



## LAWS OF KENYA

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# THE INVESTMENT PROMOTION ACT

## CHAPTER 485B

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**CHAPTER 485B**

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## CHAPTER 485B

### THE INVESTMENT PROMOTION ACT

6 of 2005,  
L.N. 123/2005.

*Date of Assent: 31st December, 2004*

*Date of Commencement: 3rd October, 2005*

**AN ACT of Parliament to promote and facilitate investment by assisting investors in obtaining the licences necessary to invest and by providing other assistance and incentives and for related purposes**

**ENACTED** by the Parliament of Kenya as follows:—

#### PART I—PRELIMINARY

Short title and  
commencement.

**1.** This Act may be cited as the Investment Promotion Act, 2004 and shall come into operation on the 3rd October, 2005.

Definitions.

**2.** In this Act, unless the context otherwise requires—

“Authority” means the Kenya Investment Authority continued under section 14;

“foreign investor” means—

- (a) a natural person who is not a citizen of Kenya;
- (b) a partnership in which the controlling interest is owned by a person or persons who are not citizens of Kenya; or
- (c) a company or other body corporate incorporated under the laws of a country other than 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;

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

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

“local investor” means—

- (a) a natural person who is a citizen of Kenya;
- (b) a partnership in which the partnership controlling interest is owned by a person who is a citizen of Kenya;
- (c) a company incorporated under the laws of Kenya, in which the majority of shares are held by a person who is a citizen of Kenya; or
- (d) a trust or trust corporation established under the laws of Kenya, in which the majority of trustees and beneficiaries are citizens of Kenya;

“Minister” means the Minister responsible for matters relating to investment.

#### PART II—INVESTMENT CERTIFICATES—APPLICATION AND ISSUE, ETC.

**3.** (1) A local investor may apply to the Authority for an investment certificate. Applications.  
6 of 2005, s. 55.

(2) A foreign investor who intends to invest in Kenya may apply to the Authority for an investment certificate.

(3) An application for an investment certificate shall be in the prescribed form.

(4) The Authority may request clarifications and additional information.

**4.** (1) An applicant shall be entitled to an investment certificate if— Entitlement to  
certificate.  
6 of 2005, s. 56.

- (a) the application is complete and satisfies the applicable requirements under this Act;
- (b) the amount to be invested by a foreign investor is at least one hundred thousand United States of America dollars or the equivalent in any currency;
- (c) the amount to be invested by a local investor is at least one million shillings or the equivalent in another currency; and
- (d) the investment and the activity related to the investment are lawful and beneficial to Kenya.

(2) In determining whether an investment and the activity related to the investment are beneficial to Kenya for the purposes of subsection (1)(d), the Authority shall consider the extent to which the investment or activity will contribute to the conditions specified in paragraphs (a), (b) and (c), and any or all of the conditions specified in paragraphs (d), (e), (f) (g) and (h)—

- (a) creation of employment for Kenyans;
- (b) acquisition of new skills or technology for Kenyans;
- (c) contribution to tax revenues or other Government revenues;
- (d) a transfer of technology to Kenya;
- (e) an increase in foreign exchange , either through exports or import substitution;
- (f) utilization of domestic raw materials, supplies and services;
- (g) adoption of value addition in the processing of local, natural and agricultural resources;
- (h) utilization, promotion, development and implementation of information and communication technology;
- (i) any other factors that the Authority considers beneficial to Kenya.

Procedures for consideration of application.

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

Issue of certificate. 6 of 2005, s. 57.

**6.** (1) If the Authority decides to issue an investment certificate it shall issue the certificate on the date the applicant requests.

(2) The Authority may issue an investment certificate in the name of a corporation established by the applicant for the purposes of the investment or in the name of any other business organization to be used for the purposes of the investment.

(3) *(Deleted by 6 of 2005, s. 57.).*

(4) A local investor who does not hold an investment certificate shall register the investment with the Authority.

7. An investment certificate shall be subject to—

Conditions of certificate.

- (a) such conditions as are prescribed in the regulations; and
- (b) such conditions as the Authority may specify at the time the certificate is issued.

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

Transfer.

(2) The transfer of an investment certificate is subject to any restrictions prescribed in the regulations.

