

Extraordinary



National Assembly Journal

No. 06

Abuja - 17th March, 2022

Vol. 19

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Printed and Published by the National Assembly Press, Abuja, Nigeria

NASSP 06/173/2022/900

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CIVIL DEFENCE CORPS, CORRECTIONAL, FEDERAL FIRE AND
IMMIGRATION SERVICES BOARD BILL, 2022

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A BILL EXECUTIVE

FOR

AN ACT TO REPEAL THE IMMIGRATION AND PRISONS SERVICES BOARD ACT, CAP 12 LFN, 2004 AND ENACT THE CIVIL DEFENCE CORPS, CORRECTIONAL, FEDERAL FIRE AND IMMIGRATION SERVICES BOARD ACT, TO PROVIDE POLICY DIRECTION TO THE CORPS AND SERVICES AND APPOINT, PROMOTE AND EXERCISE DISCIPLINARY CONTROL OVER OFFICERS OF THE NIGERIA SECURITY AND CIVIL DEFENCE CORPS, FEDERAL FIRE SERVICE, NIGERIAN CORRECTIONAL SERVICE, NIGERIA IMMIGRATION SERVICE AND FOR RELATED MATTERS

[] Commencement

ENACTED by the National Assembly of the Federal Republic of Nigeria as follows:

1 PART I - ESTABLISHMENT OF THE CIVIL DEFENCE CORPS,
2 CORRECTIONAL, FEDERAL FIRE AND IMMIGRATION
3 SERVICES BOARD, ETC.

4 1.-(1) There is established a Governing Board for the Civil
5 Defence Corps, Correctional, Federal Fire and Immigration Services Board
6 ("the Board").

Establishment
of the Civil Defence
Corps, Correctional,
Federal Fire and
Immigration Services
Governing Board

7 (2) The Board-

8 (a) shall be a body corporate with a common seal and perpetual
9 succession;

10 (b) may sue and be sued in its corporate name; and

11 (c) may acquire, hold, and dispose of any property, moveable or
12 immoveable for the purpose of carrying out its functions under this Act.

13 2.-(1) The Board shall consist of-

Membership of
the Board

14 (a) the Minister, who shall be the chairman;

15 (b) six other persons, who shall be full-time members, each to
16 represent one of the six geopolitical zones of the Federation, to be appointed

1 by the President on the recommendation of the Minister;
2 (c) the Commandant-General of the Nigeria Security and Civil
3 Defence Corps;
4 (d) the Controller-General of the Nigerian Correctional Service;
5 (e) the Controller-General of the Federal Fire Service;
6 (f) the Comptroller-General of the Nigeria Immigration Service;
7 (g) one person to represent the Ministry charged with responsibility
8 for matters relating to internal affairs;
9 (h) the legal adviser to the Ministry charged with responsibility for
10 matters relating to internal affairs; and
11 (i) the Secretary to the Board.

12 (2) A member of the Board other than an ex-officio member shall
13 hold office for a period of four years and shall be eligible for re-appointment for
14 only one further period of four years.

15 (3) A member of the Board appointed under subsection (1) (b) of this
16 section shall possess relevant background, leadership and working experience
17 in the Public Service of the Federation or in any of the services or corps.

18 (4) The supplementary provisions set out in the Schedule to this Act
19 shall have effect with respect to the proceedings of the Board and the other
20 matters in the Schedule.

Functions of the
Board

21 **3.** The Board shall formulate general policy guidelines for the-
22 (a) Nigeria Security and Civil Defence Corps;
23 (b) Federal Fire Service;
24 (c) Nigerian Correctional Service; and
25 (d) Nigeria Immigration Service.

Powers of the
Board

26 **4.-(1)** The Board shall-
27 (a) from among serving:
28 (i) Deputy Commandants-General or Assistant Commandants-
29 General of the Nigeria Security and Civil Defence Corps, shortlist eligible
30 officers to the Minister to be recommended to the President for appointment as

1 Commandant-General of the Nigeria Security and Civil Defence Corps,
2 (ii) Deputy Controllers-General or Assistant Controllers-General
3 of the Nigerian Correctional Service, shortlist eligible officers to the
4 Minister to be recommended to the President for appointment as a
5 Controller-General of the Nigerian Correctional Service,

6 (iii) Deputy Controllers-General or Assistant Controllers-General
7 of the Federal Fire Service, shortlist eligible officers to the Minister to be
8 recommended to the President for appointment as a Controller-General of
9 the Federal Fire Service, or

10 (iv) Deputy Comptrollers-General or Assistant Comptrollers-
11 General of the Nigeria Immigration Service, shortlist eligible officers to the
12 Minister to be recommended to the President for appointment as a
13 Comptroller-General of the Nigeria Immigration Service;

14 (b) be responsible for the appointment and promotion of persons to
15 offices, other than the offices under subsection (1) (a) of this section, in the
16 Nigeria Security and Civil Defence Corps, Nigerian Correctional Service;
17 Federal Fire Service and the Nigeria Immigration Service; and

18 (c) exercise disciplinary control, including dismissal of persons,
19 other than the offices under subsection (1) (a) of this section, in the Nigeria
20 Security and Civil Defence Corps, Nigerian Correctional Service, Federal
21 Fire Service and the Nigeria Immigration Service.

22 (2) The Board shall have power to exercise disciplinary control,
23 including dismissal of officers appointed under subsection (1) (a) of this
24 section subject to the approval of the President.

25 (3) The Board shall have power do such other things which in the
26 opinion of the Board are necessary for the efficient performance of the
27 functions of the Nigeria Security and Civil Defence Corps, Nigerian
28 Correctional Service, Federal Fire Service and the Nigeria Immigration
29 Service.

Power of delegation	1	5.-(1) The Board may, subject to such conditions as it may think fit,
	2	delegate any of its powers under this Act to-
	3	(a) the Nigeria Security and Civil Defence Corps, Federal Fire
	4	Service, Nigerian Correctional Service or the Nigeria Immigration Service, as
	5	the case may be;
	6	(b) a committee of the Board consisting of such number of persons,
	7	one of whom shall be named as chairman, as may be prescribed by the Board.
	8	(2) Notwithstanding subsection (1) of this section or any other
Remuneration of members of the Board	9	provision in this Act, the Board shall not delegate any of its powers where its
	10	exercise relates to any office or officer on Grade Level 08 and above.
	11	6. A member of the Board shall be paid remuneration, allowances and
Cessation of membership of the Board	12	such other benefits as the National Salaries, Incomes and Wages Commission
	13	may, from time to time, approve.
	14	7. A member of the Board shall cease to hold office where -
	15	(a) the term of office expires;
	16	(b) in case of an ex officio member, the person resigns from office by a
	17	notice in writing to the Minister;
	18	(c) the member is removed from office; or
	19	(d) the member dies.
Removal of members of the Board	20	8.-(1) A person shall be removed as a member of the Board where the
	21	person-
	22	(a) becomes bankrupt;
	23	(b) is convicted of a felony or any offence involving dishonesty or
	24	fraud;
	25	(c) becomes of unsound mind or incapable of performing the
	26	functions of the office either arising from an infirmity of mind or body or any
	27	other cause; or
	28	(d) fails to attend two consecutive meetings of the Board without
	29	notice of any cogent reason addressed to the Chairman.
	30	(2) The President may remove a member of the Board from office

1 where the President is satisfied that it is not in the interest of the Board or of
2 the public for the member to continue in office.

3 **9.** Where a vacancy occurs in the membership of the Board, it shall Filling of vacancy
4 be filled by the appointment of a successor, provided that in the case of a
5 non-ex-officio member, the successor shall represent the same
6 interest for the remainder of the term of office of the predecessor.

7 **PART II - APPOINTMENT OF SECRETARY, OTHER STAFF**
8 **OF THE BOARD, ETC.**

9 **10. -(1)** There shall be for the Board, a Secretary of the Board, who Appointment of
10 shall- the Secretary

11 (a) have attained the rank of a Director in the Civil Service of the
12 Federation or its equivalent in the Nigeria Security and Civil Defence Corps,
13 Nigerian Correctional Service, Federal Fire Service or the Nigeria
14 Immigration Service;

15 (b) have such qualification and experience as are appropriate for a
16 person required to perform the functions of that office under this Act;

17 (c) be the accounting officer of the Board; and

18 (d) be appointed by the President on the recommendation of the
19 Minister.

