BELIZE:

STATUTORY INSTRUMENT

NO. XX OF 2026

BUSINESS NAMES REGISTRATION REGULATIONS, 2026

Regulations made by the Commission, with the approval of the Minister responsible for Finance, in exercise of the powers conferred by section 37 of the Business Names Registration Act, 2026, and all other powers thereunto enabling.

(Gazetted _____, 2026)

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PART I
PRELIMINARY

Citation

1. These Regulations may be cited as the Business Names Registration Regulations, 2026.

Commencement

2. These Regulations shall come into force on the date appointed by the Minister by Order published in the Gazette.

Interpretation

3. (1) In these Regulations, unless the context otherwise requires-

(a) "Act" means the Business Names Registration Act, 2026;

(b) "approved format" means the electronic format, data structure, electronic field, digital declaration, upload specification, or other format approved by the Registrar for the submission, filing, updating, storage, or extraction of information under the Act;

(c) "business name holder" means a person registered or treated as registered under the Act in respect of a business name;

(d) "data" includes information, particulars, documents, declarations, confirmations, supporting evidence, metadata, and any other material required to be submitted through the online business registry system;

(e) "electronic communication" includes any communication sent through the online business registry system, by registered email, by electronic notification, or by such other electronic means approved by the Registrar;

(f) "online business registry system" means the online system provided by the Belize Companies and Corporate Affairs Registry for the registration and administration of business names under the Act;

(g) "required data" means data required under the Act, these Regulations, any Schedule to these Regulations, or any approved format issued by the Registrar;

(h) "trade mark review" means the process by which the Registrar assesses whether a proposed or registered business name is identical with, or similar to, a registered trade mark or well-known mark in a manner likely to cause confusion or mislead the public.

(2) Words and expressions used in these Regulations have the same meaning as in the Act, unless the context otherwise requires.

PART II
APPROVED FORMATS, DATA AND ELECTRONIC FILING

Use of approved formats

4. (1) Any application, notice, declaration, request, return, objection, update, or other submission required under the Act or these Regulations shall be made through the online business registry system in the approved format.

(2) The Registrar may approve, amend, replace, or withdraw any approved format for the purposes of the Act or these Regulations.

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(3) An approved format may require the submission of structured data, supporting documents, declarations, consents, certifications, electronic signatures, or such other data as the Registrar considers necessary for the administration of the Act and these Regulations.

(4) An approved format, technical filing standard or electronic process approved by the Registrar shall not create or alter any substantive right, duty, offence, penalty, fee, entitlement, restriction or ground of liability, or otherwise impose a substantive obligation that is inconsistent with, or additional to, the Act or these Regulations.

(5) The Registrar may reject or return any submission that is not made in the approved format or does not contain the required data.

(6) All applications for registration must contain the information prescribed in Schedule I of the Act, unless the Registrar permits reliance on information already maintained in the online business registry system.

Electronic submission of data

5. (1) A submission made through the online business registry system is deemed to be received by the Registrar at the date and time recorded by that system.

(2) Where the online business registry system is unavailable, the Registrar may approve an alternative electronic method of submission in accordance with regulation 49.

(3) Where a submission is incomplete, inaccurate, illegible, corrupted, defective, or not capable of being processed, the Registrar may require the person making the submission to correct or resubmit the data within such period as the Registrar may specify.

(4) A submission shall not be treated as accepted merely because it has been transmitted through the online business registry system.

Digital declarations

6. (1) Where the Act or these Regulations require a person to certify, confirm, declare, or verify any data, the certification, confirmation, declaration, or verification may be made electronically in the approved format.

(2) A digital declaration made through the online business registry system has the same effect as a declaration made in writing and signed manually.

(3) A person who submits data through the online business registry system is deemed, for the purposes of the Act and these Regulations, to declare that the data is true, accurate, complete, and not misleading.

PART III
REGISTRATION OF BUSINESS NAMES

Application for registration

7. (1) An application for registration of a business name shall be submitted through the online business registry system in the approved format.

(2) The application shall contain the data required under the Act, including the data specified in Schedule I of the Act, and such additional data as the Registrar may reasonably require for the administration of the Act.

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(3) The required data may include-

(a) the proposed business name;

(b) the nature of the business;

(c) the principal place of business in Belize;

(d) the date of formalisation or proposed date of commencement of business;

(e) the particulars of the individual proprietor, firm, partners, company, corporation, authorised representative, and beneficial owner, as applicable;

(f) identification data;

(g) contact data;

(h) residential address data where required;

(i) supporting documents;

(j) declarations as to accuracy and authority; and

(k) confirmation that the proposed business name complies with the Act and these Regulations.

(4) The Registrar may require additional data where necessary to determine whether the application complies with the Act and these Regulations.

(5) For the purposes of the Register, the date of registration is the date on which the application is approved by the Registrar and the registration is entered in the Register.

Verification of data

8. (1) The Registrar may verify any data submitted under the Act or these Regulations using reliable and independent sources.

(2) Where verification is required, the Registrar may issue an electronic notice requiring an applicant to provide further data, clarification, or supporting evidence within such reasonable period as the Registrar may specify.

(3) A notice under paragraph (2) shall specify the data, clarification or supporting evidence required, the deadline for compliance, and the consequence of failure to comply.

(4) Where an applicant fails to provide the additional data required under paragraph (2), the Registrar may treat the application as abandoned or refuse the application.

Incomplete or defective applications

9. (1) Where an application does not contain the required data, the Registrar may issue an electronic notice requiring the applicant to remedy the defect.

(2) If the applicant does not remedy the defect within the period specified by the Registrar, the application may be treated as abandoned.

