their tender submission to declare that the bid was developed independently. It is also suggested to be adopted in formal contracts.

The publication of the "non-collusion clauses" has been well received from both the private and public sectors. The Commission has received enquiries on the use of the documents, and also positive feedback from Government departments and organisations who are considering whether to adopt the "non-collusion clauses" in their tender procedures.



2017 年 12 月，競委會推出一套「不合謀條款」的範本，供採購人員加入其招標文件及採購合約內。

In December 2017, the Commission published model "Non-collusion clauses" for procurement officials to incorporate in their tender documents and contracts.

鼓勵配合調查的方案、計算向審裁處建議罰款的指引

為了加強執法職能，及確立一致性及透明度，競委會正制定鼓勵業務實體在調查中予以合作的方案，並就如何計算向審裁處建議的罰款擬備指引。制定鼓勵合作的方案，能讓競委會於調查及訴訟中更有效地運用資源，亦讓有關各方獲得配合競委會調查的機會，在法庭以外解決問題。競委會就如何計算向審裁處建議的罰款制定指引，將確保做法一致、透明，及以公正持平的方法來釐定。

Framework for co-operation in investigations and guidance on calculation of pecuniary penalties to be recommended to the Tribunal

To enhance its enforcement function, ensure consistency and foster transparency, the Commission has been working on a framework for encouraging co-operation in its investigations as well as guidance on how it calculates pecuniary penalties to be recommended to the Tribunal. The framework for co-operation will benefit the Commission by allowing it to better utilise its resources in investigation and litigation and providing opportunities for parties to cooperate with the Commission's investigation with a view of reaching a settlement. Guidance on how the Commission calculates pecuniary penalties to be recommended to the Tribunal will ensure consistency, transparency and impartiality.

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 15 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 2017 年 4 月 1 日至 2018 年 3 月 31 日期間，競委會向通訊局轉介了合共 32 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，競委會也依靠其他政府部門和機構轉介個案。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效，而且更加深了各政府部門及法定機構對《條例》的認識。

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。

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 15.

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 2017 and 31 March 2018, the Commission transferred a total of 32 complaints and enquiries to the CA.

LIAISON WITH OTHER GOVERNMENT DEPARTMENTS

In addition to complaints and enquiries from the public, the Commission also relies on referrals from other Government departments and 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 relationships 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 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 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.

集體豁免申請

背景

競委會於 2015 年 12 月收到香港定期班輪協會（申請人）根據《條例》第 15 條提出的集體豁免命令申請（是次申請）。申請人就班輪公司之間訂立的某些班輪協議，包括船舶共用協議（Vessel Sharing Agreement）及自願討論協議（Voluntary Discussion Agreement）尋求集體豁免命令。

2016 年 9 月 14 日，競委會就船舶共用協議公布建議集體豁免命令（建議命令）和初步意見陳述書，當中解釋發出建議命令的依據，以及競委會不建議向自願討論協議發出集體豁免的原因。根據《條例》第 16 條規定的程序，競委會就建議命令進行了為期 3 個月的諮詢，有 15 個關注此事的團體或人士向競委會提交了意見。

其後，申請人就建議命令提交了補充呈述，要求競委會考慮向範圍收窄後的自願討論協議發出集體豁免命令。2017 年 3 月，競委會就補充呈述進行了諮詢，有 9 個關注此事的團體或人士提交了意見。

船舶共用協議的集體豁免命令

上述諮詢結束後，競委會於 2017 年 8 月 8 日向船舶共用協議發出集體豁免命令（該命令），並公布理由陳述書，解釋競委會就是次申請的最終決定。

該命令宣布，一般根據船舶共用協議所進行的活動，可獲豁除於《條例》第一行為守則的適用範圍之外，但前提是必須符合以下所有條件：

- 船舶共用協議的訂約方合共擁有的市場佔有率不超過 40%；
- 船舶共用協議並無認可或要求船運公司從事合謀行為；及
- 船運公司有權在給予合理時間的通知後自由退出船舶共用協議，而無須承受處罰。

該命令的有效期為 5 年。

APPLICATION FOR BLOCK EXEMPTION

Background

The Commission received an application for a block exemption order under section 15 of the Ordinance (Application) from the Hong Kong Liner Shipping Association (Applicant) in December 2015. The Applicant sought a block exemption order in relation to certain agreements between liner shipping companies, including both Vessel Sharing Agreements (VSAs) and Voluntary Discussion Agreements (VDAs).

On 14 September 2016, the Commission published a proposed block exemption order for VSAs (Proposed Order), along with a Statement of Preliminary Views regarding the Application, which explained the basis for the Proposed Order and why the Commission had not proposed a block exemption for VDAs. In line with the process envisaged in section 16 of the Ordinance, the Commission held a 3-month consultation on the Proposed Order and received views from 15 interested parties.

Subsequently, the Applicant provided a supplementary submission in relation to the Proposed Order, which requested the Commission to consider granting a block exemption order for VDAs on a more limited basis. In March 2017, the Commission consulted on the supplementary submission and received views from nine interested parties.

The block exemption order for Vessel Sharing Agreements (VSAs)

Following these consultations, the Commission issued a block exemption order for VSAs on 8 August 2017 (Order) along with a Statement of Reasons which explained the Commission's final decision in relation to the Application.

The Order declares that activities usually undertaken pursuant to VSAs are excluded from the application of the first conduct rule subject to certain conditions, which include the following:

- The parties to the VSA do not collectively exceed a market share limit of 40%;
- The VSA does not authorise or require shipping lines to engage in cartel conduct; and
- Shipping lines are free to withdraw from the VSA without incurring a penalty on giving a reasonable period of notice.

The duration of the Order is five years.

至於自願討論協議，或是申請人在提交予競委會的補充呈述中所提出範圍經修訂後的自願討論協議，競委會決定不會發出集體豁免命令，原因是申請人未能證明有關的自願討論協議活動符合《條例》中經濟效率豁除的條件。

不過競委會自 2017 年 8 月 8 日開始，提供為期 6 個月的「寬限期」，期間不會就既有的自願討論協議或不受惠於該命令的船舶共用協議採取執法行動。

就自願討論協議的後續溝通

「寬限期」於 2018 年 2 月 8 日屆滿之後，競委會與申請人接觸，了解在涉及香港的自願討論協議中，其成員採取了哪些措施，以確保符合《條例》的規定。

申請人作出以下回應：

- 幾乎所有相關的航運公司已退出、或已發出通知會退出有關的自願討論協議。故此，幾乎所有相關的自願討論協議已經終止，或快將終止；以及
- 任何在 2018 年 2 月 8 日或之前仍未有凍結或終止的自願討論協議，已將香港剔除於其覆蓋範圍，以待協議於短期內終止。

申請決定

背景

2017 年 12 月 11 日，競委會收到根據《條例》第 9 條提交的申請，要求就香港銀行公會及存款公司公會發布的《銀行營運守則》（營運守則）作出決定的申請（是次申請）。是次申請由《銀行業條例》（第 155 章）下認可的 14 間機構（申請人）提出，每間均屬香港銀行公會或存款公司公會成員。

The Commission decided not to issue a block exemption order for VDAs or the revised VDA scope proposed in the Applicant's supplementary submission, on the basis that it was not demonstrated that the relevant VDA activities met the terms of efficiency exclusion in the Ordinance.

The Commission provided, however, for a 'grace period' of 6 months from 8 August 2017, in respect of which it would not take enforcement action against existing VDAs or VSAs which did not benefit from the Order.

Subsequent engagement in respect of VDAs

Following the expiry of the 'grace period' on 8 February 2018, the Commission engaged with the Applicant as to the measures taken by members of VDAs covering Hong Kong, to ensure compliance with the Ordinance.

