Company Registration in Botswana

The Complete 2026 Guide for International Investors

Botswana is one of Africa's most stable, transparent and investor-friendly economies - the continent's longest-running multi-party democracy, consistently ranked among its least corrupt countries, with **no foreign-exchange controls** and full repatriation of profits. As a foreigner you can own **100%** of a Botswana company, register it online through the Companies and Intellectual Property Authority (**CIPA**) via the OBRS portal, and access the wider SACU and SADC markets from a central Southern-African base. Incorporation itself can be quick - often a **few working days** once documents are in order - and a foreign-owned entity is fully operational in about **2-6 weeks**. This guide covers entity types, the CIPA process, documents, USD costs, taxes and the BITC incentive and work-permit steps foreign founders must plan for - including the one requirement that trips up most first-timers: the resident-director rule.

Authority	CIPA (OBRS portal)	**Foreign ownership**	Up to 100%
Incorporation	A few working days	**End-to-end**	~2-6 weeks (foreign-owned)
Corporate tax	22% (VAT 14%)	**Resident director**	At least 1 required

Why register a company in Botswana?

Botswana attracts foreign investment on the strength of its stability, sound institutions and open regime. Key advantages for investors:

- **100% foreign ownership** - a non-resident can own all the shares
- **No foreign-exchange controls** - full repatriation of capital, profits and dividends
- **Political & institutional stability** - Africa's longest-standing democracy and one of its least corrupt countries
- **Low, competitive taxes** - 22% corporate tax, with just 15% for manufacturing and IFSC companies
- **Regional market access** - member of SACU (common customs area) and SADC, AGOA-eligible, EU-SACU EPA
- **BITC & SEZ incentives** - one-stop investor facilitation, tax holidays and duty relief

Choosing your business structure

Companies are registered by CIPA under the Companies Act. For most foreign investors the choice is between a local subsidiary (private company, 'Pty Ltd'), a branch (foreign company), or a representative office:

	Private Co (Pty Ltd)	Foreign Co (Branch)	Rep. Office
Legal status	Separate Botswana entity	Extension of parent	Liaison only
Foreign ownership	100%	100%	n/a
Liability	Limited to company	Parent liable	n/a
Resident director	At least 1 required	Local rep required	n/a

Can earn revenue	Yes	Yes	No
Taxed at	22%	30%	n/a
Best for	Most foreign investors	Extending a parent	Testing the market

Other forms: Public Limited Company (can list on the Botswana Stock Exchange; needs at least 2 directors, one resident), Sole Proprietorship and Partnership (business names - no separate legal identity, owner personally liable). The private company (Pty Ltd) is the default for foreign-owned trading businesses.

Resident-director note: Botswana allows 100% foreign ownership, but a private company must have at least one director ordinarily resident in Botswana, plus a company secretary and a registered office. Afrisetup can provide a resident director / secretary so you can register without relocating.

How to register: step by step

Step 1 - Reserve your company name (CIPA / OBRS)

Propose up to three preferred names and run a name search on the CIPA Online Business Registration System (OBRS). CIPA typically responds within about three days; an approved name is reserved for 30 days.

Step 2 - Choose your structure & appoint officers

Decide subsidiary vs. branch, and appoint your directors (at least one resident in Botswana), shareholder(s), a company secretary and a registered office address.

Step 3 - Prepare your documents

Memorandum & Articles of Association; consent forms for directors, shareholders, secretary and auditor; certified passport/ID copies; and proof of the registered office. Foreign documents may need notarisation/apostille and certified English translations.

Step 4 - Sign the Declaration of Compliance

The company representative signs the Declaration of Compliance (confirming the Companies Act requirements are met) before a Commissioner of Oaths.

Step 5 - Submit to CIPA & pay fees, then get your certificate

File through OBRS with Form 2 and Form 3 and pay the government fees. On approval, CIPA issues the Certificate of Incorporation - often within a few working days of a complete filing.

Step 6 - Post-incorporation: BURS, VAT, licence, bank & permits

Register with BURS for a TIN and for VAT once thresholds are met; obtain a trade or industrial licence by sector; open a corporate bank account; comply with labour laws; and arrange work/residence permits for relocating foreign staff.

Registering a foreign company (branch)

File through CIPA with the parent's certified Certificate of Incorporation & constitution, recent audited accounts, particulars of directors and the local representative, a registered Botswana office, and certified passports. Note a branch is taxed at 30% on Botswana-source income.