(3) Where an application is treated as abandoned, the Registrar may close the application in the online business registry system.

(4) Closure of an application under paragraph (3) does not prevent a fresh application from being submitted in accordance with the Act and these Regulations.

PART IV
RESERVATION AND APPROVAL OF BUSINESS NAMES

Application to reserve a business name

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10. (1) An application to reserve a business name shall be submitted through the online business registry system in the approved format.

(2) The application shall contain-

(a) the proposed business name;

(b) the name and contact data of the applicant;

(c) any required declaration of good faith; and

(d) such other data as the Registrar may reasonably require.

(3) The Registrar shall not approve a reservation unless satisfied that the proposed name may be registered having regard to the Act, these Regulations, and any other applicable written law.

(4) Where the Registrar approves an application to reserve a business name, the applicant may elect—

(a) a reservation for ten days after notification of approval, for which no fee is payable; or

(b) a reservation for ninety days after notification of approval, upon payment of the prescribed fee.

Name similarity assessment

11. (1) In determining whether a proposed or registered business name is identical with, similar to, likely to be mistaken for, likely to cause confusion with, or likely to mislead the public in relation to another name or mark, the Registrar may consider-

(a) visual, phonetic, conceptual, or structural similarity;

(b) spelling variations;

(c) plural or singular forms;

(d) punctuation, spacing, capitalisation, accents, or symbols;

(e) abbreviations, acronyms, initials, translations, or transliterations;

(f) the addition or omission of generic, descriptive, geographical, or business-related terms;

(g) the nature of the business or proposed business;

(h) whether the public may reasonably believe that there is a connection, association, sponsorship, endorsement, common ownership, or affiliation between the businesses or persons concerned; and

(i) any other matter the Registrar considers relevant.

(2) This regulation applies when the Registrar determines whether to register, reserve, approve a change of, direct a change of, or otherwise assess a business name under the Act.

Restricted words and phrases

12. (1) A proposed business name containing a restricted word, phrase, abbreviation, derivative or cognate term, as listed in Schedule II of the Act, shall not be registered, reserved or approved unless the applicant has obtained the consent, approval, non-objection or other authorisation required under the Act, any other written law or by the Registrar.

(2) The Registrar may require the applicant to submit additional data to justify the use of a restricted word, phrase, abbreviation, derivative, or cognate term.

(3) The Registrar may impose conditions on the approval of a restricted word or phrase.

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(4) The Registrar may refuse approval where the use of the restricted word or phrase is likely to mislead the public, imply a regulated status not held by the applicant, or otherwise be contrary to the public interest.

PART V
TRADE MARK REVIEW AND BELIPO CONSULTATION

Trade mark screening

13. (1) Before registering a business name, approving a reservation of a business name, or approving a change of registered business name, the Registrar shall conduct, or cause to be conducted, a search of the Trade Marks Register.

(2) The Registrar may refuse an application where the proposed business name is identical with, or similar to, a registered trade mark or well-known mark, within the meaning of section 61 of the Trade Marks Act, in such manner as to be likely to cause confusion or to mislead the public.

(3) In assessing, for the purposes of section 15(1)(b)(iv) of the Act, whether a proposed business name is identical with or similar to a registered trade mark or well-known mark in such manner as to be likely to cause confusion or to mislead the public, the Registrar shall have regard to-

(a) the similarity between the proposed business name and the trade mark;

(b) the nature of the business proposed to be carried on;

(c) the goods or services for which the trade mark is registered or known;

(d) the reputation or distinctiveness of the trade mark;

(e) whether the proposed business name may suggest association, sponsorship, endorsement, licensing, control, or common ownership;

(f) whether the applicant has provided evidence of consent from the trade mark owner;

(g) any comments received from the Belize Intellectual Property Office; and

(h) any other matter relevant to likelihood of confusion or misleading the public.

Consultation with BELIPO

14. (1) Where the Registrar identifies a potential conflict between a proposed or registered business name and a registered trade mark or a claimed well-known mark, the Registrar shall refer the matter to the Belize Intellectual Property Office for comment before determining the application or matter.

(2) A referral under paragraph (1) may include-

(a) the proposed or registered business name;

(b) the name of the applicant or business name holder;

(c) the stated nature of business;

(d) any relevant trade mark search result; and

(e) any other data the Registrar considers reasonably necessary.

(3) The Registrar shall limit any data shared with the Belize Intellectual Property Office to data reasonably necessary for the consultation and shall have regard to applicable confidentiality, data protection and protected-information requirements.

(4) BELIPO may provide comments to the Registrar in such manner and within such period as may be agreed between BELIPO and the Registrar.

(5) The Registrar is not bound by the comments of BELIPO but shall take them into account in determining the application or matter.

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(6) The Registrar may determine an application without BELIPO comments where no comments are received within a reasonable period.

Consent of trade mark owner

15. (1) Where an applicant relies on the consent of a trade mark owner, the applicant shall submit evidence of that consent in the approved format.

(2) The consent shall identify-

(a) the trade mark owner;

(b) the relevant trade mark;

(c) the proposed business name;

(d) the person authorised to use the business name; and

(e) any conditions attached to the consent.

(3) The Registrar may refuse to accept a consent where the Registrar considers that registration of the business name would nevertheless be likely to mislead the public.

(4) Consent from a trade mark owner does not bind the Registrar and does not limit any right or remedy available under the Trade Marks Act or any other written law.

PART VI
OBJECTIONS AND DIRECTIONS TO CHANGE BUSINESS NAME

Application for direction to change business name

16. (1) A person may apply to the Registrar for a direction requiring a business name holder to change a registered business name on any ground provided in the Act.

