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OF THE

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Government Notices

MINISTRY OF INDUSTRIALISATION, TRADE AND SME DEVELOPMENT

No. 309 2019

REGULATIONS RELATING TO FEES FOR ACTS AND SERVICES RENDERED FOR COPYRIGHT: COPYRIGHT AND NEIGHBOURING RIGHTS PROTECTION ACT, 1994

Under section 61 of the Copyright and Neighbouring Rights Protection Act, 1994 (Act No. 6 of 1994) read with section 30 of the Business and Intellectual Property Authority Act, 2016 (Act No. 8 of 2016), on the recommendation of the Board, I have made the regulations set out in the Schedule with effect from 1 November 2019.

T. TWEYA
MINISTER OF INDUSTRIALISATION,
TRADE AND SME DEVELOPMENT

Windhoek, 7 October 2019

SCHEDULE**Definitions**

1. In these regulations a word or expression to which a meaning has been assigned in the Act has the same meaning, and unless the context otherwise indicates -

“the Act” means the Copyright and Neighbouring Rights Protection Act, 1994 (Act No. 6 of 1994).

Charging of fees for acts done and services rendered

2. BIPA must charge fees for any act done or any service rendered in relation to copyright under the Act as set out in the Table.

TABLE

FEES FOR ACTS DONE AND SERVICES RENDERED IN
RELATION TO COPYRIGHT

Description of Act or Service	Fees in (N\$)
1. Application for copyright per work	200
2. Addendum on a book	50
3. Application for amendment of a work before registration	100
4. Application for amendment of a work after registration	100
5. Copy of extracts from the register per page	10
6. Copy of document per page	3
7. Consultation of register	10
8. Application for recognition as copyright owners' collecting society	1000

MINISTRY OF INDUSTRIALISATION, TRADE AND SME DEVELOPMENT

No. 310

2019

AMENDMENT OF REGULATIONS UNDER THE CLOSE CORPORATIONS ACT:
CLOSE CORPORATIONS ACT, 1988

Under section 10 of the Close Corporations Act, 1988 (Act No. 26 of 1988) I have amended the Regulations under the Close Corporations Act as set out in the Schedule.

T. TWEYA
MINISTER OF INDUSTRIALISATION,
TRADE AND SME DEVELOPMENT

Windhoek, 14 October 2019

SCHEDULE**Definitions**

1. In these regulations “the Regulations” means the Regulations under the Close Corporations Act, 1988 published under Government Notice No. 43 of 30 March 1994 as amended by Government Notice Nos. 83 of 1 June 1994, 97 of 1 July 2006, 294 of 14 December 2012 and 19 of 13 February 2015.

Amendment of Schedule 1 of Regulations

2. Schedule 1 to the Regulations is amended by the substitution for Schedule 1 of the following Schedule:

“Schedule 1

The following fees are payable in terms of the Act and these regulations in the manner prescribed in regulation 5.

Item	Services	Fees Payable (N\$)	Corresponding CC Form (if any)
1	Registration of a Founding Statement	150.00	CC1
2	Registration of an Amended Founding Statement in respect of particulars in Part A thereof	60.00	CC2
3	Restoration of the registration of a Corporation	225.00	CC3
4	Registration of an order of the Court	60.00	CC5
5	Registration of a resolution to wind-up voluntarily	60.00	CC6
6	Annual Duty	120.00	CC7
7	Application for reservation of a name	75.00	CC8
8	Change of the end of the current financial year	60.00	CC9
9	Consideration of an objection to a name	450.00	See note
10	Inspection into a corporation file in the Registration Office		See note
	(a) Personally by applicant	10.00	See note
	(b) On the written request of an applicant (*includes up to 20 photocopies of documents thereafter 0.50c per copy)	20.00	See note
11	Photocopies		
	(a) Photocopy of a document, approximately 298mm by 210mm in size or smaller (per copy)	1.00	See note
	(b) Photocopy on paper reproduced on micro film (per copy)	1.00	See note
	(c) Photocopy on diazo reproduced from micro film (per copy)	2.00	See note
12	Certification of a document or part of a document (per document)	10.00	See note
13	Issuing of a typed certificate in respect of the contents of a form or other document or part thereof	40.00	See note

(Note: Corresponding form to be provided by the Registration Office)

MINISTRY OF INDUSTRIALISATION, TRADE AND SME DEVELOPMENT

No. 311

2019

AMENDMENT OF COMPANIES ADMINISTRATIVE REGULATIONS: COMPANIES ACT, 2004

Under section 13 of the Companies Act, 2004 (Act No. 24 of 2004) I have amended the Companies Administrative Regulations as set out in the Schedule.