In response, the Applicant confirmed that:

- almost all relevant shipping lines had withdrawn, or given notice of withdrawal, from the relevant VDAs. As a result, almost all relevant VDAs had terminated, or would terminate in the near future; and
- for any VDAs which had not been made dormant or terminated by 8 February, Hong Kong had been removed from the geographic scope of the agreements, pending their termination in the near future.

APPLICATION FOR DECISION

Background

On 11 December 2017, the Commission received an application for a decision under section 9 of the Ordinance in respect of the Code of Banking Practice (Code), which is issued by the Hong Kong Association of Banks and the DTC Association (Application). The Application was made by 14 institutions authorised under the Banking Ordinance (Cap. 155) (Applicants), each of which are members of the Hong Kong Association of Banks or DTC Association.

申請人尋求競委會作出決定，確認《營運守則》符合遵守法律規定的豁除條件，從而不受第一行為守則規管。

是次申請的諮詢

2018 年 1 月，競委會按照《條例》第 10 條的要求，就是次申請展開諮詢，並收到 6 個組織或個別人士提交的申述。

競委會現正考慮收到的所有申述，並就是次申請某些方面的事宜與申請人接觸，預期可於 2018 年下半年公布有關決定。

The Applicants seek a decision that the Code is excluded from the application of the First Conduct Rule as a result of the exclusion in the Ordinance for compliance with legal requirements.

Consultation on the Application

In January 2018, the Commission commenced a consultation on the Application, as required by section 10 of the Ordinance. It received representations from six parties (both organisations and individuals).

The Commission is now considering all of the representations received and engaging with the Applicants regarding certain aspects of the Application. The Commission expects to publish its decision on the Application in the second half of 2018.

市場研究及競爭政策意見

年內，競委會進行了一項市場研究，並向政府及多個公營機構就一系列的競爭事宜提供了意見。

MARKET STUDIES AND COMPETITION POLICY ADVICE

During the year, the Commission undertook one market study and advised the Government and a number of public bodies on a range of competition-related matters.



競委會於 2017 年 5 月發表了香港車用燃油市場研究報告

The Commission published a report of its study into the local auto-fuel market in May 2017.

2017 年 5 月，競委會發表了香港車用燃油市場研究報告，除檢視車用燃油價格及其走勢外，報告亦指出有礙市場競爭的一些結構性及行為特徵，這些特徵有可能令本港車用燃油價格偏高。此外，競委會在報告中亦就如何解決這些問題提出建議，並一直與有關政策局及政府部門接觸，以期推動市場競爭。

In May 2017, the Commission published a report of its study into the auto-fuel market in Hong Kong. In addition to looking at auto-fuel prices and their movements, the Commission has identified a number of structural and behavioural features of the local auto-fuel market that are hindering competition and are likely to have contributed to the high auto-fuel prices. To address these issues, the Commission also made recommendations in the report and has been in touch with the relevant government bureaux and departments with the aim of furthering competition in the market.

競委會作為香港主要的競爭事務當局，肩負向政府及公共機構闡明競爭政策的責任，以及協助有關部門在履行職責時能充分考慮對競爭的影響。回顧年度內，競委會就一系列影響本港營商環境及市民日常生活的公共政策及措施提供了意見，包括嬰兒配方奶粉的銷售及品質守則、自願醫保計劃、《2017 年專業會計師 (修訂) 條例草案》、上網電價計劃及可再生能源證書，以及有關以分配方式遴選顧問的事宜。

As the primary competition authority in Hong Kong, the Commission is responsible for articulating the competition policy to the Government and public bodies, and assisting them in taking full account of competition consideration in discharging their duties. During the year, the Commission provided advice on an array of public policies and measures that affect the city's business environment and the daily lives of Hong Kong citizens. These included the code of marketing and quality of formula milk for infants, the Voluntary Health Insurance Scheme, the Professional Accountants (Amendment) Bill 2017, the Feed-in Tariff Scheme and Renewable Energy Certificates, as well as issues concerning the pairing of consultants in tendering.

競委會亦定期或按需要與不同政府政策局、部門、法定團體及其他執法機構接觸，就採購、執法及制定政策等事宜交換意見，當中包括商務及經濟發展局、環境局、食物及衞生局、發展局、運輸及房屋局、創新科技署、勞工處、通訊事務管理局辦公室、香港警務處、海事處、消費者委員會、香港金融管理局、證券及期貨事務監察委員會、房屋委員會及廉政公署等。

The Commission also engaged various Government bureaux, departments, statutory bodies and other law enforcement agencies, both on a regular and a need basis, to exchange views on procurement, enforcement and policymaking matters. They include the Commerce and Economic Development Bureau, Environment Bureau, Food and Health Bureau, Development Bureau, Transport and Housing Bureau, Innovation and Technology Commission, Labour Department, Office of the Communications Authority, Hong Kong Police Force, Marine Department, Consumer Council, Hong Kong Monetary Authority, Securities and Futures Commission, Housing Authority and Independent Commission Against Corruption, etc.

接觸公眾與教育工作

《條例》的執法工作對遏止反競爭行為固然重要，但接觸公眾與宣傳教育，對促進市場競爭亦不可或缺。以不同方式協助商界及公眾人士了解《條例》及明白守法的重要性，包括舉辦會議及研討會、發布教材及推出不同類型的宣傳計劃，繼續是競委會的工作重點。

ENGAGEMENT AND EDUCATION

While enforcement of the Ordinance is important in deterring anti-competitive behaviours, engagement with and education of stakeholders also play an integral role in fostering a competitive market. Helping businesses and the general public to understand the key elements of the Ordinance and the need for compliance through on-going meetings and seminars, various educational materials and special projects continued to be a key aspect of the Commission's work.





競委會一直積極接觸公眾及商界，解釋《條例》的主要內容及好處。
The Commission has been actively reaching out to the public and businesses to explain the key elements and benefits of the Ordinance.

財政年度內的工作回顧
REVIEW OF WORK FOR THE FINANCIAL YEAR

商界

年內，競委會為商界（特別是中小企）、行業協會及公眾舉辦了五場研討會，每場均座無虛席。來自不同行業的參加者對議題反應熱烈，提出的問題涉及多個不同範疇。

Businesses

During the year, the Commission conducted five seminars targeting businesses in particular SMEs, trade associations and the public. Response to these seminars was overwhelming with full houses from a wide range of sectors showing great interest in the topic and raising questions on various issues.



競委會參加「創智營商博覽」，加強與商界接觸。
The Commission participated in the Smart Biz Expo to extend its outreach to businesses.

為進一步擴大接觸層面，競委會分別於 2017 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」。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》。

To further extend its outreach, the Commission participated in the Entrepreneur Day and SmartBiz Expo organised by the Hong Kong Trade Development Council in May and December 2017 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，於年內舉辦了多次簡報會及會議，讓各協會能協助其會員遵守《條例》。

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

在接觸法律界方面，競委會與香港競爭學會於 2017 年 4 月 6 日合辦研討會，本地及海外的法律界人士、執法人員及學者在會上討論縱向協議，以及在本港執行競爭法的挑戰。

In reaching out to the legal community, the Commission and the Hong Kong Competition Association co-organised a seminar on "Aspects of the Hong Kong Competition Law Regime" on 6 April 2017 featuring local and overseas competition law professionals and academics who discussed the enforcement challenges for the Hong Kong system and vertical agreements under the Hong Kong regime.



競委會聯同香港競爭學會於 2017 年 4 月為法律界舉辦研討會。
The Commission and the Hong Kong Competition Association co-organised a seminar for the legal community in April 2017.

