



**BUSINESS AND INTELLECTUAL
PROPERTY AUTHORITY**

Protecting Entrepreneurship and Innovation

**GUIDELINES OF THE REGISTRAR ON APPLICATION
FOR THE RESERVATION OF NAMES OF COMPANIES,
CLOSE CORPORATIONS AND DEFENSIVE NAMES,
2023 (No.1 of 2023) as amended.
(Hereinafter referred to as “the Name Reservation Guidelines”)**

COMPANIES ACT, 2004 (Act No 28 of 2002) as amended

Section 47 to 58 and;

CLOSE CORPORATIONS ACT, 1988 (Act No. 26 of 1988) as amended

Section 18 to 23

Registrar’s Discretion

In consideration of the reservation of names, the Registrar takes cognisance of all surrounding circumstances, including precedents in case law. An application for the reservation of a name that is available and complies fully the guidelines below may still be rejected for other reasons falling within the prerogative of the Registrar’s discretion. These guidelines have been drafted in line with the provisions of the laws referred herein below and may to some extent have statutory effect, in cases as may be prescribed in the law.

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DEFINITIONS:

- Business Register: The Register containing the comprehensive list of all businesses & intellectual property registered with the Business and Intellectual Property Authority
- CC: A close corporation
- Descriptor: The part of a business name that indicates what business will be conducted e.g., "Sannie's Plumbing cc"
- Inc: An incorporated company
- Nam: Shortened form of Namibia
- Nampol: Namibian Police
- NDF: Namibia Defence Force
- NGO: Non-Governmental Organisation
- Profanity: Swear words or insults
- Obscenity: Vulgar language
- Prefix: The element of a business name that distinguishes the business from other businesses e.g., **Sannie's** Plumbing cc
- (Pty) Ltd: A business where the shareholders own shares without trading on the stock exchange e.g., Rossing Uranium (Pty) Ltd.
- Public Company: A business where the shares are sold to the public through publicly traded stocks e.g., Mobile Telecommunications Company Ltd.

1. UNDESIRABILITY:

1.1. A name is undesirable if it is identical, misleading, or confusingly similar to a registered close corporation, private company, public company, external entity, section 21 entity or defensive name.

1.2. A name is undesirable if it contains expressions of profanity; obscenity; incites hatred, violence, or war; or contains ethnic, gender or racial slurs.

1.3. Similarity is therefore broken down into the following:

1.3.1. **Appearance**: The company name **looks** similar to an existing company on the Register e.g., **Lightroom Electrical Services cc** and **Light Room Electrical Installations (Pty) Ltd**, or Misplace Detective Service **(Pty) Ltd** and Miss Pillay's Private Investigation **cc**.

1.3.2. **Semantics**: The company name has the same meaning as an existing company on the Register e.g., **Without Limits Videography cc** and **Limitless Videography**.

1.3.3. **Phonetics**: The company name sounds the same as an existing company on the Register e.g., **Intellect Technology cc**, **Eentelec Technologies (Pty) Ltd**; **Intelek Techno cc**.

1.3.4. **Homophones**: The company names are pronounced the same, but have different meanings, origins or spelling e.g., **Cite Holdings (Pty) Ltd** and **Sight Investments cc** or **Real Horizons (Pty) Ltd** and **Reel Landscapes cc**.

1.4. A name is undesirable if it contains signs and or symbols e.g., at (@), ampersand (&) etc. unless they are derived from a local language (**except full stops (.), hyphens/dash (-)**) e.g., Monica@57 or Monica & Maria Investments cc or Mo & Ma Carwash (system security issue).

1.5. The business names that read as a statement/slogan/motto or a sentences are limited to five (5) words. This business name must meet the requirements of having a prefix (distinguishing element) and a descriptor (dominant element) e.g., "**Chomi Feel at**

Home Tours cc” and **“Shane Mind Your Business cc ”**. Ensure that the business objective(s) match or are aligned with the proposed name(s).

1.6. The business name is undesirable if it consists of only letters of the alphabet or numerals. A business name must contain at least one pronounceable word as a prefix (distinguishing element) and a descriptor (dominant element) in the name e.g., **Mega 234 Tuck Shop cc** or **Beta 246 Retail Store cc**.