T. TWEYA
MINISTER OF INDUSTRIALISATION,
TRADE AND SME DEVELOPMENT

Windhoek, 14 October 2019

SCHEDULE

Definitions

1. In these regulations “the Regulations” means the Companies Administrative Regulations published under Government Notice No. 173 of 10 August 2010 as amended by Government Notice No. 207 of 1 September 2016 and Government Notice No. 310 of 1 December 2017.

Amendment of Annexure 1 to Regulations

2. Annexure 1 to the Regulations is amended by the substitution for Annexure 1 of the following Annexure:

ANNEXURE 1

FEES AND DUTIES

1. The fees and duties set out in this Annexure are payable in terms of the Act and these Regulations.
2. The Payments must be made as prescribed in regulations 8 and 9.
3. This Annexure is effective from the date of publication in the *Gazette*.

Item	Services	Fees Payable (N\$)	Corresponding CM Form (if any)
1	(a) Registration of memorandum and articles of a company (section 68(1) and regulations 17 and 18).	150.00	CM 2 CM 4 CM 49
	(b) Additional fee in respect of registration of memorandum and articles (section 68(1)) -		
	(i) a company having a nominal share capital having shares of par value, for each thousand Namibian dollars or part thereof -	7.50	CM 2
	(ii) a company having shares of no-par value, for each thousand shares or part thereof -	7.50	CM 2
	(iii) a company having both shares of par value and shares of no-par value, the aggregate of the amounts calculated on the basis laid down in paragraphs (b)(i) and (ii) of this item.	7.50	CM 2
2	Reservation of a name, a shortened form of a name or a defensive name (sections 48(1) or 49 of the Act and regulation 14).	75.00	CM 5
	Extension of the period of the reservation of a name, a shortened form of a name or a defensive name (section 48(3) and 49(2) of the Act and regulation 14).	75.00	CM 6

3	Registration of a shortened form of a name (section 49(1) of the Act and regulation 15).	60.00	CM 7
	Registration of a defensive name for two years (section 49(2)(a) of the Act and regulation 15).	300.00	CM 8
	Renewal of the registration of a defensive name (section 49(2) (b) of the Act and regulation 15).	160.00	CM 8A
4	Registration of a change of a name (section 50(1) of the Act and regulation 16).	60.00	CM 9 CM 26
	Registration of a change of a shortened form of a name (section 50(2)(a) of the Act and regulation 16).	120.00	CM 9A
	Deregistration of a shortened form of a name (section 50(2)(b) of the Act and regulation 16).	60.00	CM 9B
5	Submission of a certificate of consolidation of articles (section 66 of the Act and regulation 19).	70.00	CM 10
6	Increase of share capital for shares of a par value, for each thousand Namibian dollars, or part thereof, by which share capital is increased (section 81(2)(a) of the Act and regulation 24).	10.00	CM 11
	Increase of share capital for shares with no par value for each thousand Namibian dollars, or part thereof, calculated by multiplying the number by which the number of the shares has been increased by the value of each certified share (section 81 (2) (b) of the Act and regulation 24).	10.00	CM 11
	Registration of a special resolution to approve the acquisition of shares issued by that company (section 89(1) of the Act and regulation 24).	120.00	CM 14
7	Statement of payment of commission on shares (section 86 of the Act and regulation 25).	20.00	CM 12
8	Fees for late submissions/failure to lodge returns (Section 186 of the Act and regulation 60).	300.00	CM 15 CM 23 CM 26 CM 29 CM 31
9	Lodgement of allotment of shares (section 99(3) and (4) of the Act and regulation 26).	20.00	CM 15 CM 16
10	Application for extension of time (sections 102(1), 185, 187(4) and 314(3) of the Act and regulation 27).	75.00	CM 17
11	Registration of an order by the Court (sections 260(5), 317(7) and 319(4) of the Act and regulation 28).	40.00	CM 18
12	Redeeming of redeemable preference shares (section 104 of the Act and regulation 29).	20.00	CM 19
13	Variation of rights in respect of shares of a company (section 108(3) of the Act and regulation 30).	20.00	CM 20
14	Notice of places where registers are kept (section 114(2), 117, 136, 223(4), 238(2) and 248(2) of the Act and regulation 32).	20.00	CM 21
15	Notice of postal address and registered office of a company (section 178 of the Act and regulation 37).	20.00	CM 22
16	Lodgement of annual return (section 181(1) and 336 of the Act and regulation 39).	160.00	CM 23