20 (2) The Secretary shall, subject to the general direction of the
21 Board, be responsible for-

22 (a) the day-to-day administration of the Board;

23 (b) keeping the books and proper records of the proceedings of the
24 Board;

25 (c) the general direction and control of all other employees of the
26 Board; and

27 (d) performing such other functions as may be assigned by the
28 Board.

29 (3) The Secretary shall hold office-

30 (a) for a term of four years in the first instance and may be re-

	1	appointed for a further term of four years and no more; and
	2	(b) on such terms and conditions as may be specified in the letter of
	3	appointment.
Other staff of the Board	4	11. -(1) The Board may appoint such other staff as it may deem
	5	necessary, to assist the Board in the performance of its functions under this Act.
	6	(2) The staff of the Board appointed under subsection (1) of this
	7	section shall be appointed on such terms and conditions of service as the Board
	8	may determine in accordance with the approved Government Policy.
	9	(3) The staff of the Board shall be public officers as defined in the
	10	Constitution of the Federal Republic of Nigeria.
Civil Defence Corps, Correctional, Federal Fire and Immigration Services regulations	11	12. -(1) The Board may, with the approval of the Minister, make staff
	12	regulations for the Civil Defence Corps, Correctional, Federal Fire and
	13	Immigration Services ("the Corps and Services"), relating generally to the
	14	conditions of service and providing for-
	15	(a) appointment, promotion and disciplinary control, including
	16	dismissal;
	17	(b) salaries, allowances and fringe benefits;
	18	(c) appeals by such staff against dismissal or other disciplinary
	19	measures; and
	20	(d) such other matters, as may be considered necessary for the staff of
	21	the Corps and Services and for the efficient performance of the functions of the
	22	Board under this Act.
	23	(2) Any regulations made under subsection (1) of this section may not
	24	be published in the Federal Gazette but the Board shall cause them to be
	25	brought to the notice of all affected persons in such manner as it may from time
	26	to time determine.
Pension	27	13. -(1) Service in the Board, Corps and Services shall be approved
	28	service for the purpose of the Pension Reform Act, and accordingly, their staff
	29	shall be entitled to pensions and other retirement benefits as are prescribed
	30	under the Pension Reform Act.

1 (2) Without prejudice to the provisions of subsection (1) of this
2 section, nothing in this Act shall prevent the appointment of a person to any
3 office on conditions which preclude the grant of pension or other retirement
4 benefits in respect of that office.

5 (3) For the application of the provisions of the Pension Reform
6 Act, any power exercisable by a Minister or other authority of the Federal
7 Government other than the power to make regulations under the Pension
8 Reform Act is vested in and shall be exercisable by the Board and not by any
9 other person or authority.

10 PART III - FINANCIAL PROVISIONS

11 **14.** The Board shall maintain a fund into which shall be credited- Fund of the Board
12 (a) budgetary allocation by the National Assembly; and
13 (b) such other money as may from time to time accrue to the Board.

14 **15.**-(1) The Board may accept gift of land, money or other property Power to accept
15 on such terms and conditions, if any, as may be specified by the person or gifts
16 organisation making the gift.

17 (2) The Board shall not accept any gift if the conditions attached by
18 the person or organisation making the gift are inconsistent with the functions
19 of the Board under this Act.

20 **16.** The Board may, with the approval of the President, borrow by Borrowing
21 way of loan, overdraft or otherwise from any source such sums as it may powers
22 require for the performance of its functions and meeting its obligations
23 under this Act in line with financial regulations and appropriation by the
24 National Assembly.

25 **17.**-(1) The Board shall not later than 30th September in each Budget of the
26 financial year or any such time as may be required under the Financial Board
27 Regulations, prepare and submit to the Minister, an estimate of its income
28 and expenditure for the next financial year.

29 (2) Notwithstanding the provisions of subsection (1) of this
30 section, the Board may, in any financial year, submit supplementary or

	1	adjusted statements of estimated income and expenditure to the Minister.
Expenditure of the Board	2	18. The Board may, from time to time, apply the proceeds of the Fund
	3	established under sections 14, 15 and 16 of this Act-
	4	(a) to the cost of administration of the Board;
	5	(b) to the payment of allowances, benefits and reimbursement of
	6	members of the Board and any committee set up by the Board and for such
	7	other expenses as the Board may determine;
	8	(c) to the payment of salaries, remuneration or allowances, pensions
	9	and other benefits payable to the staff of the Board;
	10	(d) for the development and maintenance of any property vested in or
	11	owned by the Board;
	12	(e) for the payment of consultancy fees, legal fees and cost of
	13	contracts administration; and
	14	(f) for any expenditure in connection with its functions under this
	15	Act.
Accounts and audit	16	19. The Board shall-
	17	(a) keep proper accounts and records of the receipts, payments, assets
	18	and liabilities in respect of the Fund and prepare for each financial year,
	19	statements of account in such form as the Auditor-General for the Federation
	20	may direct; and
	21	(b) cause the accounts of the Fund to be audited within six months
	22	from the end of each financial year by auditors whose appointment shall be
	23	approved by the Board provided that such auditors are on the list of auditors
	24	approved from time to time by the Auditor-General for the Federation.
Annual Report	25	20. The Board shall, in respect of the Fund, prepare and submit to the
	26	Minister annually, not later than six months after the end of its financial year, a
	27	report of its activities for the preceding financial year and shall include its
	28	audited accounts for the year under review together with the auditor's report.
Financial year	29	21. The financial year of the Board shall commence from 1st January
	30	of each year and end on 31st December of the same year.

1	PART IV - MISCELLANEOUS	
2	22. The Minister may make regulations or issue guidelines as may	Power to make
3	be necessary or expedient to give effect to the provisions of this Act.	regulations
4	23. The Minister may give to the Board such directives of a	Directives by the
5	general nature on matters of policy with regard to the exercise of its	Minister
6	functions under this Act and the Board shall comply with the directives.	
7	24. -(1) Notwithstanding anything contained in any other law, a suit	Legal proceedings
8	shall not be instituted in any court against the Board, a member of the Board,	
9	Secretary or any other officer or staff of the Board for any act done or	
10	omission in the execution of this Act or any other law, or of any public duty	
11	or authority, unless it is commenced-	
12	(a) within three months after the act, neglect or default complained	
13	of; or	
14	(b) in the case of a continuation of damage or injury, within three	
15	months after the ceasing of the damage or injury.	
16	(2) A suit shall not commence against the Board, a member of the	
17	Board, Secretary or any other officer or staff of the Board before the	
18	expiration of a period of thirty days after written notice of the intention to	
19	commence the suit shall have been served on the Board by the intending	
20	plaintiff or their agent.	
21	(3) The notice referred to in subsection (2) of this section shall	
22	clearly state the-	
23	(a) cause of action;	
24	(b) particulars of the claim;	
25	(c) name and place of abode of the intending plaintiff; and	
26	(d) relief which he claims.	
27	(4) Subject to the provisions of this Act, the provisions of the	
28	Public Officers Protection Act shall apply in relation to any suit instituted	
29	against any member, officer or staff of the Board.	

Service of documents	1	25. A notice, summons or other document required or authorised to be served on the Board under the provisions of this Act or any other law may be served by delivering it to the Board or by sending it by registered post addressed to the Secretary of the Board.
Restriction on execution against the property of the Board	5	26.-(1) In any action or suit against the Board, no execution or process of attachment shall be issued against the Board unless not less than three months notice of the intention to execute or attach has been given to the Board.
	8	(2) Any sum of money which by the judgment of any court has been awarded against the Board shall, subject to any direction given by the court, where no notice of appeal against the judgment has been given, be paid from the Fund of the Board.
Indemnity of officers	12	27. A member of the Board, Secretary or any other officer or staff of the Board shall be indemnified out of the assets of the Board against any liability incurred in defending any proceeding, whether civil or criminal, if the proceeding is brought against the Board.
Repeal	16	28. The Immigration and Prisons Services Board Act, Cap. 12, Laws of the Federation of Nigeria, 2004, is hereby repealed.
Savings and transitional provisions	18	29.-(1) Subject to the provisions of this Act, the Secretary of the Board appointed under the repealed Act, shall at the commencement of this Act be deemed to have been appointed under this Act as the Secretary of the Board.
	21	(2) Any person who, immediately before the coming into force of this Act is the holder of any office in the Board or Corps and Services, shall on the commencement of this Act continue in office and be deemed to have been appointed under this Act.
	25	(3) The Board established under section 1 of this Act shall be subject to all the rights, interests, obligations and liabilities to which the former Board was subject immediately before the commencement of this Act.
	28	(4) Any order, requirement, certificate, notice, authorisation, appointment, designation, determination or any other thing which was made, issued or done under a law repealed under this Act and which could be made,

1 issued or done, under any provision of this Act, shall be deemed to have been
2 made, issued or done under the relevant provisions of this Act and shall
3 remain in force until revoked or amended.

