



A COMPENDIUM OF REGULATORY MEASURES/PALIATIVES FOR THE COVID-19 RELIEF

The Covid-19 was declared a pandemic by the World Health Organisation on 11 March 2020¹ after two long months of back and forth meetings over spread and severity of the virus and the implications on the world economy.

The first case of the Covid-19 infection was recorded in Nigeria on 27 February 2020 when an Italian who just entered the country tested positive for the virus.² Few weeks later, in a move to arrest the spread of the virus, federal and state government including agencies are putting in place measures including imposing a lockdown on two states and the Federal Capital Territory.

It is in the spirit of business continuity and providing relief to businesses who are impacted by the outbreak of the virus that the various regulatory authorities issue guidelines and circulars to guide operations for a certain period of time as a palliative to businesses and other affected persons. We will consider below some guidelines released by some of the regulatory authorities.

1. CENTRAL BANK OF NIGERIA (CBN)

1.1. On 16 March 2020, the CBN issued a circular- “CBN Policy Measures in Response to Covid-19 Outbreak and Spill overs” to Deposit Money Banks (DMB) and the general public. In recognition of the consequences for both the global and Nigerian economy and in furtherance of its financial stability mandate, the CBN announced below measures as palliatives:

- (a). **Extension of moratorium:** all CBN intervention facilities are hereby a further moratorium of one year on all principal repayments effective 1 March 2020. All participating financial institutions were directed to provide new amortization schedules for all beneficiaries.
- (b). **Interest rate reduction:** interest rate on all CBN intervention facilities reduced from 9 to 5 percent per annum for 1 year from 1 March 2020.
- (c). **Creation of a N50 Billion Targeted Credit Facility** for households and Small and Medium Sized Enterprises that have been particularly hit by the Covid-19.
- (d). **N100 Billion Credit support for healthcare industry:** CBN intervention facilities to meet potential increases in demand for healthcare services and products.
- (e). **Regulatory forbearance:** the CBN grants all DMBs leave to consider temporary and time-limited restructuring of the tenor and loan terms for businesses and households most affected by the Covid-19 outbreak particularly oil & gas, agriculture and manufacturing.
- (f). **Strengthening of the CBN Loan to Deposit Ratio policy:** the CBN would further

¹ <https://www.who.int/dg/speeches/detail/who-director-general-s-opening-remarks-at-the-media-briefing-on-covid-19---11-march-2020>

² <https://ncdc.gov.ng/news/227/first-case-of-corona-virus-disease-confirmed-in-nigeria>

support industry funding levels to maintain DMBs' capacity to direct credit to individuals, households and businesses. Additional incentives to encourage extension of longer tenured facilities will be considered. DMBs are encouraged to continue to build capital buffers in order to improve resilience.

- 1.2. The CBN on 23 March 2020 issued the Guidelines for the implementation of ₦50 Billion targeted credit facility as a stimulus package to support households and micro, small and medium enterprises (MSMEs) affected by the COVID-19 pandemic.³ [Click on this link to read a detailed analysis of the guideline.](#)
- 1.3. The Guidelines for the Operation of the ₦100 Billion Credit Support for the Healthcare sector was issued by the CBN on 25 March 2020.⁴ [Click on this link to read a detailed analysis of the guideline.](#)
- 1.4. Furthermore, the CBN on 30 March 2020 issued a circular⁵ to all DMBs and Nigerian Interbank Settlement System (**NIBSS**) on the temporary suspension of cheque clearing system in the Nigerian clearing system. Upon the announcement of a lockdown in the FCT and two states by the Federal Government, the CBN informs the DMBs and NIBSS of the suspension of the clearing of cheques instruments starting from 31 March 2020. However, settlement activities for electronic instruments will continue to hold during the suspension.