9. At the request of the holder of the certificate, the Authority may amend an investment certificate subject to any restrictions prescribed in the regulations.

Amendment.

10. (1) The Authority may revoke an investment certificate on the following grounds:—

Revocation.

- (a) that the certificate was issued on the basis of incorrect information given by the applicant for the certificate;
- (b) that the investment certificate was obtained by fraud; or
- (c) that a condition of the investment certificate was breached.

(2) If the Authority proposes to revoke an investment certificate, the Authority shall give the holder of the investment certificate at least thirty days written notice of the grounds for the proposed revocation and shall give the holder an opportunity to make representations as to why the investment certificate should not be revoked.

11. (1) A person who applied for an investment certificate or a person who is or was a holder of an investment certificate may request the Minister to appoint a panel to review a decision of the Authority relating to the application or certificate.

Review of Authority decision.

(2) Upon receiving a request under subsection (1), the Minister shall appoint a panel consisting of—

- (a) a chairman who shall be an advocate of at least ten years standing; and
- (b) two other members each of whom shall be a person who is experienced in law, economics or commerce.

(3) After conducting its review the panel may do any one or more of the following:—

- (a) confirm, vary or set aside the decision appealed from;
- (b) direct that the Authority reconsider a matter in accordance with such directions as the panel may make;
- (c) make an order as to the payment of costs.

(4) The Minister may make rules governing the procedure of panels under this section.

(5) Subject to any rules made by the Minister, a panel may govern its own procedure.

(6) A panel shall have the same powers as a court to make orders to secure the attendance of persons, for the production of documents or for the investigation and punishment of contempt.

(7) The Minister shall appoint a secretary to the panel and such other staff as are necessary for the proper discharge of the functions of the panel.

(8) The members of a panel shall be paid such allowances and expenses as are determined by the Minister.

(9) The expenses of the panel, including the allowances and expenses of the members of the panel, shall be paid by the Government.

### PART III—INVESTMENT CERTIFICATES—BENEFITS

Entitlement to certain licences.

**12.** (1) An investment certificate shall set out the licences listed in the Second Schedule that are necessary to the proposed investment and to which the holder of the investment certificate would, on application, be legally entitled.

(2) Upon the issue of an investment certificate, the following apply with respect to each licence set out in the certificate under subsection (1): —

- (a) the holder of the investment certificate is entitled to have the licence issued, subject to any conditions set out in the Second Schedule or in the investment certificate, upon application made within twelve months after the investment certificate is issued and upon payment of the applicable fee, if any; and



(b) until the licence is issued or twelve months elapse after the investment certificate is issued, whichever occurs first, the licence shall be deemed to have been issued, subject to any conditions set out in the Second Schedule or in the investment certificate and subject to the requirement to pay fees under subsection (3).

(3) The holder of an investment certificate shall pay any fees that would be payable under the relevant legislation for the licences set out in the investment certificate in respect of the time period commencing on the day the investment certificate is issued and such fees shall be paid within six months after the issue of the investment certificate.

(4) The entitlement to licences under subsection (2) (a) is for the initial issue of such licences only and following that initial issue the laws under which the licences are issued apply in the same way as they apply to all licences, including, for greater certainty, with respect to the revocation or renewal of the licences.

(5) The Authority shall facilitate the issue of licences to which the holder of an investment certificate is entitled under this section.

**13.** (1) The holder of an investment certificate is entitled to the following entry permits under the Immigration Act:—

Entitlement to entry permits for expatriates.

(a) three class A entry permits for management or technical staff; and

(b) three class H, I or J entry permits for owners, shareholders or partners.

(2) The initial issue of a permit under this section shall be for a two year period.

(3) The holder of the investment certificate is entitled to have a permit under this section reissued upon its expiry or issued to a different employee, owner, shareholder or partner.

(4) The holder of the investment certificate is not entitled to have a permit issued to a person who is a prohibited immigrant within the meaning of the Immigration Act.

Cap. 172.

(5) A permit under this section is subject to a condition that the holder of the permit complies with the laws of Kenya.

