

GOVERNMENT OF ZAMBIA

STATUTORY INSTRUMENT NO. 3 OF 2012

The Registration of Business Names Act, 2011
(Act No. 16 of 2011)**The Registration of Business Names Regulations, 2012**

ARRANGEMENT OF REGULATIONS

PART I

PRELIMINARY

1. Title

PART II

REGISTRATION

2. Application for reservation of business name
3. Application for registration
4. Certificate of registration
5. Rejection of application
6. Surrender of certificate
7. Transfer of certificate
8. Suspension or cancellation of certificate
9. Application for re-registration of business name
10. Change in particulars
11. Application for duplicate certificate
12. Notice of cessation

PART III

GENERAL PROVISIONS

13. Filing of annual return
14. Fees
15. Revocation of SI No. 100 of 1998

IN EXERCISE of the powers contained in section *twenty-six* of the Registration of Business Names Act, 2011, the following Regulations are hereby made:

PART I

PRELIMINARY

Title 1. These Regulations may be cited as the Registration of Business Names Regulations, 2012.

PART II

REGISTRATION

Application for reservation of business name 2. (1) An application for the reservation of a business name shall be made in Form I set out in the First Schedule.
(2) A notice of reservation of business name shall be in Form II set out in the First Schedule.

Application for registration 3. (1) An application for registration of a business name shall be in Form III set out in the First Schedule.
(2) A request for further particulars shall be made in Form IV set out in the First Schedule.

Certificate of registration 4. The Registrar shall, within fourteen days of acceptance of an application for registration, issue a certificate of registration to the applicant in Form V set out in the First Schedule.

Rejection of application 5. The Registrar shall, where the Registrar rejects an application for registration of a business name, inform the applicant of the rejection in Form VI set out in the First Schedule.

Surrender of certificate 6. (1) An individual or firm shall, where the individual or firm decides not to continue operating the business to which the certificate of registration relates, surrender the certificate of registration with Form VII set out in the First Schedule.
(2) The Registrar shall, where a certificate of registration is surrendered under sub-regulation (1), cancel the certificate of registration.

Transfer of certificate 7. An application for the transfer of a certificate of registration shall be made in Form VIII set out in the First Schedule.

Suspension or cancellation of certificate 8. (1) The Registrar shall, before suspending or cancelling a certificate of registration, notify the holder of the intention to suspend or cancel the certificate of registration in Form IX set out in the First Schedule.

(2) The Registrar shall, where the Registrar suspends or cancels a certificate of registration, inform the holder in Form X set out in the First Schedule.

- | | |
|---|--|
| 9. An application to re-register a business name in respect of which registration has been cancelled or suspended shall be made on Form III set out in the First Schedule. | Application for re-registration of business name |
| 10. An individual or firm registered under the Act shall notify the Registrar of any change in that person's registered particulars in Form XI set out in the First Schedule. | Change in particulars |
| 11. An application for a duplicate certificate of registration shall be made in Form XII set out in the First Schedule. | Application for duplicate certificate |
| 12. A person who wishes to cease operations of a registered business name shall file a notice of cessation with the Registrar in Form XIII set out in the First Schedule. | Notice of cessation |

PART III

GENERAL PROVISIONS

- | | |
|--|----------------------------------|
| 13. (1) An individual or firm shall, not later than three months after the end of its financial year, complete and submit an annual return in Form XIV set out in the First Schedule. | Filing of annual return |
| (2) An annual return submitted to the Registrar under sub-regulation (1) shall be signed— | |
| (a) where the return relates to a sole trader or individual, by the sole trader or the individual; and | |
| (b) where the return relates to a firm, by all the partners, nominees or trustees, as applicable. | |
| (3) A person who signs an annual return under paragraph (b) of sub regulation (2) in accordance with section <i>eight</i> of the Act shall lodge the return together with a statutory declaration to the effect that the person is acting as a nominee or trustee under the authority of or on behalf of a foreign company or corporation. | |
| 14. The fees set out in the Second Schedule shall be payable respecting the matters specified therein. | Fees |
| 15. The Registration of Business Names Regulations, 1998, are hereby revoked. | Revocation of SI No. 100 of 1998 |

FIRST SCHEDULE

(Regulations 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12 and 13)

PRESCRIBED FORMS

Form I
(Regulation 2(1))
(To be completed in duplicate)



THE PATENTS AND COMPANIES REGISTRATION AGENCY

The Registration of Business Names Act, 2011
(Act No. 16 of 2011)

The Registration of Business Names Regulations, 2012

APPLICATION FOR RESERVATION OF NAME

Reference No:

The persons specified below, proposing to register a business name, hereby request that the name:

.....

be reserved by the Registrar for that purpose.