(2) An application under paragraph (1) shall be submitted through the online business registry system in the approved format and shall contain-

(a) the name and contact data of the applicant;

(b) the registered business name objected to;

(c) the grounds of objection;

(d) the facts relied upon;

(e) supporting data or documents;

(f) the remedy sought; and

(g) any other data required by the Registrar.

(3) Where the objection is based on a registered trade mark or well-known mark, the application shall include, where applicable-

(a) the trade mark registration number;

(b) the name of the trade mark owner;

(c) the relevant goods or services;

(d) evidence of reputation, if the objection concerns a well-known mark; and

(e) an explanation of the likelihood of confusion or misleading of the public.

(4) An applicant requesting a direction under this regulation is not required to reserve a replacement business name for the business name holder.

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Notice to business name holder

17. (1)On receipt of an application under regulation 16, the Registrar shall, unless the Registrar determines that the application should be refused without requiring a response from the business name holder, give electronic notice to the business name holder.

(2) The notice shall specify-

(a) the grounds of objection;

(b) the data relied upon by the applicant;

(c) the period within which the business name holder may respond; and

(d) the possible consequences of failing to respond.

(3) The business name holder may submit a response in the approved format within the period specified by the Registrar.

Determination by Registrar

18. (1) The Registrar may determine an application under regulation 16 on the basis of the data submitted, without an oral hearing.

(2) The Registrar may request additional data from either party.

(3) In determining an objection based on a registered trade mark or well-known mark, the Registrar shall have regard, where applicable, to section 48 of the Trade Marks Act and to any evidence submitted concerning acquiescence or bad faith.

(4) The Registrar may-

(a) refuse the application;

(b) direct the business name holder to change the registered business name;

(c) impose conditions;

(d) extend the period for compliance; or

(e) cancel the registration where the business name holder fails to comply with a direction.

(5) Where the Registrar directs a business name holder to change a registered business name, the business name holder shall apply for a change of registered business name in accordance with section 17 of the Act and regulation 28.

(6) The Registrar shall notify the parties electronically of the decision and the reasons for the decision.

(7) A decision under this Part is an administrative decision concerning the registration or use of a business name and does not determine the validity, infringement, ownership or entitlement of any trade mark or other intellectual property right. Those matters remain governed by the Trade Marks Act, any other applicable written law and, where appropriate, the courts.

PART VII
RE-REGISTRATION OF EXISTING BUSINESS NAMES

Requirement to re-register

19. (1) A person treated as registered under section 40 of the Act shall apply for re-registration within twelve months beginning on the date of commencement of the Act.

(2) The application for re-registration shall be submitted through the online business registry system in the approved format.

(3) The application shall confirm or update-

(a) the registered business name;

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(b) the name and particulars of the business name holder;

(c) the nature of business;

(d) the principal place of business;

(e) the particulars of any partner;

(f) the particulars of any authorised representative;

(g) beneficial ownership data;

(h) contact data; and

(i) any other required data.

(4) The Registrar may require the business name holder to submit updated supporting data or documents.

(5) For the avoidance of doubt, the fee payable for re-registration under section 40 of the Act is the fee prescribed in item 2 of Schedule I for registration of a business name.

Notice of re-registration requirement

20. (1) The Registrar may issue public notices concerning the requirement to re-register.

(2) The Registrar may also issue electronic notices to persons treated as registered under section 40 of the Act.

(3) Failure to receive a notice under this regulation does not relieve a person of the obligation to apply for re-registration.

Failure to re-register

21. (1) Where a person fails to apply for re-registration within the period specified in regulation 19, the Registrar may issue an electronic notice of intention to remove the person and the person's business name from the Register.

(2) The notice shall give the person not less than thirty days to show cause why the person and business name should not be removed.

(3) If no sufficient cause is shown, the Registrar may remove the person and the business name from the Register in accordance with section 40 of the Act.

(4) Removal under this regulation does not affect any liability incurred before removal.

PART VIII
ANNUAL RETURNS AND CONTINUING OBLIGATIONS

Annual return

22. (1) A business name holder shall file the annual return required under section 22 of the Act on or before 30 June in each year, made up to 31 December of the preceding year, using the online business registry system or any authorised API or other electronic filing process approved by the Registrar.

(2) The obligation to file an annual return applies whether or not the business carried on under the registered business name is actively trading, unless the registration of the business name has been cancelled, ceased, removed, struck off or otherwise exempted under the Act or these Regulations.

(3) The annual return shall contain the following particulars, where applicable-

(a) the registration number of the registered business name;

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(b) the registered business name;

(c) confirmation that the particulars contained in the Register remain accurate;

(d) the principal place of business;

(e) the address for service;

(f) the name and contact particulars of any authorised representative appointed under the Act;

(g) confirmation of the current operational status of the registered business, including whether the business is active, not presently trading, ceased, or any other status approved by the Registrar;

(h) confirmation that the registered business remains subject to the Act; and

(i) such other information as the Registrar may approve for the efficient administration of the Register.

(4)An annual return shall operate as a confirmation filing in accordance with regulation 24.

(5) Acceptance of an annual return for filing does not constitute confirmation by the Registrar of the accuracy of the information contained therein.

Electronic certification

23. (1) Electronic certification of an annual return may be effected by-

(a) application of an electronic signature;

(b) electronic declaration;

(c) checkbox confirmation;

(d) digital authentication through the online business registry system; or

(e) any other electronic authentication process approved by the Registrar.

(2) The Registrar may specify technical standards for electronic certification.

Annual return as confirmation filing

24. (1) The annual return process may be automated and may rely on information already maintained in the online business registry system.

(2) A business name holder shall not use the annual return to change registered particulars.