1.7. A name is undesirable if the entity bears a surname where no major shareholder, director, past directors, or member bears such a surname. In other words, for a surname to be approved by the Registrar (as the company name), the major shareholder, current or past director, or member needs to bear that surname; e.g., **Hangala Holdings Group where the Managing Director and Board Chairperson is Mr Hangala**.

1.8. A name is undesirable, if the company name contains the surname and forename(s) or initial(s) that are identical or similar to a registered surname with the same forename(s) or initial(s). It will not be considered for approval regardless of the difference in the descriptors/ dominant elements because it reflects as a similar name, especially if the entity wishes to operate in the same sector; for e.g., **Hangula SB Capital (Pty) Ltd** and **Hangula BS Provident Fund (Pty) Ltd**.

2. PREFIXES & DESCRIPTORS

2.1. A name is considered as undesirable if it does not have a **prefix** (Distinguishing Element) and **descriptor** (Dominant Element) e.g., **Lightroom** (Prefix/ Distinguishing Element) **Electrical Services cc** (Descriptor/Dominant Element).

2.2. The **prefix or distinguishing element** needs to be a unique word, or name, or a combination of words and letters. E.g., Otjomuise Medical Rescue Services. In order to avoid a high rejection rate and to limit the chances of rejection, clients are thus advised to propose unique names e.g., **Rosemary Nursery cc or Ndapewa Catering cc.**

2.3. The **descriptor or dominant element** should indicate or display the entity's core or main business objectives e.g., **Without Limits Videography cc should be a videography company. Photography, graphic or digital and website design can be ancillary services because they are all related. Without Limits Videography cc cannot be a videography, catering, imports, and exports company, because the services are not related.** Main business objectives usually refer to the core services the business intends to offer such as "Marketing", "Meter Systems" "Construction" "Medical Services" etc.

2.4. Prefixes or distinguishing elements can be in a foreign language. Such a foreign word or phrase should be well-known and/or common expressions that have bearing on the operations of the company. E.g., **Bon Voyage Airlines & Bon Appetite Restaurant.** This is not applicable to the descriptor or dominant elements of the business name.

3. PROHIBITED WORDS

- 3.1. Business names suggesting **government, state patronage at any level of government; the Commonwealth; International or Regional Bodies; or organisations and associations; the United Nations, African Union, Southern African Development Community, Founding Father (or any other public figure), the President; or Foreign Head of State; a sitting or past Minister** will not be approved unless the appropriate written consent is attached to the submission.
- 3.2. A business name may not have the word “Namibia Defence Force, NDF, Nampol or any other words or letters indicating an association with the Namibian armed forces or police force.”
- 3.3. A business name may not contain the word “Namibia or its abbreviated form” or the names of any other sovereign state. Clients who wish to pursue names associated with that government shall only be allowed to do so, by attaching a consent letter on an official letterhead with the application. All other names will only be permitted to use Nam or Namibia at the end of a business name.
- 3.4. A business name may not contain any other words or combination of letters that are prohibited by any law, or its regulations within Namibia .
- 3.5. A business name may not contain the word “**Unlimited**” as a descriptor/dominant element or an entity type. This is because the current Companies and Close Corporations Act do not have Unlimited as an entity type. The unlimited company was repealed in the Companies Act nr 61 of 1973 (South Africa/SWA) and therefore no longer exists in Namibia.
- 3.6. A close corporation (i.o.w cc) may not use the name company, incorporated, associates etc in their names as these are limited to private (Pty) Limited) and public companies (Limited).
- 3.7. A business name containing a domain name (e.g. (dot na; dot.za; dot com dot na i.e., **.na; .za**) or a web address (i.e., **visa.com**) or email address (i.e., thebook@yahoo.com) will not be approved or accepted. This is because the use of

full stops are not allowed in a business name as per paragraph 1.4 of these guidelines (due to our system security limitations).

