

Companies and Other Business Entities (Fees) (Amendment)
Regulations, 2023 (No. 2)

IT is hereby notified that the Minister of Justice, Legal and Parliamentary Affairs has, in terms of section 301(1)(a) of the Companies and Other Business Entities Act [*Chapter 24:31*], made the following regulations:—

1. These regulations may be cited as the Companies and Other Business Entities (Fees) (Amendment) Regulations, 2023 (No. 2).

2. The Schedules to the Companies and Other Business Entities (Fees) Regulations, 2020, published in Statutory Instrument 47 of 2020, are repealed and the substitution of—

“FIRST SCHEDULE (*Section 2*)

NAME SEARCH AND REGISTRATION FEES

Transaction	Fee \$US
1. Name search	5
2. Registration of Private Company	40
3. Registration of Public Company	80
4. Registration of Company Limited by Guarantee	80
5. Registration of Cooperative Company	80
6. Registration of Private Business Corporation	20
7. Registration of Partnerships/Syndicates/Consortium/Joint Venture or Unregistered Association	20

SECOND SCHEDULE (*Section 3*)

POST REGISTRATION FEES TO BE PAID BY ANY REGISTERED
BUSINESS ENTITY

Transaction	Fee \$US
1. Alteration in company’s Memorandum or Articles	20
2. Registration of any increase in shares	200
3. Registration of Assumed Name	20
4. For delivery of any return, document or notice not provided for pursuant to the Act	10
5. Filing of Financial Statements	20

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Transaction	Fee \$US
6. For application for an extension of the time in terms of section 12	10
7. For every report prepared for the court by the Registrar	30
8. For any certificate issued by Registrar	10
9. For every entry extracted from any register for publication	5
10. For a copy of document per page	1
11. For a search conducted on a file	5
12. Certificate by Registrar per document	20
13. Application for conversion of Private Business Corporation to Private Company	10
14. Conversion of a private company to a public company and <i>vice versa</i>	20
15. Penalty for late holding of an annual general meeting	20
16. For any act done by the registrar not referred elsewhere in this Schedule	30
17. For any rental of a lodging box per year or part thereof	120
18. Registration as a Business entity Incorporation Agent/Business Entity Service Provider per year or part thereof	120
19. Filling an objection	100
20. Request for a hearing	100
21. Application for conversion of private company into PBC	10
22. Application for authority to use an electronic mail address, website, portal, or other interactive electronic link	120
23. User renewal for use of electronic link per year	100
24. Application for replacement of lost, defaced or destroyed documents	50
25. Notice of situation of postal address of a company's registered office, registered principal place of business and any change	10
26. Notice of change of list of directors and secretaries	10
27. Special resolution	10
28. Notice of conversion, buy back of shares, etc	10
29. Return of allotments	10
30. Notice of place where register of mortgages and debentures is kept or any change thereto	10
31. Notice of situation of the office where branch register of members or debenture holders is kept or discontinuance thereof	10
32. Statement by directors for strike off or voluntary wind up	10

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Transaction	Fee \$US
33. Beneficiary ownership declaration form	10
34. Declaration that annual general meeting was held	10
35. Declaration of shelf and shell companies per company	10
36. Affidavit in terms of section 158 of the Act	10
37. Statement by company of the amount or rate agreed to be paid by way of commission in respect of shares	10
38. Certificate of Good Standing	50
39. Statutory report	10
40. Declaration of continuance of incorporation of company limited by guarantee	10
41. Declaration that annual general meeting was held (PBC)	10
42. Amendment of incorporation statement PBC	10
43. Declaration that an entity is still in existent (Partnerships, Joint Ventures, etc)	20
44. Application to inspect entity documents and registers	10
45. Registration of a scheme of arrangement	50
46. Submission of an annual return form for a company	10
47. Penalty for late submission of an annual return shall be calculated as 10% per month up to a maximum of 10 months	20
48. Penalty for late holding of an annual general meeting	20
49. Re-registration	10
50. Mergers and Acquisition	200

“THIRD SCHEDULE (*Section 4*)

FEES PAYABLE BY PUBLIC COMPANIES

Transaction	Fee (\$US)
1. Registration of any statement <i>in lieu</i> of prospectus pursuant to section 82 or 116 of the Act	100
2. Registration of any prospectus pursuant to section 106 of the Act.	1 000

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“FOURTH SCHEDULE (*Section 4*)

FEES TO BE PAID BY FOREIGN COMPANIES ONLY

Activity	Amount (\$US)
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
2. Registration of the prospectus of a foreign company.	700
3. For registration of any return in terms of section 241 of this Act, setting out alterations in the company’s charter, directors, addresses, etc	200
4. For delivery of the annual return of a foreign company.	200
5. For issuance of a certificate of registration of a foreign company	20
6. Mergers and acquisitions for foreign companies.	500”.

3. The fees may be payable in Zimbabwean dollars at the prevailing auction Mid-Rate on that particular week

4. The Companies and Other Business Entities (Fees) (Amendment) Regulations, 2021 (No. 1), published in Statutory Instrument 203 of 2021, are repealed.