(3) Where any registered particulars require amendment, the business name holder shall first submit the applicable change under section 19 of the Act and Part IX of these Regulations.

(4) The online business registry system may prevent completion of an annual return until the required confirmation, authentication and prescribed fee requirements have been satisfied.

Administrative procedure following default in filing annual returns

25. (1) Where an annual return is not filed, or any prescribed fee, penalty or other amount payable in relation to the annual return remains unpaid, by 30 June in any year, the Registrar may, on or after 1 July of that year, mark the registered business name as Pending Strike Off or by such other status as may be prescribed.

(2) The Registrar may issue an electronic notice informing the registered person that the business name has been marked as Pending Strike Off and specifying-

(a) the outstanding annual return;

(b) any outstanding fee, penalty or other amount payable under the Act or these Regulations; and

(c) the steps required to remedy the default.

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(3) A notice issued under paragraph (2) may be transmitted through the online business registry system, electronic mail, an authorised API, or any other electronic means approved by the Registrar.

(4) Where the default referred to in paragraph (1) is not remedied on or before 31 December of that year, the Registrar may, on or after 1 January of the following year, mark the registered business name as struck off in accordance with the Act.

(5) A business name marked as struck off may remain recorded in that status for five years from the date of striking off. During that period it may be restored in accordance with section 25 of the Act and regulation 38. After that period, the Registrar may archive or remove the record from the active Register, without prejudice to any power of the Court to order restoration under the Act.

(6) Striking off or subsequent removal under this regulation does not affect any liability incurred before the date of striking off or removal.

PART IX
CHANGES IN REGISTERED DATA

Change in particulars

26. (1)Subject to regulations 27, 28 and 36, where any change occurs in registered data, the business name holder shall submit updated data through the online business registry system within fourteen days after the change, or within such longer period as the Registrar may allow where permitted by the Act.

(2) Changes requiring notification include-

(a) change of business address;

(b) change of residential address where required;

(c) change of contact data;

(d) change of authorised representative;

(e) change of partner;

(f) change of proprietor that does not constitute a transfer of ownership under section 20 of the Act;

(g) change of beneficial owner;

(h) change in nature of business;

(i) change of business name;

(j) cessation of business; and

(k) any other change required under the Act or these Regulations.

(3) The Registrar may require supporting data before recording the change.

(4) Every notice of change submitted under these Regulations shall contain the information prescribed in Schedule III to the Act, together with any additional documents reasonably required by the Registrar.

(5) A transition of a registered business name to a company is governed by Part XII and is not a change in particulars under this regulation, except to the extent that a consequential update to the Register is required following completion of the transition.

(6) A change of proprietor that constitutes a transfer of ownership shall be dealt with under section 20 of the Act and regulation 27 and shall not be treated solely as a change in registered particulars under this regulation.

Transfer of ownership

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27. (1)An application to record a transfer of ownership under section 20 of the Act shall be submitted jointly by the transferor and transferee, or by one of them with the electronic consent or other evidence of agreement of the other, through the online business registry system or such authorised API or other electronic filing process as the Registrar may approve, in the approved format.

(2) The application shall contain the information and documents specified in Schedule III to the Act and shall be accompanied by the fee prescribed in item 3 of Schedule I.

(3) The Registrar may require any supporting instrument, consent, declaration or other evidence reasonably necessary to verify the transfer, the authority of the parties and compliance with the Act.

(4) The Registrar shall not approve the transfer unless satisfied that the transferee is entitled to be registered under the Act and that all applicable registration, name, beneficial ownership and other requirements have been met.

(5) The transfer takes effect on the date recorded by the Registrar in the Register.

(6) Recording a transfer does not release the transferor or any other person from any liability incurred before the effective date of the transfer.

Change of registered business name

28. (1) An application to change a registered business name shall be submitted through the online business registry system in the approved format.

(2) Before submitting an application under paragraph (1), the applicant shall reserve the proposed new business name in accordance with section 14 of the Act and regulation 10, and the application under paragraph (1) shall cite the reservation number. The proposed new business name shall also be subject to the name approval, restricted word, and trade mark review requirements under the Act and these Regulations.

(3) The change of business name takes effect on the date recorded by the Registrar.

PART X
BENEFICIAL OWNERSHIP DATA

Beneficial ownership data

29. (1) Where the Act requires an applicant or business name holder to provide beneficial ownership information, the information shall be submitted through the online business registry system in the approved format.

(2) Beneficial ownership information shall be submitted in accordance with the requirements of the Act and any applicable written law relating to beneficial ownership.

(3) The Registrar may require the applicant or business name holder to provide such additional information or supporting documentation as is reasonably necessary to verify compliance with the Act or any applicable written law.

(4) Where a change in beneficial ownership information is required to be notified under the Act, the notification shall be submitted electronically in the approved format within the period prescribed by the Act or, where the Act permits, within such period as may be prescribed by these Regulations.

(5) The Registrar may require additional data where legal ownership is held, or ownership or control is exercised, through a nominee, trustee, corporation, partnership, foreign entity or other arrangement, for the purpose of identifying and verifying the natural person who is the beneficial owner.

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Verification and refusal

30. (1) The Registrar may refuse to register or re-register a business name where beneficial ownership data is incomplete, inaccurate, unverifiable, or misleading.

(2) The Registrar may suspend processing of any application until the required beneficial ownership data has been provided.

(3) Beneficial ownership data shall not be made publicly available except as authorised by law, and regulation 42 applies to public access to such data.

PART XI
AUTHORISED REPRESENTATIVES

Appointment of authorised representative

31. (1) A notice of appointment of an authorised representative shall be submitted through the online business registry system or such authorised API or other electronic filing process as the Registrar may approve, in the approved format.