青少年

競委會認為，在年輕人投身社會前，向他們灌輸公平競爭的價值觀甚為重要。隨着公衆及商界對《條例》的認識逐步加深，競委會亦開始舉辦接觸青少年的活動。

競委會於 2017 年 2 月展開了大型宣傳計劃，向本港的高中學生及老師宣揚競爭的價值及《條例》內容，一系列的活動包括宣傳創作比賽、專題網站、工作坊及資訊性文章。

是次比賽共收到 135 份參賽作品，競委會於 2017 年 6 月舉行了頒獎禮，展出優勝者及入圍隊伍的作品。三支勝出隊伍於 2017 年 7 月前赴新加坡，拜訪新加坡競爭與消費者委員會及新加坡國立大學，了解當地施行競爭法的情況。

Youths

With good progress in achieving a broad understanding of the Ordinance in the general public and business sector, the Commission has started reaching out to the younger generation as it believes that it is important to instill the spirit of fair competition into the minds of the younger generation before they join the workforce.

To this end, the Commission launched a multi-pronged education campaign featuring an advocacy contest, a dedicated website, workshops and advertorials in February 2017 to promote understanding of the value of competition and the Ordinance among senior secondary school students and teachers in Hong Kong.

The contest received a total of 135 entries and it was concluded with a large-scale award ceremony in June 2017 where the winning and shortlisted works were exhibited. The three winning teams were sent on a study tour to Singapore in July 2017 to visit the Competition and Consumer Commission of Singapore and the National University of Singapore to learn about how competition law works in another jurisdiction.



「競爭有道」宣傳創作比賽共收到 135 份參賽作品，三支勝出隊伍前赴新加坡，了解當地施行競爭法的情況。

The "Don't cheat. Compete" Advocacy Contest received a total of 135 entries and the three winning teams were sent on a study tour to Singapore to learn about how competition law works in another jurisdiction.



財政年度內的工作回顧
REVIEW OF WORK FOR THE FINANCIAL YEAR

2017 年 12 月，競委會將青少年教育進一步拓展至大專學生，舉辦「玩 • PO • 競」社交媒體宣傳挑戰賽。除了設立專題網站和 Facebook 專頁宣傳是次活動，競委會亦於 2018 年 2 月 3 日舉辦了一場工作坊，由競委會代表、資深策劃顧問羅永聰先生及數碼營銷達人主講，向參加者傳授競爭法知識及社交媒體宣傳技巧。

The Commission's youth education effort was extended to tertiary students in December 2017 with a social media advocacy challenge. In addition to a dedicated website and facebook page to promote the event, a workshop was held on 3 February 2018 where participants learnt the key concepts of competition law and tips on social media advocacy tactics shared by representatives from the Commission, seasoned strategy consultant Mr Law Wing-chung and other digital marketing guru.





參加者在「玩 • PO • 競」工作坊中，獲授競爭法知識及社交媒體宣傳技巧。

Participants learnt the key concepts of competition law and tips on social media advocacy tactics at the "Post to Compete" workshop.

除了以上兩項活動，競委會於 2017/2018 學年到訪了多間大專院校及中學舉辦講座及工作坊，持續與青少年接觸。

Apart from the two tailored educational programmes, the Commission has also been conducting talks and workshops for secondary schools, universities and institutes since the 2017/18 academic year as an ongoing effort in reaching out to youngsters.



自 2017/18 學年以來，競委會持續為中學和大專院校舉辦講座和工作坊。

The Commission has also been conducting talks and workshops for secondary schools, universities and institutes since the 2017/18 academic year.

公眾及其他持份者

年內，競委會繼續積極接觸地區人士，尤其關注打擊圍標，期間曾出席多個區議會、民政事務總署及房屋署舉辦的樓宇管理簡介會，接觸業主及裝修承辦商。

General public and other stakeholders

During the year, the Commission continued its district outreach, especially on fighting bid-rigging, by attending briefings on building management organised by District Councils, Home Affairs Department and Housing Department targeting property owners and decoration contractors.





競委會於 2018 年 3 月至 4 月期間，派代表出席了 10 場由市區重建局舉辦的簡介會，向 952 幢合資格申請樓宇更新大行動 2.0 及消防安全改善工程資助計劃的大廈業主，講解如何防範和識別圍標。

Between March and April 2018, representatives of the Commission spoke on how to prevent and detect bid-rigging at 10 mass briefing sessions organised by the Urban Renewal Authority. The briefings were attended by property owners from 952 building blocks that are eligible for Operation Building Bright 2.0 and Fire Safety Improvement Works Subsidy Scheme across the territory

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活動和發展。

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.

接觸公眾的資料及數字（截至 2018 年 3 月 31 日）
Engagement Facts and Figures (As at 31 March 2018)

舉行了

49場 簡報會 / 會議 briefings / meetings

28場 學校講座 school talks

6場 大型研討會 major seminars conducted

接觸了

約8,100人

各大商會、行業協會、中小企、專業機構代表、學生及公眾人士
representatives of major chambers, a large range of industry associations, SMEs, professional bodies, students and members of the public reached

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傳媒與宣傳

於回顧年度內，競委會繼續針對《條例》的一些重要概念，進行各種形式的教育宣傳，向社會各界傳播公平競爭的訊息，同時亦致力與公眾及傳媒溝通，發放競委會的最新資訊。

MEDIA AND PUBLICITY

Throughout the year under review, the Commission continued to develop thematic advocacy and outreach initiatives to bring the competition message across the community. 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.





年度內，競委會讓本地與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.

「嚴打瓜分市場」宣傳計劃

因應第二宗入稟審裁處的案件備受公衆關注，競委會於 2017 年 11 月展開了「嚴打瓜分市場」大型宣傳活動，目的是透過一連串宣傳教育工作，提升社會對瓜分市場的認知，並加強偵測該等行為。

教材

2017 年 11 月 22 日，競委會舉辦了一場記者招待會，正式展開「嚴打瓜分市場」宣傳活動（該活動），並同步推出新一輯的電視廣告及電台廣播。隨後，兩集的教育短片系列「舌尖上的陰謀」分階段推出，以輕鬆的短劇形式，解釋瓜分市場的概念。這短片系列在各大社交媒體錄得接近 1,100,000 瀏覽次數，並獲得約 10,000 個讚好，引起傳媒、公衆人士及網絡紅人熱議。

"Combat Market Sharing Cartels" Campaign

Riding on the significant public attention on its second case before the Tribunal, the Commission launched a multi-pronged thematic campaign on anti-market sharing in November 2017 to enhance public understanding of the concept and to strengthen detection of such conduct through a variety of advocacy initiatives.

Educational materials

A press conference was held on 22 November 2017 to kick start the "Combat Market Sharing Cartels" Campaign (Campaign). A new set of TV and radio announcements and a brochure were rolled out on the same day. A series of two educational videos, "A Bite of Conspiracy", explaining the concept of market sharing in the form of light-hearted drama was launched in stages. The series has gained nearly 1,100,000 views and 10,000 likes on social media platforms, yielding positive feedback and discussions among the media, members of the public and key opinion leaders.





競委會製作了一系列教材，宣揚嚴打瓜分市場的訊息。
The Commission has produced a series of educational materials to spread the message of fighting market sharing.

