

13th January, 2006

LEGAL NOTICE No. 1

THE INVESTMENT PROMOTION ACT, 2004  
(Cap. 6 of 2004)

IN EXERCISE of the powers conferred by section 30 of the Investment Promotion the Minister for Trade and Industry makes the following Regulations:-

THE INVESTMENT PROMOTION (INVESTMENT REGISTRATION AND CERTIFICATES)  
REGULATIONS, 2005

#### PART I - PRELIMINARY

##### 1. Citation.

These regulations may be cited as the Investment Promotion (Investment Registration and Certificates) Regulations, 2005.

##### 2. Definition.

In these Regulations, unless the context otherwise requires-

“Authority” means the Kenya Investment Authority;-

“complete authority” means any agency of Government, local authority or any other institution or organization which has the lawful power to issue a licence for an investor in Kenya;

“investment” means the contribution of local or foreign capital by an investor, including the creation or acquisition of business assets by or for a business enterprise and includes the expansion, restructuring, improvement or rehabilitation of a business enterprise;

“investor” means a sole trader, a partnership, a company or other body corporate incorporated under the laws of Kenya or those of a country other than Kenya including a trust or trust corporation;

“investment certificate” means an investment certificate issued under the Act;

“licence” includes a registration, permit, approval or authorization required by law regardless of how it is described.

##### 3. Establishment of investment committee.

There is established a committee known as the investment committee (hereinafter referred to as the “Committee”) whose function is to review technical applications for investment certificates touching on security, environment and health.

##### 4. Composition of the Committee.

(1) The Committee shall be composed of the following -

(a) the Managing Director, who shall be the chairperson;

(b) two persons from the Authority appointed by the Managing Director;

(c) one nominee of each relevant authority, as shall be invited by the Managing Director.

(2) The Managing Director shall invite relevant authorities to nominate representatives to the investment committee as and when the need arises.

(3) The Managing Director may designate such other person to chair the Committee on her behalf.

## PART II - INVESTMENT REGISTRATION

### 5. Application.

(1) A local investor shall register the investment with the Authority in accordance with section 6 subsection (7) of the Act.

(2) An application for registration shall be in Form 1 as set out in the First Schedule.

(3) Upon receipt of the application, the Authority shall issue a registration number to the applicant.

### 6. Signing Authority.

All letters and instruments written or made, including but not limited to communications related to registration, shall be signed by an authorized officer of the Authority.

## PART III - INVESTMENT CERTIFICATES

### 7. Application.

A foreign investor who is applying for an investment certificate in accordance with section 3 shall do so in form 2 as set out in the First Schedule.

### 8. Signing authority.

All letters and instruments written or made, including but not limited to communications related to the issuance of an investment certificate, shall be signed under the hand of the Managing Director.

### 9. Procedure for consideration of application.

The procedure set out in the First Schedule of the Act shall apply with respect to the consideration of an application for an investment certificate.

### 10. Form of Certificate.

The investment certificate shall take the prescribed form as set out in the Second Schedule.

### 11. Condition of Certificate.

(1) An investment certificate shall be subject to conditions specified in these regulations

(2) An investment certificate shall include such conditions as may be required by any other government body in order to ensure that Kenyan Licensing and permitting requirements are satisfied and such conditions shall address bona fide concerns based on laws affecting health, environment and security.

(3) Notwithstanding these conditions, the Authority may also specify other conditions at the time of issuance of the certificate.

### 12. Transfer.

(1) An investment certificate may be transferred only with the written approval of the Authority.

(2) A request for such a transfer shall be made in writing to the Authority.

(3) The Authority shall have five working days to review the transfer request and issue for a response in writing

(4) When a transfer o a certificate would have health, environment or security implications, the application will be referred to the investment committee.

(5) An investor who is dissatisfied with a decision of the Authority may appeal and the procedure set out in section 11 shall apply.