(2) A notice of appointment of an authorised representative shall contain, or identify existing registry records containing-

(a) the authorised representative's name;

(b) the Registry identification number, registered agent licence number or other identifier assigned by the Registrar or the Commission, where applicable;

(c) the authorised representative's service address, registered office address or business address approved by the Registrar;

(d) confirmation of the authorised representative's electronic consent to act;

(e) the effective date of appointment; and

(f) any additional information required by the Registrar where that information is not already maintained within the online business registry system.

(3) The authorised representative's consent may be evidenced by an electronic declaration, electronic signature, checkbox confirmation or any other electronic authentication process approved by the Registrar.

(4) Nothing in this regulation creates an ordinary-residence requirement beyond the requirements set out in section 11 of the Act.

(5) Where section 11 of the Act requires the appointment of an authorised representative, the person appointed shall satisfy the requirements of section 11 of the Act. Nothing in this Part prevents an individual proprietor, partner, officer or other duly authorised person from making a filing where the Act otherwise permits that person to do so.

Cessation or replacement of authorised representative

32. (1) Where an authorised representative resigns, dies, ceases to qualify or otherwise ceases to act, the business name holder or, where applicable, the authorised representative or licensed registered agent, shall submit a notice to the Registrar through the online business registry system or such authorised API or other electronic filing process as the Registrar may approve.

(2) A notice submitted under paragraph (1) shall-

(a) state the effective date of the resignation, cessation or other event giving rise to the vacancy;

(b) identify the registered business name and registration number to which the notice relates;

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(c) where submitted by the authorised representative or licensed registered agent, be accompanied by such evidence as the Registrar may require demonstrating that notice of the resignation or cessation has been given to the registered person;

(d) include any information required for updating the Register; and

(e) contain such other information or supporting documents as the Registrar may reasonably require.

(3) Where the sole authorised representative ceases to act, the registered person shall submit a notice of appointment of a replacement authorised representative in accordance with regulation 31 within the period prescribed by the Act.

(4) The Registrar may reject a notice submitted under this regulation where it does not comply with the Act or these Regulations or where the required supporting information has not been provided.

(5) Nothing in this regulation affects the continued liability of an authorised representative under the Act in respect of any act or omission occurring before the effective date of the resignation or cessation.

PART XII
TRANSITION OF A REGISTERED BUSINESS NAME TO A COMPANY

Application for transition

33. (1) A person entitled under the Act to apply for the transition of a registered business name to a company shall submit the application through the online business registry system or such other electronic filing process as the Registrar may approve.

(2) An application shall be submitted in the approved format and shall include-

(a) the registered business name;

(b) the name of the proposed or existing company, which shall correspond to the registered business name, subject to any corporate designation or other name requirement under the Belize Companies Act;

(c) the existing business name registration number or business entity number;

(d) confirmation that the applicant is authorised to make the application;

(e) confirmation that the requirements of the Act relating to outstanding filings, fees and penalties have been satisfied;

(f) any information and documents required under the Belize Companies Act for incorporation of the company or, where applicable, for a change of company name;

(g) such beneficial ownership information as may be required under the Act, the Belize Companies Act or any other applicable law; and

(h) such other information as the Registrar may reasonably require for the administration of the Act.

(3) Where the application relates to a registered business name held by a partnership or firm, the applicant shall certify that the application has been duly authorised in accordance with the partnership agreement or other applicable law, and the Registrar may require documentary evidence of that authority.

(4) To the extent technically and legally compatible with the Belize Companies Act, the online business registry system may carry forward the registered business name, business entity number, principal place of business and nature of business into the company record; however, the applicant

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remains responsible for providing all information and documents required for incorporation or other action under the Belize Companies Act.

Business entity number and record continuity

34. (1) The existing business name registration number or business entity number shall remain associated with the transitioning record and shall be linked to the resulting company record in the online business registry system.

(2) Where the online business registry system uses a common business entity number across entity types, that number shall be retained during and after the transition.

(3) No separate transfer number or approval code is required for a transition under this Part, but the Registrar may use an internal workflow identifier for administrative or technical purposes.

(4) Any internal workflow identifier used under paragraph (3) does not of itself incorporate a company or transfer any property, licence, contract, debt, right, liability or obligation.

Completion and effect of transition

35. (1) Upon incorporation of the company or approval of the company name, the applicant shall notify the Registrar through the online business registry system within fourteen days, unless transition is completed through the online business registry system and the Registrar does not require a separate notice.

(2) Upon completion of the transition, the Registrar may-

(a) cancel the business name registration;

(b) record that the registered business name has transitioned to the company;

(c) retain a historical notation on the Register;

(d) retain or link the existing business entity number in accordance with regulation 34; and

(e) require any additional data necessary to complete the transition.

(3) The transition of a registered business name to a company does not affect any existing right, liability, obligation, debt, contract, proceeding, licence, permit, approval, or authorisation.

(4) Transition of a registered business name to a company does not authorise the use of a name in breach of the Trade Marks Act or any other written law.

PART XIII
CESSATION, REMOVAL AND RESTORATION

Notice of cessation

36. (1) A person who is required under the Act to notify the Registrar that business has ceased to be carried on under a registered business name shall submit the notice through the online business registry system in the approved format.

(2) A notice submitted under paragraph (1) shall contain the particulars specified in Schedule IV to the Act and, without limiting those particulars, shall contain-

(a) the registered business name;

(b) the effective date on which business ceased to be carried on under the registered business name;

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(c) the reason for cessation and confirmation whether any annual return, fee, penalty or other amount remains outstanding in relation to the business name;

(d) confirmation that the information contained in the notice is true, accurate and complete; and

(e) such other information as the Registrar may reasonably require for the purposes of administering the Act.