巡迴展覽

為進一步提高社會對瓜分市場的認識，以及在地區層面教育公眾如何識別該行為，競委會於2018 年上半年，於全港 11 個地點舉辦「嚴打瓜分市場」巡迴展，競委會的吉祥物 —「合謀貓」再次登場。

專題講座

2018 年 2 月，競委會與本港三大採購組織合辦了一場大型講座，向私營界別的採購人員介紹如何防止及偵測瓜分市場與圍標。競委會及英國特許採購及供應學會（香港分會）分別派員講解《條例》的重點，以及採購人員應如何加強招標程序，以減低瓜分市場及圍標的風險。

Roving exhibition

To further community awareness of market sharing and educate the public on how to identify such conduct at district level, the Commission staged a roving tour of its "Combat Market Sharing" pop-up display featuring the Commission's corporate "cartel cat" at eleven locations across Hong Kong throughout the first half of 2018.

Targeted seminar

In February 2018, a seminar targeting procurement officers in the private sector on how to combat and detect market sharing and bid-rigging was co-organised with three major procurement organisations in Hong Kong. Speakers from the Commission and Chartered Institute of Procurement & Supply (Hong Kong Branch) spoke on the key elements of the Ordinance and how procurers can minimise the risk of market sharing and bid rigging through strengthened tendering process.



2018 年上半年，競委會於全港 11 個地點舉辦「嚴打瓜分市場」巡迴展。
The Commission staged a roving tour of its "Combat Market Sharing" pop-up display at eleven locations across Hong Kong throughout the first half of 2018.



為採購人員舉辦的研討會
Seminar for procurement officers

戶外及網上宣傳

為加強宣傳效果，競委會亦透過電視、戶外及網上廣告，包括利用 Yahoo、YouTube 和 Facebook 等平台，向各界宣揚嚴打瓜分市場的訊息。

Outdoor and online promotions

To maximise its impact and get the message across a wide range of audience, the campaign was supported by extensive TV, outdoor and online advertising such as Yahoo, YouTube and Facebook.

網站

競委會於網站設置了「嚴打瓜分市場」資訊中心，為各界提供「一站式」資訊平台。

Website

A "Combat Market Sharing Cartels" Information Centre was launched on the Commission website featuring all relevant materials and serving as a "one-stop shop" for stakeholders who are interested in the topic.



戶外廣告
Outdoor advertising



「嚴打瓜分市場」資訊中心
"Combat Market Sharing Cartels" Information Centre

成效

這些宣傳工作不但有效促進守法文化，亦讓競委會從中收到懷疑合謀行為的舉報。自從相關宣傳短片推出後，有關瓜分市場的投訴及要求競委會舉辦講座的查詢，均顯著增加。

有跡象顯示，商界企業和公職人員對有關問題的意識日漸提高，並着手採納相應措施，以減低遇到瓜分市場行為的風險。競委會更不時收到商界和公營機構要求，希望借用競委會製作的教材作內部員工培訓。該項宣傳計劃亦憑着當中創新的元素在國際間備受認同。

Effects and achievement

The advocacy efforts have been effective in fostering a compliance culture and bringing suspected cartel conduct to the Commission's attention. This is reflected by a significant increase in the number of complaints received on market sharing as well as growing requests for seminars since the launch of the video series.

There are signs that businesses and public officers have become more aware of the issue and started to adopt measures to minimise the risk of being exposed to market sharing. The Commission has received requests from both private companies and the public sector to use the educational materials for internal staff training. The campaign also received international recognition for its innovative elements.

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 12 份新聞稿，及接受了 12 次傳媒採訪，讓本地及國際傳媒緊貼競委會的最新發展。此外，競委會亦在多份雜誌及業界刊物，刊登有關《條例》及其他競爭議題的文章，以加強商界，特別是中小企及創業人士對《條例》的認識。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 12 press releases and participated in 12 press interviews to keep local and international media abreast of its latest development during the year. By-line articles on the key elements of the Ordinance and other competition topics were run in business and trade magazines to enhance understanding of the law by the business community, especially SMEs and entrepreneurs. These efforts generated extensive coverage and publicity for both the Commission and the Ordinance.

競委會的網站是與持份者溝通的重要平台。競委會定時更新其網站，發布最新的工作進度、講座及活動詳情，以及各類刊物和教材。競委會網站全年點擊率達 350 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。

As an important interface platform between the Commission and its stakeholders, the Commission's website is regularly updated with latest news on the Commission's work, details of seminars and events as well as various publications and educational materials. The Commission's website received 3.5 million hits throughout the year. The Commission's YouTube channel is also regularly updated with its educational and announcement videos.

獎項及殊榮

2017/18 年度，競委會的宣傳教育活動勇奪 10 個國際獎項及殊榮。

Awards & Recognition

The Commission has won 10 awards and recognition for its outreach and publicity activities during 2017/18.

作品項目 Items	獎項 Awards received	頒發機構 Awarded by
「舌尖上的陰謀」教育短片系列 **"A Bite of Conspiracy" Educational Video Series**	Questar Awards 2018 「非牟利機構組別」**最高榮譽** Questar Awards 2018 **Grand Award** in the category of "Non-Profit Organisations"	Questar Awards 2018
	Questar Awards 2018 「非牟利機構：公衆意識組別」**金獎** Questar Awards 2018 **Gold** in the category of "Non-Profit Organisations: Public Awareness"	
	Questar Awards 2018 「企業：教育／資訊廣告組別」**銀獎** Questar Awards 2018 **Silver** in the category of "Corporations: Educational/ Infomercial"	
	第 51 屆美國國際電影及錄像節年獎 「公共服務廣告組別」**創意作品獎** 51st US International Film & Video Festival Annual Awards Competition **Certificate of Creative Excellence** in the category of "Public Service Announcements"	美國國際電影及錄像節 US International Film & Video Festival
「嚴打瓜分市場」電視廣告 **"Combat Market Sharing Cartels" TVC**	2018 Communicator Awards 「公共服務廣告組別」**大獎** 2018 Communicator Awards **Award of Excellence** in the category of "Commercials – Public Service"	美國互動及視覺藝術學院 Academy of Interactive & Visual Arts
公共屋邨液化石油氣供應的意見公告 **Advisory Bulletin on Liquefied Petroleum Gas Supply Arrangement for Public Housing Estates**	2017-2018 競爭倡導比賽 「行政優化與掃除競爭障礙組別」**優異獎** 2017-2018 Competition Advocacy Contest **Honourable Mention** in the category of "Improving administrative procedures to remove obstacles to competition"	國際競爭規管網絡及世界銀行集團 International Competition Network and World Bank Group

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作品項目 Items	獎項 Awards received	頒發機構 Awarded by
2016/17年報 **Annual Report 2016/17**	2016/17 Vision Awards 年報大賽 「政府組別」**銀獎** 2016/17 Vision Awards Annual Report Competition **Silver** in the category of "Government"	美國通訊專業聯盟 League of American Communications Professionals
	ARC Awards 2018 「非牟利機構：公共服務」**銅獎** ARC Awards 2018 **Bronze** in the category of "Non-Profit Organisations: Public Service"	MerComm Inc.
官方網站 **Official Website**	2018 Communicator Awards 「非牟利機構網站組別」**優異獎** 2018 Communicator Awards **Award of Distinction** in the category of "Websites – Non-Profit"	美國互動及視覺藝術學院 Academy of Interactive & Visual Arts
	被評為符合無障礙網站所有基礎及進階要求的網站 Recognised as a website that meets all the basic and advanced web accessibility requirements for the visually impaired	香港失明人協進會 Hong Kong Blind Union







競委會的宣傳教育活動於年內勇奪 10 個國際獎項及殊榮。

The Commission won 10 awards and recognition for its outreach and publicity activities during the year.





