

Introduction

The Business Registrations and Licensing Agency (BRELA) is an Executive Agency under the Ministry of Investment, Industry and Trade responsible for business administration and regulation of the laws namely; the Companies Act, Cap. 212, Business Names Act, Cap. 213 R.E. 2002, the Trade and Service Marks Act, Cap. 326 R.E 2002, the Patent Registration Act, Cap. 217 R.E 2002, the Business Licensing Act, Cap. 208 R. E 2002 and the National Industries (Licensing and Registration) Act, Cap. 46 R.E. 2002. It was established under the Government Executive Agencies Act No. 30 of 1997 and formally launched on 3rd December 1999.

Vision, Mission and Core values

VISION

To be a center of excellence in the region for business registrations and licensing services.

MISSION

To create a conducive business environment in the country by formalising businesses and protecting industrial properties through Registration, Licensing and Regulating fair conduct of business.

CORE VALUES

1. Respect for the rule of law
2. Fairness and impartiality
3. Accountability
4. Teamwork
5. Customer Focus

OUR SERVICES

REGISTRATION OF COMPANIES

What is meant by the term "Company?"

A Company is an association of any two or more persons lawfully intending to carry on business in line with the requirements prescribed by the Companies Act.

TYPES OF COMPANIES:

There are three main types of Companies, namely; -

1. PRIVATE COMPANIES

These are Companies whose articles restrict the right to share transfer, the number of members is limited to fifty and the public is prohibited from subscribing to its shares or debenture.

This category of Companies is classified as follows basing on liability; -

1.1. Private Companies limited by shares;

Must have a share clause to which members get subscribed.

1.2. Private Companies limited by guarantee:

This class is divided as follows; -

a. Private Companies limited by Guarantee with Share Capital:

Members contribute to the specified share capital.

b. Private Companies Limited by Guarantee Having no Share Capital:

Must have a guarantee clause whereby the members pledge to contribute a certain amount of money in case of winding up.

2. PUBLIC COMPANIES

They have unlimited number of shareholders – no restriction to share subscription and/or transfer i.e., a member is free to transfer their shares to anyone and every member of the general public is invited to subscribe thereto.

3. FOREIGN COMPANIES

There are Companies incorporated and/or registered outside Tanzania but have established a place of business herein.

4. UNLIMITED COMPANIES

Don't have any limit as to members i.e., the members liability extends to their private properties as in the case of a sole trader or partnership.

WHY INCORPORATE A COMPANY?

6. To legitimize the respective business/To acquaint the respective business with legal capacity;
7. Recognition to financial institutions e.g., Banks in the process of opening an account;
8. Access to loans from financial institutions including banks;
9. To smoothly promote the business and extend the customer base;
10. To extend business operations e.g., international business.

PREREQUISITES TOWARDS COMPANY INCORPORATION (LOCAL COMPANIES):

11. An applicant must have the National Identification Number (NIN) or the Passport Number for a foreigner;
12. Each shareholder must have the National Identification Number (NIN);
13. Each local Director should have the Tax Identification Number (TIN) and Passport Number or National Identification Number (NIN) from the National Identification Authority (NIDA) in case of a foreigner.

INSTRUMENTS TO TENDER:

14. The Memorandum and Articles of Association;
15. The Integrity Pledge Form/Ethics Form; and
16. The Consolidated Form.

FOREIGN COMPANIES:

17. A list of current Directors and Secretary of the Company with their particulars in full;
18. A copy of the most recent annual accounts and related reports of the Company. If the said deeds are not written in the English language, there must be translated copies thereof;
19. A certified copy of the Memorandum and Articles of Association, Statutes, Charter or other instrument constituting or defining the constitution of the Company written in English language or a certified translation thereof if the original language is not English;
20. Copy of the Certificate of Incorporation certified by the respective authority in the country of origin or its Embassy/High Commission in Tanzania;
21. A statement of all subsisting charges created by the Company in line with Section 99 of the Companies Act, 2002 and not comprising properties situated outside Tanzania;
22. The names and addresses of one or more persons living in Tanzania authorised to accept service on behalf of the Company and any document required to be served thereon (the Company) and represent the Company as its permanent representative for the place of business;
23. The full address of the principal or registered office of the Company in the country of origin as well as full address of the place of business in Tanzania;
24. A statutory declaration made by a Director or Secretary of the Company stating the date on which the Company established a place of business in Tanzania, the business to be carried on and the name under which the respective business is carried on if different from the registered one.