(3) Where a notice of cessation relates only to a branch or place of business and not to the whole business carried on under the registered business name, the Registrar may, upon being satisfied that the notice complies with the Act and these Regulations-

(a) update the Register to record the cessation of the branch or place of business;

(b) retain the registration of the registered business name; and

(c) amend the registered particulars of the business name to reflect the cessation.

(4) An update made under paragraph (3) does not affect the continued registration of the business name or any rights, obligations or liabilities arising in relation to the registered business name under the Act.

(5) The Registrar may require the business name holder to submit such additional information or supporting documents as the Registrar considers necessary to verify the cessation of the branch or place of business before updating the Register.

(6) A notice submitted under this regulation shall be electronically certified in the manner approved by the Registrar.

(7)A notice of cessation may be recorded notwithstanding an outstanding fee, penalty, return or other obligation, but the registration shall not be cancelled or removed until section 24(4) of the Act is satisfied; and recording cessation does not release or discharge any liability that accrued before the effective date of cessation.

Removal from Register

37. (1) The Registrar may remove a registered business name from the Register only in accordance with the Act.

(2) Without limiting paragraph (1), a registered business name may be removed from the Register where removal is authorised by the Act, including where-

(a) the business name holder fails to re-register;

(b) the business name holder fails to file annual returns or pay prescribed fees, penalties or other amounts;

(c) the business name holder fails to comply with a direction to change name;

(d) the business name holder ceases to carry on business;

(e) the registration is cancelled under the Act; or

(f) removal is otherwise authorised by the Act.

(3) Where the Registrar proposes to remove a registered business name from the Register, the Registrar shall, where required, give notice to the registered person in the manner prescribed under these Regulations.

(4) A notice issued under paragraph (3) shall specify-

(a) the reason for the proposed removal;

(b) the action required to remedy the matter, where the matter is capable of being remedied;

(c) the period within which the registered person may respond or comply; and

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(d) the consequences of failing to respond or comply within the specified period.

(5) Where a registered business name is removed from the Register, the Registrar shall record the effective date of the removal and update the Register accordingly.

(6) The removal of a registered business name from the Register does not affect any liability, obligation or right accrued before the effective date of the removal.

Restoration

38. (1) An application for administrative restoration of a business name to the Register shall be submitted through the online business registry system in the approved format within five years after the date of striking off or removal, in accordance with section 25(2) of the Act.

(2) The application shall include-

(a) the registered business name;

(b) the reason for removal;

(c) the grounds for restoration;

(d) confirmation of the existing registered data;

(e) outstanding annual returns;

(f) payment of outstanding fees and penalties; and

(g) such other data as the Registrar may require.

(3) The Registrar may restore the business name if satisfied that restoration is appropriate and that all outstanding requirements have been met.

(4) Unless the Registrar or a court otherwise directs, the restoration of a registered business name shall be deemed to have continued the registration without interruption as if the registered business name had not been removed from the Register.

(5) Restoration may be subject to conditions.

(6) Restoration under this regulation does not affect any liability incurred before the date of removal.

(7) The restoration process shall not be used to amend registered particulars. Any required change shall be submitted separately under Part IX after restoration, unless the Registrar permits a consequential correction necessary to give effect to the restoration.

PART XIV
ELECTRONIC NOTICES AND SERVICE

Electronic notices

39. (1) Any notice, direction, request, certificate, extract, decision, or other communication under the Act or these Regulations may be issued electronically.

(2) An electronic notice may be sent-

(a) through the online business registry system;

(b) to the email address recorded in the Register;

(c) to an authorised representative or licensed registered agent;

(d) through an authorised API;

(e) to the registered electronic address of the registered business; or

(f) by any other electronic means approved by the Registrar.

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(3) A notice sent through the online business registry system is deemed served when the notice is made available in the user account or electronic workspace of the business name holder.

(4) A notice sent by email is deemed served on the next business day after transmission, unless the Registrar receives an automated failure notification.

(5) A notice transmitted by any other electronic means is deemed received on the date it is transmitted unless the contrary is proved.

Foreign applicants and non-resident persons

40. (1) Where section 11 of the Act requires a business name holder, proprietor, firm, corporation or other person to appoint an authorised representative, service may be effected through that authorised representative in accordance with the Act and these Regulations.

(2) A non-resident proprietor or foreign applicant shall maintain current electronic contact details in the online business registry system.

(3) Where a person required to be served has no address in Belize and no authorised representative or licensed registered agent has been appointed, service may be effected by registered email, through the online business registry system or any authorised API or electronic process approved by the Registrar, or by any other method permitted under the Act or these Regulations.

(4) This regulation does not impose any requirement inconsistent with the Act, including the requirements relating to persons not required to be registered, foreign companies, principal places of business and authorised representatives.

PART XV
CERTIFICATES, EXTRACTS AND ACCESS TO REGISTER

Electronic certificates and extracts

41. (1) The Registrar may issue certificates, certified extracts, notices, and copies electronically.

(2) An electronic certificate, certified extract, notice, or copy may bear an electronic signature, digital seal, verification code, QR code, or other authentication method approved by the Registrar.

(3) An electronic certificate, certified extract, notice, or copy issued under these Regulations is admissible as evidence of the matters stated in it.

Public access to Register

42. (1) The Registrar may make available to the public such Register data as the Registrar considers appropriate, subject to the Act, these Regulations, and any other written law.