2. SECURITIES AND EXCHANGE COMMISSION (SEC)

- 2.1. The SEC on the 24th day of March 2020, released its circular to Capital Market Stakeholders on Covid 19.⁶ Below are the highlights of the circular:

(a). Electronic filing of application

Filing of all applications, for the time being, should be made electronically to the following dedicated email addresses:

Registration of funds and other relevant filings cis@sec.gov.ng

Registration of securities, Public Offers, Mergers & Acquisition, Debt Issuances, etc offerapplications@sec.gov.ng

Fresh applications for registration of Capital Market Operators are suspended until further notice. However, pending applications and requests by CMOs for update of information would be processed via registration@sec.gov.ng

(b). Filing of returns

³ <https://www.cbn.gov.ng/Out/2020/FPRD/N50%20Billion%20Combined.pdf>

⁴ <https://www.cbn.gov.ng/Out/2020/FPRD/healthcareintervention.pdf>

⁵ <https://www.cbn.gov.ng/Out/2020/CCD/checkclrnuspension.pdf>

⁶ <https://sec.gov.ng/circular-to-capital-market-stakeholders-on-covid-19/>

All returns shall be filed electronically at the following dedicated email addresses:

Public Companies	quotedcoyreturns@sec.gov.ng
Capital Market Operators	brokers@sec.gov.ng , portfoliomanager@sec.gov.ng , issuinghouse@sec.gov.ng , investmentadvisers@sec.gov.ng , ratingagency@sec.gov.ng , marketmakers@sec.gov.ng , registrars@sec.gov.ng , trustees@sec.gov.ng
5% and above shareholding	offerapplications@sec.gov.ng
AML/CFT	amlcftreturns@sec.gov.ng

The Commission has approved a 60-day extension, in the first instance for public companies and capital market operators to file their 2019 annual reports and Q1 2020 reports.

(c). Meeting

All public companies are advised to take appropriate measures as recommended by the Federal and State Governments as well as the Nigerian Centre for Disease Control to ensure safety of shareholders and participants of their AGMS and EGMs.

It also indefinitely postponed its first Capital Market Committee Meeting for the year 2020, which was previously scheduled to hold on 23 April 2020, along with all its other meetings. Since we are seeing more adoption of virtual meetings in public spaces, it may just be a matter of time before the SEC adopts this approach too.

- 2.2. On 31 March 2020, the SEC issued another guideline to all regulated entities and all the market.⁷ The highlight of the guideline is as set below:

(a). Issuers

All public companies are required to continue to make material disclosures to investors on the impact of COVID-19 Pandemic on their business operations. All public companies are required to continue to make material disclosures to investors on the impact of COVID-19 Pandemic on their business operations.

Debt Issuers are also expected to continue to engage Trustees to ensure that relevant disclosures are provided. Trustees are required to provide updates to the Commission accordingly.

For further guidance, all Issuers and Trustees may contact the Commission through the following email addresses:

⁷ <https://sec.gov.ng/circular-to-all-regulated-entities-and-the-market/>

Public
Companies quotedcoyreturns@sec.gov.ng

Debt Issuers offerapplications@sec.gov.ng dhpostoffer@sec.gov.ng

(b). Capital Market Operators

All CMOs are required to continue to monitor the real and potential risks COVID-19 may have on their business operations and the discharge of services to investors and clients. For further guidance, the Commission may be contacted through the dedicated email addresses for filing CMOs returns.

The SEC also confirmed its staff will be working remotely and all its electronic channels are open to provide support to capital market stakeholders due to the cessation of movement in Lagos, Ogun and the Federal Capital Territory.

