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TMI 総合法律事務所

本メモは、TMI 総合法律事務所が、在ザンビア日本国大使館から委託を受けた日本企業支援事業の一環として、2025 年 12 月 26 日付け Government Gazette で公表された Bank of Zambia Currency Directives, 2025 及び関連資料の概要をまとめたものです。本メモは、参考情報の提供を目的としており、法的助言となるものではありません。在ザンビア日本国大使館及び TMI 総合法律事務所は、本メモの記載内容に関して生じたいかなる損害についても一切の責任を負いません。

1. Bank of Zambia Currency Directives, 2025 の背景と位置づけ

ザンビア中央銀行 (Bank of Zambia) は、2024 年に通貨規制を強化する方針を打ち出し、農業、製造業、観光業等の利害関係者との間で協議を開始した。

かかる協議を経て、2025 年 12 月、ザンビア中央銀行は、Bank of Zambia Act, 2022 に基づいて Bank of Zambia Currency Directives, 2025 (以下「通貨指令」という。)を制定した。

通貨指令に関しては、2025 年 12 月 26 日付けで、ザンビア中央銀行から、その背景・目的等を記載した Public Notice が公表されている。また、通貨指令についての補足説明をまとめた Explanatory Notes も公表されている。

2. 国内通貨決済の原則と例外

通貨指令は、ザンビア国内で行われる取引について、国内通貨による決済を原則とすることを定めている。すなわち、ザンビア国内で行われる取引については、原則としてザンビアの法定通貨であるクワチャおよびングウィによって支払および受領を行う必要がある (通貨指令 4 条 1 項)。

ここでいう「国内取引」とは、ザンビア国内で発生し、かつザンビアに居住する者に対する支払いを伴う私的または公的な取引を指す (同 2 条)。これに該当する取引については、契約書上の表示通貨にかかわらず、実際の決済は国内通貨で行うことが原則とされている。

もっとも、通貨指令はすべての取引について国内通貨による決済を一律に求めるものではなく、外貨による決済が不可避または合理的と認められる一定の取引については、例外として外貨決済を認めている (同 4 条 1 項、Schedule of Exemptions (以下「別紙」という。))。

3. 外貨建て契約と為替換算

国内取引において、契約自体が米ドル等の外貨建てで締結されている場合であっても、決済はクワチャで行う必要がある（通貨指令4条2項）。

外貨建ての契約金額をクワチャに換算する際には、原則として市場為替レート（market exchange rate）を用いることとされている。

もつとも、当事者間において、どの市場為替レートを適用するかについて合意に至らない場合には、ザンビア中央銀行が公表するクワチャ／米ドルの仲値（mid exchange rate）を用いることとされている（同4条2項）。

4. 政府が関与する取引に関する特則

通貨指令は、ザンビア政府または政府機関が当事者となる国内取引について、より厳格な通貨規律を定めている。

すなわち、当該国内取引においては、原則として、外貨による見積り、請求、支払い、受領等は認められず、クワチャによることが義務付けられる（通貨指令5条）。ただし、当該取引が別紙に該当する場合には、この限りではない（同条、別紙）。

5. 免除規定の内容と適用範囲

通貨指令において外貨決済が認められるのは、別紙に掲げられた取引に限られる（通貨指令4条1項）。

免除は、特定の事業者や業種全体に一律に付与されるものではなく、個々の取引の内容および性質に基づいて判断される。そのため、同一の事業分野に属する取引であっても、取引内容によっては国内通貨決済が求められる場合と、例外として外貨決済が認められる場合とが併存し得る。

免除の対象となる主な取引類型として、以下のようなものがある。

第一に、金融分野においては、ザンビア中央銀行が規制する外貨建ての金融商品、Securities and Exchange Commission が規制する外貨建ての債券、Pension and Insurance Authority が規制する外貨建て保険契約に係る、配当、元本及び利息の支払い等が免除の対象となる（別紙3条(a)）。