4 (5) As from the commencement of this Act, any disciplinary
5 proceeding pending or existing against any staff of the Board or the Corps
6 and Services shall be continued and completed by the Board established
7 under this Act.

8 **30.**-(1) Section 9(1) of the Nigeria Security and Civil Defence Consequential
9 Corps Act No. 73 of 2007 is amended. Amendments

10 (2) Section 3 Fire Service Act, Cap F29, LFN, 2004 is amended in
11 relation to the-

12 (a) official title of the head of the Federal Fire Service; and

13 (b) appointment of the Controller-General and other officers of the
14 Federal Fire Service.

15 (3) Section 3(1)(a) of the Nigerian Correctional Service Act, 2019
16 is amended. (4) Section 3(1) of the Nigeria Immigration Act, 2015 is
17 amended.

18 **31.** In this Act- Interpretation

19 "Board" means the Governing Board established under section 1 of this Act;

20 "Corps and Services" means the Civil Defence Corps, Correctional, Federal
21 Fire and Immigration Services;

22 "Government" means the Federal Government of Nigeria;

23 "Minister" means the Minister charged with responsibility for matters
24 relating to internal affairs; and "Ministry" shall be construed accordingly;

25 "President" means the President of the Federal Republic of Nigeria;

26 "Secretary" means the Secretary of the Board appointed under section 10 of
27 this Act; and

28 "Staff of the Board" means staff employed or deployed to work under the
29 Secretary at the Secretariat of the Board.

Short title 1 **32.** This Bill may be cited as the Civil Defence Corps, Correctional,
2 Federal Fire and Immigration Services Board Bill, 2022.

3 SCHEDULE

4 *[Section 2 (4)]*

5 SUPPLEMENTARY PROVISIONS RELATING TO THE BOARD

6 *Proceedings of the Board*

7 1. Subject to this Act and section 27 of the Interpretation Act, the
8 Board shall have power to regulate its proceedings and may make standing
9 orders with respect to the holding of its meetings, and those of its committees,
10 notices to be given, the keeping of minutes of its proceedings, the custody and
11 production for inspection of such minutes and such other matters as the Board
12 may from time to time determine.

13 *Meetings of the Board*

14 2.-(1) There shall be at least four statutory meetings of the Board in
15 every calendar year.

16 (2) Notwithstanding the provisions of sub-paragraph (1) of this
17 paragraph, the Board shall meet-

18 (a) whenever it is convened by the Chairman; or

19 (b) within fourteen days from the date of a notice given to the
20 Chairman by not less than three other members.

21 (3) Any meeting of the Board shall be presided over by the Chairman
22 and if the Chairman is unable to attend a particular meeting, the members
23 present at the meeting shall elect a member present among them to preside at
24 the meeting.

25 *Quorum*

26 3. The quorum of the Board shall be nine members and the quorum of
27 any committee of the Board shall be determined by the Board.

28 *Venue of Board meetings*

29 4. The Board shall meet for the conduct of its business at such places
30 and on such days as the Chairman may appoint.

1 *Determination of issues before the Board*

2 5. A question put before the Board at a meeting shall be decided by
3 consensus and where this is not possible, by a majority of the votes of the
4 members present and voting.

5 *Chairman's casting vote*

6 6. The Chairman, in the case of an equality of votes, shall have a
7 casting vote.

8 *Non-members of the Board*

9 7. Where the Board seeks the advice of any person on a particular
10 matter, it may invite that person to attend its meeting for such period as it
11 thinks fit, but a person who is invited by virtue of this paragraph shall not
12 count towards the quorum or vote at the meeting.

13 *Committees*

14 8.-(1) The Board may appoint one or more committees to carry out
15 on its behalf, such functions as it may determine.

16 (2) A committee appointed under this paragraph shall consist of
17 such number of persons as may be determined by the Board and a person
18 shall hold office on the committee in accordance with the terms of his
19 appointment.

20 (3) A decision of a committee of the Board shall be of no effect until
21 it is approved by the Board.

22 *Execution of Documents*

23 9.-(a) The fixing of the seal of the Board shall be authenticated by
24 the signature of the Chairman or any other member of the Board authorised
25 to act for that purpose.

26 (b) Any contract or instrument which, if made or executed by a
27 person not being a body corporate, may not be required to be under seal, may
28 be made or executed on behalf of the Board by the Secretary or any person
29 authorised by the Board to act for that purpose.

30 (c) A document purporting to be a contract, an instrument or other

1 document signed or sealed on behalf of the Board may be received in evidence
2 and unless the contrary is proved, be presumed to have been properly signed or
3 sealed.

4 *Validity of Proceedings*

5 10. The validity of any proceedings of the Board or its committees
6 shall not be affected by-

7 (a) any vacancy in the membership of the Board or its committees;

8 (b) reason that a person not entitled to do so took part in the
9 proceedings; or

10 (c) any defect in the appointment of a member.

11 *Disclosure of conflict of interests by the Board*

12 11.-(1) Any member of the Board, and any person holding office on a
13 committee of the Board, who has a personal interest in any contract or
14 arrangement entered into or proposed to be considered by the Board or its
15 committee, shall immediately disclose the nature of the interest to the Board
16 and shall not vote on any question relating to the contract or arrangement.

17 (2) A disclosure under subparagraph (1) of this paragraph shall be
18 recorded in the minutes of the meeting of the Board.

EXPLANATORY MEMORANDUM

*(This memorandum does not form part of this Act but is intended
to explain its purport)*

This Bill seeks to repeal the Immigration and Prisons Services Board Act, Cap. 12, Laws of the Federation of Nigeria, 2004 and enact the Civil Defence Corps, Correctional, Federal Fire and Immigration Services Board Act, 2022, to provide for the policy direction and for the appointment, promotion and exercise of disciplinary control over officers of the Nigeria Security and Civil Defence Corps, Federal Fire Service, Nigerian Correctional Service and the Nigeria Immigration Service.

NIGERIA STARTUP BILL 2022

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A BILL EXECUTIVE

FOR

AN ACT TO PROVIDE FOR THE CREATION AND DEVELOPMENT OF AN
ENABLING ENVIRONMENT FOR TECHNOLOGY-ENABLED STARTUPS IN
NIGERIA AND FOR RELATED MATTERS

[] Commencement

ENACTED by the National Assembly of the Federal Republic of
Nigeria as follows:

- 1 PART I - OBJECTIVE AND APPLICATION
- 2 1. The objective of this Act is to provide a legal and institutional Objective
- 3 framework for the development of startups in Nigeria, and to-
- 4 (a) provide an enabling environment for the establishment,
- 5 development and operation of startups in Nigeria;
- 6 (b) provide for the development and growth of technology-related
- 7 talent; and
- 8 (c) position Nigeria's startup ecosystem, as the leading digital
- 9 technology centre in Africa, having excellent innovators with cutting edge
- 10 skills and exportable capacity.
- 11 2. This Act applies to- Application
- 12 (a) companies incorporated under the Companies and Allied
- 13 Matters Act 2020 and granted the startup label, in accordance with the
- 14 provisions of this Act; and
- 15 (b) organisations and establishments, whose activities affect the
- 16 creation, support and incubation of labelled startups in Nigeria.
- 17 PART II - ESTABLISHMENT OF THE NATIONAL COUNCIL FOR
- 18 DIGITAL INNOVATION AND ENTREPRENEURSHIP
- 19 3.-(1) There is established a Council known as the National Establishment of
- 20 Council for Digital Innovation and Entrepreneurship ("the Council"). the National Council
for Digital Innovation
and Entrepreneurship