STAGES TO INCORPORATION/COMPLIANCE:

25. Visit "www.brela.go.tz" or "ors.brela.go.tz;"
26. Log into your Online Registration System (ORS) account or create one;
27. Select "New e-service;"
28. Click "Company;"

29. Go to “**Service type;**”
30. Press “**Registration of a new company**” and select “**Proceed;**”
31. Go to “**Company type**” and click “**Proceed;**”
32. Click “**Proceed;**”
33. Accomplish the next task by inserting all of the required details as displayed by the system;
34. Click “**Proceed**” when you accomplish the “**Prepare e-Application**” stage;
35. Upload the required attachment i.e., the Memorandum and Articles of Association, Integrity Pledge Form/Ethics Form and Consolidated Form duly dated and signed;
36. Pay for the service either through mobile money transfer or bank;
37. Press “**Refresh**” when payment is made;
38. The application will be processed upon the payment is made and automatically received.

NOTE: Remember to click “Save” upon insertion of any information onto the system.

REGISTRATION OF BUSINESS NAMES

What does the term “Business Name” entail?

A Business Name means the name or style under which any business is carried on, whether in partnership (*more than one person*) or sole proprietorship (*an individual*).

WHY SHOULD ONE GET THEIR BUSINESS NAME REGISTERED? /ADVANTAGES OF REGISTERING A BUSINESS NAME (FORMALISATION):

39. To vest the respective name with legal capacity/recognition;
40. To restrict another person from using the same name/To secure the name from being used by another person;
41. Recognition to financial institutions e.g., Banks in the process of opening an account;
42. Access to loans from financial institutions including banks;
43. To smoothly promote the business and extend the customer base.

CRITERIA FOR REGISTRATION OF A BUSINESS NAME:

44. The proposed name should legally be accepted;
45. The owner must be a Tanzanian citizen;
46. The owner must have attained the majority age i.e., 18 years and above;
47. Must have the National Identification Number (*NIN*);
48. A phone number duly registered in their own names;

49. The owner must have an e-mail address;
50. Address of the intended place of business; and
51. Address of the owner's or partners' residential area e.g., Plot, Block and House Numbers or Street Name and an identifiable landmark(s)/object(s) if the area(s) is not surveyed.

STAGES TO REGISTERING A BUSINESS NAME:

52. Visit "www.brela.go.tz" or "ors.brela.go.tz;"
53. Log into your Online Registration System (ORS) account or create one;
54. Select "**New e-service**;"
55. Click "**Business Name**;"
56. Go to "**Service type**;"
57. Press "**Registration of new business name**" and select "**Proceed**;"
58. Click "**Individual**" if the Business Name will be under a sole proprietor, "**Partners**" if the owners will be more than one person (**Partnership**) and "**Corporation**" if the Business Name will be owned by a legal creature i.e., a Company or a Statutory Body;
59. Click "**Proceed**;"
60. Accomplish the next task by inserting all of the required details as displayed by the system;
61. Click "**Proceed**" when you accomplish the "**Prepare e-Application**" stage;
62. Upload the required attachment i.e., the Consolidated Form duly dated and signed;
63. Pay for the service either through mobile money transfer or bank;
64. Press "**Refresh**" when payment is made;
65. The application will be processed upon the payment is made and automatically received.

NOTE: Remember to click "Save" upon insertion of any information onto the system.

REGISTRATION OF TRADE MARK AND SERVICE MARKS

Meaning of Trade and Service Marks

A mark is a distinctive sign that serves to distinguish similar goods and/or services of one enterprise from those of other enterprises.