### 13. Amendment.

(1) An investment certificate may be amended only with the written approval of the Authority.

(2) A request for an amendment shall be made in writing by an investor to the Authority.

(3) The Authority shall have five working days to review the request and issue a response in writing.

(4) When an amendment of a certificate would have health, environment or security implications, the request shall be referred to the investment committee.

(5) An investor who is dissatisfied with a decision of the Authority may appeal and the procedure set out in section 11 shall apply.

### 14. Revocation.

(1) The Authority may revoke an investment certificate on the following grounds -

(a) that the certificate was issued on the basis of incorrect information given by the applicant;

(b) that the investment certificate was obtained by fraud; or

(c) that a condition of the investment certificate was breached.

(2) In revoking a certificate, the procedure set out in section 10 shall apply.

(3) An investor who is dissatisfied with a decision of the Authority to revoke the certificate may appeal and the procedure set out in section 11 will apply.

## FIRST SCHEDULE

Form 1.

(r.5)

Application for Registration of Investment

Registration Number ----- (official use only)

Name of Company or Individual Investor: ----- ..

Contact Person, if different from above: ----- .

Address of Contact Person: ----- .

Telephone: ----- ..

E-mail: -----

Country of incorporation, if applicable: .....  
Date of incorporation, if applicable: ..... ..  
Proposed approximate investment in Kenya (in Kenya Shillings) ..... ..  
.....

*(Please include a total of foreign plus Kenyan funds, projected over the first two years of the investment, and including all types of financing)*

Proposed general location (s) within Kenya of planned business activities: .....  
.....  
.....

*(An address of Land Registration Number is ideal, but naming a city or town(s) or district(s) is adequate - please be as specific as possible)*

Name of existing business, if any ..... ..  
.....  
.....

Nature of proposed investment: .....  
.....  
.....  
.....

Planned for Kenyan hires: Planned for expatriate hires:

<i>Management</i>	<i>Management</i>
Technical/Professional - .....	Technical/Professional - ..... ..
Skilled: - .....	Total - ..... ..
Other: - .....	
Total: - .....	

Intended sales, beginning in first year of investment in Kenya:  
Domestic Value (Kshs.) Export Value (Kshs.)  
Units Unit  
Year 1 - - - .. - - - - . - - - . - - - -  
Year 2 - - - .. - - - - . - - - . - - - -  
Year 3 - - - .. - - - - . - - - . - - - -

I certify that the above information is true and accurate to the best of my knowledge,  
Name: .....  
Signature: .....  
Date: .....

To be submitted to:  
Managing Director, P.O. Box 55704 - 00200 Nairobi, Kenya  
Telephone: 221401-4  
E-mail: info@investmentkenya.com

*Application for an Investment Certificate*

*(Full and accurate completion of this form will speed up the project approval process)*

PART I

A. DETAILS OF THE APPLICANT

(i) Name of Company/Business .....

(ii) Contact person .....

(iii) Address of Contact Person .....

Tel .....

Fax .....

E-mail .....

(iv) Type of business Entity .....

(Limited Company, Partnership, Etc.)

(v) Country of Incorporation .....

(vi) Dated of Incorporation .....

(vii) Indicate whether the company is:-

(a) New ( )

(b) Operating ( )

(i) Indicate whether to Manufacture Under Bond (MUB). (MUB) is manufacturing for export only)

Yes ..... No .....

B. PROPOSED LOCATION OF BUSINESS

(i) Land Registration Number (L.R. No.) .....

(ii) Street/Road .....

(iii) Town .....

(iv) District .....

C. COMPANY DIRECTORS

<i>Name of Director</i>	<i>Nationality</i>	<i>Address</i>

PART II

(i) Name of activity .....

Describe the nature of activity (Project Description) .....

.....

.....

.....

.....