第二に、鉱業分野では、ザンビア歳入庁への外貨での税金の支払い、取引の一当事者が、かかる外貨での税金の支払いを行う場合における、設備利用サービス、鉱物又は加工鉱物の売買、高度に専門的な鉱業設備や部品の供給、鉱業に付随する技術サービス等が免除の対象となる（同1条、同3条(b)）。

第三に、観光分野においては、登録された観光事業者への非居住者による支払いが免除対象とされている（同3条(c)）。

このほか、外貨建ての道路通行料等の政府機関向け支払い（同2条）、電力分野における一定の取引（同3条(d)）、外国政府及び国際機関による取引（同3.0(e)）、輸出入取引（同3条(f)）、外貨建てトレードクレジットにより供給された農業投入財に係る農家による支払（同3条(h)）等が免除として規定されている。

6. 違反時の法的効果

通貨指令に違反した場合、刑事罰および行政罰の対象となる。

具体的には、違反者は、2,500単位以下の罰金、または2年以下の拘禁刑、もしくはその両方が科される可能性がある（通貨指令6条1項）。また、法人等が違反行為を行った場合には、当該違反を知らず知らずのうちに是認した取締役や管理職等の個人が、一定の場合に責任を問われ得る（同第6条2項）。

ザンビア中央銀行は、刑事責任とは別に、100万単位以下の行政上のペナルティを課す権限を有する（同第6条3項）。

7. おわりに

通貨指令は、ザンビア国内で行われる取引について、クワチャによる決済を原則とする一方、鉱業、金融、輸出入等、外貨による取引が不可避とされる一定の取引については、別紙に基づき例外的に外貨決済を認めている。

したがって、実務上は、①当該取引が国内取引に該当するか、②別紙に掲げる取引に該当するかを確認することが重要であり、国内取引であって免除に該当しない場合には、契約上の表示通貨にかかわらず、決済は国内通貨で行う必要がある。

以上



PUBLIC NOTICE

THE BANK OF ZAMBIA CURRENCY DIRECTIVES, 2025

The Bank of Zambia has issued the Currency Directives, 2025 that take effect on December 26, 2025. This has been done in exercise of the powers contained in Sections 18 and 73 of the Bank of Zambia Act, 2022.

Members of the Public may wish to note that in February 2024, the Bank of Zambia (the Bank) announced that it was considering taking measures to operationalise the use of the Kwacha and Ngwee for domestic transactions. Since then, the Bank, with the collaboration of the Public Private Dialogue Forum (PPDF) and other organisations, held extensive consultative meetings with different stakeholder groups from various sectors, including mining, manufacturing, tourism, agriculture, financial, and Government. The meetings were held in different parts of the country. This process enabled relevant stakeholders to not only be aware of the Directives before they came into effect, but to also deliberate and contribute to shaping the final provisions of the Directives which have now been issued.

The Directives, apart from re-enforcing the legal requirement that domestic transactions must be settled in Zambian Kwacha, in line with Section 18 of the Bank of Zambia Act, should make it easier for corporates, business entities, and individuals to comply with the law.

For purposes of the Directives, domestic transactions refer to private or public transactions that involve the payment of money to a person who resides in Zambia for a transaction that occurred in Zambia. These Directives also provide exemptions for certain carefully considered domestic transactions. Further, and for the avoidance of doubt, these Directives do not apply to international transactions.

The Directives and Explanatory Notes are available on the Bank's website at www.boz.zm and other Bank of Zambia social media platforms. Any queries may be sent to Assistant Director – Communications, on info@boz.zm

Issued by


Besnat Mwanza (Ms.)
ASSISTANT DIRECTOR – COMMUNICATIONS

December 26, 2025



EXPLANATORY NOTES ON THE BANK OF ZAMBIA CURRENCY DIRECTIVES 2025

1.0 Introduction

These explanatory notes have been prepared to clarify the clauses contained in the Bank of Zambia Currency Directives, 2025, issued on 26 December 2025. The Directives reinforce the status of the Kwacha and Ngwee as the sole legal tender in the Republic of Zambia for domestic transactions.

