

Companies and Other Business Entities (Fees) Regulations, 2020

IT is hereby notified that the Minister of Justice, Legal and Parliamentary Affairs, in consultation with the Companies Office has, in terms of section 300 of the Companies and Other Entities Act [*Chapter 24:31*], made the following regulations: —

Title

1. These regulations may be cited as Companies and Other Business Entities (Fees), Regulations, 2020.

Name search and registration fees

2. (1) In respect of a name search in terms of the Act, there shall be payable to the Companies Office, at the time of making the search the amount prescribed in the First Schedule.

(2) In respect of each application for the registration of a registrable entity in terms of the Act there shall be payable to the Companies Office, at the time of making the application, fees listed in the First Schedule.

Post registration fees payable by any registered business entity

3. In respect of each activity listed in the Second Schedule, by a registered business entity, there shall be payable to the Companies Office, at the time of the activity, an amount provided in the second column of the Second Schedule.

Fees payable by public company only

4. In respect of each activity listed in the Third Schedule, by a registered business entity, there shall be payable to the Companies Office, at the time of the activity, an amount provided in the second column of the Third Schedule.

Fees payable by foreign company only

5. In respect of activities listed in the Fourth Schedule, there shall be payable to the to the Companies Office, at the time of transaction a fee listed in the Fourth Schedule.

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FIRST SCHEDULE (Section 2)

NAME SEARCH AND REGISTRATION FEES

Activity	Fee ZWL	Form No.
Name Search	80	CR 2
Registration of Private Company	600	Memorandum and Articles of Association
Registration of Public Company	2000	Memorandum and Articles of Association
Registration of Company Limited by Guarantee	2000	Memorandum and Articles of Association
Registration of Cooperative Company	2000	Memorandum and Articles of Association
Registration of Private Business Corporation	120	CR 28
Registration of Partnerships/ Syndicate/Consortium/Joint Venture or Unregistered Association	120	CR 32

SECOND SCHEDULE (Section 3)

POST REGISTRATION FEES PAYABLE BY ANY REGISTERED BUSINESS ENTITY

Transaction	Amount ZWL	Form No.
1. Registration of alteration in company's memorandum or articles of association	1 000,00	CR 34
2. Registration of any increase of shares	5 000,00	CR 10
3. Registration of Assumed Name	1 000,00	CR 3
4. For delivery to the Registrar of any return, document or notice required to be lodged with the Registrar pursuant to this act, and not otherwise provided for	200,00	Annual Return
5. Filing of Financial Statements	1 000,00	—
6. For application for an extension of the time in terms of section 12.	200,00	—
7. For every report prepared for the court by the Registrar	300,00	Report

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Transaction	Amount ZWL	Form No.
8. For any certificate issued by the Registrar	200,00	Certificate
9. For each entry extracted from any register for publication in a newspaper or any periodical	20,00	—
10. For a copy of any document, per page	5,00	—
11. For a search conducted on each file	20,00	—
12. Application for conversion of a private business corporation to a private company	200,00	CR 31
13. Registration of a resolution to convert a private company to a public Company and vice versa	1 000,00	Statement in lieu of prospectus
14. Penalty for late holding of Annual General Meeting	1 000,00	—
15. For any act done by the Registrar not referred elsewhere in this Schedule	300,00	—
16. For any rental of a lodging box per year or part thereof	500,00	—
17. Registration as a consultant per year or part thereof	500,00	—
18. Filing an objection	300,00	—
19. Request for a hearing	300,00	—
20. Application for conversion of a Private company into a Private Business Corporation	200,00	CR 15
21. Application for authority to use an electronic mail address, website, portal or other interactive electronic link	200,00	CR 1
22. Application for replacement of lost, defaced and destroyed documents	500,00	CR 4
23. Notice of situation and postal address of a company's registered office, registered principal place of business and any change thereto	200,00	CR 5
24. Notice of change of list of directors and Secretaries	200,00	CR 6
25. Special resolution	200,00	CR 8
26. Notice of conversion, consolidation and split of share capital	200,00	CR 9
27. Return of allotments	200,00	CR 11

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Transaction	Amount ZWL	Form No.
28. Notice of place where register of mortgages and debentures is kept or any change thereto	200,00	CR 12
29. Notice of the situation of the office where branch register of members/debentures holders is kept or discontinuance thereof	200,00	CR 13
30. Statement by directors for strike off or voluntary wind up	200,00	CR 14
31. Beneficial ownership declaration form	200,00	CR 16
32. Declaration that the annual general meeting was held	200,00	CR 17
33. Declaration of shell and shelf companies	200,00	CR 18
34. Affidavit in terms of section 158 of the Act	200,00	CR 19
35. Statement by company of the amount or rate paid agreed to be paid by way of commission in respect of shares	200,00	CR 22
36. Statutory report	200,00	CR 23
37. Declaration of continuance of incorporation of a company limited by guarantee	200,00	CR 24
38. Declaration that annual meeting was held (PBC)	100,00	CR 29
39. Amended incorporation statement	120,00	CR 30
40. Declaration that an entity is still in existence	200,00	CR 33
41. Application to inspect entity documents and registers	200,00	CR 35

THIRD SCHEDULE (*Section 4*)

FEEs PAYABLE BY PUBLIC COMPANY ONLY

1. Registration of any statement in lieu of the prospectus pursuant to section	1 000,00
2. Registration of any prospectus pursuant to section 106	10,000,00

FOURTH SCHEDULE (*Section 5*)

FEEs PAYABLE BY FOREIGN COMPANY ONLY

For application made by or for any foreign company the fees shall be payable in foreign currency, convertible to United States dollars.

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Activity	Amount USD
1. For registration of the charter, statutes, or memorandum and articles of the company or other instrument constituting or defining the constitution of the company.	500,00
2. For registration of the prospectus of the foreign company	700,00
3. For registration of any return in terms of section 241 of this Act, setting out alteration in company's charter, directors, addresses,	200,00
4. For delivery of the annual return of a foreign company	200,00