3. FEDERAL INLAND REVENUE SERVICE (FIRS)

3.1. The Chairman of the FIRS issued an announcement on 23 March 2020⁸, on the agency's response to the COVID-19 pandemic. The business continuity plan includes:

- (a). The FIRS urge taxpayers to utilise the e-platforms for filing of tax returns, payment of taxes and application for Tax Clearance Certificates.
- (b). Taxpayers are at liberty to engage with the FIRS, via electronic mail (e-mail), in line with the Finance Act, 2020. Taxpayers can also contact us on the FIRS Contact Centre on 0909 74444444 or 0909 71111111
- (c). Taxpayers who must visit the physical office are assured of adequate safety measures.
- (d). The FIRS is extending the timeline for filing of value added tax and withholding tax to the last working day of the month, following the month of deduction.
- (e). The due date for filing Companies Income Tax returns is hereby extended by one month.
- (f). Taxpayers already registered on e-filing platform are at liberty to submit all returns via efiling.firs.gov.ng, alternatively submit their returns to other sector specific or location specific addresses provided in the circular.
- (g). Taxpayers who wish to file their returns with the FIRS without an audited account can file same, provided that the relevant audited accounts are submitted unconditionally within two months after the revised due date of filing.
- (h). The FIRS also intend to publish on its website, information requests for desk reviews and tax audits, and create a portal where such information can be uploaded to our database for online access review.

4. NIGERIA STOCK EXCHANGE (NSE)

⁸ <https://www.firs.gov.ng/PressRelease/COVID19ECFIRS>

- 4.1. The NSE also issued a circular in response to the pandemic on 24 March 2020⁹, it activated a thirty (30)-day remote working plan for its employees, excluding essential staff and put in place below measures:
- (a). The NSE has also temporarily suspended all physical meetings within its premises, encouraging virtual meetings in its place
 - (b). Dealing members are, therefore, encouraged to continue to trade remotely via our electronic platforms such as FIX protocol and XNET, and reach out to their Compliance Officer if any support is required.
 - (c). Issuers who have any business to conduct with The Exchange can reach out to their Relationship Manager for guidance.
 - (d). Issuers are to submit all regulatory filings via Issuers' Portal (X-Issuer)
 - (e). The Exchange has further engaged with the Federal Government on issues of Annual General Meetings, maturing financial instruments, financial reporting, to mention a few and appropriate updates will be provided in due course.
 - (f). All physical meetings within and outside the Exchange's office premises have been suspended until further notice.

5. CORPORATE AFFAIRS COMMISSION

- 5.1. **Annual General Meetings-** The CAC issued a Notice on 26 March 2020¹⁰, in response to the restrictions resulting from COVID-19 encouraging public companies to take advantage of the provisions of section 230 of the Companies and Allied Matters Act, C20 LFN 2004 (CAMA) to hold their annual general meetings using proxies. It issued guidelines for this process, which provides that:

- (a). The CAC's approval must be obtained before such meeting by proxy is held;
- (b). The CAC's representative must be present to observe such meeting;
- (c). The meeting shall only discuss the ordinary business of the annual general meeting as provided under section 214 of CAMA;
- (d). Notice of the meeting and proxy forms should be sent to all members of the company at the company's expense and evidence of postage or delivery must be made available to the CAC;
- (e). Members shall be advised in the notice that in view of the pandemic, attendance shall be by proxy and name of proxies provided for members to select from. Proxies need not be members of the company; and
- (f). The company shall be guided by its Article or CAMA as regard to quorum in determining quorum, each duly completed form shall be counted as one.

- 5.2. Due to COVID-19 lockdown, Companies can send their application to the Registrar-General by email agabubakar@cac.gov.ng and rg@cac.gov.ng

⁹ www.nse.com.ng/mediacenter/news_and_events/Pages/covid-19-our-response.aspx

¹⁰ <https://www.cac.gov.ng/3956-2/>

6. THE FEDERAL COMPETITION & CONSUMER PROTECTION COMMISSION (FCCPC)

- 6.1. The FCCPC issued a circular on its website on 28 March 2020¹¹ that it is complying with the Federal Government directive on the lockdown and it will prioritise Covid-19 related complaints/issues and will continue surveillance to prevent unconscionable, unjust, unreasonable, exploitative, predatory or unscrupulous conduct by businesses. Hotline for all such reports is 07086159973.
- 6.2. With respect to merger review, the Commission will accept time sensitive and urgent notifications for review. A process for remote filing and guidance for an Ad Hoc arrangement for such notifications is being developed and will communicate the same in due course.