The Directives are issued pursuant to Sections 18 and 73 of the Bank of Zambia Act, 2022. The clauses reproduced below are drawn directly from the Directives and the corresponding explanatory notes are provided for ease of interpretation and application.

2.0 Interpretation

This section provides definitions of key terms used in the Directives for consistency and accuracy in their application. The interpretations are intended to remove ambiguity and guide on the precise meaning of expressions as they appear in the Directives.

3.0 Application

These Directives apply to persons and to the Government undertaking domestic transactions.

This section defines the scope of the Directives. It clarifies that the requirements outlined in the Directives apply to all persons and entities whether individuals, associations of persons, corporate or unincorporate bodies and to the Government when conducting domestic transactions. Certain exemptions are, however, specifically provided for in the Schedule to the Directives.

4.0 Settlement

(1) Settlement of payment for domestic transactions shall only be in domestic currency, except for transactions specified in the Schedule of Exemptions.

This section establishes that all payments for domestic transactions must be settled in domestic currency (Kwacha) except for transactions specifically listed in the Schedule of Exemptions. In other words, every domestic transaction must be paid in Kwacha unless it falls under an exemption where payment in another currency is permitted.

(2) Settlement of payment for a domestic transaction under a contract or agreement denominated in foreign currency shall be the corresponding amount of money expressed in the domestic currency converted at the market exchange rate. Where the parties do not agree on the market exchange rate to be used, the current Bank of Zambia mid-rate shall be the reference rate.

This section addresses contracts or agreements for domestic transactions that are denominated in foreign currency. It requires that payment be made in Kwacha, with the amount calculated using the market exchange rate. If the parties cannot agree on which market exchange rate to apply, the current Bank of Zambia mid-rate will serve as the reference rate.

5.0 Domestic Transactions with Government

Where the Government is a party to a domestic transaction, neither the Government nor its counterparty shall quote, pay or be paid, demand for payment or receive payment in foreign currency, except for applicable transactions specified in the Schedule of Exemptions.

This section establishes that when the Government is a party to a domestic transaction, whether as payer or payee, quoting, paying, or receiving payment in foreign currency is prohibited. All such transactions must be quoted, invoiced and settled in Kwacha. However, specific exemptions apply as outlined in the Schedule of Exemptions.

6.0 Contraventions

- (1) A person who contravenes these Directives commits an offence and is liable, upon conviction, to a fine not exceeding two thousand five hundred penalty units or to imprisonment for a period not exceeding two years or to both.**
- (2) Where a corporate body or an unincorporated body is convicted of an offence under these Directives, an individual who —**
 - (a) is a director of, or is otherwise concerned with the management of, the corporate body or unincorporated body; or**
 - (b) knowingly authorised or permitted the act or omission constituting the offence;****shall be deemed to have committed the same offence unless that individual proves to the satisfaction of the court that the act constituting the offence was done without the individual's knowledge, consent or connivance.**
- (3) The Bank may impose an administrative penalty as may be prescribed for a violation of these Directives.**

This section establishes the consequences of violating the Directives. Any individual, company or association of persons whether corporate or unincorporate that violates these Directives commits an offence and upon conviction, is liable to a monetary fine not exceeding two thousand five hundred penalty units, imprisonment for up to two years, or both.

Where the offender is a corporate or unincorporated body, directors or persons involved in its management who knowingly authorised or permitted the act or omission will be deemed to have committed the same offence, unless they can prove to the court that the act occurred without their knowledge, consent, or involvement.

In addition to criminal liability, the Bank may impose administrative penalties, as prescribed, for non-compliance with these Directives.

7.0 Commencement

These Directives are with effect from 26 December 2025.

SCHEDULE OF EXEMPTIONS

The following transactions are exempt from the requirements of these Directives:

1.0 Taxes remitted by the mining sector to the Zambia Revenue Authority through the sale of foreign currency to the Bank of Zambia at the current Bank of Zambia mid-rate or an applicable exchange rate determined by the Bank.

