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1.0 ABSTRACT

The Corporate and Business Registration Department (CBRD) formerly known as the Companies Division falls under the aegis of the Ministry of Finance and Economic Planning and Development. The CBRD deals with legislations related to the corporate sector. It offers quality services to the corporate sectors locally and internationally, Ministries/Departments and to the public in general. The CBRD is located at One Cathedral Square Building, 16, Jules Koenig Street, Port Louis.

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1.1 Organisation Structure

The CBRD consists of the following Sections:-

- Information and Monitoring
- Enforcement
- *Sociétés*, Limited Partnerships, Foundations and Limited Liability Partnerships.
- Business Registration
- Insolvency Service (including the Official Receiver's Office)
- Legal unit
- Registration Section
- Main Registry and Search Room
- Information Technology
- Online Systems
- Accounting
- Finance
- Human Resource
- Registry
- Procurement
- Global Business
- Anti-Money Laundering and Combatting the Financing of Terrorism Unit (AML/CFT)

The CBRD manages a Unit in Rodrigues (The Rodrigues Unit) which offers similar services. The Unit is headed by a Chief Compliance Officer of the Department.

2.0 VISION STATEMENT

- *To remain an innovative, aggressive, ethical and successful organisation by offering quality services to the corporate and business sectors locally and internationally.*
- *To be the one stop shop for doing business.*
- *To be a Law Enforcing Agency for the monitoring of companies and other entities in the fight against money laundering and the financing of terrorism activities.*

3.0 MISSION STATEMENT

The Mission of the CBRD is:

- *To provide interested parties with excellent, reliable and timely service in relation to incorporation of companies, registration of businesses and other entities; and in the administration of Insolvency matters.*

4.0 CORE VALUES

Our core values are as follows:

e – CBRD – IT

- *Excellence*
- *Customer care*
- *Business-friendly*
- *Responsive*
- *Dedication*
- *Integrity*
- *Teamwork*

5.0 QUALITY OBJECTIVES

The Quality Objectives of the CBRD are as follows:

- *To facilitate business growth in the country.*
- *To allow online transactions through state-of-the-art technology and communication strategies.*

- *To ensure that procedures are in place for compliance in relation to Money Laundering, Terrorism Financing and Proliferation Financing.*
- *To ensure adherence to regulatory requirements and assist businesses to improve compliance rate.*
- *To maintain a high standard of professional services in line with expectations of our interested parties.*

6.0 MONITORING OF DIFFERENT LEGISLATIONS

The CBRD as a public service organisation administers the following:

- The Companies Act 2001
- The Protected Cell Company (PCC) Act 1999
- The Business Registration Act 2002
- The Insolvency Act 2009
- The Limited Partnerships Act 2011
- The Limited Liability Partnerships Act 2016
- The Foundations Act 2012
- Le Code Civil Mauricien
- The Code de Commerce 1985
- The Virtual Asset and Initial Token Offering Service/Variable Capital Company - VAITOS/VCC
- The Anti-Money Laundering and Combatting the Financing of terrorism (Miscellaneous Provision Act) – AML/CFT

The CBRD also has to comply with the following:

- Financial Management Manual
- Human Resource Management Manual
- PRB Report
- PSC Regulation

6.1 Customer- Base

Our customer base comprises the corporate sector including the private and public sectors i.e management companies , legal and other professions, company service providers, (CSPs) and investors generally

6.2 Gender Statement

Gender has never been an issue at the CBRD. Under the Companies Act, an applicant is free to register a board consisting of directors who are either female or male. No restriction in any sort is applied. However, the Companies Act, through the Finance (Miscellaneous Provisions) Act 2023, has been amended and provision has been made that there shall be 25 % woman on the Board for listed public companies.