(6) For each permit under subsection (1) the holder of the investment certificate is entitled to the issue of—

- (a) a dependant's pass for each dependant of the person to whom the permit is issued; and
- (b) such re-entry permits as are required in connection with the permit or with the passes under paragraph (a).

(7) Subsections (4) and (5) apply, with necessary modifications, with respect to passes or re-entry permits under subsection (6).

(8) An entitlement to a permit or pass under this section is conditional upon—

- (a) application being made for the permit or pass;
- (b) the applicable fee, if any, being paid; and
- (c) any security deposit or bond required under the Immigration Act being paid or provided.

Cap. 172.

(9) Notwithstanding subsection (8) (b), no fee is payable for the initial issue of a permit under subsection (1) (b).

(10) If an entry permit described in subsection (1) (a) has already been issued to an employee of the holder of the investment certificate as of the time the investment certificate was issued, that permit shall be deemed to be one of the permits to which the holder of the certificate is entitled under subsection (1) (a).

(11) If an entry permit described in subsection (1) (b) has already been issued to the holder of the investment certificate or an owner, shareholder or partner of the holder as of the time the investment certificate was issued, that permit shall be deemed to be one of the permits to which the holder of the certificate is entitled under subsection (1) (b).

(12) The Authority shall facilitate the issue of permits and passes that the holder of the investment certificate is entitled to have issued under this section.

(13) For greater certainty, nothing in this section limits the issue, under the Immigration Act, of other permits or passes in addition to those which the holder of an investment certificate is entitled to have issued under this section.

Cap. 172.

## PART IV — KENYA INVESTMENT AUTHORITY

**14.** The Investment Promotion Centre established under the Investment Promotion Centre Act is hereby continued as a body corporate under this Act to be known as the Kenya Investment Authority. Authority continued as corporate body. Cap. 485.

**15.** (1) The Authority shall promote and facilitate investment in Kenya. Functions.

(2) In promoting and facilitating investment the Authority shall—

(a) assist foreign and local investors and potential investors by—

(i) issuing investment certificates;

(ii) assisting in obtaining any necessary licences and permits;

(iii) assisting in obtaining incentives or exemptions under the Income Tax Act, the Customs and Excise Act, the Value Added Tax Act or other legislation; and

Cap. 470.  
Cap. 472.  
Cap. 476.

(iv) providing information, including information on investment opportunities or sources of capital;

(b) promote, both locally and internationally, the opportunities for investment in Kenya;

(c) review the investment environment and make recommendations to the Government and others, with respect to changes that would promote and facilitate investment, including changes to licensing requirements;

(d) facilitate and manage investment sites, estates or land together with associated facilities on the sites, estates and land;

(e) appoint agents within the country and in any other country to carry out certain functions on its behalf, as it may consider necessary;

(f) carry out such other activities as, in the Authority's opinion, will promote and facilitate investment.

**16.** (1) The Authority shall have a board with responsibility for the overall direction and management of the Authority. Board of Authority.

(2) The board of the Authority shall consist of the following:—

- (a) a Chairman appointed by the President;
- (b) the managing director of the Authority;
- (c) the secretary to the Cabinet;
- (d) the permanent secretaries in the ministries responsible for matters relating to—
  - (i) finance;
  - (ii) trade and industry;
  - (iii) agriculture;
  - (iv) lands;
  - (v) local authorities; and
  - (vi) planning;
- (e) the chief executive of the Export Processing Zones Authority under the Export Processing Zones Act;
- (f) the chief executive of the Export Promotion Council; and
- (g) six members appointed by the Minister.

Cap. 517.

(3) A person shall not be appointed as the Chairman or a member under subsection (2) (g) unless he has distinguished himself in the field of law, economics, commerce, industry or management.

Term of office of  
Chairman, appointed  
members.

**17.** The Chairman or a member appointed under section 16 (2) (g) shall hold office for a period of three years and shall be eligible for reappointment.

Resignation of  
Chairman, appointed  
members.

**18.** (1) The Chairman may resign by written resignation addressed to the President.

(2) A member appointed under section 16 (2) (g) may resign by written resignation addressed to the Minister.

Removal of  
Chairman, appointed  
members.

**19.** (1) The President may remove the Chairman, and the Minister may remove a member appointed under section 16 (2) (g), on a ground set out in subsection (2).