(ii) MARKET (Domestic & Export)

i. Indicated expected domestic and export annual market share

KENYAN EMPLOYEES	NUMBER
Management	
Technical/Professional	

----- ..% of Total

Domestic market -----

Export Market -----

(iii) Give 5 years projected sales figures (Kshs. 000)

	Domestic sales		Export sales		
	<i>Year</i>	<i>Quantity</i>	<i>Value (KShs)</i>	<i>Quantity</i>	<i>Value (KShs.)</i>
1	2004/5				
2	2005/6				
3	2006/7				
4	2007/8				
5	2008/9				

PART III

(A) EMPLOYMENT DETAILS

Skilled	
Others	
TOTAL	
EXPATRIATE EMPLOYEES	NUMBER
Management	
Technical/Professional	
TOTAL	

(i) Explain need for expatriate employee(s) -----  
 .....  
 .....  
 .....  
 .....  
 .....

PART IV:

INVESTMENT AND FINANCING PROGRAMME

A. CAPITAL COSTS (ESTIMATED)

Fixed Costs	Amount
Land & Land Development	
Plant and Machinery	
Working Capital	
Others	
TOTAL	

B. FINANCING PLAN

Type of Financing	Foreign	Local
Equity		
Loan		
TOTAL		

PART V: DECLARATION

I hereby certify that the foregoing particulars are correct to the best of my knowledge,

Name -----  
Signature ----- ..  
Date ----- ..

Indicate Enclosures:

1. Certificate of Incorporation in Kenya
2. Memorandum and Articles of Association
3. Others ----- .

To be submitted to:

MANAGING DIRECTOR  
P.O. Box 55704 - 00200 NAIROBI  
Tel: 221401-4  
Cell: Office: 0722 - 205424/0733-601184  
E-mail: info@investmentkenya.com  
Website: www.investmentkenya.com/www.ipckkenya.org

FOR OFFICIAL USE ONLY

1. REF NO ----- .
2. DATE RECEIVED -----
3. RECEIVING OFFICER ----- .

KENYA INVESTMENT AUTHORITY

Kenya Investment Authority  
National Bank Building, 8th Floor, Harambee Avenue  
P.O. Box 55704 - 00200 Nairobi, Kenya  
Telephone: 221401-4 Fax (254) (020) 243862  
Office Mobile No: 0722 - 205424/0733-601184  
E-mail: info@investmentkenya.com  
Website: www.investmentkenya.com/www.ipckkenya.org

SECOND SCHEDULE

Form 3

(r.10)

Investment Certificate

This is to certify that: ----- .  
With contact person: ----- ..  
Located at address: -----

is the holder of an Investment certificate issued under the Investment Promotion Act 2004 to engage in the following business activity:

-----  
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-----  
-----  
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The business activity is expected to be carried out in the following location: - - - - - ..

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-----  
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This certificate constitutes the following licenses, permits, registrations and authorities in so far as they may be required for the purposes of the proposed business activity. The validity of this certificate is contingent upon the investor and all business activities of the investor in Kenya remaining lawful and in satisfaction of all requirements that normally would attach to all Kenyan licences, permits, registrations and authorities. The validity of this certificate is also contingent upon the investor paying the application fees for all relevant licences, permits, registrations and authorities within 6 months of the date of issuance, and applying for such licences, permits, registrations and authorities within 12 months. This certificate is valid for a period of 12 months from the date of issuance or until the relevant permits are granted, whichever comes first. Subsequently, each licence, permit, registration and authority shall be applied and renewed in keeping with Kenyan law.

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The validity of this certificate is contingent upon the investor and all business activities of the investor in Kenya satisfying the following conditions:

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-----  
-----  
-----  
-----  
-----  
-----  
-----

Date of issuance: - - - - -

Signed: - - - - -

Managing Director,  
Kenya Investment Authority  
P.O. Box 55704 - 00200 Nairobi, Kenya  
Telephone: 221401-4  
E-mail: info@investmentkenya.com

Dated the 14th January, 2006

MUKHISA KITUYI  
Minister for Trade and Industry