Details of applicants:

Firm Name or Forenames and Surname	Business Address	Postal address/ electronic mail address	Signature of individual or Partner(s), trustee(s) or nominee(s) in case of a firm

Date: day of, 20.....

Form II
(Regulation 2(2))



THE PATENTS AND COMPANIES REGISTRATION AGENCY

The Registration of Business Names Act, 2011

(Act No. 16 of 2011)

The Registration of Business Names Regulations, 2012

NOTICE OF RESERVATION OF NAME

To:.....
(Name of Applicant)

The name.....
is available to you for registration and is reserved for a period of 3 months from
the date of this notice.

Dated this..... day of 20.....

.....
Registrar



Form III
(Regulation 3(1) and 9)
(To be completed in duplicate)

THE PATENTS AND COMPANIES REGISTRATION AGENCY
The Registration of Business Names Act, 2011
(Act No. 16 of 2011)

The Registration of Business Names Regulations, 2012

APPLICATION FOR REGISTRATION/RE-REGISTRATION OF BUSINESS NAME			
Please complete in block letters	Shaded fields for official use only	Certificate No. Reference No. Date and Time	
<i>Information Required</i>	<i>Information Provided</i>		✓
INDIVIDUAL			
1.	(a) Present Name(s) (b) Surname(s) of Applicant(s) (c) Former Name(s) (d) Age of applicant(s)		
2.	(a) Nationality of applicant(s) (b) Identity card - - National Registration Card No.(s) - Passport No.		
3.	(a) Notification address Telephone/Cell No. Fax No. Email address (b) Residential address		
FIRM			
4.	(a) Proposed business names (b) Business address (c) Notification/Postal address (d) Email address		
GENERAL INFORMATION			
5.	Type of business or undertaking to be conducted		
6.	Location of proposed business	Plot No.	Is premises owner occupier or rented premises? (state name of the owner, if rented)
7.	Proposed date of commencement of business (dd/mm/yy)		
8.	Financial year end (dd/mm/yy)		
9.	Have you previously held a certificate of registration which was suspended or cancelled by the Registrar If yes, specify details:..... Reason for cancellation:..... Date of cancellation:.....		

10.	Do you have a valid registration in respect of any other business name? If yes, specify details:..... Other existing business name:..... Date of registration		
11.	Business names previously held by the applicant under the Registration of Business Names Act or similar legislation outside Zambia	Certificate No.	Location
12.	Do you have any interest by way of partnership/directorship/shareholding in any business or occupation other than the one in respect of which the application relates?		
	If yes, specify details:..... Other existing business name:..... Date of registration		
13.	<p>STATUTORY DECLARATION</p> <p>I/We..... do solemnly declare as follows:</p> <p>(a) that the information provided in this Form is correct and true; and</p> <p>(b) that my certificate of registration has never been suspended or cancelled;</p> <p>and I/We make this solemn declaration conscientiously believing the same to be true to the best of my/our knowledge and belief.</p> <p style="text-align: center;">..... Signature</p> <p>..... Applicant's signature</p> <p style="text-align: right;">..... Date</p>		
FOR OFFICIAL USE ONLY			
Received by:..... Officer			
Date			
Receipt No.: Date Received: Amount Received: Serial No. of application:			
<div style="border: 1px solid black; padding: 5px; width: fit-content; margin: 0 auto;"> OFFICIAL STAMP </div>			

Form IV
(Regulation 3(2))



THE PATENTS AND COMPANIES REGISTRATION AGENCY

The Registration of Business Names Act, 2011

(Act No. 16 of 2011)

The Registration of Business Names Regulations, 2012

REQUEST FOR FURTHER INFORMATION/PARTICULARS

To:

Address:.....

Reference No:

You are hereby requested to furnish the following information or documents in respect of your application for registration/business name

(a).....

(b).....

(c).....

(d).....

withindays of this notice. If you fail to furnish the requested information within the stipulated period, your application will be treated as invalid and shall be rejected.

Dated this..... day of 20.....