(2) The grounds referred to in subsection (1) are the following:—

- (a) the Chairman or member is absent without reasonable excuse from three consecutive meetings of the board of the Authority of which he has had notice;
- (b) the Chairman or member becomes bankrupt;
- (c) the Chairman or member is convicted of an offence involving dishonesty, fraud or moral turpitude;
- (d) the Chairman or member is incapacitated by reason of prolonged physical or mental illness from performing his duties as the Chairman or member; or
- (e) the Chairman or member is otherwise unable or unfit to discharge the functions of his office.

**20.** The Authority shall pay the members of the board of the Authority such allowances and expenses as are determined by the Minister. Allowances of board members.

**21.** (1) The business and affairs of the board of the Authority shall be conducted in accordance with the Third Schedule. Procedures of the board.

(2) Except as provided in the Third Schedule, the board of the Authority may regulate its own procedure.

**22.** The managing director of the Authority shall be the secretary of the board of the Authority. Secretary of board.

**23.** (1) The board of the Authority shall appoint a managing director who shall be the chief executive of the Authority and who, subject to the directions of the board, shall be responsible for the day to day running of the Authority. Managing director of Authority.

(2) The terms and conditions of employment of the managing director shall be determined by the board of the Authority.

(3) A person shall not serve as the managing director for more than eight years.

**24.** (1) The Authority may appoint such other staff in addition to the managing director as the Authority considers advisable. Other staff.

(2) The terms and conditions of employment of the staff of the Authority, other than the managing director, shall be determined by the Authority.

Immunity.

**25.** No member of the staff of the Authority or member of the board of the Authority or of a committee of the board shall be personally liable for anything done or omitted in good faith under this Act.

PART V—NATIONAL INVESTMENT COUNCIL

Council established.

**26.** The National Investment Council is hereby established as an unincorporated body consisting of the following members:—

- (a) a Chairman who shall be the President or a Minister designated by the President;
- (b) the Ministers responsible for matters relating to—
  - (i) finance;
  - (ii) trade and industry;
  - (iii) agriculture;
  - (iv) lands;
  - (v) local authorities;
  - (vi) planning;
  - (vii) tourism and information; and
  - (viii) environment, natural resources and wildlife;
- (c) the Governor of the Central Bank of Kenya;
- (d) the chairman of the board of the Authority; and
- (e) twelve persons appointed by the President to represent the private sector, each of whom has distinguished himself in the field of law, economics, commerce, industry or management.

Functions.

**27.** (1) The functions of the National Investment Council are—

- (a) to advise the Government and government agencies on ways to increase investment and economic growth in Kenya; and

(b) to promote co-operation between the public and private sectors in the formulation and implementation of government policies relating to the economy and investment.

(2) In carrying out its functions under subsection (1) the Council shall—

(a) monitor the economic environment to identify impediments to investment and economic growth and to propose incentives to promote investment and economic growth;

(b) monitor economic development in Kenya to identify areas that may not be benefiting from economic development; and

(c) consult with persons from both the public and private sectors to obtain views and suggestions for promoting investment and economic development.

#### PART VI—MISCELLANEOUS

**28.** A person who knowingly submits false or misleading information to the Authority for the purposes of obtaining an investment certificate or obtaining any assistance from the Authority is guilty of an offence and is liable, on conviction, to a fine not exceeding one million shillings or to imprisonment for a term not exceeding two years or to both.

Offence, misleading Authority, etc.

**29.** A person who, without lawful excuse divulges information acquired in the course of acting under this Act is guilty of an offence and is liable, on conviction, to a fine not exceeding one million shillings or to imprisonment for a term not exceeding two years or to both.

Offence, improperly divulging information acquired under Act.

**30.** (1) The Minister may make regulations generally for the better carrying out of the provisions of this Act.

Regulations.

(2) Without limiting the generality of subsection (1), the Minister may make regulations amending the Second Schedule.

**31.** The Investment Promotion Centre Act is repealed.

Repeal of Cap. 485.

**32.** (1) A general authority issued under the Investment Promotion Centre Act before that Act is repealed by section 31 shall be continued as an investment certificate under this Act.

General authority, etc. under repealed Act continued.