	1	(2) The Council shall be a Body Corporate-
	2	(a) with perpetual succession and a common seal;
	3	(b) which may sue or be sued in its corporate name; and
	4	(c) which may acquire, hold, purchase, mortgage and deal howsoever
	5	with property, movable or immovable, real or personal.
Membership of the Council	6	4.-(1) The Council shall consist of the-
	7	(a) the President of the Federal Republic of Nigeria, who shall serve
	8	as the Chairman of the Council;
	9	(b) the Vice-President of the Federal Republic of Nigeria, who shall
	10	serve as the alternate Chairman of the Council;
	11	(c) the Honourable Minister responsible for Communications and
	12	Digital Economy, who shall serve as the Vice Chairman of the Council;
	13	(d) the Honourable Minister responsible for Finance, Budget and
	14	National Planning;
	15	(e) the Honourable Minister responsible for Industry, Trade and
	16	Investment;
	17	(f) the Honourable Minister responsible for Science, Technology and
	18	Innovation;
	19	(g) the Governor of the Central Bank of Nigeria;
	20	(h) three representatives of the Startup Consultative Forum
	21	established under section 12 of this Act;
	22	(i) two representatives from the Nigeria Computer Society; and
	23	the Director-General of the National Information Technology Development
	24	Agency, who shall serve, as the Secretary of the Council.
	25	(2) The Supplementary Provisions set out in the Schedule to this Act
	26	shall have effect with respect to the proceedings of the Council and other
	27	matters mentioned therein.
Tenure of office of Members of the Council	28	5.-(1) A member of the Council who is an ex-officio member, shall
	29	cease to hold the Office on the basis of which he became a member of the
	30	Council, where his term of Office expires.

1 (2) A member of the Council who is a non - ex-officio member
2 shall hold Office for a term of two years, and may be eligible for re-
3 appointment for another term of two years and no more; on such terms and
4 conditions as may be specified in the letter of appointment.

5 (3) A non ex-officio member of the Council shall-

6 (a) be a person of proven integrity; and

7 (b) have not less than 10 years cognate experience in public or
8 private service.

9 **6.-(1)** Notwithstanding the provisions of section 5 of this Act, a Cessation of
10 member of the Council shall cease to hold office as a member where- membership

11 (a) he resigns his Office by giving a one month notice in writing
12 under his hand addressed to the President;

13 (b) he dies;

14 (c) the Council by resolution declares the seat vacant because he-

15 (i) has been absent from the Council meetings for four consecutive
16 times without the permission of the Council,

17 (ii) becomes incapable of carrying out his duties due to physical or
18 mental illness,

19 (iii) has been declared bankrupt or he makes compromise with his
20 creditors,

21 (iv) has been convicted of a felony or any offence involving
22 dishonesty,

23 (vi) is guilty of gross misconduct relating to his duties; or

24 (vii) is not permanently resident in the Federal Republic of Nigeria.

25 (2) Notwithstanding the provisions of subsection (1) of this
26 section, the President may remove a member from the Council if he is
27 satisfied that it is not in the interest of the Council, Secretariat or public for
28 the person appointed to continue in Office.

29 (3) Where a vacancy occurs in the membership of the Council in
30 the case of non - ex-officio members, the President shall appoint a successor

Functions and
Powers of the
Council

1 to hold office for the remainder of the term of office of his predecessor and the
2 successor shall represent the same interest as that member whose exit created
3 the vacancy.

4 7.-(1) The Council shall-

5 (a) formulate and provide general policy guidelines for the realization
6 of the objectives of this Act:

7 (b) give overall direction for the harmonisation of laws and
8 regulations that affect a startup;

9 (c) approve the programmes of the Secretariat established under this
10 Act;

11 (d) ensure the monitoring and evaluation of the regulatory framework
12 to encourage the development of startups in Nigeria;

13 (e) monitor and ensure the implementation of the policies and
14 programmes of the Secretariat;

15 (f) support digital technological development through grants to
16 persons, research institutions, and universities pursuing postgraduate
17 programs in the areas of science, technology and innovation;

18 (g) make, alter or revoke rules and regulations for carrying out the
19 functions of the Secretariat, subject to the provisions of this Act;

20 (h) appoint a council agent to carry out such functions as the Council
21 may require; and

22 carry out such other functions as are necessary or expedient to ensure the
23 efficient performance of the functions of the Secretariat and other bodies
24 established under this Act.

25 (2) The Council shall have power to-

26 (a) review policies and directives of Ministries, Departments and
27 Agencies (MDAs). which may affect the operation, establishment and
28 investments in a startup ; and

29 (b) regulate its proceedings and make standing orders with respect to
30 the holding of its meetings, notices to be given, the keeping of minutes of its

1 proceedings and such other matters as the Council may, from time to time,
2 determine.

3 **8.-(1)** The Council shall appoint for such period, as it may deem fit, Council Agent
4 a Council Agent, who shall act in accordance with any general or specific
5 directions of the Council.

6 (2) The Council Agent shall be responsible for submitting
7 quarterly monitoring reports and annual reports to the Council, on the status
8 of the programs being implemented pursuant to this Act.

9 PART III - OPERATIONAL STRUCTURE

10 **9.-(1)** The National Information Technology Development Agency Secretariat of the
11 shall serve as the Secretariat of the Council ("the Secretariat"), and the Council
12 Director-General of the Secretariat shall serve as the Chairman of the
13 Secretariat ("the Chairman").

14 (2) The Secretariat shall-

15 (a) manage the process of labelling a startup, as provided under this
16 Act;

17 (b) establish public online platforms and other platforms to provide
18 access to information on matters pertaining to the establishment and
19 development of a startup, incubation, acceleration and venture building
20 programmes, and access to fiscal and non-fiscal support;

21 (c) collaborate with relevant Ministries, Departments, Agencies
22 and other relevant stakeholders to promote innovation in digital technology,
23 and enterprise development for a startup in Nigeria;

24 (d) ensure that the Secretariat's National Digital Innovation,
25 Entrepreneurship and Startup Policy (NDIESP) is implemented for the
26 development of the startup ecosystem;

27 (e) enter into partnerships with local and international business
28 incubators, accelerators and digital innovation hubs to promote the
29 establishment and growth of a startup in Nigeria, subject to the approval of
30 the Council;

- 1 (f) maintain a directory of startups, incubators, and accelerators;
- 2 (g) support research and development activities relating to digital
- 3 technology innovation undertaken by a startup;
- 4 (h) support the growth and expansion of private sector-led incubator
- 5 and accelerator programs,
- 6 (i) support the growth and promote the commercialisation of local
- 7 research and development on digital Innovation by startups.
- 8 (j) develop mechanisms for pre-incubation of entities and, provide
- 9 training and capacity building programs for a startup;
- 10 (k) develop, establish, support and incentivise digital technology
- 11 innovation hubs, digital technology parks and community enterprise hubs in
- 12 Nigeria;
- 13 (l) develop, implement, and monitor guidelines for setting up digital
- 14 technology innovation hubs, digital technology parks and community
- 15 enterprise hubs in Nigeria;
- 16 (m) foster synergy between startups and angel investors, venture
- 17 capitalists, private equity firms, private investors, development finance
- 18 Institutions, global asset management firms, financial institutions, research
- 19 institutions and other related institutions at the national and international level;
- 20 (n) enter into partnerships to promote startup development with angel
- 21 investors, venture capitalist firms, private equity firms development financial
- 22 institutions, and other relevant funding organisations;
- 23 (o) review proposals, policies and programs addressed to the Council;
- 24 (p) collaborate with the National Universities Commission to provide
- 25 adequate facilities for research, and promote multi-disciplinary collaboration
- 26 among universities, polytechnics, and research institutions;
- 27 (q) advise the Council on issues affecting startups and digital
- 28 technology innovation entrepreneurship in Nigeria, and matters connected
- 29 with the implementation of this Act; and
- 30 (r) perform such other duties, as may be required by the Council.