17	Lodgement of annual duties (section 182 and 183 of the Act and regulation 40).	160.00	CM 23
	a) in the case of a company having a nominal share capital, N\$6.50 per each ten thousand Namibian dollars or part thereof of its issued share capital plus the amount of its share premium account and the amount of any undistributable reserve fund of the company, to the extent that it consists of an amount transferred from its share premium account;	N\$6.50 for every N\$10,000.00 or part thereof of its issued share capital + premium and undistributable reserve funds	-
	b) in the case of a company having shares of no par value, N\$6.50 per each ten thousand Namibian dollars or part thereof of the amount of its stated capital account		-
	c) in the case of a company having both shares of par value and shares of no par value, the aggregate of the amounts calculated on the bases laid down in paragraphs (a) and (b); and		-
	d) in the case of the payment of annual duty on the commencement of business of a company, N\$6.50 per each ten thousand Namibian dollars or part thereof of the amount of the issued share capital or stated capital, in the case of shares of no par value, of the company as at the date of the issue of the certificate to commence business,		-
	e) except that the minimum amount of the annual duty payable is N\$130.00 (excluding the fee payable for the lodgement of Form CM 23 as set out in Item 29 of Annexure 1).		
18	Registration of consent to waive period of notice of meeting to pass special resolution (section 207(5) of the Act and regulation 43).	10.00	CM 25
	Registration of a special resolution (section 208(1) of the Act and regulation 43).	160.00	CM 26
19	Director's contract to subscribe to shares (section 219(1)(b) of the Act and regulation 45).	20.00	CM 28
	Written consent lodged within a further period as contemplated in section 219(3) of the Act (regulation 45). (Note that this prescribed amount is payable in addition to the fee payable on lodgement of CM 29.)	20.00	-
20	Register of directors, officers, auditors and secretaries (section 223, 224(2), 284(2) and (4), 288(3), 328(1), 331 and 333 of the Act and regulation 46).	20.00	CM 29
21	Notice of failure to appoint or reappoint auditor (section 279(2) and regulation 47).	20.00	CM 30
	Notice of, consent to appointment, change of name, or resignation by or removal of auditor (sections 277(1), 279(2), 284(1) to (4), 285, 286, 288(2), 328(1)(c), 331 and regulation 47).	20.00	CM 31
22	Change of the end of the financial year of a company (sections 293(2) and 335(3) of the Act and regulation 48).	60.00	CM 32
23	Application for approval that group annual financial statements need not deal with a subsidiary (section 299(3) of the Act and regulation 49).	136.00	CM 33
24	Lodgement of annual financial statements and group annual financial statements, provisional annual financial statements of a company and an external company (sections 306(5), 311(3), 313 and 335(4) of the Act and regulation 50).	20.00	CM 34

25	Approving that interim reports need not be issued (section 314(2) read with section 299(3) of the Act and regulation 51).	80.00	CM 35
26	Take-over offer and take-over statement (section 320(2)(c), 322(3) and 324 of the Act and regulation 52).	20.00	CM 36
27	The appointment by an external company of an authorised person (sections 328(1)(f) and 332(3) of the Act and regulation 54).	20.00	CM 37
	Two copies of the written notice of a withdrawal by an authorised person (section 332(2) of the Act and regulation 54).	20.00	CM 38
28	Registration of an alteration made to the memorandum of an external company (section 334 of the Act and regulation 56).	75.00	CM 39
29	Appointment of liquidator, provisional judicial manager and final judicial manager (section 382(5)(a), 436(b) and 439(1)(d) (i) and (ii) of the Act and regulation 57).	20.00	CM 40
30	A copy of particulars and a copy of a statement by the Registrar (section 427(3) of the Act and regulation 59).	20.00	CM 43
31	Registration of a special resolution for the conversion of one type or form of a company into another type or form of a company (section 30(1) of the Act and regulation 13).	40.00	CM 45
		80.00	CM 26
32	Issuing of a certificate to commence business (section 180 of the Act and regulation 38).	100.00	CM 46
33	Statement by each director regarding adequacy of capital of company (section 180(3) of the Act and regulation 38(1) (b)).	50.00	CM 47
34	Affidavit regarding adequacy of capital of company (section 180(2) of the Act and regulation 38(1)(a)).	50.00	CM 48
35	Registration of a memorandum of an external company (section 328 of the Act and regulation 55).	150.00	CM 49
36	Application by a member of a private company requesting the submission of provisional financial statements of that private company (section 311(3) of the Act and regulation 50).	80.00	CM 50
37	Certification of additional copies of documents by the Registrar (per document) (regulation 23).	10.00	CM 51
38	Application by a public company for exemption from lodging annual financial statements in respect of subsidiaries (section 306(6) of the Act and regulation 50).	40.00	CM 52
39	Regulation 41 of Regulations.		
	(1) The additional fees contemplated in section 186 for a company which fails to pay the annual duty within the prescribed period or pays an amount less than the amount prescribed, is an amount according to the scales set out in sub regulation (2).		-
	(2) If the annual duty is paid within the undermentioned periods after the last date on which it was required to be paid -		-
	(a) one month, half of the prescribed annual duty unpaid;		-
	(b) two months, equal to the prescribed annual duty unpaid;		-
	(c) three months, twice the prescribed annual duty unpaid;		-
	(d) four months, three times the prescribed annual duty unpaid; and		-
(e) exceeding four months, five times the prescribed annual duty unpaid,		-	
except that such additional fees to be paid by a company in respect of any financial year, may not exceed an amount of N\$10,000.00.			