國際活動

競委會自成立以來，一直與海外同儕建立緊密的雙邊關係，並積極參與國際活動，從中獲益良多。

本年度，競委會在國際競爭規管網絡 (ICN) 擔當日益重要的角色，該組織是最具代表性的全球競爭法機構網絡，關注反壟斷執法及政策事宜。年內，競委會參加了 ICN 的多項活動，包括於波多及新德里舉行的 2017 及 2018 周年大會、2017 年 10 月於渥太華舉行的「合謀行為工作坊」，以及 2017 年 11 月於羅馬舉行的「單方行為工作坊」。2018 年首季，競委會亦為 ICN 的亞太區成員機構及非政府顧問舉辦了兩場網上研討會，討論反合謀行為的重要執法議題，如依職權調查及母公司法律責任等。

2018 年 3 月，競委會成為 ICN 轄下「競爭倡議工作小組」聯席主席，屬該組織五大工作小組之一。競委會負責帶領該小組籌備及舉辦不同的活動項目、制定指引及促進 130 多個成員機構分享經驗，從而透過執法以外的方式，推動市場競爭。

競委會已漸成為亞太區具領導地位的競爭執法機構之一，並經常與東盟成員國規模較小的新成立機構分享經驗。2018 年 2 月，行政總裁接受世界銀行集團的邀請，就打擊合謀行為及濫用市場權勢，向巴基斯坦競爭委員會分享其執法經驗及最佳做法。

競委會積極及具策略性地參與大型國際會議，並擔任演講嘉賓，不但讓競委會有機會在國際間展示其提升團隊的能力和倡導工作的成效，亦顯示出香港致力提倡公平競爭的決心及承擔。

INTERNATIONAL ACTIVITIES

Since inception, the Commission has benefited greatly from establishing strong ties with its overseas counterparts on a bilateral basis as well as through its active participation in the international platform.

During the year, the Commission played an increasingly prominent role in the International Competition Network (ICN) which is the most important global network for competition authorities to address antitrust enforcement and policy issues. During the year, the Commission participated in a range of ICN activities including the Annual Conference 2017 and 2018 held in Porto and New Delhi respectively, a Cartel Workshop in Ottawa in October 2017 and a Unilateral Cartel Conduct Workshop in Rome in November 2017. The Commission also organised two webinars in the first quarter of 2018 for ICN member agencies and non-governmental advisers in the Asia-Pacific region to discuss important anti-cartel enforcement topics such as ex-officio investigation and parental liability.

Since March 2018, the Commission has become the co-chair of the Advocacy Working Group which is one of the five major work teams under the ICN. The Commission is tasked with leading the Group to undertake projects, develop guidance and facilitate experience sharing among more than 130 ICN member agencies, with a view to promoting a competitive environment through non-enforcement means.

The Commission has gradually emerged as one of the leading competition enforcement agencies in the Asia-Pacific region especially in the sharing of its experience with the smaller and younger agencies in the ASEAN. In February 2018, the CEO was invited by the World Bank Group to share his law enforcement experience and good practices with the Competition Commission of Pakistan on tackling cartels and abuse of dominance.

The Commission's active and strategic participation in major international conferences as speakers not only enabled it to showcase the agency's successful capacity building and advocacy experience to the international audience, but also to demonstrate Hong Kong's strong commitment to promoting fair competition.

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2017 年 10 月，主席率領競委會代表到北京，拜訪中國內地三大反壟斷執法機構，即國家發展和改革委員會、國家工商行政管理總局及商務部，雙方就競爭法事宜交流意見，並探討加強合作的可能性。本年度，競委會亦與海外競爭法專家及資深的海外機構人員，舉辦了多個內部培訓講座及會議，有關機構包括經濟合作與發展組織、新加坡競爭與消費者委員會及愛爾蘭競爭及消費者保護委員會。

In October 2017, representatives of the Commission led by the Chairperson paid a courtesy visit to the three Mainland Chinese antimonopoly agencies in Beijing, namely the National Development and Reform Commission, the State Administration for Industry and Commerce and the Ministry of Commerce, to exchange views on various competition issues and explore the possibility for closer collaboration. During the year, the Commission also held a number of internal training talks and meetings with overseas competition experts as well as senior officials from overseas agencies, including the OECD, the Competition and Consumer Commission of Singapore and the Competition and Consumer Protection Commission of Ireland.





2017 及 2018 年國際競爭規管網絡周年大會。
International Competition Network Annual Conference 2017 & 2018.



經濟合作與發展組織之全球競爭論壇。
Organisation for Economic Cooperation and Development Global Forum.



前赴北京拜訪中國內地三大反壟斷執法機構。
Courtesy visit to the three Mainland Chinese antimonopoly agencies in Beijing.

能力提升

年內，競委會進一步強化團隊，職員人數由年初時 49 人增加至年底的 55 人。新獲聘人員包括數名來自海外競爭法機構且經驗豐富的執法人員。此外，亦有數名從事訴訟工作的專業人士加盟競委會，為法律事務部增添實力。為加強競委會提供意見的職能及與內地和國際同類機構的合作與交流，競委會新增了一個負責顧問工作和國際事務的部門。

除了擴充團隊，競委會亦繼續提升內部監控及資訊科技設備。年內，競委會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，以加強機構管治，及提高運作效率。競委會制定了未來三年的資訊科技路綫圖，集中加強資訊科技安全、提高服務水平，以及將一些與調查有關的資訊科技服務改由內部承包。

為支持競委會持續履行其職能，以及其策略目標和籌劃中的工作，政府將於 2018/19 年度起，增加對競委會的財政支援。競委會所獲的年度政府補助將增加逾 25%。另外，政府將提供 2 億 3,800 萬元的專用撥款，支持競委會的訴訟工作。預計競委會獲得這筆額外財政資源後，將能承擔更多執法及訴訟工作，實行「三年策略計劃」中所載列的目標。

CAPACITY BUILDING

During the year, the Commission further strengthened its workforce with its manpower increased from 49 staff members at the beginning of the year to 55 by the end of the year. The new recruits included several senior and experienced competition law enforcers from well-established overseas agencies. A number of litigation professionals also joined the Commission strengthening its legal arm. To step up our advisory function and enhance co-operation and knowledge sharing with the Commission's Mainland and international counterparts, a new division was set up to spearhead advisory and international affairs.

Alongside manpower enhancement, the Commission continued to improve its internal controls and information technology (IT) environment. During the year, a number of new or revised internal rules, policies and procedures on different aspects of corporate services were issued, aiming to enhance corporate governance on one hand and to improve operational efficiency on the other hand. An IT roadmap was drawn up for the next three years, focusing on enhancement of IT security, uplifting of IT service level and in-sourcing of certain IT-related services for investigation.

To sustain the momentum of the Commission's work and support its strategic goals and planned activities, the Government will enhance financial support for the Commission from 2018/19 onwards. The annual Government subvention will increase by over 25%, while a dedicated funding of $238 million for supporting the Commission's litigation work will also be provided. With this additional financial support, the Commission anticipates it will be able 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 62 至 85 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 2018 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 2018 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 62 to 85, which comprise the statement of financial position as at 31 March 2018, 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 2018 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

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。

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。

RESPONSIBILITIES OF THE COMMISSION MEMBERS FOR THE FINANCIAL STATEMENTS

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.

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表中的相關披露。假若有關的披露不足，則我們應當發表非無保留的意見。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。

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。

- 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.