Importance of Protection of Marks

66. Promotion of brand competition hence competing for higher quality goods/services in the market.

67. To maintain the association between the trademark and the Product or service, thereby preventing unfair competition
68. Market information of the product/service becomes accurate.
69. Fosters consumer confidence and the development of high quality industries.
70. Recognizes the commercial source of products and services.

Requirements for Registrations of trade or Service marks

71. An applicant must be registered as Tanzania Citizen by providing a National ID
72. An applicant and every person to be included must provide an email address and cellphone number

Attachments

73. Image of the mark
74. Consolidated Form
75. Form No 1 for application to be filed by Agent

Fees

76. Application Fee 50,000/-
77. Publication fee in the Journal 15,000/-
78. Registration Plus Maintenance Fee 65,000/-

PROCEDURES ON HOW TO APPLY FOR TRADEMARK REGISTRATION CERTIFICATE THROUGH ONLINE SYSTEM (ORS)

79. Visit BRELA Website, That is; www.brela.go.tz or go direct to <http://ors.brela.go.tz/ors>
80. Create an Online Registration System (ORS) Account (one must have National Identification Number from NIDA in order to create an account for new users) and if you have an account you can directly login to the system through New E-service for registered users
81. Select New-e-service window of ORS
82. Select Trade and Service Marks in order to apply for a Trademark registration certificate.
83. Select Filing of other documents about Trade/Service Mark and proceed
84. Choose Filing type F6 Fee for registration of a mark TM/SM8 and add Trade/Service Mark number (eg. TZ/T/2020/100) then click the search button and proceed.
85. Fill in the item labeled Representative Statement by writing the name of the applicant which can either be a natural person or legal entity and proceed.
86. Attach form no TM/SM 8 on the attachment option and click the agreement button to proceed

87. Proceed to payment of Registration fees of Tshs 60,000/= and Maintenance fees of Tshs 5000/= Through Electronic Mode; M-PESA, TIGO PESA, AIRTEL MONEY , NMB, or CRDB Account

NOTE: -

• BRELA will communicate by sending registration certificate to the Applicant ORS Account on the printout platform

GRANTING OF PATENTS

WHAT IS A PATENTS?

A Patent is a legal right granted by the Government to an inventor for an invention. An invention is a solution to a technical problem existing in a particular field of technology.

The entire contents of a patent description of an invention that form the basis for an application for Patent right is referred to as a "patent document".

WHAT ARE THE PRIMARY CONTENTS OF A PATENT DOCUMENT?

A patent document contains:

1. The title of an invention
2. General description of the invention
3. The claim(s)
4. An Abstract
5. Technical Drawings (if any)

The term of grant of a patent application is twenty (20) years counted from its filing date. After the expiry of 20 years a patent falls into the public domain upon which anyone who is interested can use it freely.

WHERE AND TO WHOM POWERS TO GRANT PATENTS ARE VESTED?

A Patent application is filed with the Competent Authority designated as such by the relevant Sovereign State. It is usually a Government department or an Agency as the case may be. In other words powers to grant patents are vested upon the Registrar of Patents or such name as preferred by the Government of the respective Sovereign State.

In Tanzania application for Patent rights is done through filing form No. P. 2 accompanied by a patent document in triplicate and submitted to the Registrar of Patents with Business Registrations and Licensing Agency (BRELA).

WHAT ARE THE CRITERIA FOR PATENT GRANT?

There are three criteria for patent grant namely:

1. Novelty – an invention must be new to be patentable
2. Inventive Step – an invention is patentable if it is beyond obvious
3. Industrial Applicability – an invention shall be capable of being industrially workable to be patented.

An Applicant for patent rights may be a natural or legal person who shall file such an application with the Registrar of Patents with BRELA.

ISSUANCE OF BUSINESS LICENCES GROUP A

What is business licence?

“Business licence” means a licence issued either in a paper or electronic form.