7.0 SERVICE PROFILE

We offer the following core services:

- Incorporation of Companies
- Registration of Documents
- Registration of Foundations
- Registration of *Sociétés*
- Registration of Limited Partnerships
- Registration of Limited Liability Partnerships
- Registration of Businesses
- Administration of Insolvency
- Monitoring of different legislation
- Enforcement against non compliant Entities (compounding or prosecution removal)
- Anti-Money Laundering and Combatting the Financing of Terrorism(AML/CFT)

7.1 Incorporation of Companies

All companies are incorporated within half hour of the submission of the prescribed forms duly filled and signed. However, Global Business Companies may not be incorporated within the same time frame and signed, as approval needs to be obtained from Financial Services Commission.

7.2 Registration of Documents

The law requires companies to undertake regular statutory filings. These include amongst others, documents such as annual returns, financial statements or any change in office bearers.

Documents are required to be filed at this office within statutory delays and may be retained for a maximum period of 5 working days for verification purposes prior to its validation in case all information submitted is correct. Non compliant documents are rejected with rejection details.

7.3 Registration of Foundations

Since 1 July 2012, Foundations are registered under the Foundations Act 2012.

The purpose of a Foundation can be charitable or non-charitable, or both.

Every Foundation must have a secretary which shall be a management company; or who shall be such other person resident in Mauritius as authorized by the Financial Services Commission.

Each foundation needs to have a council whose role is to administer the property of the foundation and carry out its objects.

Verification and processing of the application may take from ½ to 1 day.

7.4 Registration of “Sociétés”

“Sociétés” “civiles” and “commerciales” are registered under the Code Civil Mauricien and the Code de Commerce respectively for the purpose of publication.

A certificate of posting evidencing the registration of the société is delivered within one working day from submission of document.

7.5 Registration of Limited Partnerships

Since 15 December 2011, Limited Partnerships are registered under the Limited Partnerships Act 2011. A Limited Partnership shall consist of one or more persons called general partners and one or more persons called limited partners.

Verification and processing of the application may take from ½ to 1 day.

7.6 Registration of Limited Liability Partnerships

Limited Liability Partnerships are registered under the Limited Liability Partnerships Act since 3 January 2017.

A Limited Liability Partnership shall consist of two or more partners and shall have a partnership agreement.

Verification and processing of the application may take from ½ to 1 day.

7.7 Registration of Business

Businesses including companies and “societies commerciales” are registered under the Business Registration Act 2002. The law applies to any person carrying on business in Mauritius and Rodrigues for the purpose of profit or gain.

Ministries, Statutory Bodies, Associations, Trade Unions and Cooperative Societies are required by law to be registered for the purpose of obtaining the unique identification Business Registration Number (BRN).

A Business Registration Card is issued to the person immediately on application.

7.8 Administration of Insolvency

With the enactment of the Insolvency Act 2009, a unit has been set up to deal with insolvency matters regarding individuals, corporate bodies and unregistered corporations.

This insolvency service ensures that the processes relating to insolvency of individuals, companies and other corporate bodies are in accordance with the law and practice.

A register of undischarged bankrupts and persons who are subject to a summary instalment order is maintained for public search.

The unit is also responsible for the supervision, conduct and performance of Insolvency Practitioners. This is done in collaboration with professional bodies and a well-regulated professional environment is therefore ensured. A Register of Insolvency Practitioners is also being maintained. Complaints as regards the conduct of these practitioners are also entertained.

Documents submitted to be lodged under the Insolvency Act are processed within 5 working days.

7.9 AML /CFT Unit

CBRD took significant strides in enhancing its AML/CFT supervision, including the establishment of an AML/CFT unit and providing ongoing training to its staff, its stakeholders and in participating in physical and virtual outreach with other supervisors and regulators.

As the industry gains more experience, CBRD will continue to refine its supervisory approach to improve compliance with AML/CFT obligations.