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

二零一八年九月二十四日

KPMG
Certified Public Accountants

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

24 September 2018

收支帳目
INCOME AND EXPENDITURE ACCOUNT

截至2018年3月31日止年度 for the year ended 31 March 2018
(以港幣列示 Expressed in Hong Kong dollars)

	附註 Note	2018 港元 HK$	2017 港元 HK$
收入 Income			
政府補助 Government subventions	3	**87,623,931**	76,501,603
申請費收入 Application fee income	4	**50,000**	178,183
利息收入 Interest income		**551,600**	538,531
		88,225,531	77,218,317
支出 Expenditure			
職員開支 Staff expenses	5	**52,567,875**	47,951,205
執法支出 Enforcement expenses	6	**11,305,154**	3,444,700
宣傳及公眾教育支出 Publicity and public education expenses		**5,533,585**	7,610,370
處所支出 Premises expenses		**6,539,352**	6,471,110
競委會委員酬金 Honorarium to Commission members	14	**3,880,000**	3,960,000
核數師酬金 Auditor's remuneration		**133,000**	133,000
折舊 Depreciation	7	**2,815,016**	6,140,834
其他營運費用 Other operating expenses		**4,300,752**	6,550,423
		87,074,734	82,261,642
年內盈餘 / (赤字) Surplus/(deficit) for the year		**1,150,797**	(5,043,325)

第 68 至第 85 頁的附註屬本財務報表的一部分。 The notes on pages 68 to 85 form part of these financial statements.

全面收益表
STATEMENT OF COMPREHENSIVE INCOME

截至2018年3月31日止年度 for the year ended 31 March 2018
(以港幣列示 Expressed in Hong Kong dollars)

競委會於各呈列的年度期間，除「年內盈餘或赤字」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「年內盈餘或赤字」相同。

The Commission had no components of comprehensive income other than "surplus or deficit 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 or deficit for the year" in both years.

第 68 至第 85 頁的附註屬本財務報表的一部分。

The notes on pages 68 to 85 form part of these financial statements.

財務狀況表
STATEMENT OF FINANCIAL POSITION

於2018年3月31日 as at 31 March 2018
(以港幣列示 Expressed in Hong Kong dollars)

	附註 Note	2018 港元 HK$	2017 港元 HK$
非流動資產 Non-current asset			
物業、機器及設備 Property, plant and equipment	7	**2,745,793**	4,748,852
流動資產 Current assets			
其他應收款、按金及預付款 Other receivables, deposits and prepayments	8	**2,500,363**	1,873,954
現金及銀行結存 Cash and bank balances	9	**69,626,043**	74,678,189
		72,126,406	76,552,143
流動負債 Current liabilities			
職員享有權撥備 Provision for staff entitlements	10	**3,915,604**	3,596,191
其他應付款及應計費用 Other payables and accruals	11	**5,226,725**	6,908,492
預收政府補助 Government subventions received in advance	12	**4,341,069**	11,720,000
補助盈餘 Surplus subventions	13(b)	**18,239,535**	18,239,535
		31,722,933	40,464,218
流動資產淨值 Net current assets		**40,403,473**	36,087,925
總資產減流動負債 Total assets less current liabilities		**43,149,266**	40,836,777

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

於2018年3月31日 as at 31 March 2018
(以港幣列示 Expressed in Hong Kong dollars)

	附註 Note	2018 港元 HK$	2017 港元 HK$
非流動負債 Non-current liabilities			
職員享有權撥備 Provision for staff entitlements	10	**2,353,964**	1,192,272
預收政府補助 Government subventions received in advance	12	**15,000,000**	15,000,000
		17,353,964	16,192,272
資產淨值 Net assets		**25,795,302**	24,644,505
資金 Funds			
儲備資金 Reserve fund	13(a)	**25,795,302**	24,644,505

由競委會委員於 2018 年 9 月 24 日批准及授權刊發。

Approved and authorised for issue by the Commission Members on 24 September 2018.

胡紅玉
競委會主席

Anna Wu Hung Yuk
Chairperson of the Commission

第 68 至第 85 頁的附註屬本財務報表的一部分。

The notes on pages 68 to 85 form part of these financial statements.

資金變動表
STATEMENT OF CHANGES IN FUNDS

截至2018年3月31日止年度 for the year ended 31 March 2018
(以港幣列示 Expressed in Hong Kong dollars)

	儲備資金 Reserve fund *港元 HK$*
於2016年4月1日之結餘 **Balance at 1 April 2016**	**29,687,830**
2016/2017年度資金變動： **Change in fund for 2016/2017:**	
年內赤字及全面收益總額 Deficit and total comprehensive income for the year	(5,043,325)
於2017年3月31日和2017年4月1日之結餘 **Balance at 31 March 2017 and 1 April 2017**	**24,644,505**
2017/2018年度資金變動： **Change in fund for 2017/2018:**	
年內盈餘及全面收益總額 Surplus and total comprehensive income for the year	1,150,797
於2018年3月31日之結餘 **Balance at 31 March 2018**	**25,795,302**

第 68 至第 85 頁的附註屬本財務報表的一部分。 The notes on pages 68 to 85 form part of these financial statements.

現金流量表
STATEMENT OF CASH FLOWS

截至2018年3月31日止年度 for the year ended 31 March 2018
(以港幣列示 Expressed in Hong Kong dollars)

	附註 Note	2018 港元 HK$	2017 港元 HK$
營運活動 Operating activities			
年內盈餘 / (赤字) Surplus/(deficit) for the year		**1,150,797**	(5,043,325)
調整 Adjustments for：			
折舊 Depreciation		**2,815,016**	6,140,834
利息收入 Interest income		**(551,600)**	(538,531)
年內使用的補助盈餘 Surplus subventions utilised during the year	3	**-**	(2,671,051)
處置物業、機器及設備收益 Gain on disposal of property, plant and equipment		**(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		**(707,440)**	(1,382,397)
職員享有權撥備增加 / (減少) Increase/(decrease) in provision for staff entitlements		**1,481,105**	(418,280)
其他應付款及應計費用 (減少) / 增加 (Decrease)/increase in other payables and accruals		**(1,044,611)**	1,371,439
預收申請費減少 Decrease in application fee received in advance		**-**	(178,183)
預收政府補助 (減少) / 增加 (Decrease)/increase in Government subventions received in advance		**(7,378,931)**	5,701,448
營運活動 (所用) / 所得現金淨額 Net cash (used in)/generated from operating activities		**(4,240,119)**	2,981,954
投資活動 Investing activities			
已收利息 Interest received		**632,631**	472,546
支付購置物業、機器及設備款項 Payment for the purchase of property, plant and equipment		**(1,449,113)**	(789,570)
處置物業、機器及設備所得款項 Proceeds from disposal of property, plant and equipment		**4,455**	-
原存款期超過三個月的銀行存款到期 / (新增) Decrease/(increase) in bank deposits with original maturity over three months		**20,000,000**	(20,000,000)
投資活動所得 / (所用) 現金淨額 Net cash generated from/(used in) investing activities		**19,187,973**	(20,317,024)
現金及現金等價物增加 / (減少) Increase/(decrease) in cash and cash equivalents		**14,947,854**	(17,335,070)
年初之現金及現金等價物 Cash and cash equivalents at beginning of the year		**54,678,189**	72,013,259
年末之現金及現金等價物 Cash and cash equivalents at end of the year	9	**69,626,043**	54,678,189

第 68 至第 85 頁的附註屬本財務報表的一部分。 The notes on pages 68 to 85 form part of these financial statements.

財務報表附註
NOTES TO THE FINANCIAL STATEMENTS

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灣仔皇后大道東 213 號胡忠大廈 36 樓 3601 室。

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對《香港財務報告準則》的修訂，並於競委會本年度的會計期間開始生效。此等發展並無對競委會已編制或呈列於當前或之前期間的業績及財務狀況造成重大影響。

競委會並沒有採用本會計期間任何尚未生效的新訂準則或詮釋。

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。

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 Room 3601, 36/F, Wu Chung House, 213 Queen's Road East, Wanchai, 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 several amendments to HKFRSs that are first effective for the current accounting period of the Commission. None of these developments have had a material impact on how the Commission's results and financial position for the current or prior periods have been prepared or presented.