7. NIGERIAN IMMIGRATION SERVICE (NIS)

- 7.1. The NIS in reaction to the Covid-19 outbreak announced the temporary suspension of processing of passport and migrant e-registration between 23 March and 23 April 2020.¹² It is uncertain whether this measure will be extended.

8. NATIONAL INFORMATION TECHNOLOGY DEVELOPMENT AGENCY(NITDA)

- 8.1. The NITDA has extended the deadline for submission of the 2019 Mandatory Report from 15 March 2020 to 15 May 2020.
- 8.2. The Director-General, National Information Technology Development Agency (NITDA), Mallam Kashifu Inuwa Abdullahi, CCIE, in line with the Agency's mandate of developing and regulating Information Technology (IT) for sustainable national development on 1April 2020, inaugurated a 10-Member Advisory Committee to advise Government on measures to be taken to cushion the impact of the COVID-19 pandemic on start-ups, small and medium businesses as well as the Technology Ecosystem in general.¹³

9. THE NIGERIAN MARITIME ADMINISTRATION AND SAFETY AGENCY (NIMASA)

- 9.1. The NIMASA issued a notice to all Ship Owners, Ship Operators, Masters of Ship, Ship Agents, Shipping Companies and Maritime Stakeholders to enable all actors follow advice provided by United Nations agencies including the World Health Organization (WHO), the International Maritime Organization (IMO) and the International Labour Organization (ILO), as well as the Nigeria Center for Disease Control (NCDC). The guidelines are mostly safety measures to ensure the safety of crew and guest and

¹¹ <http://fccpc.gov.ng/news-events/releases/2020/03/28/limited-operations-and-prioritization-during-covid-19-emergency-and-response/>

¹² <https://immigration.gov.ng/nis-temporary-suspension-of-passport-processing-and-migrant-e-registration-services/>

¹³ <https://nitda.gov.ng/press-release-cushioning-the-impact-of-covid-19-on-the-technology-innovation-ecosystem-dg-nitda-inaugurates-advisory-committee/>

- prevent the spread of the Covid-19 virus.
- 9.2. The International Chamber of Shipping (ICS), which Nigeria is an Associate member had on 3 March 2020, published a guidance document known as “Coronavirus (COVID-19) Guidance for Ship Operators for the Protection of the Health of Seafarers” (**the Guidance**), for ship operators. [Detailed analysis of the ICS Guideline can be found here.](#)
- 10. DEPARTMENT OF PETROLUUM RESOURCES (DPR)**
- 10.1. The DPR on 20 March 2020 issued its public notice on management of covid 19 outbreak. The DPR announced that it was limiting official meetings and engagements, restriction on travels & tours, promoting social distancing, enhanced screening as well as good personal hygiene and advised companies to adopt similar measures. Persons who wish to contact the DPR may transmit their correspondences to the Department through the e-mail address: dpr@dpr.gov.ng
- 11. THE NATIONAL AGENCY FOR FOOD AND DRUG ADMINISTRATION AND CONTROL (NAFDAC)**
- 11.1. The NAFDAC on 23 March 2013 issued the NAFDAC Cautionary Regulatory Controls to the effect that:
- (a). Expedited/emergency approvals will be granted to products necessary and critical to in response to the pandemic.
 - (b). There will be limited Good Manufacturing Practice (GMP) inspections for local facilities.
 - (c). The conduct of GMP of foreign facilities will not be undertaken due to the pandemic and the current travel restriction on international travels for public officers.
 - (d). Applications for registration of products deemed to have urgent public health impact will be processed and given conditional and limited approvals.
 - (e). All regulatory processes will continue, and the Agency remains operational with restricted access in place and a request that stakeholders engage relevant directorates via email and other electronic platforms.

Conclusion

The measures, notices and guidelines issued by the various agencies are targeted at business continuity and providing palliative measures for businesses and persons most affected by the pandemic.

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