.....
Registrar

Form V
(Regulation 4)



THE PATENTS AND COMPANIES REGISTRATION AGENCY

The Registration of Business Names Act, 2011
(Act No. 16 of 2011)

The Registration of Business Names Regulations, 2012

CERTIFICATE NO.:

SERIAL NO.:

CERTIFICATE OF REGISTRATION

I HEREBY CERTIFY that:
have (has) been registered in accordance with section 7 of the Registration of
Business Names Act, 2011, and have (has) been entered in the Register under
Number of the Register.

This Certificate of Registration is valid until transferred or cancelled.

Issued at..... this day of, 20.....

.....
Registrar

Note that this certificate is not valid unless the official seal of the Patents and
Companies Registration Agency (PACRA) has been affixed

Form VI
(Regulation 5)



THE PATENTS AND COMPANIES REGISTRATION AGENCY

The Registration of Business Names Act, 2011
(Act No. 16 of 2011)

The Registration of Business Names Regulations, 2012

NOTICE OF REJECTION OF APPLICATION

Reference No.:

(1) Here insert the full names and address of applicant
(2) Here insert the proposed business name
(3) Here insert type of application

To (1)
.....
IN THE MATTER OF (2)
you are hereby notified that your application for (3)
has been rejected on the following grounds;

- (a)
- (b)
- (c)
- (d)

Dated this.....day of.....20.....

.....
Registrar

Form VII
(Regulation 6)



THE PATENTS AND COMPANIES REGISTRATION AGENCY

The Registration of Business Names Act, 2011
(Act No. 16 of 2011)

The Registration of Business Names Regulations, 2012

**NOTICE OF INTENTION TO SURRENDER CERTIFICATE OF
REGISTRATION**

To the Registrar:

IN THE MATTER OF

I hereby notify your office that I intend to surrender my certificate on
.....day of20..... for the
following reasons:

- (a).....
- (b).....
- (c).....
- (d).....

Dated this.....day of20.....

.....
Name(s) and signature(s) of Holder(s) of Certificate of Registration

Form VIII
(Regulation 7)



THE PATENTS AND COMPANIES REGISTRATION AGENCY

The Registration of Business Names Act, 2011
(Act No. 16 of 2011)

The Registration of Business Names Regulations, 2012

APPLICATION FOR CONSENT TO TRANSFER CERTIFICATE OF REGISTRATION			
Please complete in block letters	Shaded fields for official use only	Reference No.	
		Date and Time	
<i>Information Required</i>		<i>Information Provided</i>	
1.	Certificate No.		✓
2.	Current holder		
3.	(a) Name(s) of proposed holder(s)		
	(b) Type of holder (tick as applicable)	Individual	Firm
4.	Proposed holder's Address		
	Telephone:		
	Fax:		
	Email:		
5.	Appendix (This Form should be accompanied by Form XI)		
	Appendix No. 1	Minutes of relevant meeting	
	Appendix No. 2	Reasons for transferring/entering into agreement	
	Appendix No. 3	Copy of Agreement/Letter to transfer	
Name of Applicant (individual or authorised representative):			
Date:			
Signature:			
FOR OFFICIAL USE ONLY			
Received by:		Date	
Officer			
Receipt No.:			
Amount Received:			
Serial No. of application:			
			OFFICIAL STAMP

Form IX
(Regulation 8(1))



THE PATENTS AND COMPANIES REGISTRATION AGENCY

The Registration of Business Names Act, 2011
(Act No. 16 of 2011)

The Registration of Business Names Regulations, 2012

Registration No:

NOTICE OF INTENTION TO SUSPEND OR CANCEL CERTIFICATE

To (1).....

IN THE MATTER OF (2)..... you are hereby notified that the Registrar intends to *suspend/cancel your certificate on the following grounds:

- (a).....
- (b).....
- (c).....
- (d).....

(1) Here insert the full names and address of holder
 (2) Here insert the business name
 (3) Here insert the number of days
 (4) Signature of Registrar

Accordingly, you are requested to take action to remedy the breaches set out in paragraphs.....(above) within (3).....days of receiving this notice. Failure to remedy the said breaches shall result in the *suspension /cancellation of your certificate.

Dated thisday of 20.....

(4)
Registrar

*Delete as appropriate

Form X
(Regulation 8(2))



THE PATENTS AND COMPANIES REGISTRATION AGENCY

The Registration of Business Names Act, 2011
(Act No. 16 of 2011)

The Registration of Business Names Regulations, 2012

Registration No:.....