(2) An application for a general authority under the Investment Promotion Centre Act before that Act is repealed by section 31 shall be continued as an application for an investment certificate under this Act.

**FIRST SCHEDULE**

(S. 5)

PROCEDURES FOR CONSIDERATION OF APPLICATION FOR INVESTMENT  
CERTIFICATE

- Definition. 1. In this Schedule—
- “working day” means a day other than a Saturday, Sunday or public holiday.
- Report on application. 2. (1) Within ten working days after a completed application is received, the Authority shall prepare a written report on the application.
- (2) An application shall be deemed to have been received when any clarifications or additional information required under section 3(3) are received.
- Decision. 3. Within five working days after the report on the application is prepared, the Authority shall make its decision with respect to the application.
- Notice of decision. 4. Within five working days after the decision of the Authority is made, the Authority shall give the applicant a written notice of the decision.
- If decision is to refuse to issue certificate. 5. If the Authority decides to refuse to issue an investment certificate, the Authority shall—
- (a) prepare written reasons;
  - (b) include, with the notice to the applicant under paragraph 4, a copy of the reasons and a copy of the report prepared under paragraph 2; and
  - (c) give the Minister, within five working days after the decision of the Authority is made, a copy of the application, a copy of the reasons and a copy of the report prepared under paragraph 2.
- Complaint to Minister if decision is late. 6. (1) If an applicant does not receive a notice of the Authority’s decision under paragraph 4 within twenty-five working days after the completed application was given to the Authority, the applicant may make a written complaint to the Minister.
- (2) The Minister shall investigate a complaint made under subparagraph



(1) and shall, within fifteen working days after the complaint was received, inform the applicant of the results of the investigation.

7. (1) This paragraph applies if an application raises any of the following issues—

Special provisions if environmental, health or security issues.

- (a) an environmental, health or security issue that, in the opinion of the Authority, should be referred to another person or body; or
- (b) an issue in relation to which the approval or consent of another person or body is required.

(2) If an application raises an issue described in subparagraph (1), the Authority shall refer the issue to the appropriate person or body and shall inform the applicant of that referral.

(3) For the purposes of applying any time periods specified in this Schedule, the time between a referral under subparagraph (2) and the response back from the person or body to which the referral was made, shall not be counted.

8. The Authority shall liaise with the appropriate authorities for the purposes of determining whether an applicant for an investment certificate is legally entitled to the licences listed in the Second Schedule that are necessary to the investment.

## SECOND SCHEDULE

(S.12)

### LICENCES TO WHICH THE HOLDER OF AN INVESTMENT CERTIFICATE MAY BE ENTITLED

#### GENERAL

1. Registration under the Industrial Registration Act. Cap. 118.  
Condition: That registrable particular be submitted within six months after the issue of the investment certificate.
2. Licence, including a conditional licence, under the Trade Licensing Act. Cap. 497.
3. Import licence or export licence under the Imports, Exports and Essential Supplies Act. Cap. 502.
4. Registration of premises as a factory under the Factories Act. Cap. 514.

- Cap. 514. 5. Approval of plans under section 69G of the Factories Act.
- Cap. 265. 6. Licences under the Local Government Act, including under any by-laws made under that Act.
- Cap. 265. 7. Authority or consent, under the Local Government Act, including under any by-laws made under that Act, or under the Public Health Act, to undertake construction of works or premises.
- Cap. 242.
- Condition: That the works or premises comply with all design requirements and that the works or premises will not be used until any inspections or certificates required by law are carried out or issued.
- No. 6 of 1996. 8. Development permission under section 33 of the Physical Planning Act, 1996 and a certificate of compliance referred to in section 30(7) of that Act.
- Cap. 237. 9. Registration under an order under the Industrial Training Act.
- Condition: That registrable particulars be submitted within six months after the issue of the investment certificate.
- Cap. 404. 10. Private carrier's licence under the Transport Licensing Act.
- Cap. 496. 11. Permit to use a standardization mark under the Standards Act.
- No. 8 of 2002. 12. Permit required under section 25 of the Water Act, 2002.
- Cap. 409. 13. Licence for a steam vessel under the Lakes and Rivers Act.
- No. 8 of 1999. 14. Environmental impact licence under the Environmental Management and Co-ordination Act, 1999.

