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Kenya's Public Benefits Organizations Regulations 2026

KEY CHANGES FOR THE NON-PROFIT SECTOR

KENYA'S PUBLIC BENEFIT ORGANIZATION REGULATIONS 2026

Introduction

The Public Benefits Organizations Act, 2013 (the Act) replaced the Non-Governmental Organizations Co-ordination Act, 1990 to modernize Kenya's regulatory framework for charitable and public benefit entities.

On 18 March 2026, the Cabinet Secretary for Interior and National Administration gazetted the Public Benefit Organizations Regulations, 2026 (the Regulations) under the Act. The Regulations operationalize the Act, repeal the NGO Co-ordination Regulations, 1992, and provide a comprehensive framework for the registration, compliance obligations and oversight of public benefit organizations (PBOs).

Key Highlights of the Regulations

Pre-requisites and the Registration Process

Registration begins with a mandatory name search. Applicants must propose at least two names to the Public Benefit Organizations Regulatory Authority (the Authority), with an approved name reserved for sixty days, which period can be extended. The Authority may refuse a name that is too similar to an existing PBO, offensive, or likely to suggest association with a government entity.

The registration application must be accompanied by the constitution, proof of name reservation, board resolution minutes and director particulars. At least one-third of directors must be Kenyan nationals' resident in Kenya. The Authority must determine the application within sixty days, issuing a certificate of registration or giving reasons for refusal.

Bestowment of Public Benefit Organization Status

Entities already incorporated under other Kenyan laws may apply for bestowment of PBO status without re-registering, provided they are in good standing with their current regulator, have been engaged in recognized public benefit activities for at least three years, and have a compliant governing body.

International Public Benefit Organizations (IPBO)

International organizations that directly implement programmes, raise funds, or engage with beneficiaries in Kenya must register as an IPBO. Eligibility requires incorporation in the country of origin, good standing with the relevant registering authority, and at least three years' operation in the country of registration. Organizations operating only through local partners and not directly implementing activities in Kenya may instead apply for an exemption permit, though regulatory oversight still applies.

Cancellation, Suspension and Restoration of Registration

The Authority may suspend or cancel a PBO's registration for non-compliance with the Act, with at least thirty days' prior notice required. Suspended PBOs face significant operational restrictions, including on financial transactions and new investments. Registration may be restored where the cancellation was erroneous or the underlying breach has been remedied.

Obligations and Material Changes

Registered PBOs must maintain up-to-date records of audited accounts, financial statements, assets and activities, and submit annual reports to the Authority. Material changes — including changes to governance structures, constitutive documents, addresses and banking arrangements — must be notified within prescribed timelines and, in some cases, require prior approval. Changes of name are also subject to notification, approval and publication requirements.

Dissolution and Deregistration

A PBO may voluntarily dissolve by board resolution, notifying the Authority within fourteen days. The Authority may also deregister a PBO that fails to comply with the Act, ceases public benefit activities for three years, engages in economic crimes, or contravenes other laws — in each case after notice and an opportunity to remedy. PBO assets must at all times be held and used solely for public benefit purposes, including upon dissolution. The Regulations also expressly permit PBOs to engage in lawful economic activities, provided proceeds are applied exclusively toward their public benefit objectives.

Recommended Actions

Organizations operating in Kenya's non-profit sector should begin by conducting a comprehensive legal and governance audit. Constitutions and governance documents should

be reviewed for compliance with the Act and Regulations, and board composition assessed against localization requirements. Funding arrangements, grant disbursements and operational structures also warrant review. Going forward, organizations should implement enhanced record-keeping and reporting systems and establish internal compliance monitoring procedures. Legal advisers should be engaged to support transition planning and regulatory engagement.

Early compliance preparation will be critical in mitigating operational disruption and regulatory risk.

Conclusion

The Regulations introduce clearer procedures, enhanced oversight and structured compliance obligations for Kenya's PBO sector. Their effectiveness will depend on the Authority's implementation capacity and the sector's responsiveness. Early action is strongly recommended.

ABOUT KN

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