



LEGAL NOTICE NO.....

THE COMPANIES ACT
(No. 17 of 2015)

IN EXERCISE of the powers conferred by section 1022 of the Companies Act, 2015, the Attorney-General makes the following Regulations—

THE COMPANIES (BENEFICIAL OWNERSHIP INFORMATION) (AMENDMENT) REGULATIONS, 2021

- Citation. 1. These Regulations may be cited as the Companies (Beneficial Ownership Information) (Amendment) Regulations, 2021.
- Amendment of Regulation 3 of L. N. No. 12 of 2020.
- (a) The Companies (Beneficial Ownership Information) Regulations, 2020, in these Regulations referred to as the “principal Regulations” is amended in section 2 by inserting the following new definition in proper alphabetical sequence –
- “public procurement” has the meaning assigned to it under section 2 of the Public Procurement and Asset Disposal Act, No. 33 of 2015;
- “procuring entity” has the meaning assigned to it under section 2 of the Public Procurement and Asset Disposal Act, No. 33 of 2015;
- “public private partnership” has the meaning assigned to it under section 2 of the Public Private Partnership Act, No. 15 of 2013; and
- “contracting authority” has the meaning assigned to it under section 2 of the Public Private Partnership Act, No. 15 of 2013.
2. Regulation 3(2) of the principal Regulations is amended by inserting the words “whether individually or jointly” immediately after the words “in relation to the company”.
3. Regulation 13 of the principal Regulations is amended –
- (a) by deleting paragraph (2) and substituting therefor the following new paragraph (2) –
- “(2) Notwithstanding sub-regulation (1) information relating to a beneficial owner may be disclosed –
- (a) with written consent of the beneficial owner; or

(b) where the company participates in public procurement and assets disposal under the Public Procurement and Asset Disposal Act, No. 33 of 2015; or

(c) where the company participates in a public private partnership arrangement under the Public Private Partnership Act, No. 15 of 2013.”

(b) in paragraph (4) by inserting the words “except for publishing the information relating to entities that have participated in a tendering process undertaken by a procuring entity or contracting authority pursuant to the Public Procurement and Asset Disposal Act, No. 33 of 2015 or the Public Private Partnership Act, No. 15 of 2013, respectively.

(c) in paragraph (5) by inserting the words “the Public Procurement Regulatory Authority and the Public Private Partnership Committee” immediately after the words “Competent Authority”.

(d) by inserting a new paragraph (6) –

“Nothing in these Regulations shall derogate from the duty of the State to publish and publicise any important information affecting the nation.”

4. The First Schedule of the principal Regulations is amended by amending by deleting FORM BOF1 and substituting therefor the following new FORM BOF1—

FORM BOF1 *r.3(3)*
REGISTER OF BENEFICIAL OWNERS*
[Section 93A of the Companies Act, 2015]

Name of company:

Number of company:

To the Registrar of Companies:

The above company hereby lodges the register of beneficial owners in accordance with section 93A of the Companies Act, 2015 that the following person is a beneficial owner of the company

Date that the person became a beneficial owner: ____/____/____ [dd/mm/yyyy]

BENEFICIAL OWNER

Full Name	
Birth Certificate Number, National identity card number or Passport number	
Personal identification number	
Nationality	
Date of birth [dd/mm/yyyy]	
Postal address	
Business address	
Residential address	
Telephone number	
Email address	

Occupation or profession	
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NATURE OF OWNERSHIP OR CONTROL

Nature of ownership or control the beneficial owner has in the company, whether individually or jointly	<input type="checkbox"/> The percentage of shares a person holds in the company <input type="checkbox"/> Directly% of shares <input type="checkbox"/> Indirectly% of shares <input type="checkbox"/> The percentage of voting rights a person holds in the company <input type="checkbox"/> Directly% of voting rights <input type="checkbox"/> Indirectly% of voting rights <input type="checkbox"/> A person holds a right to appoint or remove a member of the board of directors of the company; and/or <input type="checkbox"/> Directly <input type="checkbox"/> Indirectly <input type="checkbox"/> A person exercises significant influence or control over the company. <input type="checkbox"/> Directly <input type="checkbox"/> Indirectly
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[Note: Please enter particulars of every beneficial owner in a separate form]

LINK OF BENEFICIAL OWNER WITH THE COMPANY IN INDIRECT OWNERSHIP

Specify— (a) Name of shareholder holding shares on behalf of the beneficial owner of the company; (b) Name of director appointed by the beneficial owner;

Lodged on behalf of the company by:	
Name:	
National identity card number / Passport number	
Address:	
Telephone number	
Email address	
Signature:	
Capacity**:	
Source***:	
Date:	

NOTES

- * This form is used to notify the Registry of the particulars of a company's beneficial owners.
- ** Please indicate whether director, certified secretary or advocate of the company
- *** Please indicate whether the information obtained was (a) provided by the beneficial owner or their authorised representative; (b) taken from an official register; or (c) provided by a third party not directly related to the beneficial owner.

Made on the2021

P. Kihara Kariuki,
Attorney-General.