40	Failure to hold annual general meeting within time or extended time, pays additional fees of NS10.00 every day but not exceeding the maximum fee of NS10,000.00.	10.00 per day	-
41	Examination of documents and drafts of documents (excluding prospectuses), per document or draft (regulation 6).	150	-
	Issuing of a typed certificate in respect of the contents of a statutory document or part thereof (per document) (section 8(1) of the Act and regulation 6).	100.00	-
42	Inspection of or copies of, as the case maybe:		
	(a) a company file with the Registrar (section 8 of the Act and regulation 10) -		
	(i) inspection in person;	10.00	-
	(ii) copies on written request includes up to 12 photocopies of a document, thereafter N\$0,50 per copy for each page of the document exceeding 12 pages - certification excluded);	20.00	-
	(b) the central register of directors (section 8 of the Act and regulation 10) -		
	(i) inspection in person;	10.00	-
	(ii) copies on written request (includes up to 12 photocopies of a document, thereafter N\$0,50 per copy for each page of the document exceeding 12 pages - certification excluded);	20.00	-
	(c) the register of members (section 120(1) of the Act and regulation 10);	20.00	-
	(d) copies of inspector's report (includes up to 12 photocopies of the report, thereafter N\$0,50 per copy for each page of the report exceeding 12 pages (section 269 of the Act and regulation 10).	20.00	-
43	(a) Photocopy of document, size approximately 298 mm by 210 mm or smaller (per copy) (regulation 10).	2.00	-
	(b) Photocopy on paper reproduced from microfilm (per copy) (regulation 10).	2.00	-
44	Certification of a document or part of a document (per document) (regulation 5).	20.00	-
45	Examination of documents and drafts of documents (excluding prospectuses), per document or draft (regulation 6).	150.00	-
	Issuing of a typed certificate in respect of the contents of a statutory document or part thereof (per document) (section 8(1) of the Act and regulation 6).	100.00	-

46	Inspection of or copies of, as the case maybe:		
	(a) a company file with the Registrar (section 8 of the Act and regulation 10) -	10.00	-
	(i) inspection in person;	20.00	-
	(ii) copies on written request includes up to 12 photocopies of a document, thereafter N\$0,50 per copy for each page of the document exceeding 12 pages - certification excluded);	10.00	-
	(e) the central register of directors (section 8 of the Act and regulation 10) -	20.00	-
	(iii) inspection in person;		
	(iv) copies on written request (includes up to 12 photocopies of a document, thereafter N\$0,50 per copy for each page of the document exceeding 12 pages - certification excluded);		
	(f) the register of members (section 120(1) of the Act and regulation 10);	20.00	-
	(g) copies of inspector's report (includes up to 12 photocopies of the report, thereafter N\$0,50 per copy for each page of the report exceeding 12 pages (section 269 of the Act and regulation 10).	20.00	-
47	Fee per day for failure to hold annual general meeting (section 187 (8) of the Act and regulation 42).	10.00	-
	Maximum fee (section 187(8) of the Act and regulation 42).	150.00	-
	Call or direct the calling that an annual meeting or a general meeting must be held (sections 187(4), 187(5) and 190 of the Act and regulation 42).	80.00	-
48	Registration of a written statement of an offer of shares of a public company (section 109(9) of the Act and regulation 31).	315.00	-
49	Fee for disclosure of beneficial interest in securities (section 147(6) of the Act and regulation 33):		
	In respect of each nominee	20.00	-
	Maximum fee	1,875.00	-
50	Application for exclusion of members or debenture holders from rights offer (section 148(2) of the Act and regulation 34).	115.00	-
51	Registration of a letter of allocation (section 153(1) of the Act and regulation 35).	50.00	-
52	Registration of prospectus (section 163(1) of the Act and regulation 36).	625.00	-
53	Consideration of objection contemplated in section 51(2) of the Act (regulation 16).	430.00	-