- 3.8. A business name consisting solely of descriptions of company objectives will not be approved as the usage of the business name must include a prefix and a descriptor (as indicated in paragraph number 2.1 of these Guidelines) e.g., **Medical Practice, Motor Supplies, Media Group, or Live Entertainment.**

4. TRADEMARKS

- 4.1. Business names may not contain any word, mark, or expression that is identical to, or similar to a registered Trademark in any class of goods or services, unless the applicant obtains and attaches the written consent to use the trademark in that specific class from the right holder.
- 4.2. For a company name to be registered with a Trademark, word, or expression, the company must be the registered owner of such a Trademark; or the company must be owned by the registered owner of the Trademark.
- 4.3. Company names containing well-known Trademarks entitled to protection under the Paris Conventions as referred to in the Industrial Property Act, 2012 (Act No. 1 of 2012) e.g., “**Navarra, Toyota, Coca-Cola; KFC; Shell**” etc., will not be approved unless the applicant attaches the written consent from the right holder (s) to use such a Trademark.

5. GEOGRAPHICAL LOCATIONS

- 5.1. Business names containing the names of towns or cities must be operating in the named town or city for it to be approved. E.g., **Ocean View Shell cc; Swakopmund Hotel & Entertainment Centre.**
- 5.2. Alternatively, city names can be used in a business name for decorative purposes e.g., **Cape Town City Market cc, Cape Town Fish Market cc.**
- 5.3. In instances where the business has multiple branches across the country, the name of the town will be put in brackets to differentiate the one entity from the other (especially in the case of franchises and conglomerate entities) e.g., **Pupkewitz Megabuild (Walvis Bay) and Pupkewitz Megabuild (Katima Mulilo); KFC (Oshakati); and KFC (Independence Avenue, Windhoek) or Shell (Ongwediva) and Ocean View Shell (Swakopmund).**
- 5.4. Business names will only be allowed to insert country names in brackets if the company is registered as a foreign entity. The required certificate of incorporation and the Memorandum and Articles of Association should be attached to the application as proof thereof e.g., **Blueprint Investments (Namibia) (Pty) Ltd** has a parent company in Zambia OR **First Rand Group (Namibia) (Pty) Ltd.**
- 5.5. A company name may not contain expansive descriptions such as **“national, international or Global”** without attaching proof of the national or international presence at which this entity will be operating. Unless such an entity is an affiliate of an existing national, international, or global business, in which case sufficient proof (as per paragraph number 5.4) must also be provided.
- 5.6. Company names containing only the Geographical location will not be approved e.g., **Rundu or Noordoewer.**

6. PROFESSIONS

6.1. All legal practitioners who wish to register legal practices must register as private companies ((Pty) Ltd) as per section 7 of the Legal Practitioners Act (1995) e.g., **CM Legal Practitioners (Pty) Ltd** or **Lewandowsky Legal Practice Incorporated**.

6.2. The following words or expressions are either prohibited by statute or will only be allowed in a name based on certain conditions or are disallowed in the accordance with the discretion of the Registrar in terms of the following:

6.2.1. **“Administrators of Estates, Conveyancer, Executors, Liquidators; Board of Executors”**; or any words suggesting that the company undertakes the work normally performed by an attorney, notary, or conveyancer as per section 22, 25, 87, the Legal Practitioners Act, 1995; unless one of the members or directors are legal practitioners and or are registered estate administrators.

6.2.2. **“Accountant, Accountancy; Accounting; Auditor; Chartered Accountant; Auditing”**, or any word or words or letters tending to indicate an association with the accounting or auditing profession as per section 23 and 24 of the Public Accountants & Auditors Act of 1951.

6.2.3. The word **“Incorporated”** or its abbreviated form **“Inc”** will not be approved as the last word in a company name unless the company to be registered is incorporated in terms of the special provisions of section 53 of the Companies Act and section 7(a) of the Legal Practitioners Act.

6.2.4. The word **“Attorneys, Lawyer, Notary, Conveyancer or Advocate”** will not be incorporated in the name of a company unless proof thereof is provided as per section 5(d) of the Legal Practitioners Act of 1995.

6.2.5. The word(s) **Medical Aid or Medical Aid Scheme Friendly Society, Building Society, mutual aid, stokvel** or any word, term or derivative thereof that the Registrar may find to be related to the above, will only be permitted in a name on the condition that NAMFISA has approved it, and will only be allowed with the

written approval letter received from NAMFISA as per section 391 of the Financial Institutions and Markets Act (2021) (FIMA 2021).