This exemption allows the mining sector to continue remitting taxes to the Government through the sale of foreign currency to the Bank. The transaction will be executed using the current Bank of Zambia mid-rate or any other exchange rate determined by the Bank.

2.0 Tolls due in foreign currency to Government agencies.

This exemption permits persons who currently pay tolls in foreign currency to Government agencies to continue doing so. These tolls include payments for roads, border posts, bridges, and pontoons.

3.0 The following transactions may be settled in domestic currency or any other applicable currency:

a) Payment of a sum of money in or towards the satisfaction of a foreign currency liability with a financial product issuer or service provider, including dividends, principal, and interest thereof.

This exemption covers payments made to satisfy foreign currency obligations through a financial product issuer or service provider, which include dividends, principal amounts and interest. This extends to shares, investments, foreign currency loans, debt instruments, and other financial market products. These transactions are regulated by respective financial sector authorities as follows:

i) Financial services denominated in foreign currency or structured with a foreign currency component and regulated by the Bank of Zambia under the Banking and Financial Services Act, 2017

This provision covers transactions involving financial products that are either denominated in foreign currency or structured with a foreign currency component and provided by financial service providers regulated by the Bank of Zambia. These transactions may be settled in Kwacha or any other applicable currency.

ii) Securities denominated in foreign currency or structured with a foreign currency component and regulated by the Securities and Exchange Commission under the Securities Act, 2016

This provision covers transactions involving securities that are either denominated in foreign currency or structured with a foreign currency component as defined in the Securities Act, 2016. These securities are regulated by the Securities and Exchange Commission and may be settled in Kwacha or any other applicable currency.

iii) Insurance policies denominated in foreign currency or structured with a foreign currency component and regulated by the Pension and Insurance Authority under the Insurance Act, 2021

This provision covers transactions involving insurance products that are either denominated in foreign currency or structured with a foreign currency component as provided under the Insurance Act, 2021 and regulated by the Pension and Insurance Authority. These transactions may be settled in Kwacha or any other applicable currency.

(b)(i) Mining transactions involving payment for tolling services in the mining sector provided one of the parties remits taxes to the Zambia Revenue Authority through the sale of foreign currency to the Bank of Zambia.

This exemption applies to payments for tolling services where the processor (toller) processes raw materials or semi-finished goods for a mining company and charges a fee, provided at least one party to the transaction remits taxes to the Zambia Revenue Authority through the sale of foreign currency to the Bank. In such cases, payment for tolling services may be made in foreign currency.

(b)(ii) Mining transactions involving inter and intra-company sale of minerals and processed mineral products, provided one of the parties remits taxes to the Zambia Revenue Authority through the sale of foreign currency to the Bank of Zambia.

This exemption covers domestic transactions involving the sale of minerals or processed mineral products between companies in the mining sector. These transactions may occur between companies within the same legal entity (intra-company) or between separate legal entities (inter-company). Such transactions occur when a company involved in mining sells minerals to another involved in mining or in processing or a processing company sells processed mineral products (such as copper wire) to another processing company or mining company. Where either party to this transaction remits taxes to the Zambia Revenue Authority through the sale of foreign currency to the Bank of Zambia, payment for these transactions may be made in foreign currency.

(b)(iii) Mining transactions involving payment to suppliers for highly specialised mining equipment and components

This exemption applies to transactions involving the purchase of highly specialised mining equipment which refers to machinery and tools specifically designed for various tasks involved in mining operations, such as extraction, transportation, processing, and safety management. These tools are built to withstand the harsh conditions of mining environments, which often include heavy loads, extreme temperatures, and abrasive materials. Specialised mining equipment includes articulated dump trucks, bulldozers, draglines, jaw crushers, mining drill rigs, wheel loaders, mining excavators, motor graders, wheel tractor scrapers, explosives, mining tyres for heavy duty equipment, and underground mining trucks.

Foreign currency transactions for these purchases are permitted provided that at least one party to the transaction is engaged in mining and/or processing activities and remits taxes to the Zambia Revenue Authority through the sale of foreign currency to the Bank of Zambia.