## HOTEL

- Cap. 494. 15. Hotel licence under the Hotels and Restaurants Act.
- Condition: That the certificate of the medical officer of health required under section 5(4) of that Act be provided.
- Cap. 494. 16. Hotel manager's licence under the Hotels and Restaurants Act for the person specified in the investment certificate.
- Cap. 494. 17. Restaurant licence under the Hotels and Restaurants Act.
- Condition: That the certificate of the medical officer

of health required under section 5(4) of that Act be provided.

18. Restaurant manager's licence under the Hotels and Restaurants Act for the person specified in the investment certificate. Cap. 494.

19. General retail liquor licence and hotel liquor licence under the Liquor Licensing Act. Cap. 121

#### RESTAURANT

20. Restaurant licence under the Hotels and Restaurants Act  
Condition: That the certificate of the medical officer of health required under section 5(4) of that Act be provided. Cap. 494.

21. Restaurant manager's licence under the Hotels and Restaurants Act for the person specified in the investment certificate. Cap. 494.

22. Restaurant liquor licence under the Liquor Licensing Act. Cap. 121.

#### SELLING, PREPARING FOOD, ETC.

23. Licence under the Food, Drugs and Chemical Substances Act to use premises to sell, prepare, store or display for sale, any food. Cap. 254.

#### AGRICULTURE—GENERAL

24. Registration under section 22 (6) of the Agriculture Act. Cap. 318.

#### PYRETHRUM GROWING

25. Licence to grow pyrethrum under the Pyrethrum Act. Cap. 340.

#### SISAL INDUSTRY

26. Registration as a grower under the Sisal Act. Cap. 341.  
Condition: That the particulars required under the Sisal Industry (Registration) Rules be submitted within six months after the issue of the investment certificate.

27. Licence for a factory under the Sisal Act. Cap. 341.

#### MILLING OF MAIZE, WHEAT, ETC

28. Miller's licence under the National Cereals and Produce Board Act. Cap. 338.

## TEA FACTORY

Cap. 343. 29. Manufacturing licence under the Tea Act.

## SUGAR MILL

No. 10 of 2001. 30. Licence to operate a sugar mill or a jaggery mill under the Sugar Act, 2001.

## COFFEE DEALING

No. 9 of 2001. 31. Licence to buy, sell, mill, warehouse, export or otherwise deal in or transact business in coffee under the Coffee Act, 2001.

No. 9 of 2001. 32. Movement permits under the Coffee Act, 2001.

## DAIRY INDUSTRY

Cap. 336. 33. Registration under Part V of the Dairy Industry Act.  
Condition: That the particulars required under section 32 of that Act be submitted within six months after the issue of the investment certificate.

Cap. 336. 34. Dairy manager licence under the Dairy Industry Act for the person specified in the investment certificate.

Cap. 336. 35. Retail licence under the Dairy Industry Act.

Cap. 242. 36. Registration of premises as a dairy under the Public Health (Milk and Dairies) Rules under the Public Health Act.  
Condition: That the report of the medical officer of health required under the Rules be provided.

Cap. 242. 37. Licence as a purveyor of milk under the Public Health (Milk and Dairies) Rules under the Public Health Act.

## HIDE, SKIN AND LEATHER DEALING

Cap. 359. 38. Buyer's licence under the Hide, Skin and Leather Trade Act.

Cap. 359. 39. Exporter's licence or importer's licence under the Hide, Skin and Leather Trade Act.

Cap. 359. 40. Registration certificate for premises under the Hide, Skin and Leather Trade Act.

## BACON FACTORY

41. Bacon factory licence under the Pig Industry Act. Cap. 361.
42. Licence to slaughter pigs under the Pig Industry Act. Cap. 361.
43. Licence to keep pigs under the Animal Diseases (Control of Pig Diseases) Rules under the Animal Diseases Act. Cap. 364.