(2) The Registrar shall not make publicly available residential addresses, identification numbers, dates of birth or other sensitive personal data except as authorised by law. Beneficial ownership information may be included in a detailed extract only to the extent authorised by the Act and any other applicable written law.

(3) A detailed extract from the Register may include the registration status, registered business name, principal place of business, registered person, proprietors or partners, authorised representative where publicly disclosable, the names of beneficial owners and the nature or extent of ownership or control to the extent permitted by law, and such other non-sensitive particulars as the Registrar considers appropriate.

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(4) The Registrar may provide access to restricted data to competent authorities in accordance with the Act, these Regulations, or any other written law.

PART XVI
FEES AND ADMINISTRATIVE PENALTIES

Fees

43. (1) The fees payable under the Act and these Regulations shall be those specified in Schedule I.

(2) The Registrar may refuse to process a submission until the prescribed fee has been paid.

(3) Fees may be paid electronically through the online business registry system or by such other method approved by the Registrar.

Administrative penalties

44. (1) Subject to section 31 of the Act, the contraventions specified in Schedule II are prescribed as administrative breaches and the administrative penalties set out opposite those breaches may be imposed in accordance with regulation 45.

(2) Administrative penalties shall be imposed only in accordance with section 31 of the Act, this Part and Schedule II.

(3) The imposition of an administrative penalty does not prevent the Registrar or Commission from taking any remedial, compliance, cancellation, suspension or other non-punitive action authorised by the Act, but section 31(6) of the Act applies to criminal proceedings in respect of the same contravention.

(4) Failure to register shall be dealt with under the offence and enforcement provisions of the Act unless that contravention is expressly prescribed as an administrative breach under Schedule II.

Administrative penalty procedure

45. (1) Before imposing an administrative penalty, the Registrar or Commission, as applicable, shall issue a notice of proposed administrative penalty to the person concerned.

(2) A notice under paragraph (1) shall specify-

(a) the alleged breach;

(b) the provision of the Act or these Regulations alleged to have been breached;

(c) the proposed amount of the administrative penalty;

(d) the period within which written representations may be made;

(e) the manner in which representations may be submitted; and

(f) the consequence of failing to respond within the specified period.

(3)The period for written representations shall be not less than fourteen days unless the Act provides otherwise. Where the matter is urgent in the public interest, a shorter period may be specified only if the period remains reasonable in the circumstances and affords the person a reasonable opportunity to make representations for the purposes of section 31(2) of the Act.

(4) After considering any representations received within the specified period, the Registrar or Commission may impose the administrative penalty, impose a lower penalty, withdraw the proposed penalty, or take any other action authorised by the Act.

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(5) A decision to impose an administrative penalty shall be communicated electronically and shall state the amount payable, the reasons for the decision, the payment period and the right of appeal under section 31(4) of the Act.

(6) Subject to section 31(5) of the Act, an administrative penalty shall be paid within thirty days after the date of the decision, unless the Registrar or Commission permits a longer period or payment by instalments.

(7) The Registrar or Commission may waive, remit or reduce an administrative penalty where satisfied that there are exceptional circumstances, an obvious error, or other good reason consistent with the Act.

(8) An unpaid administrative penalty may be recovered as a civil debt or by any other method authorised by law.

PART XVII
APPEALS

Appeals to Appeal Panel

46. (1) An appeal to the Appeal Panel may be made in respect of a decision for which the Act provides a right of appeal to the Appeal Panel, including a decision to impose an administrative penalty under section 31 of the Act.

(2) An appeal shall be submitted in the approved format within twenty-one days after the date on which the Registrar notifies the person of the decision, unless the Act provides another period.

(3) The appeal shall include-

(a) the decision appealed against;

(b) the grounds of appeal;

(c) the relief sought;

(d) supporting data; and

(e) proof of payment of the prescribed fee, if any.

(4) The Appeal Panel may determine the appeal on the basis of electronic data and written submissions.

(5) Where an appeal raises an issue concerning trade mark similarity, a well-known mark or another intellectual property matter, the Appeal Panel may request technical comments from the Belize Intellectual Property Office. Any comments provided are advisory only and, where the Appeal Panel proposes to rely on those comments, the Panel shall give the parties a reasonable opportunity to respond.

(6) The Appeal Panel may confirm, vary, or set aside the decision of the Registrar.

(7) The decision of the Appeal Panel shall be communicated electronically.

PART XVIII
MISCELLANEOUS

Correction of errors

47. (1) For the purposes of section 27(2) of the Act, where the Registrar proposes to rectify or update the Register under section 27(1) of the Act and the proposed rectification or update may materially

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affect the rights or obligations of a person, the Registrar shall give notice of the proposed rectification or update to the affected person.

(2) A notice issued under paragraph (1) shall-

(a) identify the entry proposed to be rectified or updated;

(b) specify the nature of the proposed rectification or update and the reasons for it;

(c) invite the affected person to submit written objections or representations not later than the date specified in the notice, being a date at least thirty days after the date of the notice; and

(d) state the consequences of failing to submit objections or representations within that period.

(3) A person receiving a notice under paragraph (1) may submit written objections or representations, together with any supporting information or documents, within the period specified by the Registrar.

(4) Where the Registrar receives a written objection or representation under paragraph (3) within the period specified in the notice, the Registrar shall not rectify or update the Register unless the Registrar is satisfied that the objection or representation is frivolous or vexatious or has been withdrawn.

(5) Where the Registrar is satisfied that an objection or representation received under paragraph (3) is frivolous or vexatious or has been withdrawn, the Registrar may proceed to rectify or update the Register, record the date on which the rectification or update takes effect, and notify the affected person of the determination and the reasons for it.

(6) Where no objections or representations are received within the period specified in the notice, the Registrar may proceed to rectify or update the Register.