The role of the AML/CFT Unit

1. The AML CFT unit comprises of a technical staff and is under the supervision of one Lead Analyst
2. The role of the AML/CFT Unit is: -
 - To ensure that legislation, guidelines, regulation and FATF recommendations are complied with by the reporting persons and regulatees in relation with AML /CFT obligations.
 - To update progress report for submission to FATF and ESSAAMLG for monitoring purpose.
 - Maintenance of BO register and UBO register.
 - Sharing of information with Competent Authorities and agencies.
 - To provide outreach to reporting persons and regulates in AML/CFT obligations
 - To conduct inspection onsite and offsite in order to ensure that reporting persons and regulates are compliant with AML/CFT requirements

7.10 Legal Unit

The Legal Unit is effective as from 2017 and is headed by an Assistant Registrar of Companies. The scope of the unit covers:

- a) Drafting of reply to Court Summons and providing stand to cases, and replying to Affidavit and Complaint with Summons i.r.o. company cases.
- b) Monitoring and distribution of Summons where the Registrar of Companies is required to attend Court as a witness or a party to the case
- c) Dealing with complaints against legislation administered by CBRD
- d) Monitoring of Court Order in respect of property vesting in the Registrar.

8.0 OTHER SERVICES OFFERED ARE:

- Availability and Reservation of Names
- Access to a Centralized Source of Information
- Provision of online facilities
- Provision for “On Line Filing” at counter
- Provision of copies of documents
- Collection of Annual Registration Fees
- Collection of Trade Fees
- Provision of Counter Service to Public
- Handling of complaints
- Provide information to public through Information Centre
- Enforcement and Compounding
- XBRL facilities to companies for filing of financial statements

8.1 Availability and Reservation of Names

Entities registered under the various legislations administered by the CBRD should have a name. That name must be available, but may not be reserved.

For certain specific names, clearance has to be sought from appropriate authorities.

The process may take about ½ hour, provided no clearance is necessary.

A notice of reservation of name is valid for 2 months.

8.2 Access to a Centralized Source of Information

This office keeps a complete manual record of every company incorporated, business, “société”, limited partnership and foundation registered in Mauritius. The same information is uploaded in the system and is available through computer terminals.

Available information includes date of incorporation, constitutive documents, financial statements, lists of shareholders and directors, nature and place of business.

Such information is open for inspection by any person who wishes to make a search in a domestic company, Global Business company, “société”, business and limited partnership on payment of an amount of Rs100 per entity.

In the case of private companies holding Global Business company licences or companies holding Authorised Companies licences, information available to any person on payment of the prescribed fee is limited to the name of the company and its registered office as well as its management company/registered agent.

Persons carrying out company searches may choose to consult the company file or access the information on computer terminals which are at their disposal in the search room. Extract of file of companies, a new service, is available online free of charge.

Basic information regarding businesses can also be obtained.

8.3 Provision of Online Facilities

The Companies and Businesses Registration Integrated System (CBRIS) allows the electronic submission of documents.

The online Company and Business Registration Integrated System (CBRIS) is a secure web based application for registration of businesses, incorporation of companies, filing of statutory forms, as well as payment of yearly fees. A summarized company search facility that gives the public easy access for obtaining business information has also been implemented through the electronic system.

The project has been worked out by the Corporate and Business Registration Department in collaboration with the Mauritius Network Services Ltd (MNS), who is our service provider. It enables government services to be more efficient, while contributing to the vision of moving Mauritius towards the information age.

8.3.1 Provision for “On Line Filing” at counter

The “On line filing” Project has been set up to attend our stakeholders who can file document at a click. Real time interaction between CBRD data base and customers is now a reality. Access to updated information and data base sharing is on dual track, whereby any member of the public can obtain real time information free of charge, just on a click of the mouse from the website.

E filers posted at counters are providing the right interface for those who do not have access to internet and digital information. Our customers can now proceed for online filing of their documents at CBRD counter with the help of e-filers.

The CBRD is surfing on the new wave of technical innovative platform such as online or real time transaction, data base management and real time business information capture options.

8.4 Provision of Copies of Documents

Our customers may also apply for certified/uncertified copies of any document in the custody of the Registrar. Applications may be made either by fax, email or at office.

Uncertified copies are delivered within 2 working days and certified copies are issued within 3 working days following the payment of the required fee.