## SLAUGHTER HOUSE

44. Licence to operate a slaughterhouse under the Meat Control (Local Slaughterhouses) Regulations under the Meat Control Act. Cap. 356.
45. Licence under section 8(1) (a) of the Kenya Meat Commission Act. Cap. 363.
46. Licence to slaughter pigs under the Pig Industry Act. Cap. 361.
47. Licence to keep pigs under the Animal Diseases (Control of Pig Diseases) Rules under the Animal Diseases Act. Cap. 364.

## STERILIZING PLANT

48. Licence for a sterilizing plant under the Fertilizers and Animal Foodstuffs Act. Cap. 345.

EXPORT OF MEAT OR SUPPLY OF MEAT TO SHIPS AT  
MOMBASA

49. Licence under section 8 (1) (b) of the Kenya Meat Commission Act. Cap. 363.

## STOCK TRADING

50. Stock trader's licence under the Stock Traders Licensing Act. Cap. 498.

## FISHERIES

51. Certificate of registration of a vessel under the Fisheries Act. Cap. 378.
52. Licence to catch fish under the Fisheries Act. Cap. 378.
53. Licence for a foreign fishing vessel under the Fisheries Act. Cap. 378.

## MANUFACTURING DRUGS

- Cap. 244. 54. Manufacturing licence under the Pharmacy and Poisons Act.

## PHARMACY

- Cap. 244. 55. Registration of premises under the Pharmacy and Poisons Act.

## PEST CONTROL PRODUCTS

- Cap. 346. 56. Licence for premises under the Pest Control Products Act.

## MOTOR VEHICLE COMPONENTS OR ACCESSORIES DEALING

- Cap. 520. 57. Licence to deal in motor vehicle components or accessories under the Motor Vehicle Components and Accessories Act.

## SECOND-HAND MOTOR VEHICLE DEALING

- Cap. 484. 58. Licence to carry on business of buying, or selling second- hand motor vehicles under the Second-Hand Motor Vehicles Act.

## SCRAP METAL DEALING

- Cap. 503. 59. Licence under the Scrap Metal Act.

## PUBLIC TRANSPORT

- Cap. 404. 60. Public carrier's licence under the Transport Licensing Act.  
Condition: That the licence is subject to any conditions that may be attached to the licence under section 8(2) of that Act.

## MINING

- Cap. 306. 61. Prospecting right under the Mining Act.
- Cap. 306. 62. Exclusive prospecting licence under the Mining Act for specified lands.
- Cap. 306. 63. Lease under the Mining Act for specified lands.
- Cap. 376. 64. Consent under section 10 of the Wildlife (Conservation and Management) Act for specified lands in a National Park.

## DEALING IN PRECIOUS METALS

65. Licence to trade in unwrought precious metals under the Trading in Unwrought Precious Metals Act. Cap. 309.

## DIAMOND DEALING

66. Diamond dealer's licence under the Diamond Industry Protection Act. Cap. 310.

## CINEMA

67. Cinema licence under the Films and Stage Plays Act. Cap. 222.

## MAKING OF FILMS

68. Filming licence under the Films and Stage Plays Act. Cap. 222.

69. Authorization to make a film in a National Park under the Wildlife (Conservation and Management) Act. Cap. 376.

## HIRE-PURCHASE BUSINESS

70. Licence to carry on a hire-purchase business under the Hire-Purchase Act. Cap. 507.

## AUCTIONEERING

71. Licence under the Auctioneers Act, 1996. No. 5 of 1996.

**THIRD SCHEDULE**

(s. 21)

PROVISIONS AS TO THE CONDUCT OF BUSINESS AND  
AFFAIRS OF THE BOARD OF THE AUTHORITY

1. (1) The board shall have at least four meetings in every financial year and not more than four months shall elapse between one meeting and the next meeting. Meetings.

(2) Meetings shall be convened by the secretary to the board, on the instructions of the Chairman or upon the requisition of at least five members of the board.

(3) Unless all the members otherwise agree, at least seven days' notice of a meeting shall be given to every member.

(4) A meeting shall be presided over by the Chairman, or in his absence, by a person elected by the board at the meeting for that purpose.

(5) A member described in paragraph (b), (c), (d), (e) or (f) of section 16 (2) may designate one of the following persons as a representative to attend a meeting of the board in the member's absence:

(a) the member's deputy; or

(b) a person who is under the authority of the member and whose rank is the same as or higher than the rank of the member's deputy.