(7) For the purposes of section 27(2) of the Act, notice is not required for the rectification or update of clerical, grammatical, typographical, formatting, system or similar minor administrative errors that do not materially affect the rights or obligations of any person, but the Registrar may issue a system notification of such rectification or update where practicable.

Retention of data

48. (1) The Registrar shall retain electronic records in accordance with the Act and any applicable written law relating to records management and data retention.

(2) The Registrar may maintain historical data in respect of cancelled, removed, transitioned, or restored business names.

System outage and alternative filing

49. (1) Where the online business registry system is unavailable, the Registrar may publish notice of the outage through the online business registry system or by such other electronic means as the Registrar considers appropriate.

(2) Where the online business registry system is unavailable, the Registrar may approve an alternative electronic filing method for any filing affected by the outage.

(3) A submission made in accordance with an alternative electronic filing method approved by the Registrar shall be treated as received at the date and time recorded by the Registrar.

(4) Any operational arrangements resulting from the outage shall be dealt with administratively by the Registrar in accordance with the Act.

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Transitional use of existing data

50. (1) The Registrar may use, migrate, verify, or update data held under the repealed Business Names Act for the purpose of administering the Act and these Regulations.

(2) A person treated as registered under section 40 of the Act remains responsible for confirming and updating all required data during the re-registration period.

Registry Practice Directions

51. (1) The Registrar may issue Registry Practice Directions for the efficient administration of the Act and these Regulations.

(2) A Registry Practice Direction may provide guidance concerning-

(a) filing procedures;

(b) registry operational practices;

(c) electronic filing requirements;

(d) payment procedures;

(e) document formatting;

(f) authentication requirements;

(g) verification procedures;

(h) user account administration;

(i) registry operating hours;

(j) technical system requirements; or

(k) any other administrative matter necessary for the effective operation of the online business registry system.

(3) A Registry Practice Direction shall not be inconsistent with the Act or these Regulations and shall not impose a substantive obligation additional to the Act or these Regulations.

(4) Registry Practice Directions shall be published on the Registry website and take effect on the date specified by the Registrar.

Technical Filing Standards

52. (1) The Registrar may approve and publish Technical Filing Standards governing-

(a) electronic document formats;

(b) acceptable file types;

(c) electronic signatures;

(d) authentication methods;

(e) electronic data fields;

(f) metadata requirements;

(g) application programming interfaces;

(h) cybersecurity requirements;

(i) system integration requirements; and

(j) such other technical specifications as may be necessary for the efficient operation of the online business registry system.

(2) Compliance with the applicable Technical Filing Standards constitutes compliance with the corresponding technical requirements under these Regulations.

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(3) The Registrar may amend or replace Technical Filing Standards from time to time without amendment of these Regulations.

(4) A Technical Filing Standard shall not be inconsistent with the Act or these Regulations and shall not impose a substantive obligation additional to the Act or these Regulations.

Electronic User Guidance

53. (1) The Registrar may issue Electronic User Guidance to assist users in complying with the Act and these Regulations.

(2) Electronic User Guidance may include-

(a) filing instructions;

(b) explanatory notes;

(c) examples of acceptable filings;

(d) user manuals;

(e) frequently asked questions;

(f) system notices;

(g) implementation guidance; and

(h) other educational or operational material.

(3) Electronic User Guidance issued under this regulation does not have the force of law, shall not impose obligations additional to those contained in the Act or these Regulations, and shall be published electronically by the Registrar.

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SCHEDULE I

FEES

Item	Service	Fee (BZD)
1	Reservation of a business name for a period of ninety (90) days	50.00
2	Registration of a business name	25.00
3	Amendment of the particulars of a registered business name, including any change required under the Act or the recording of a transfer of ownership under section 20 of the Act	30.00
4	Filing of an annual return	15.00
5	Restoration of a business name to the Register	50.00
6	Filing of a notice of cessation of business	25.00
7	Detailed extract from the Register	50.00
8	Digital certificate issued by the Registrar	30.00
9	Printed certificate issued by the Registrar	30.00
10	Certified copy of any document or filing	30.00
11	Special information services, letters, certificates of incumbency, or other documents issued at the request of an applicant	100.00

Note: Where a transition under Part XII entails incorporation of a new company, the applicable incorporation fee under the Belize Companies Act and subsidiary legislation is payable. No additional transition fee is payable under these Regulations.

SCHEDULE II

ADMINISTRATIVE PENALTIES

Item	Administrative Breach	Administrative Penalty (BZD)
1	Failure to apply for re-registration within the prescribed period	$100
2	Failure to file an annual return by the prescribed deadline	$100
3	Failure to notify a change in registered particulars within the prescribed period	$100
4	Failure to notify a change in beneficial ownership information within the prescribed period	$250
5	Failure to appoint an authorised representative where required by the Act	$250
6	Failure to notify resignation, replacement or cessation of an authorised representative	$100
7	Failure to comply with a direction of the Registrar to change a registered business name	$500
8	Failure to comply with a request by the Registrar to provide additional information or supporting documentation within the prescribed period	$250
9	Failure to submit information electronically in the approved format after notice to remedy the defect	$100

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10	Submission of false, misleading, inaccurate or incomplete information, where not prosecuted as an offence under the Act	Up to $2,500
11	Failure to notify cessation of business within the prescribed period	$100
12	Continued use of a business name after cancellation or removal from the Register	$500
13	Failure to comply with any condition imposed by the Registrar under these Regulations	$250
14	Failure, after notice to remedy, to comply with a requirement expressly identified in these Regulations as being subject to an administrative penalty, where no specific penalty is otherwise prescribed	$100

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