- 1 10.-(1) The Secretariat, with the approval of the Council, shall
2 establish a Startup Support and Engagement Portal ("Startup Portal")
3 which shall serve as a platform through which a startup conducts
4 registration process with relevant Ministries, Departments and Agencies
5 ("MDAs").
- 6 (2) The Startup Portal shall-
- 7 (a) facilitate the issuance of a permit or licence to a labelled startup;
- 8 (b) provide platform for interaction between a startup and the
9 Federal Government, private institutions, angel investors, venture
10 capitalists, incubators, accelerators and other relevant institutions;
- 11 (c) create opportunities for a startup to participate in beneficial
12 challenges and programs including, incubation and accelerator programs,
13 showcases, pitch competitions, fellowships, and other related programs;
- 14 (d) foster access of a startup to finance, information, innovation,
15 and the global market;
- 16 (e) foster information exchange between various stakeholders In
17 the Nigerian startup ecosystem;
- 18 (f) provide access to tools and resources to a startup;
- 19 (g) provide assistance to a startup labelled under this Act;
- 20 (h) provide information on clearances, approvals and registration
21 requirements by a startup;
- 22 provide opportunities for a startup to enter into contracts with the Federal
23 Government, through public procurement or other engagement processes;
- 24 (j) receive complaints and recommendations from industry
25 stakeholders and the general public;
- 26 (k) serve as a platform for announcement and application of
27 various schemes and incentives granted to a startup by the Federal
28 Government; and perform such other duties, as may be required by the
29 Council or the Secretariat from time to time.

Startup Support
and Engagement
Portal

Appointment
of a Coordinator
of the Startup
Portal

1 **11.**-(1) The Secretariat shall, with the approval of the Council, appoint
2 a Coordinator for the Startup Portal, who shall be an officer of the Secretariat,
3 not below the rank of an Assistant Director, or its equivalent

4 (2) The coordinator shall-

5 (a) maintain a register of labelled startups in Nigeria;

6 (b) keep relevant documents and records of labelled startups;

7 (c) implement the decisions of the Council on the labelling of a startup
8 under this Act; and

9 (d) perform such other functions, as may be necessary for the
10 implementation of this Act.

11 (3) The Coordinator shall serve-

12 (a) for a term of two years and may be re-appointed for another term of
13 two years, and no more; and

14 (b) on such terms and conditions, as may be specified in the letter of
15 appointment.

16 (4) The operations of the Coordinator shall be funded from the
17 Secretariat's annual budget.

Startup
Consultative
Forum

18 **12.**-(1) The Secretariat shall, with the approval of the Council, set up a
19 consultative body known as the Startup Consultative Forum ("the Forum") on
20 the Startup Portal to provide a platform for information sharing and
21 collaboration in the Nigerian startup ecosystem with respect to-

22 (a) information on a startup which qualifies to be labelled under this
23 Act;

24 (b) relevant incentives that apply to a startup;

25 (c) information on available local capabilities;

26 (d) nomination of representatives to the Council;

27 (e) deliberations on memorandum to be sent to Council for
28 consideration; and

29 (f) other policy proposals that may be relevant to the Nigerian startup
30 ecosystem.

1 (2) The Forum shall comprise of industry stakeholders and
 2 representatives registered on the Startup Portal from-
 3 (a) labelled startups;
 4 (b) venture capitalists;
 5 (c) angel investors;
 6 (d) the Nigeria Computer Society;
 7 (e) incubation, accelerators, and innovation hubs; and
 8 two civil society organisations involved in the advancement of technology
 9 and innovation.

10 PART IV - STARTUP LABELLING PROCESS

11 13.-(1) A Startup Label under this Act is a certificate issued by the
 12 Secretariat to a startup upon the fulfillment of the labeling requirements
 13 under this Act.

Eligibility for
grant of a Startup
Label

14 (2) A startup is eligible for labeling under this Act, where-
 15 (a) it is registered as a limited liability company under the
 16 Companies and Allied Matters Act 2020, and has been in existence for a
 17 period of not more than 10 years from the date of incorporation;
 18 (b) its objects are innovation, development, production,
 19 improvement, and commercialisation of a digital technology innovative
 20 product or process;
 21 (c) it is a holder or repository of a product or process of digital
 22 technology, or the owner or author of a registered software;
 23 (d) it has at least one Nigerian as a founder or Co-founder of the
 24 startup, provided that the Nigerian founder or co-founder will share from
 25 profit or revenue from the sale of shares; and
 26 (e) in the case of a sole proprietorship or partnership, it satisfies the
 27 conditions set out in paragraphs (b), (c) and (d) of this sub-section.

28 (3) This Act shall not apply to an organisation which is a holding
 29 company or subsidiary of an existing company which is not registered as a
 30 startup.

	1	(4) A sole proprietorship or partnership referred to in sub-section
	2	(2)(e) of this section shall be granted a pre-label status for a period of six
	3	months to enable the sole proprietorship or partnership comply with the
	4	requirements set out in subsection (1) (b), (c) and (d) of this section.
	5	(5) A sole proprietorship or partnership, which fails to comply with
	6	the provisions of sub- section (4) of this section shall lose the pre-label status
	7	granted to it.
	8	(6) A labelled startup shall be granted access to the incentives
	9	provided under this Act.
Procedure for labelling a startup	10	14. -(1) A startup desirous of being granted a label under the
	11	provisions of this Act shall submit an application on the Startup Portal in the
	12	prescribed form.
	13	(2) An application under subsection (1) of this section shall be
	14	supported by such documents and fee prescribed by the Secretariat.
Issuance of a labelling certificate	15	15. -(1) Where the Coordinator is satisfied that an applicant has
	16	complied with the requirements for labelling under this Act, the Coordinator
	17	shall-
	18	(a) with the approval of the Secretariat enter the name and particulars
	19	of the applicant in the register of startups kept for that purpose; and
	20	(b) issue to the startup, a startup label.
	21	(2) The certificate issued under subsection (1) of this section shall,
	22	unless the contrary is proven, be conclusive evidence that the startup has-
	23	(a) complied with all the requirements for labelling specified under
	24	this Act; and
	25	(b) been duly labeled, in accordance with this Act.
	26	(3) A Startup Label shall be valid for a period of 10 years from the date
	27	of issuance,
Obligation of Labelled Startups	28	16. -(1) A labelled startup under this Act shall-
	29	(a) comply with all the extant laws governing businesses in Nigeria;
	30	(b) provide information annually on the number of human resources,

1 total assets and the annual turnover achieved from the period the startup
2 label was granted;

3 (c) maintain proper book of accounts in accordance with reporting
4 obligations provided under extant laws and regulations;

5 (d) provide an annual report on incentives received and
6 advancement made by virtue of the incentives;

7 (e) notify the Coordinator of any change in structure, composition
8 or objects within a period of one month from the date of such change; and

9 (f) comply with the obligations set out by the Coordinator after
10 issuance of the startup label.

11 (2) Where a labelled startup defaults in any of the obligations, or
12 fails to meet the eligibility criteria under this Act, the Coordinator shall
13 notify startup of the default, and within 30 days of the notification, the
14 startup shall take steps to rectify the default.

15 **17.** Where a labelled startup fails to regularize the default after
16 being notified, the Secretariat shall withdraw the startup label and notify the
17 relevant MDAs or investors that may have granted incentives to the startup.

Withdrawal of
Startup Label

18 **18.** Where a startup, whose startup label was withdrawn under
19 section 17 of this Act, rectifies the default, it may apply to the Secretariat for
20 a re-issuance of the startup label.

Reissuance of
Startup Label

21 PART V - STARTUP INVESTMENT SEED FUND

22 **19.-(1)** There is established a fund which shall be known as Startup
23 Investment Seed Fund ("the Fund") to be managed by the Nigeria Sovereign
24 Investment Authority ("the Fund Manager").

Establishment of
Startup Investment
Seed Fund

25 (2) There shall be paid into the Fund on annual basis, sums from
26 sources to be approved by the Council.

