

PRIVATE LIMITED COMPANY FORMATION CHECKLIST

A private limited company is the most prevalent and popular type of corporate legal entity in Zimbabwe. People often ask what documents and information they need to register a private limited company in Zimbabwe. This checklist points to the information needed when one intends to register a private limited company

To set up a private limited company in Zimbabwe you will need:

- a unique company name;
- a registered office address;
- a postal address
- at least one subscriber;
- where applicable an email address, website and portal
- a company secretary

REGISTERED OFFICE

A registered office address is required including postal address which serves as your legal service address.

COMPANY DIRECTORS

For each director of your limited company you will need the following information:

- Full name
- Usual residential address
- I.d numbers/passport numbers
- Particulars of other directorships
- Directors must be at least 18 years old.
- Full names of the directors, their id numbers/passport numbers and residential address.

At least two Directors if the shareholders do not exceed ten;

- At least three directors if the shareholders exceed ten
- One of the directors should be ordinarily resident in Zimbabwe

SUBSCRIBERS

The name, address, passport number, date of birth, nationality and occupation of the proposed shareholders and their proposed shareholdings in the company must be provided. The same information must be provided for the ultimate shareholders/owners where different.

You will need the following for each subscriber.

- Full name
- Full address
- Phone number
- Date of Birth
- Number of Shares subscribed.

FORM CR2: FOR APPLICATION FOR SEARCH AS TO AVAILABILITY OF NAME.

It will be necessary to carry out a search in the Companies Office to determine whether the name you have chosen for your company is available. Two to three options for the name of the company should be provided to apply for name approval to the Office of the Registrar of Companies. The Companies Office might decide that the name proposed by you is too similar to a name already registered and it will be necessary to use another. We can also provide a list with some pre-approved names we keep for our clients from which a selection can be made.

information required

- Contact details of applicant (address, phone/ email address)
- Type of company to be incorporated like public/private and whether limited by shares or guarantee.
- The brief objects of the company
- Physical address of the company
- Brief objects of the company.
- Proposed directors of the company.
- Proposed Name of the company

MEMORANDUM AND ARTICLES OF ASSOCIATION

- There are model documents as per the Schedules to the Companies Act Chapter 24:13.
- Subscribers sheet of memorandum and articles of association should be signed in own handwriting by the subscribers.
- the proposed capital structure of the company-authorized, subscribed should be in the documents
- the main objects of the company, details of the subscribers such as occupation and number of shares subscribed should be clearly spelt out.

OBJECTS OF THE COMPANY

A description of the intended activities of the company should be provided. A standard Memorandum and Articles of Association may be used.

COMPANY SECRETARY

The law requires that every company must have a company secretary.

CORPORATE SHAREHOLDERS

In case the proposed or ultimate shareholder(s)/owner(s) of the new company is a corporate body, we shall need to be provided with a full set of certified copies of all the incorporation documents, that is, certificate of registration, Memorandum & Articles of Association, list of directors and secretary, and address of the registered office.

PROPOSED CAPITAL STRUCTURE

Clients must inform us about the amount of share capital of the company, the number of shares and their nominal value.