Cost of registering a company in Botswana (USD & BWP)

Government fees are among the lowest in the region. Indicative amounts (~P13.5 = USD 1):

Item	Fee
Company name reservation	~P20 (~USD 1.50)
Company incorporation (Form 2 + Form 3)	~P360 (~USD 27)

Trade / industrial licence	~P100-500+ (~USD 7-40+, by activity)
BURS TIN	No government fee
VAT registration	No government fee
Typical all-in for a foreign-owned Pty Ltd (gov + professional)	**request a fixed quote**

Government fees are per the CIPA/BURS schedules; convert at the current rate and confirm before filing. Afrisetup provides a fixed all-in quote covering fees, documents, a resident director/secretary and compliance.

Tax & compliance snapshot

- **Corporate income tax:** 22% standard; 15% for manufacturing and IFSC companies; 30% on a foreign branch
- **VAT:** 14% standard; registration required once turnover crosses ~P1,000,000/yr
- **Withholding tax:** ~10% on dividends and interest (reducible under a treaty); also on certain royalties, management fees and payments to non-residents
- **PAYE** on salaries, remitted to BURS
- **IFSC concession:** approved companies get 15% CIT and WHT/capital-gains exemptions on qualifying cross-border business
- **Annual obligations:** annual returns to CIPA and annual tax returns/financial statements to BURS

BITC incentives, SEZs & the 15% rate

The Botswana Investment and Trade Centre (BITC) is the national one-stop investor-facilitation agency - it helps with market entry, land, permits and after-care. Botswana's headline incentive is the **15% corporate-tax rate for manufacturing and IFSC companies** (versus the 22% standard). Investors in Special Economic Zones (managed by SEZA) and the SPEDU region (Selebi-Phikwe) can access tax holidays, duty and VAT relief and serviced land for qualifying, export-oriented and priority-sector projects. These incentives are optional and separate from CIPA incorporation - register the company first, then apply for the relevant status.

For foreign investors - don't get caught out

- **Resident director is mandatory** - a private company needs at least one director ordinarily resident in Botswana, plus a company secretary and registered office. Afrisetup can provide these.
- **100% ownership is allowed** - a foreigner can own all the shares; a branch needs a local representative.
- **Work / residence permits:** relocating foreign directors and staff need permits under a points-based system (Department of Immigration); a BITC-supported project helps.
- **The 15% rate is sector-specific** - it applies to manufacturing and IFSC companies, not every business.
- **Branch is taxed at 30% -** versus 22% for a resident company, so most foreign investors prefer a subsidiary.
- **Register remotely** - with a resident director/secretary and notarised documents you never need to travel.

Frequently asked questions

Can a foreigner own 100% of a company in Botswana?

Yes. A non-resident can own all the shares of a Botswana private company. Note that the company must have at least one director who is ordinarily resident in Botswana, plus a company secretary and a registered office.

Do I need a resident director?

Yes - a private company must have at least one director ordinarily resident in Botswana. Many foreign investors use a resident nominee director, which Afrisetup can arrange.

How much does it cost in USD?

Government costs are very low - name reservation ~USD 1.50 and incorporation ~USD 27, plus a trade licence. With professional support (including a resident director/secretary), a foreign-owned Pty Ltd typically runs a few hundred to a couple of thousand USD depending on scope.

How long does it take?

CIPA incorporation can be completed in a few working days once documents are in order. A fully operational foreign-owned entity - with TIN, VAT, licences and a bank account - usually takes about 2-6 weeks.

Branch or subsidiary - which is better?

A subsidiary (private Pty Ltd) is a separate Botswana entity that limits liability and is taxed at 22%; a branch is an extension of the parent, which remains liable, and is taxed at 30%. Most foreign investors choose a subsidiary.

Can I repatriate profits?

Yes. Botswana has no foreign-exchange controls, so foreign-owned companies can freely repatriate capital, profits and dividends.

Ready to register your company in Botswana?

Afrisetup handles name reservation, M&AoA drafting, CIPA/OBRS incorporation, resident-director & company-secretary provision, BURS TIN & VAT, trade/industrial licences, work/residence permits, BITC incentive support and ongoing compliance - remotely, from anywhere. Get your fixed all-in quote at afrisetup.com/botswana/contact-us