Is a permit or permission granted to a person to carry on a particular business at given place of business

Types of Licence

1. Business licence schedule “A” any business of national or international nature or governed by policy.
2. Business licence schedule “B” any other business which is not of national/international nature or not governed/preceded by policy.

What are the benefits of having a licence?

88. It gives businesses legal recognition
89. Introduction to financial institutions for instance bank (during account opening)
90. Access to loans from financial institutions such as bank
91. Customers trust

Natural Person

92. Proof of Citizenship (voter ID., National ID., Passport or Birth certificate; non-citizen Residence Permit Class A)
93. Tax Identification Number (TIN)
94. Proof by the applicant having suitable business premises for the business applied (Title deed, lease agreement, receipts of rent or property payment)
95. Additional requirements for specific business (Permit/Licence from a regulator)

Business name/company

96. Certificate of incorporation or certificate of registration
97. Information about proprietor (extract from the register) in the case of business name only
98. Tax Identification Number (TIN) of a company or business name
99. Confirmation taxpayer has paid all tax dues (Tax Clearance Certificate) for renewing the licence
100. Proof by the applicant having suitable business premises for the business applied (Title deed, lease agreement, receipts of rent or property payment)
101. Proof of citizenship and residence permit (non-citizen) for Directors and Shareholders of the company

11 steps for licence application

102. Visit www.business.go.tz
103. Click first step "register"
104. Fill in the information for registration
105. Click "submit"
106. Again click "login"
107. Click "Services"
108. Select "licence services"
109. The second step fill in information about the licence
110. Upload attachments
111. Click apply
112. Confirm payment

TAKE NOTE: After the application is sent, BRELA will go through the submitted information if are correct then an invoice will be sent for payment and confirm payment.

ISSUANCE OF INDUSTRIAL LICENCES

What is an industry?

Is any factory in which ten or more workers are employed on any day

Type of Industrial Licence

113. Certificate of Registration-is issued to small scale industries a project with a fixed investment cost not exceeding one hundred million shillings
114. Industrial licence-is issued to medium and large scale industries a project with a fixed investment exceeding one hundred million shillings

What are the benefits of registering of an industry/factory?

115. Compliance with the current law
116. Formalize the business
117. Access for permit/licence from other authorities/regulators

Required attachments

118. Business Plan
119. Proof of suitable location of an industry (Tenancy Agreement/Title deed or letter from respective District/Municipal that clarify the factory location as designed for industrial use
120. Licence consolidated form

10 Steps for Industrial Licence/Certificate Registration

121. Visit www.brela.go.tz or ors.brela.go.tz
122. Log into your ORS account or create an account into the system (ORS)
123. Select online service
124. Select industrial licence
125. Select type of Industrial licence
126. Enter level of investment total
127. Fill in the industry information as directed by the form
128. Upload the required attachments into the system
129. Start payment through mobile money or direct bank deposits
130. After payment, the application will automatically be submitted to BRELA for processing and recommendation.

Online Registration System features:

- Business name registration, change of particulars, paying annual maintenance fee, cessation and data update.
- Company registration, change of particulars, filing company related documents and annual returns.
- Industrial Licence registration, change of particulars, filing annual progress report and cancellation.
- Mark registration and filing mark related documents.
- Patent registration and filing patent or utility model related documents
- Information services. Here you can apply for and extract of short or detailed information about business name, company, industrial licence, mark or patent. You can also order Mark index review by Nice class that will be at your disposition for 3 days.

Core Functions

Core Functions

131. Registration of Companies (The Companies Act, Cap. 212);
132. Registration of Business Names (The Business Names (Registration) Act, Cap. 213 R.E. 2002);
133. Registration of Trade and Service Marks (The Trade and Service Marks Act, Cap. 326 R.E. 2002);
134. Granting of Patents (Registration) Act, Cap. 217 R.E. 2002);
135. Issuance of Business Licences Group A (The Business Licensing Act Cap. 208 R. E 2002);
136. Issuance of Industrial Licences (The National Industries (Licensing and Registration) Act, Cap 46 R.E. 2002)