Requests from government agencies are entertained free of charge.

8.5 Collection of Annual Registration Fees

Payment of registration fees for companies, commercial “sociétés”, limited partnerships and foundations must be effected yearly as from 3 January to 20 January inclusively. After the 20 January, a higher rate is applicable.

8.5.1 Collection of Trade Fees

The national budget 2019-2020 provided for the transformation of the Corporate and Business Registration Department (CBRD) into a one stop shop for starting business including the collection of trade fees on behalf of local authorities.

New entities were not needed to move to different offices to register a business and to pay fees at another location, i.e. Local Authorities.

Consequently, the Local Government Act and the Business Registration act were subsequently amended in 2019 and the Local Government (Fees) Regulations 2019 was introduced to:

- (a) define the process and payment dates of trade fees; and
- (b) harmonise fees across all local authorities.

The legislation provided that the CBRD acts only as a collecting agent for the payment of the trade fees. The responsibility for monitoring and control remains within the ambit of the Local Authorities

8.6 Provision of Counter Service to Public

As a certified MS ISO 9001:2008 Organisation, the Corporate and Business Registration Department has made it a priority to maintain a quality service and to exceed customers' expectations. Customer service counters have been set up on the lower ground floor of our premises to provide assistance to our customers. Enquiries on procedures and requirements under the various legislations are dealt with on the spot.

Office facilities offered to the customers include:-

- A pleasant waiting area;
- Prompt and efficient service;
- Pleasant and courteous staff to assist the customer.

Members of the public can contact the office through a centralised information centre on the 202-0600 on any matter related to their application or for general information.

8.7 Handling of Complaints

Complaints received at this office from the general public/shareholder/director may be either general in nature or specific. The CBRD believes that addressing complaints in a timely manner is an important part of our continuous improvement process. We aim to acknowledge and resolve a complaint within 3 working days of the receipt of the complaint. Any complaint regarding the services provided by the office may be received at this office by email, letter, and fax and is treated as confidential.

8.8 Provision of Information

The Information Section is responsible for providing answers to queries on legislation administered by the CBRD whether by phone, mail or letters.

Replies to letters from the Police Department, ICAC or other Ministries are effected within less than one week.

8.9 Enforcement and Compounding

Entities which do not comply with the various legislation administered by CBRD have the option either to have the offence compounded or be referred to Court for prosecution. The CBRD may also proceed with the removal of the entity from its Register.

8.10 XBRL facilities to companies for filing of financial statements

XBRL (Extensible Business Reporting Language) is the open international standard for digital business reporting, managed by a global not for profit consortium, XBRL International, committed to improving reporting in the public interest. XBRL is used around the world, in more than 50 countries. The **CBRD iFile** tool is a customizable spreadsheetbased application to prepare information for conversion to XBRL.

The XBRL projected was implemented in **November 2016**. It is mandatory for all public listed companies to file their annual report and financial statements in XBRL as from financial year ending **30/06/2016**.

The obligation to file financial statements in XBRL format was extended to all Public Interest Entities (PIE) as from financial year ending **30/06/2017**.

As from financial year starting **01/07/2018**, all Public and Private Companies with turnover exceeding fifty million rupees for the last preceding accounting period, are required, henceforth, to file their financial statements in XBRL format.

As from 01st of December 2021, the IFRS Taxonomy has been updated to IFRS Taxonomy 2021.

9.0 CUSTOMER COMMUNICATION

The CBRD regularly determines and implements effective arrangements for communicating with customers in relation to service requirements, information, enquiries and customer feedback including customer complaints. Changes in policies and procedures affecting customers are conveyed to the customers using formal channels.

Our modes of communication are:-

- a) Leaflets and flyers which contain information on our services and deal with specific issues of the law;
- b) The Website of the Department which displays not only the different legislation but also the services provided and procedures to be followed when using our service. The different forms used for various types of filing are also downloadable;
- c) E-mails
- d) Notice boards
- e) Information Service
- f) Suggestion box
- g) Letters
- h) Meetings

- i) Telephones
- j) Faxes
- k) Internal Circulars
- l) Direct contact

Customer feedbacks including queries and complaints are received and dealt with on an individual basis. Regular surveys are also made in order to better understand the needs of customers and to improve our services.

