



REPUBLIC OF KENYA



**BRS** BUSINESS  
REGISTRATION  
SERVICE  
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## PUBLIC NOTICE

REGISTRAR OF COMPANIES DIRECTIVE NO. 01 OF 2024

### COMPLIANCE WITH SECTION 93A OF THE COMPANIES ACT, CAP. 486 & SECTION 31B OF THE LIMITED LIABILITY PARTNERSHIP ACT ON THE REQUIREMENT TO FILE BENEFICIAL OWNERSHIP INFORMATION

Business Registration Service (BRS) is a state corporation established under the Business Registration Service Act, 2015 with a mandate to administer the Companies Act (CA), Cap 486, and the Limited Liability Partnerships Act, Cap 30 among other Laws.

In line with Anti-Money Laundering, Combating Terrorism Financing, and Combating Proliferation Financing, the Service is mandated to comply with the collection and maintenance of accurate, adequate, and up-to-date basic and beneficial ownership information of Companies and Limited Liability Partnerships.

Section 705 of the Companies Act and Section 34E of the Limited Liability Partnerships Act require filing of annual returns every year.

Please note that failure to file the information for a period of 5 years shall lead to companies and LLPs being declared as not carrying on business and subsequently struck off from the Register as per Section 894 of the Companies Act and 33A of Limited Liability Partnerships Act.

As such, the Registrar of Companies hereby gives notice that:

- All companies and LLPs adhere to the compliance requirements of the Companies Act and Limited Liability Partnership Act. Effectively, all companies and LLPs are required to prepare and maintain a register of Beneficial owners. The timelines for compliance with submission with the Registrar of Companies for the different types of entities are as follows;

Entity type	Compliance Timelines
Private Limited Companies	30 <sup>th</sup> November 2024
Limited Liability Partnerships	To be notified

- However, **TAKE NOTE** that the requirement for preparation and maintenance of the Register at the registered address of the Company and LLP took effect with the operationalization of the provisions and the subsequent gazettelement of Regulations to implement it.
- Failure to comply with the requirement to keep and file with the Registrar of Companies a copy of the register of beneficial ownership information is an offence which attracts a penalty of Ksh. 500,000/= and a further offence each day the failure continues attracts a further fine not exceeding Ksh. 50,000/=.
- Take note that the Act mandates companies to file any amendments to the beneficial ownership register within 14 days of such changes. Failure to comply will attract an administrative fine of Ksh. 2,000 for the company and each officer in default, with an additional penalty of Ksh. 100 for every day the default continues, applicable to both the company and the responsible officers.
- Take note that non-compliant companies and LLPs shall be struck off the Register in accordance with Section 894 of the Companies Act and 33A of the Limited Liability Partnerships Act.
- The Beneficial Ownership Information guide is available at <https://brs.go.ke/wp-content/uploads/2023/03/Guide-on-Disclosure-of-Beneficial-Ownership-Information.pdf>

**JOYCE KOECH**  
**REGISTRAR OF COMPANIES**  
17th October, 2024