27 (3) The Fund shall be applied to-

28 (a) provide a labelled startup with finance;

29 (b) provide early-stage finance for a labelled startup on the

	1	recommendation of the Fund Manager subject to the approval of the Council;
	2	and
	3	(c) provide relief to technology laboratories, accelerators, incubators
	4	and hubs,
Functions of the Startup Investment seed Fund Manager	5	20. The Fund Manager shall-
	6	(a) create an innovation grant budget and management framework to
	7	support research and development projects, and
	8	(b) issue a framework which shall set out modalities to fund, manage,
	9	and access the Fund.
	10	PART VI - TRAINING, CAPACITY BUILDING AND TALENT DEVELOPMENT
Training and capacity building	11	21. -(1) The Secretariat shall design and implement a training and
	12	capacity building program for start-ups, in accordance with this Act, and shall
	13	utilize the startup portal to disseminate necessary information.
	14	(2) A startup may access training facilitated by the Industrial Training
	15	Fund and any organization, which partners with the Secretariat, for the training
	16	of entrepreneurs and their employees.
Talent development	17	22. -(1) The Secretariat shall collaborate with the National
	18	Universities Commission, universities, and polytechnics within Nigeria to
	19	develop modules, programs and hold workshops aimed at impacting
	20	knowledge necessary for the establishment and running of a startup in Nigeria.
	21	(2) The Secretariat shall establish centres for the acquisition of digital
	22	technology in the six geopolitical zones of Nigeria for the promotion of digital
	23	technology utilisation, strengthening of digital technology management
	24	capability, and information systems.
	25	(3) The Secretariat may issue a framework for the development of
	26	talent, and collaborate with relevant agencies and the private sector to establish
	27	digital technology innovation parks and hubs in universities, polytechnics and
	28	other institutions of higher learning.
Support of Academic Research Institutions	29	23. The Secretariat shall support the activities of an academic
	30	research institution to the development of a startup by-

- 1 (a) creating linkages between a research institution, the private
- 2 sector, the Federal Government and other stakeholders in the startup
- 3 ecosystem;
- 4 (b) financing research systems for a startup;
- 5 (c) providing financial support for the acquisition or establishment
- 6 of research facilities to be utilised by a startup;
- 7 (d) developing appropriate human resources and research capacity
- 8 in the areas of science, technology and innovation;
- 9 (e) funding the co-operation and sharing of research information
- 10 and knowledge, including supporting conferences, workshops, seminars,
- 11 meetings and other synopsis;
- 12 (f) promoting the provision of information infrastructure linking
- 13 research institutions to facilitate cooperation and sharing of research
- 14 information and knowledge;
- 15 (g) compiling and maintaining a national database of research and
- 16 innovation; and
- 17 (h) promoting the commercialisation of the result of local research
- 18 and the development through startup incubation.

19 PART VII - TAX AND FISCAL INCENTIVES

20 **24.** A labelled startup, which falls within industries captured under
 21 the extant Pioneer Status Incentives(PSI) Scheme may apply to the Nigerian
 22 Investment Promotion Commission (NIPC) for the grant of the tax reliefs
 23 and incentives under the PSI Scheme.

Incentives for a
labelled startup
under the Pioneer
Status Incentive
scheme

24 **25.-(1)** Notwithstanding the provisions of any other law, the
 25 Federal Government may, through the Federal Ministry responsible for
 26 Finance or any other relevant MDA, simplify the requirements for a startup
 27 to benefit from existing fiscal incentives.

Additional Tax
Reliefs

28 (2) Notwithstanding the provisions of the Industrial Development
 29 (Income Tax Relief) Act or any other legislation on tax reliefs, a labelled
 startup may be entitled to exemption from the payment of income tax or

	1	any other tax chargeable on its income or revenue for period of four years,
	2	provided that the commencement date of the tax relief shall be the date of the
	3	issuance of the startup label.
Percentage based tax relief for a labelled startup	4	26.-(1) In addition to any other tax relief, a labelled startup with a
	5	minimum of ten employees, 60% of which are employees without any form of
	6	work experience, and within three years of graduating from school or any
	7	vocation within the assessment period, shall enjoy tax relief from income tax of
	8	5% of its assessable profits in the year of assessment in which the profits were
	9	generated.
	10	(2) A labelled startup shall be entitled to benefit from the tax relief
	11	referred to in sub- section (1) of this section for a maximum period of five
	12	years.
Access to export facilities	13	27. The Secretariat shall ensure that a labeled startup involved in the
	14	exportation of products and services, which are deemed eligible under the
	15	Export (Incentives and Miscellaneous Provisions) Act, is entitled to export
	16	incentives and financial assistance from the Export Development Fund, Export
	17	Expansion grant and the Export Adjustment Scheme Fund.
Access to Government grants, loans and facilities	18	28. The Secretariat shall ensure that a labeled startup has access to
	19	grants and loan facilities administered by the Central Bank of Nigeria (CBN),
	20	the Bank of Industry or other bodies statutorily empowered to assist small and
	21	medium scale enterprises and entrepreneurs.
Credit Guarantee Scheme	22	29.-(1) The Secretariat shall establish a Credit Guarantee Scheme for
	23	the development and growth of a labeled startup under this Act.
	24	(2) A Credit Guarantee Scheme established under subsection (1) of
	25	this section shall have the following objectives-
	26	(a) the provision of accessible financial support to a labelled startup;
	27	(b) creation of a framework for credit guarantee for a labelled startup;
	28	(c) provision of financial and credit information to startups; and
	29	(d) provision of financial management capacity building programmes
	30	to startups.

1 (3) Where a Credit Guarantee Scheme is established pursuant to
2 subsection (1) of this section, the Secretariat shall ensure that there is-

3 (a) a strategy and operational goals which align with the objectives
4 under subsection (2) of this section;

5 (b) criteria for eligibility and qualification for recipients of funding
6 under the scheme;

7 (c) criteria for the monitoring and evaluation of projects
8 undertaken under the scheme and the efficiency of the operations of the
9 scheme;

10 (d) mechanism for transparency, accountability and reporting on
11 the activities of the scheme: and

12 (e) chattels, registered intellectual property, assignment of shares
13 or any other instrument identified in the collateral registry as sufficient
14 collateral.

15 **30.-(1)** The Federal Government, through the Federal Ministry
16 responsible for Finance and other MDAs, shall develop and implement a
17 national policy for incentives for individuals, impact investors, angel
18 investors, companies, venture capitalists, private equity funds, accelerators
19 or Incubators which invest in a labelled startup or in the startup ecosystem
20 to enjoy tax credits on their investment.

Incentive and
reliefs for investors
investing in a
labelled startup

21 (2) Notwithstanding the provisions of the Companies Income Tax
22 Act, an angel investor, venture capitalist, private equity fund, accelerators
23 or incubators which invests in a labelled startup shall be entitled to an
24 investment tax credit equivalent to 30% of the investment in the labelled
25 startup.

26 (3) Capital gains tax shall not be charged on gains that accrue from
27 the disposal of assets by an angel investor, venture capitalist, private
28 equity fund, accelerators or incubators with respect to a labelled startup.

29 **31.-(1)** An eligible employee of a labelled startup shall be entitled
30 to personal income tax exemption of 35% on the income of the employee for

Tax incentives for
employees of a
labelled startup

1 a period of two years from the date of engagement by a labelled startup.

2 (2) The Secretariat and the Joint Tax Board shall determine the criteria
3 for eligibility of the employee and consideration shall be given to-

4 (a) a minimum salary threshold;

5 (b) the level of technical skills and expertise; and

6 (c) compliance with registration formalities as may be required by the
7 Secretariat, from time to time.

Tax incentives
for external service
providers

8 **32.** Notwithstanding the provisions of any other law, foreign entities
9 which provide technical, consulting, professional or management services to a
10 labeled startup shall be subjected to a five percent withholding tax on income
11 derived from the provision of such services, provided that the payment of the
12 withholding tax, shall qualify as the final tax to be paid by a company not
13 registered in Nigeria.

14 PART VIII - SUPPORT WITH REGULATORS

Support with the
Corporate Affairs
Commission

15 **33.**-(1) The Secretariat shall collaborate with the Corporate Affairs
16 Commission (the Commission) to designate a separate section on the Startup
17 Portal to ease the processes for labelled startups that conduct transactions at the
18 Commission.

19 (2) In addition to the foregoing, the Secretariat shall further
20 collaborate with the Commission and ensure that the processes and
21 transactions carried out by startups at the Commission are seamless, expedited
22 and in accordance with the provisions of this Act.

Protection of
Intellectual
Property Rights

23 **34.**-(1) The Council acknowledges the importance of intellectual
24 property rights towards the growth and development of a startup.

25 (2) As part of its objectives, the Secretariat shall ensure that holders of
26 intellectual property rights are encouraged to exploit these rights and shall take
27 steps towards assisting them in internationalising and commercialising their
28 rights.

29 (3) The Secretariat shall collaborate with the Nigerian Copyright

1 Commission and the Trademarks, Patent and Design Registries, in ensuring
2 that they:

3 (a) designate a separate section on the Startup Portal to ease
4 registration of intellectual property for labelled Startups;

5 (b) provide assistance to labelled startups for facilitating the
6 application for grant or revocation of patents and institution of legal action
7 for infringement of any intellectual property rights;

8 (c) facilitate assistance to labelled startups for the filing and
9 registration of their trademarks and patents at the international level.