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

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.

財務報表附註
NOTES TO THE FINANCIAL STATEMENTS

2. 主要會計政策（續）

(b) 財務報表編制基準

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) 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

2. Significant accounting policies (continued)

(b) Basis of preparation of the financial statements

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) 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

財務報表附註
NOTES TO THE FINANCIAL STATEMENTS

2. 主要會計政策（續）

(c) 物業、機器及設備（續）

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。

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。

(d) 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。

2. Significant accounting policies (continued)

(c) Property, plant and equipment (continued)

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.

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.

(d) 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.

財務報表附註
NOTES TO THE FINANCIAL STATEMENTS

2. 主要會計政策（續）

(e) 應收款

應收款按公允值初始確認，其後以實際利率法按攤銷成本減去呆壞帳減值撥備後入帳；但如應收款為借予關聯方及不設固定還款期的免息貸款，或其貼現影響並不重大則除外。在此情況下，應收款會按成本減去呆壞帳減值撥備入帳。

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。

(f) 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。

(g) 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。

2. Significant accounting policies (continued)

(e) Receivables

Receivables are initially recognised at fair value and thereafter stated at amortised cost using the effective interest method, less allowance for impairment of doubtful debts, except where the receivables are interest-free loans made to related parties without any fixed repayment terms or the effect of discounting would be immaterial. In such cases, the receivables are stated at cost less allowance for impairment of doubtful debts.

Impairment losses for bad and doubtful debts are recognised when there is objective evidence of impairment and are 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 includes observable data that come to the attention of the Commission about events that have an impact on the asset's estimated future cash flows such as significant financial difficulty of the debtor.

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

(f) 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.

(g) 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.

財務報表附註
NOTES TO THE FINANCIAL STATEMENTS

2. 主要會計政策（續）

(h) 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。

(i) 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。

2. Significant accounting policies (continued)

(h) 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.

(i) 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.

財務報表附註
NOTES TO THE FINANCIAL STATEMENTS

2. 主要會計政策（續）

(i) 撥備及或有負債（續）

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。

(j) 收入的確認

收入按已收取或應收的報酬的公允值計算。倘若有經濟效益的資源可能流入競委會，而收支項目（如適用）能夠作可靠的計算時，有關收入將在收支帳目中予以確認：

(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。

(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。

2. Significant accounting policies (continued)

(i) Provisions and contingent liabilities (continued)

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.

(j) Income recognition

Income is measured at the fair value of the consideration received or receivable. Provided it is probable that the economic benefits will flow to the Commission and the income and expenditure, if applicable, can be measured reliably, income is recognised in the income and expenditure account 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.

(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.

財務報表附註
NOTES TO THE FINANCIAL STATEMENTS

2. 主要會計政策（續）

(k) 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）。

(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 (k)(i) 項中所辨別的人士所控制或共同控制。

(g) 在 (k)(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。

2. Significant accounting policies (continued)

(k) 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).

(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 (k)(i).

(g) A person identified in (k)(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).

財務報表附註
NOTES TO THE FINANCIAL STATEMENTS

2. 主要會計政策（續）

(k) 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）

(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)

(k) Related parties (continued)

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

(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.

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:

	2018 *港元 HK$*	2017 *港元 HK$*
本年內獲發之政府補助 Government subventions granted for the year	**80,245,000**	79,532,000
往年獲取並於年內確認的政府補助（附註12） Government subventions received in prior years and recognised during the year (Note 12)	**8,618,931**	6,018,552
年內使用的補助盈餘（附註13(b)） Surplus subventions utilised during the year (Note 13(b))	-	2,671,051
	88,863,931	88,221,603
撥入預收政府補助（附註12） Transfer to Government subventions received in advance (Note 12)	**(1,240,000)**	(11,720,000)
在收支帳目內確認的政府補助 Government subventions recognised in the income and expenditure account	**87,623,931**	76,501,603

財務報表附註
NOTES TO THE FINANCIAL STATEMENTS

4. 預收申請費

4. Application fee received in advance

	2018 港元 HK$	2017 港元 HK$
年初 At beginning of the year	-	178,183
於年內收到的申請費 Application fee received during the year	**50,000**	-
於收支帳目內確認的金額 Amount recognised in income and expenditure account	**(50,000)**	(178,183)
年末 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.

5. 職員開支

5. Staff expenses

	2018 港元 HK$	2017 港元 HK$
薪酬及其他福利 Salaries and other benefits	**51,776,253**	47,223,317
強制性公積金計劃之供款 Pensions and contributions to mandatory provident fund scheme	**791,622**	727,888
	52,567,875	47,951,205

6. 執法支出

6. Enforcement expenses

	2018 港元 HK$	2017 港元 HK$
調查支出 Investigation expenses	**1,419,019**	3,002,145
訴訟支出 Litigation expenses	**9,886,135**	442,555
	11,305,154	3,444,700

財務報表附註
NOTES TO THE FINANCIAL STATEMENTS

7. 物業、機器及設備 7. 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2016年4月1日 At 1 April 2016	8,119,697	1,417,495	13,553,293	550,393	285,677	433,569	24,360,124
購置 Additions	866,739	70,790	619,821	36,820	-	153,650	1,747,820
轉讓 Transfers	-	-	587,219	-	-	(587,219)	-
於2017年3月31日 At 31 March 2017	8,986,436	1,488,285	14,760,333	587,213	285,677	-	26,107,944
累計折舊 Accumulated depreciation							
於2016年4月1日 At 1 April 2016	6,957,028	890,189	6,885,432	380,861	104,748	-	15,218,258
折舊 Charges	1,212,261	429,255	4,280,481	161,702	57,135	-	6,140,834
於2017年3月31日 At 31 March 2017	8,169,289	1,319,444	11,165,913	542,563	161,883	-	21,359,092
帳面值 Carrying amount							
於2017年3月31日 At 31 March 2017	817,147	168,841	3,594,420	44,650	123,794	-	4,748,852
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
出售 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
出售時撥回 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

8. 其他應收款、按金及預付款 8. Other receivables, deposits and prepayments

	2018 港元 HK$	2017 港元 HK$
其他應收款 Other receivables	**51,442**	123,262
按金及預付款 Deposits and prepayments	**2,448,921**	1,750,692
	2,500,363	1,873,954

除了為數 876,000 元 (2017 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 $876,000 (2017: $876,000), which is expected to be recovered after more than one year.

9. 現金及銀行結存 9. Cash and bank balances

	2018 港元 HK$	2017 港元 HK$
現金及銀行結存 Cash and bank balances	**46,626,043**	14,678,189
原存款期不超過三個月的短期銀行存款 Short-term bank deposits with original maturity not more than three months	**23,000,000**	40,000,000
現金及現金等價物 Cash and cash equivalents	**69,626,043**	54,678,189
原存款期超過三個月的銀行存款 Bank deposits with original maturity over three months	**-**	20,000,000
	69,626,043	74,678,189

10. 職員享有權撥備 10. Provision for staff entitlements

	2018 港元 HK$	2017 港元 HK$
年初 At beginning of the year	**4,788,463**	5,206,743
撥備 Provisions made	**5,644,058**	4,747,799
取消 Forfeitures	**(259,393)**	(459,151)
已支付及使用之金額 Amounts paid and utilised	**(3,903,560)**	(4,706,928)
年末 At end of the year	**6,269,568**	4,788,463
減：流動部分 Less: Current portion	**(3,915,604)**	(3,596,191)
非流動部分 Non-current portion	**2,353,964**	1,192,272

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.