6.2.6. The word(s) **insurance, assurance, reinsurance** or any derivative thereof such as **Short-term Insurance (disability, sickness, vehicle and asset, funeral or death cover), Assurance or Long-term Insurance, Underwriter, Reinsurer**” or any word, term or derivative thereof that the Registrar may find to be related to the above, will only be permitted in a name on the condition that NAMFISA has approved it as per section 10, 41 and 391 of the FIMA (2021).

6.2.7. The word(s) **fund management, hedge fund management, capital markets** or any derivative thereof such as **prudential management, finance or capital, collective investments, portfolio management, invest**” or any word, term or derivative thereof that the Registrar may find to be related to the above, will only be permitted in a name on the condition that NAMFISA has approved it as per section 84 and 391 of FIMA 2021.

6.2.8. The word(s) **Financial Solutions or Cash Loans**, or any derivative thereof or any word, term or derivative thereof that the Registrar may find to be related to the above, will only be permitted in a name on the condition that NAMFISA has approved it as per section 5 and 18 of Microlending Act 2018.

6.2.9. The word(s) **Bank, banking, microfinance banking** or any derivative thereof or any word, term or derivative thereof that the Registrar may find to be related to the above, will only be permitted in a name on the condition that BON has approved it as per section 9 and 10 of Banking Institutions Act of 2023.

6.2.10. A public company name containing the word or expression signifying or implying **some or other association to any stock exchange, central security depository, exchanges in the country** or indicating that a company will be a stock exchange, while it is not the case, as per section 83, 84 and 391 of FIMA (2021)

6.2.11. The word “**Standard**” will not be allowed in the name without the permission from the Ministry of Trade & Industrialisation as per section 5 of the Standards Act 18 of 2005.

7. ASSOCIATION NOT FOR GAIN (SECTION 21)

7.1. The words “Foundation, Trust, Society, Club, Church and Fund” may only be used in a name that belongs to a company registered in terms of Section 21 of the Companies Act, 2004 for e.g., **Save The Rhino International (Namibia) Trust; Universal Church of the Kingdom of God; World Wildlife Fund.**

8. COURT

8.1. Names that contain expressions such as “Trust, Joint Venture, Partnership, Trading As” because these are special purpose that are established outside of BIPA’s mandate. These are therefore not registered at BIPA but are established by contract by juristic entities.

9. THE USE OF BRACKETS

9.1. Figures denoting the current calendar year in brackets will be allowed for a new name provided that:

9.1.1. An identical name is already on the register and the name is changed on or before the registration of a new name; or

9.1.2. The existing company is in the course of being wound up, and the liquidator consents to the use of the name.

10. PROPERTY NAMES

- 10.1. Property Names should match that of the property in the Deed of Sale or a map and outline of the property. It can be portions of the larger property as well and it should be named as follows: Tannery Estate Property Number Fifty-Eight or Tannery Estate Erf Number Fifty-Eight.

11. BUSINESS ACTIVITIES

- 11.1. A business name should reflect the activities the business intends to endeavour.

12. TRANSLATED NAMES

- 12.1. The Registrar allows for the prefix/distinguishing element to be a non-English word, but the descriptor/dominant element must always be in English.
- 12.2. Where a vernacular word is to be used as a prefix in a business name, the meaning of the word should be translated into English.
- 12.3. Applicants should at all times ensure that the translation of vernacular names submitted are grammatically correct in the literal or direct translation as the Registrar will not be held responsible such name reservation applications of business names. Nor will the Registrar be held responsible for the grammatical correctness of the spelling of the translated words.

13. SHORTENED FORMS OF NAMES

- 13.1. The shortened form of a name must contain **some or all** the elements of the name from which it is derived or will be registered for the company incorporated or to be incorporated e.g., Kentucky Fried Chicken: KFC; Bradley Haddison Spares: BH Spares

13.2. However shortened names should not be common expressions or English words found in the dictionary. Acronyms and unique made-up names are allowed that relate to the registered entity.

13.3. A shortened form of a name must not contain more than seven letters derived from the approved name.

14. DEFENSIVE NAME

The Name Reservation principles equally apply to Defensive Name applications. The Registrar may require proof of the direct and material interest (proof of funding acquired, or business proposal plan, or development plans indicating that the entity is not ready to trade, but that progress is under way). The registration of a Defensive Name may be rejected if the Registrar has reasonable grounds to believe that it may lead to the trading with the name.