9.1 Communication Unit and Communication Strategy

A Communication Unit and a Communication Strategy were set up at the CBRD in 2018. Its main purpose was to ensure that the proper guidelines were set ahead with a view to drive CBRD in the era of innovation, effective communication and digitalization of information. Furthermore, it also ensures that accurate and timely information is available to each and every one concerned.

Communication Strategy is crucial to organisational effectiveness as it is the basis for maintaining pace and of ensuring that change can happen at all levels.

It is through the management of sound and coordinated systems of communication that an organisation can integrate its various parts to ensure workforce harmonisation and achieve awareness of its performance

10.0 CORRECTIVE ACTION

As part of our continual improvement process, the CBRD looks at the root cause of any nonconformity and the corrective action needed to prevent their recurrence. Ways to report nonconformities are identified through internal or external audits and customer complaints. Issues are resolved immediately wherever possible to bring better quality and more advanced services to our customers.

Legal Disclaimer Notice

The statements of commitments in this Charter do not confer any legal rights contractual or otherwise. This Charter is published for information purposes only

CONTACT DETAILS

Registrar of Companies	Tel No : + (230) 202-0601
Registrar of Businesses	E-mail : comd@govmu.org
Director of Insolvency Services	
Registrar of Limited Partnerships	
Registrar of Foundations	
Office Of Official Receiver	Tel No : + (230) 210-3134
Deputy Registrar of Companies	Tel No : + (230) 202-0603
Assistant Registrar of Companies	Tel No : + (230) 208-4895 E-mail : nauckbarally@govmu.org Tel No : + (230) 202-0624 E-mail : soboodhoo@govmu.org Tel No + (230) 202-0622 E-mail : aibeebeejaun@govmu.org
Information Centre – PABX	Tel No : + (230) 202-0600
Complaints	-Contact Information Centre Tel No:2020-600
Supervision of online application	Tel No : + (230) 202 0604
Monitoring of CBRIS System	E-mail : ssoomaroo@govmu.org
Global Business Company	Tel No: + (230) 202-0610 Fax No: + (230) 212-6493 E-mail : co.gbc1@govmu.org
Authorised Company	Tel No : + (230) 202-0611 Fax No : + (230) 212-6493 E-mail : co.auth@govmu.org

Information and Monitoring	Tel No : + (230) 202-0616 E-mail : co.doc.reg@govmu.org
	Tel No: + (230) 202-0618 Fax No: + (230) 213-7290 E-mail : co.info@govmu.org
Enforcement	Tel No : + (230) 202-0617 E-mail : co.enforce@govmu.org
Registration	Tel No : + (230) 202-600 Ext 246 E-mail : online-unit@govmu.org
Partnership/Limited Partnership/Foundation	Tel No : + (230) 208-4893 E-mail : co.partnership@govmu.org
Business Registration	Tel No : + (230) 202-0612 E-mail : co.business@govmu.org
Communication Unit	Tel No : + (230) 202-0623 E-mail : aibeebeejaun@govmu.org
Legal Unit	Tel No : + (230) 202-0623 E-mail : soboodhoo@govmu.org
Insolvency Service	Tel No : + (230) 202-0600 Ext 258 E-mail : co.insolvency@govmu.org

Corporate and Business Registration Department
One Cathedral Square Building,
Jules Koenig Street,
Port Louis
Republic of Mauritius

Web Site: <http://companies.govmu.org>
Tel.: + (230) 202-0600
Fax No: + (230) 212-4480
Email: comd@govmu.org

Hours of business:	8.45 hrs – 16.00hrs
Cash Office:	9.00 hrs – 15:30 hrs

This charter was published in June 2017 and is subject to regular review.