財務報表附註
NOTES TO THE FINANCIAL STATEMENTS

11. 其他應付款及應計費用

11. Other payables and accruals

	2018 港元 HK$	2017 港元 HK$
其他應付款 Other payables	**2,525,897**	4,087,618
應計費用 Accrued expenses	**1,260,782**	1,348,897
其他 Others	**1,440,046**	1,471,977
	5,226,725	6,908,492

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.

12. 預收政府補助

12. Government subventions received in advance

	2018 港元 HK$	2017 港元 HK$
年初 At beginning of the year	**26,720,000**	21,018,552
於收支帳目內確認的金額（附註 3） Amount recognised in income and expenditure account (Note 3)	**(8,618,931)**	(6,018,552)
於年內收到並須於12個月內確認的補助（附註 3） Subventions received during the year and to be recognised within 12 months (Note 3)	**1,240,000**	11,720,000
年末 At end of the year	**19,341,069**	26,720,000
表示 Represented by：		
流動部分 Current portion	**4,341,069**	11,720,000
非流動部分 Non-current portion	**15,000,000**	15,000,000
年末 At end of the year	**19,341,069**	26,720,000

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

13. 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。

13. 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

	2018 *港元 HK$*	2017 *港元 HK$*
保留補助盈餘 Surplus subventions retained	**18,239,535**	20,910,586
年內使用金額 (附註3) Amount utilised during the year (Note 3)	-	(2,671,051)
	18,239,535	18,239,535

財務報表附註
NOTES TO THE FINANCIAL STATEMENTS

14. 重大關聯方交易

競委會於年內進行以下重大關聯方交易：

14. Material related party transactions

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

	2018 港元 HK$	2017 港元 HK$
主要管理人員報酬 **Key management compensation**		
薪酬及其他福利 Salaries and other benefits	**11,177,236**	11,648,658
強制性公積金計劃之供款 Pensions and contributions to mandatory provident fund scheme	**45,437**	36,000
	11,222,673	11,684,658
競委會委員酬金 **Honorarium to Commission members**	**3,880,000**	3,960,000
為資訊科技相關服務而向其他政府部門報銷之費用 Cost reimbursement to other Government departments for IT related services	**33,226**	37,681

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.

15. 營運租賃承擔

競委會在營運租賃下租入一物業，初步租約為期 3 年，另可選擇續租。此租賃不包括或然租金。

15. Operating lease commitments

The Commission leases a property under operating lease, which runs for an initial period of 3 years with an option to renew the lease. The lease does not include contingent rentals.

於呈報期末，競委會就不可撤銷之營運租賃須於未來繳付之最低租賃承擔總額如下：

At the end of the reporting period, the Commission had future aggregate minimum lease payments under a non-cancellable operating lease, which is payable as follows:

	2018 港元 HK$	2017 港元 HK$
一年內 Within 1 year	**5,867,184**	5,867,184
一年後但五年內 After 1 year but within 5 years	**1,955,728**	7,822,912
	7,822,912	13,690,096

財務報表附註
NOTES TO THE FINANCIAL STATEMENTS

16. 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。

(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。

16. 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.

(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.

財務報表附註
NOTES TO THE FINANCIAL STATEMENTS

16. 財務風險管理和金融工具的公允值（續）

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：

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

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:

	2018 未貼現合約現金流 Contractual undiscounted cash outflow			
	一年以下或即時到期 Within 1 year or on demand *港元 HK$*	一年以上但五年以下 More than 1 year but less than 5 years *港元 HK$*	合計 Total *港元 HK$*	帳面金額 Carrying amount *港元 HK$*
職員享有權撥備 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 Other payables and accruals	5,226,725	-	5,226,725	5,226,725
預收政府補助 Government subventions received in advance	4,341,069	15,000,000	19,341,069	19,341,069
補助盈餘 Surplus subventions	18,239,535	-	18,239,535	18,239,535
	31,722,933	**17,353,964**	**49,076,897**	**49,076,897**

	2017 未貼現合約現金流 Contractual undiscounted cash outflow			
	一年以下或即時到期 Within 1 year or on demand *港元 HK$*	一年以上但五年以下 More than 1 year but less than 5 years *港元 HK$*	合計 Total *港元 HK$*	帳面金額 Carrying amount *港元 HK$*
職員享有權撥備 Provision for staff entitlements	3,596,191	1,192,272	4,788,463	4,788,463
其他應付款及應計費用 Other payables and accruals	6,908,492	-	6,908,492	6,908,492
預收政府補助 Government subventions received in advance	11,720,000	15,000,000	26,720,000	26,720,000
補助盈餘 Surplus subventions	18,239,535	-	18,239,535	18,239,535
	40,464,218	**16,192,272**	**56,656,490**	**56,656,490**

財務報表附註
NOTES TO THE FINANCIAL STATEMENTS

16. 財務風險管理和金融工具的公允值（續）

(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。

(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。

(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 2018 年及 2017 年 3 月 31 日的公允值並無重大差異。

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

(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) 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) 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 2018 and 2017.

17. 截至 2018 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 2018 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。

17. Possible impact of amendments, new standards and interpretations issued but not yet effective for the year ended 31 March 2018

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 2018 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 Effective for accounting periods beginning on or after
《香港財務報告準則》第9號「*金融工具*」 HKFRS 9, *Financial instruments*	2018年1月1日 1 January 2018
《香港財務報告準則》第15號「*來自客戶合約的收入*」 HKFRS 15, *Revenue from contracts with customers*	2018年1月1日 1 January 2018
《香港財務報告準則》第16號「*租賃*」 HKFRS 16, *Leases*	2019年1月1日 1 January 2019

財務報表附註
NOTES TO THE FINANCIAL STATEMENTS

17. 截至 2018 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）

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。

《香港財務報告準則》第 16 號「租賃」

如附註 2(d) 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。

香港財務報告準則第 16 號規定承租人將按與現行融資租賃會計類似的方式計算所有租賃。採用香港財務報告準則第 16 號將主要影響競委會作為租約承租人就物業的會計處理方法 (現時歸類為經營租賃)。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。如附註 15 所披露，於 2018 年 3 月 31 日，競委會於不可撤銷之營運租賃項目下在日後應付最低租賃款項為 7,822,912 元。採用香港財務報告準則第 16 號後，預計該等日後應付最低租賃款項須確認為租賃負債，並附帶相應的使用權資產。經考慮可行權宜方法的適用性及就現時至採用香港財務報告準則第 16 號期間所訂立或終止的任何租約及貼現影響作出調整後，競委會將須進行更為詳細的分析以釐定於採用香港財務報告準則第 16 號時經營租賃承擔所產生的新資產及負債的金額。

17. Possible impact of amendments, new standards and interpretations issued but not yet effective for the year ended 31 March 2018 (continued)

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 the new standards which may have an impact on the financial statements. Further details of the expected impacts are discussed below.

HKFRS 16, Leases

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

HKFRS 16 specifies that lessees should account for all leases in a similar way to the current finance lease accounting. The adoption of HKFRS 16 will primarily affect the Commission's accounting as a lessee of the leases for properties which are currently classified as 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. As disclosed in note 15, at 31 March 2018 the Commission's future minimum lease payments under non-cancellable operating leases amounted to $7,822,912. It is expected that these future minimum lease payments will need to be recognised as lease liabilities, with corresponding right-of-use assets, once HKFRS 16 is adopted. The Commission will need to perform a more detailed analysis to determine the amounts of the new assets and liabilities arising from operating lease commitments on adoption of HKFRS 16, after taking into account the applicability of the practical expedient and adjusting for any leases entered into or terminated between now and the adoption of HKFRS 16 and the effects of discounting.

競爭事務委員會 COMPETITION COMMISSION

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