NOTICE OF SUSPENSION OR CANCELLATION OF CERTIFICATE

(1) Here
insert the full
names and
address of
holder
(2) Here
insert the
business name
(3)
Signature of
Registrar

To (1).....
.....
IN THE MATTER OF (2)..... you are hereby
notified that your certificate has been *suspended/cancelled on the following
grounds:
(a).....
(b).....
(c).....
(d).....

Dated thisday of 20.....

(3)
Registrar

*Delete as appropriate

Form XI
(Regulation 8(2))



THE PATENTS AND COMPANIES REGISTRATION AGENCY

The Registration of Business Names Act, 2011
(Act No. 16 of 2011)

The Registration of Business Names Regulations, 2012

Registration No:.....

NOTIFICATION OF CHANGE IN PARTICULARS

To the Registrar:

Business Name:

Notice is hereby given that the following changes have occurred in respect of
the particulars relating to my registration:

.....
.....

..... The reason for the change is

Date at.....this..... day of, 20.....

Signed:..... Name:.....

Form XII
(Regulation 11)
(To be completed in duplicate)



THE PATENTS AND COMPANIES REGISTRATION AGENCY

The Registration of Business Names Act, 2011
(Act No. 16 of 2011)

The Registration of Business Names Regulations, 2012

APPLICATION FOR DUPLICATE CERTIFICATE OF REGISTRATION			
Please complete in block letters		Shaded fields for official use only	Registration No.
			Date and Time
<i>Information Required</i>		<i>Information Provided</i>	
1.	Business Name		√
2.	(a) Present First Name(s)		
	(b) Surname(s) of Applicant(s)		
	(c) Type of applicant (tick as applicable)	Individual <input type="checkbox"/>	Firm <input type="checkbox"/>
3.	(a) Nationality of applicant(s)		
	(b) Identity card - - National Registration Card No.(s)		
	- Passport No.		
4.	(a) Notification address:		
	Telephone/Cell No.		
	Fax No.		
	Email address		
	(b) Residential address		
4.	How was the certificate lost or destroyed? (specify details) Attach certified copy of affidavit or report of destruction		
FOR OFFICIAL USE ONLY			
Received by:		Officer	Date
Receipt No.:			
Date Received:			
Amount Received:			
Serial No. of application:			
		OFFICIAL STAMP	

Form XIII
(Regulation 12)
(To be completed in duplicate)



THE PATENTS AND COMPANIES REGISTRATION AGENCY

The Registration of Business Names Act, 2011
(Act No. 16 of 2011)

The Registration of Business Names Regulations, 2012

NOTICE OF CESSATION OF BUSINESS

WHEREAS I/WE the undersigned registered under the Certificate No:.....

NOW I/WE hereby give notice that I/we have ceased to carry on business as
.....
.....
.....

Dated this.....day of, 20.....

.....
Name(s) and signature of Applicant(s)

Form XIV
 (Regulation 13)
 (To be completed in duplicate)



THE PATENTS AND COMPANIES REGISTRATION AGENCY

The Registration of Business Names Act, 2011
 (Act No. 16 of 2011)

The Registration of Business Names Regulations, 2012

ANNUAL RETURN

Registration No:

Annual Return of:
 (Name of Business)

Made up to the day of 20.....
 (Date of Return)

2. Nature of Business.....
3. Situation of the registered and/or principal place of business:.....
4. Postal Address:.....
5. Situation of the firm's registered records office if different from registered office:

6. Particulars with respect to the individuals or firm which is a partner in the firm.

(a) Individuals

Surname	Forename	Address	Occupation	Nationality, NRC or Passport No.	Residential and Postal address	Occupation and other bodies in which partnership is held

(b) Firm

Name of firm	Business address	Postal/electronic mail address

Dated this day of 20.....

.....
 (All partners to sign unless verified by Statutory
 Declaration made by the signatory)

SECOND SCHEDULE
(Regulation 14)

PRESCRIBED FEES

<i>Item</i>	<i>Fee Units</i>
1. Application to register a business name	278
2. Certificate of registration	83
3. Cancellation of an entry or part of an entry in the Register	111
4. Certificate of any document under the hand of the Registrar excluding certificate of registration	83
5. Inspection of the Register or file	111
6. Certified copy of certificate of registration	139
7. Search on availability of name	56
8. Appeals	278
9. Change of business name and other registered particulars	333
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11. Annual return	167
12. Sealing of a certificate or document under the hand of the Registrar	56
13. Lodgement of Form II	111
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15. Application for duplicate certificate	167
16. Registration and filing of any other document or form	111

LUSAKA
3rd January, 2012
[MCTI.52/2/11c]

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