10 (4) In addition to the foregoing, the Secretariat shall further
11 collaborate with the Nigerian Copyright Commission and the Trademarks,
12 Patent and Design Registries to ensure that registration and protection of
13 intellectual property of labelled startups is seamless, expedited and in
14 accordance with the provisions of this Act.

15 **35.**-(1) Startups may raise funds through crowd funding Crowdfunding
16 intermediaries and commodities investment platforms ("platforms") duly
17 licensed by the Securities and Exchange Commission (SEC) that would
18 have their platforms available for use by startups on the Startup Portal.

19 (2) The Council shall provide recommendations and proposals to
20 SEC and collaborate towards ensuring that SEC considers rules that fast-
21 track crowd funding processes for labelled startups.

22 **36.**-(1) The Secretariat, in conjunction with the National Office for Transfer of
23 Technology Acquisition and Promotion (NOTAP) shall: Foreign Technology

24 (a) designate a separate section on the Startup Portal to ease
25 technology transfer registration for labelled startups;

26 (b) Provide a discount on all applicable fees for technology transfer
27 registrations for labelled startups; and

28 (c) Provide technical assistance to labelled startups to enable them
29 commercialise their research results.

30 (2) In addition to the foregoing, the Secretariat shall collaborate

	1	with NOTAP in ensuring that technology transfer registrations and other
	2	related activities are seamless and expedited and in accordance with the
	3	provisions of this Act.
Obtaining Licences for a Financial Technology Startup	4	37.-(1) The Secretariat in conjunction with the CBN and SEC shall:
	5	(a) designate a separate section on the Startup Portal to ease the
	6	licensing procedures for labelled startups that operate as financial technology
	7	companies (fintech startups);
	8	(b) ensure that fintech startups are given the opportunity to liaise with
	9	SEC and the CBN through interactive sessions moderated through the Startup
	10	Portal and other forums;
	11	(2) The Council shall collaborate with SEC and the CBN in ensuring
	12	that fintech startups are duly notified before new rules and regulations that
	13	affect the establishment, licensing and operations of fintech startups are issued.
	14	(3) The Council shall also work with the CBN and SEC in
	15	harmonising rules and regulations that affect the establishment, licensing and
	16	operations of fintech startups.
Participation of a Labelled Startup in Regulatory Sandboxes	17	38.-(1) A labelled startup intending to participate in the CBN's
	18	regulatory sandbox, SEC's regulatory incubation program, or any other
	19	regulatory sandbox program set up by other regulators, shall be entitled to
	20	submit an application through a fast-track process available via the Startup
	21	Portal.
	22	(2) Notwithstanding the above, each startup must be qualified to
	23	participate in the sandbox and their applications shall be accompanied by the
	24	documentary requirements put in place by the CBN's regulatory sandbox and
	25	SEC's regulatory incubation program guidelines.
Listing of a Startup on Exchanges	26	39.-(1) The Council shall assist labelled startups that seek to list on the
	27	relevant board of the Nigerian Exchange Limited (NGX), or on similar stock
	28	and commodity exchanges operating in Nigeria, to meet up with the eligibility
	29	requirements for listing.
	30	(2) The Council shall also encourage and support labelled startups

1 that seek to list on the exchanges and may grant them incentives that aid their
2 growth and development.

3 **40.**-(1) The Secretariat shall collaborate with the CBN to guarantee
4 repatriation of investment by a foreign investor through the CBN's
5 authorized dealer in freely convertible currency of-

Repatriation of
capital and profits

6 (a) dividends or profits, net of all taxes, attributable to the foreign
7 investor's investments; and

8 (b) proceeds, net of all taxes and other obligations in the event of a
9 sale or liquidation of the Startup or any interest attributable to the foreign
10 investor's investments.

11 (2) Repatriation of investments in a labelled startup shall be carried
12 out at the CBN's official foreign exchange rate, provided that the foreign
13 investor can present a Certificate of Capital Importation (CCI) as evidence
14 that the initial investment fund was injected through the proper channel.

15 **PART IX - ACCELERATORS AND INCUBATORS**

16 **41.**-(1) The Secretariat shall, in realising the objectives of this Act,
17 establish accelerator and incubator programmes for startups.

Accelerator and
incubator programmes

18 (2) The Council shall, for the purpose of subsection (1) of this
19 section, develop a national accelerator and incubator policy for the
20 establishment and development of accelerators and incubators.

21 (3) The Secretariat shall, for the purpose of subsection (1) of this
22 section-

23 (a) develop standards and guidelines to regulate the relationships
24 between accelerators, incubators and startups;

25 (b) encourage and collaborate with existing accelerator and
26 incubator programmes established by private organisations; and

27 (c) provide information on the Startup Portal on existing
28 accelerator and incubator programmes and the process of registration and
29 admission into the programs.

16 PART X - CLUSTERS, HUBS, INNOVATION PARKS AND TECHNOLOGY
17 DEVELOPMENT ZONES

27 (d) promote collaboration and innovation between startups.

28 **44. Startup innovation clusters, hubs, physical and virtual innovation**
29 parks shall provide-

- 1 (a) dedicated team, help desk and contact to provide support to a
 2 startup;
 3 (b) assistance for a startup to understand the regulatory framework
 4 and its applicability;
 5 (c) assistance in registration, and application for authorisation;
 6 (d) assistance and facilitation for the expansion of a startup into
 7 foreign markets;
 8 (e) work spaces free or at a subsidised rate; and
 9 (f) all other functions incidental to the attainment of the functions
 10 provided in paragraphs (a)-(e) of this section,

11 **45.-(1)** The Secretariat shall collaborate with the Nigeria Export
 12 Processing Zones Authority to establish a Technology Development Zone
 13 ("Zone") in Nigeria to spur the growth and development of startups,
 14 accelerators and incubators.

Establishment of
technology
development zones

15 (2) The Zone shall grant licence to a startup, accelerator or
 16 incubator prior to the commencement of an approved activity.

17 (3) A startup, accelerator or incubator, carrying out an approved
 18 activity in a Zone shall be entitled to existing incentives provided under the
 19 Nigeria Export Processing Zones Act.

20 PART XI - MISCELLANEOUS PROVISIONS

21 **46.** The use and processing of data for the purpose of giving effect
 22 to this Act shall be in a responsible manner and in compliance with extant
 23 data protection laws and regulations in Nigeria.

Data protection

24 **47.** The President may make policy guidelines or give to the
 25 Council or the Secretariat directives of a general or specific nature relating
 26 generally to matters of policy or case, as the case may be, with regard to the
 27 performance by their functions and it shall be their duty to comply with the
 28 directives.

Power of the
President to give
directives of general
character

29 **48.-(f)** The Council may with the approval of the President make
 30 Rules, Regulations or Guidelines with respect to the exercise of any of the

Power to make
Regulations or
Guidelines

1 duties, functions or powers under this Act and generally for the purpose of
2 giving effect to this Act and in particular-

3 (a) prescribe forms and other information required under this Act;

4 (b) prescribe the procedure to obtain any information required under
5 this Act;

6 (c) prescribe fees payable under this Act;

7 (d) for registration, de-registration and re-registration of a startup;

8 and

9 (e) for the transition of a startup to innovative small and medium scale
10 enterprise or a scaleup.

11 (2) The contravention of any rule, regulations or Guidelines issued
12 under any of the provisions of this Act shall constitute an offence and shall be
13 punishable as prescribed in the particular rules, regulations or Guidelines.

Pre-action Notice

14 **49.-(1)** No civil action shall be commenced against the Council or its
15 authorised officers before the expiration of a period of 30 days after written
16 notice of intention to commence the suit shall have been served by the
17 intending plaintiff or his agent, and the notice shall clearly state the-

18 (a) cause of action;

19 (b) particulars of the claim;

20 (c) name and place of abode of the intending plaintiff; and

21 (d) relief sought.

22 (2) A notice, summons or other document required or authorized to be
23 served upon the Council under the provisions of this Act or any other law or
24 enactment may be served by delivering it to the Secretariat.

