

GOVERNMENT OF ZAMBIA

STATUTORY INSTRUMENT NO. 53 OF 2014

**The Companies Act**  
(Laws, Volume 21, Cap. 388)

**The Companies (Fees) (Amendment)  
Regulations, 2014**

IN EXERCISE of the powers contained in section *four hundred* of the Companies Act, the following Regulations are hereby made:

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|---|--|
| 1. These Regulations may be cited as the Companies (Fees) (Amendment) Regulations, 2014, and shall be read as one with the Companies (Fees) Regulations, 2005, in these Regulations referred to as the principal Regulations. . | Title<br>SI. No. 29 of<br>2005           |
| 2. The principal Regulations are amended by the repeal of the Schedule and the substitution therefor of the Schedule set out in the Appendix.   | Repeal and<br>replacement<br>of Schedule |

APPENDIX  
(Regulation 2)

SCHEDULE  
(Regulation 2)

FEE PAYABLE BY A COMPANY (OTHER THAN A FOREIGN COMPANY)

PART I

**A. Companies Limited by Shares and Unlimited Companies**

1. Registration of a company: 2.5% of the nominal capital shall be paid as registration fees, but in no case shall the nominal capital be less than:

	<i>Fee Unit</i>
(a) private company	50,000
(b) public company	5,000,000
(c) bureau de change	1,250,000
(d) financial institution	2,500,000
(e) for a local bank	520,000,000
(f) for a foreign bank	2,600,000,000
(g) for an insurance broker	2,600,000
(h) for an insurance company	5,000,000
(i) for a re-insurance company	25,000,000

2. Registration fee of an increase in capital after the first registration of a company shall be 2.5% of the value of the increase in share capital and in no case shall the nominal capital be less than:

- (a) K10,000 in respect of Private Companies
- (b) K1,000,000 in respect of Public Companies

3. Certificate:

(a) Incorporation	278
(b) Share capital	278

4. Adoption of new articles pursuant to section 391 Registration of Articles of Association

(a) on incorporation	Nil
(b) after incorporation	278

5. Registration of change of name and issuance of certificate of incorporation 1,389

6. Registration of a prospectus pursuant to section 126 5,556

7. Consent to be Director (Companies Form 5) 278

8. Declaration of compliance (Companies Form 11) 278

9. Alteration of registered particulars of Director or change in Director 556

10. Alteration in registered office of company 278

11. Annual returns:

(a) Private company	556
(b) Public company	2,778
(c) Private Bank	5,556
(d) Public Limited Bank	8,334
(e) Insurance Company:	
(i) Private	5,556
(ii) Public	8,334

	<i>Fee Unit</i>
<i>(f) Other financial institutions:</i>	
(i) Private	5,556
(ii) Public	8,334
12. Registration of mortgage, debenture or other charge: 1% of the amount borrowed but in no case shall the fees be more than	1,3889
13. Discharge of mortgage and statement of satisfaction	2,778
14. Name reservation	556
15. Notice of variation of a mortgage	556
16. Notice of entry into possession of a mortgage	556
17. Notice of entry out of possession of mortgage	556
18. Copies of any document per page	112
19. Inspection of company files or Register	278
20. Name search	278
21. Appeal on rejected name(s)	556
22. Registration or filling of any other forms not specifically mentioned	556
23. Application for reduction of capital	2,778
24. Application to restore company struck-off	13,889
25. Conversion of a company	2,778
26. Application under section 363 of the Act	13,889
27. Forfeiture of shares	2,778
28. Return of allotment of shares	556
29. Return of final winding up meeting	2,778
30. For application to dispense with the word "Limited" under section 39	2,778
31. Registration of change of name and issuance of certificate thereof	556
32. Registration of any document or the recording of any authorised document required to be registered or renewed or required to be delivered, sent or forwarded to the Registrar and not previously specified	556
33. Registration of amended Articles of Association	500
34. Notice of transfer or transmission of shares	2,778
35. Notice of appointment of receiver or liquidator	2,778
36. Notice of address or other particulars of receiver or liquidator	556
37. Notice of ceasing to act as receiver or liquidator	2,778
38. Certificate of status	278
39. Notice to dispose of company assets	556
40. Notice to verify statements of company affairs	556
41. Any other lodgments	556
<b>B. Companies Limited by Guarantee</b>	
1. Registration of a company limited by guarantee The guaranteed amount shall not be less than K10,000	2,500
2. Notice of becoming or ceasing to be a member in a company limited by guarantee	556

*Fee Unit***C. Foreign Company**

1. Registration of a certified copy of a charter, statute or memorandum and articles of association of a company or other instrument constituting or defining the constitution of company (in English)	13,889
2. Registration of an alteration in any instrument or change in particulars	2,778
3. Change of name	5,556
4. Registration of any document or making a record of any fact authorised to be delivered, sent or forwarded to the Registrar and not previously specified	2,778
5. Duplicate certificate	2,778
6. Inspection of any document relating to a foreign company filed with the Registrar	556
7. Copies of any instrument per page	556
8. Cessation of business or winding up of a foreign company	5,556
9. Certification of documents per page	278
10. Financial statement	2,778
11. Name search	556
12. Any other lodgement	1,111

LUSAKA

1st October, 2014

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R. SICHINGA,  
*Minister of Commerce,  
 Trade and Industry*