Quorum.

2. Nine members of the board shall constitute a quorum.

Voting.

3. A decision of the board shall be by a majority of the members present and voting and, in the case of an equality of votes, the person presiding at the meeting shall have a second or casting vote.

Committees.

4. (1) The board may establish committees and delegate to any such committee such of its functions as it considers advisable.

(2) The board may appoint persons who are not members of a members of a committee established under subparagraph (1).



**SUBSIDIARY LEGISLATION**THE INVESTMENT PROMOTION (INVESTMENT  
REGISTRATION AND CERTIFICATES) REGULATIONS, 2005

L.N. 1/2006.

## PART I—PRELIMINARY

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

2. In these Regulations, unless the context otherwise requires— Definition.

“Authority” means the Kenya Investment Authority;—

“competent 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. 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. Establishment  
of investment  
committee.

4. (1) The Committee shall be composed of the following— Composition of the  
Committee.

(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.

## [Subsidiary]

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

## PART II—INVESTMENT REGISTRATION

## Application.

5. (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.

## Signing Authority.

6. 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

## Application.

7. 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.

## Signing authority.

8. 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.

## Procedure for consideration of application.

9. 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.

## Form of Certificate.

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

## Condition of Certificate.

11. (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.

## Transfer.

12. (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.

[Subsidiary]

(4) When a transfer of a certificate would have health, environmental 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. (1) An investment certificate may be amended only with the written approval of the Authority. Amendment.

(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, environmental 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. (1) The Authority may revoke an investment certificate on the following grounds— Revocation.

(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 shall apply.

[Subsidiary]

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:
Management Management
Technical/Professional..... Technical/Professional .....
Skilled:..... Total.....
Other:.....
Total.....

Intended sales, beginning in first year of investment in Kenya:

Table with 4 columns: Domestic Units, value (Kshs.), Export unit, value (Kshs.). Rows for 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

Form 2. (r. 7)  
*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 .....
  - (v) Dated of Incorporation.....
  - (vi) Indicate whether the company is:—
    - (a) New ( )
    - (b) Operating ( )
  - (vii) Indicate whether to Manufacture Under Bond (MUB).  
(MUB is manufacturing for export only)
- Yes .....No .....

[Subsidiary]

## B. PROPOSED LOCATION OF BUSINESS

- (i) Land Registration Number (L.R. No.) .....
- (ii) Street/Road .....
- (iii) Town.....
- (iii) Town .....
- (iv) District .....

## C. COMPANY DIRECTORS

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

## PART II

- (i) Nature of activity .....
- Describe the nature of activity (Project Description) .....
- .....
- .....

## (ii) MARKET (Domestic &amp; Export)

- i. Indicated expected domestic and export annual market share  
.....% of Total

Domestic market .....

Export Market .....

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

<i>Year</i>	<i>Domestic sales</i>		<i>Export sales</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				

[Subsidiary]

## PART III

## (A) EMPLOYMENT DETAILS

KENYAN EMPLOYEES	NUMBER
Management	
Technical/Professional	
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)

<i>Fixed Costs</i>	<i>Amount</i>
Land & Land Development	
Plant and Machinery	
Working Capital	
Others	
TOTAL	

## B. FINANCING PLAN

<i>Type of Financing</i>	<i>Foreign</i>	<i>Local</i>
Equity		
Loan		
TOTAL		

[Subsidiary]

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: (254)-(020)-221401-4
Cell: Office: 0722 - 205424/0733-601184
E-mail: info@investmentkenya.com
Website: www.investmentkenya.com/www.ipkenya.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: (254 (020) 221401-4 Fax (254) (020) 243862
Office Mobile No: 0722 - 205424/0733-601184
E-mail: info@investmentkenya.com
Website: www.investmentkenya.com/www.ipkenya.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:

.....  
.....  
.....  
.....  
.....  
.....

The business activity is expected to be carried out in the following locations:

.....  
.....  
.....

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.

.....  
.....  
.....  
.....  
.....  
.....

[Subsidiary]

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

.....  
.....  
.....  
.....  
.....  
.....  
.....

Date of issuance: .....

Signed: .....

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