(b)(iv) Mining transactions involving engineering services incidental to mining

This exemption covers transactions involving engineering services that are incidental to mining operations. These services encompass professional, technical, and advisory work that support various activities such as exploration, drilling, blasting, and extraction. Engineers or specialised firms typically provide these services.

For instance, contracting a firm to design and oversee the blasting operations for ore extraction from a mine qualifies as an engineering service incidental to mining. Payment for such services may be made in foreign currency where they are directly related to mining activities.

(c) Payment by non-resident for tourism services offered by tourism enterprises registered under the Tourism and Hospitality Act, 2015; and

This exemption permits any person who is licensed under the Tourism and Hospitality Act to carry on any registered tourist enterprise or operate a Duty-Free Shop to receive payments in foreign currency from foreign non-resident tourists to Zambia as payment for goods and services rendered. Tour operators serve as intermediaries in the tourism industry, promoting travel packages to both domestic and international tourists. These packages are classified as inbound (exports), outbound (imports), or domestic. Inbound packages are intended for non-resident tourists visiting Zambia, outbound packages are for Zambian residents traveling abroad, and domestic packages serve residents within Zambia. For inbound packages, tour operators are allowed to pay local tourism service providers, such as hotels, lodges, transportation companies, and tour guides, in foreign currency. For outbound packages, tour operators may accept payment from customers in a

currency other than the Zambian Kwacha. However, for domestic packages, residents are required to make payments in Kwacha.

The same principle applies to the air ticketing business. Air ticketing services are similarly classified as inbound (exports), outbound (imports), or domestic. Inbound services occur when a non-resident purchases a ticket from a domestic airline. Outbound services arise when a resident purchases a ticket from a foreign airline. Domestic services involve a resident purchasing a ticket from a domestic airline. Payments for inbound and outbound services may be made in foreign currencies, whereas payments for domestic services must be made in Kwacha. Accordingly, ticket agents are permitted to accept payments in foreign currency from customers for both inbound and outbound travel services and may remit these funds in the same currency to the respective airlines.

(d) Production, transmission, distribution and trading of electricity

This exemption covers electricity producers and traders that generate or sell electricity in the market to supply power to the grid.

(e) Enclaves of foreign governments and bodies

This exemption involves embassies and consular missions of sovereign nations as well as international and regional organisations to which the Zambian Government is a signatory, such as, the United Nations, International Monetary Fund, World Bank Group, Southern Africa Development Community, Common Market for Eastern and Southern Africa. These enclaves typically operate under international conventions and may conduct certain transactions in foreign currency as part of their diplomatic and institutional functions.

(f) Exports and imports

This exemption applies to export and import transactions that constitute cross-border dealings and therefore fall outside the scope of domestic transactions. Both export and import payments may be settled in foreign currency to facilitate settlement between parties located in different jurisdictions.

(g) Exports of agricultural products and gemstones through aggregators and auctions

This exemption applies to exports of certain agricultural products, such as coffee, tobacco, beef, and avocados, conducted through registered or licensed aggregators. Aggregators consolidate commodities from multiple producers and manage the export process. These aggregators, upon receiving export proceeds in foreign currency, will be authorised to remit these proceeds to producers in the same currency, thereby, recognising the producers as the principal exporters.

It also applies to exports of agricultural products and gemstones sold through auctions on regulated exchanges. The auctioneers of these commodities will be permitted to remit foreign currency proceeds to resident sellers, provided the buyers are non-residents. All transactions must comply with the Bank of Zambia (Export Proceeds Tracking Framework) Directives and relevant reporting systems.

(h) Payment by farmers to input suppliers for seeds, fertilizers, and chemicals supplied through trade credit.

This exemption applies to farmers who receive agricultural inputs such as seeds, fertilizers, and chemicals including pesticides, fungicides, and herbicides, on credit denominated in foreign currency from agricultural suppliers. Such farmers will be permitted to settle their trade credit obligations in the same foreign currency.