Interpretation

25 **50. In this Act-**

26 "Accelerator" means a fixed-term, cohort-based program which provides a
27 startup with mentorship and educational assistance to aid its growth;

28 "Secretariat" means National Information Technology Development Agency;

29 "Angel investor" means a high net worth individual or company which
30 provides funding to an early-stage startup, typically in exchange for equity in

- 1 the startup company;
- 2 "CBN" means the Central Bank of Nigeria;
- 3 "Chairman" means the Chairman of the National Council for Digital
- 4 Innovation and Entrepreneurship;
- 5 "Company" means a limited liability company registered with the Corporate
- 6 Affairs Commission;
- 7 "Commission" means the Corporate Affairs Commission;
- 8 "Council" means the National Council for Digital Innovation and
- 9 Entrepreneurship; "Council agent" means the agent appointed by the
- 10 Council under section 9 of this Act; "Crowdfunding" means the use of small
- 11 amounts of money, obtained from a large number of individuals or
- 12 organisations, to fund a project, or business, through an online based web-
- 13 platform;
- 14 "Crowdfunding intermediary" means an entity organised and registered as a
- 15 corporation to facilitate transactions involving the offer or sale of securities
- 16 or investment instruments through a Crowdfunding Portal;
- 17 "Early-stage startup" means a startup which is focused on product
- 18 development, building a customer base, and establishing a strong cash flow;
- 19 "Early-stage finance" means financing of the first phase of growth of a
- 20 startup where the funds are used to buy inventory and to sustain the gap
- 21 existing between cash flow and the money needed.
- 22 "Export Development Fund" means the fund managed by the Nigerian
- 23 Export Promotion Council;
- 24 "Federal Government" means the Federal Government of Nigeria;
- 25 "Fintech Startups" means registered Startups that operate as financial
- 26 technology companies and obtain their operational licences from the
- 27 Central Bank of Nigeria and the Securities and Exchange Commission;
- 28 "Fund" means the startup Investment Seed Fund;
- 29 "Fund Manager" means the Nigeria Sovereign Investment Authority;
- 30 "Incubator" means a company, partnership, non-governmental organisation

1 or limited liability partnership, whose principal object is to support the
2 establishment and development of a startup, promotion of innovation, and
3 related activities through the offer of dedicated physical spaces and services;
4 "Industrial Training Fund" means the fund managed by the Industrial Training
5 Fund;
6 "Intellectual property" means the result of creativity protectable by copyright,
7 trademark, trade secrets, Industrial designs and patent registrations in Nigeria;
8 "Innovation" means the implementation of technology driven ideas which leads
9 to the creation or development of a new product, process, or service with the
10 aim of improving efficiency, effectiveness, or competitive advantage;
11 "labelled startup" means a startup labelled under this Act and issued a digital
12 certificate by the Coordinator;
13 'National Information Technology Development Fund' means the fund set up
14 under the National Information Technology Development Secretariat;
15 "NOTAP" means the National Office for Technology Acquisition and
16 Promotion or other such office that may be set up in the future to replace the
17 National Office for Technology Acquisition and Promotion;
18 "Nigerian Exchange Limited" means the Nigerian Stock Exchange regulated
19 by the Securities and Exchange Commission;
20 "pre-incubation" means the phase of a startup aimed at validating a project
21 idea, company planning and creation, developing possible business by
22 analyzing technical and economic viability and entrepreneur profile;
23 "research and development" means intensive study directed towards greater
24 knowledge or understanding of the subject studied, and includes activities
25 undertaken to innovate and introduce a new product and service;
26 "Regulatory Incubation Program" means the incubation program created by
27 the Securities and Exchange Commission for financial technology (fintech)
28 companies operating or seeking to operate in Nigeria;
29 "Sandbox" means the regulatory software testing environments created by the
30 Central Bank of Nigeria, the Securities and Exchange Commission or any

1 other regulator that may set up a sandbox program;
2 "scaleup" means a company which has already validated its product within
3 the marketplace and has proven that its business model and economics are
4 sustainable; "scheme" means the credit guarantee scheme created under
5 section 27 of this Act; "Secretariat" means the secretariat of the Council
6 established under section 8 of this Act;
7 SEC" means Securities and Exchange Commission'
8 "startup portal" means the startup support and engagement portal created
9 under section 10 of this Act;
10 "startup" means a company in existence for not more than 10 years, with its
11 objectives being the creation, innovation, production, development or
12 adoption of a unique digital technology innovative product, service or
13 process; "startup ecosystem" means environment comprising
14 entrepreneurs, startups, capital providers, Federal Government and other
15 stakeholders that interact to aid a startup;
16 ; and
17 "Venture Capitalist" means a person or company that provides capital to a
18 Startup that is exhibiting high growth potential in exchange for equity.

19 **51.** This Bill may be cited as the Nigeria Startup Bill, 2022.

Short title

1 SCHEDULE

2 (Section 4(3))

3 SUPPLEMENTARY PROVISIONS RELATING TO THE COUNCIL, ETC

4 *Proceedings of the Council*

5 1.-(1) Subject to this Act and section 27 of the Interpretation Act
6 (which provides for decisions of statutory body to be taken by a majority of its
7 members and for the person presiding at any meeting, when a vote is ordered, to
8 have a second or casting vote), the Council may make standing orders
9 regulating its proceedings or that of any of its committees.

10 (2) At every meeting of the Council, the Chairman shall preside and in
11 his absence, the Alternate Chairman shall preside and in his absence, the Vice
12 Chairman shall preside and in his absence, members present at the meeting
13 shall appoint one of their numbers to preside at the meeting.

14 (3) The quorum for meetings of the Council shall be eight (8)
15 members, which shall include the presiding Chairman and two private sector
16 representatives.

17 (4) The Council shall for the purpose of this Act, meet not less than
18 four times each year.

19 (5) Subject to the provisions of subparagraph (4) of this paragraph, the
20 Council shall meet-

21 (a) whenever it is summoned by the Chairman; and

22 (b) if required to do so by notice given to him by not less than 113 of
23 members, within fourteen days from the date in which the notice is given.

24 (6) Where the Council desires to obtain the advice of any person on
25 any particular matter, the Council may co-opt such person to the Council for
26 such period as it thinks fit, but a person co-opted pursuant to this paragraph
27 shall not be permitted to vote at any meeting of the Council and shall not count
28 towards a quorum.

29 *Committees*

30 2.-(1) Subject to its standing orders, the Council may appoint such

1 number of standing or ad hoc committees as it thinks fit to consider and
2 report on any matter with which the Council is concerned.

3 (2) A committee appointed under this paragraph shall-

4 (a) consist of such number of persons (not necessarily members of
5 the Council as may be determined by the Council) and a person other than a
6 member of the Council, shall hold office on the committee in accordance
7 with the terms of the appointment; and

8 (b) be presided over by a member of the Council.

9 (3) The quorum of any committee set up by the Board shall be
10 determined by the Board.

11 (4) The decision of any committee of the Council shall constitute a
12 recommendation to the Council.

13 *Miscellaneous*

14 3.-(1) The fixing of the Seal of the Secretariat shall be
15 authenticated by the signature of the Chairman or any other person generally
16 or specifically authorized by the Council to act for that purpose and that of
17 the Chairman of the Secretariat.

18 (2) Any contract or instrument which if made by a person not being
19 a body corporate, and not required to be under seal, may be made or executed
20 on behalf of the Council by the Chairman of the Secretariat or any other
21 person generally or specifically authorized by the Council to act for that
22 purpose.

23 (3) Any document purporting to be a contract, instrument or
24 document duly signed or sealed on behalf of the Secretariat shall be received
25 in evidence and shall unless the contrary is proved, be presumed without
26 further proof to have been signed or sealed.

27 (4) The validity of any proceedings of the Council or any of its
28 committees shall not be affected by-

29 (a) any vacancy in the membership of the Council, or committee;

30 (b) the reason that any person not entitled to do so took part in the

- 1 proceedings of the Council or committee,
2 (5) A member of the Council or of a committee who has a personal
3 interest in any contract or arrangement entered into or proposed to be
4 considered by the Council or committee shall disclose his or her interest to
5 the Council or committee and shall not vote on any question relating to the
6 contract or arrangement
7 (6) A member of the Council shall not be personally liable for any act
8 or omission done or made in good faith while engaged in the business of the
9 Council.

EXPLANATORY MEMORANDUM

*(This note does not form part of the Bill but intends
to explain its purports)*

The Bill seeks to provide a legal and institutional framework for the development of startups in Nigeria to provide an enabling environment for the establishment, development and operation of startups in Nigeria, provide for the development and growth of technology related talent, and position Nigeria's startup ecosystem, as the leading digital technology centre in Africa, having excellent innovators with cutting edge skills and exportable capacity.