



Mauritius regulatory update 2025:

Key legal and tax changes for global business



Contents

Introduction	3
1. The Finance Act 2025	4
Legal and regulatory updates	4
The Companies Act 2001	4
The Financial Services Act 2007	4
The Foundations Act 2012	5
The Limited Liability Partnerships Act 2016	5
The Limited Partnerships Act 2011	6
The National Payment Systems Act	6
The Private Pension Schemes Act 2012	7
The United Nations Sanctions Act 2019	7
Tax measures	8
Qualified Domestic Minimum Top-up Tax	8
Transfer pricing	9
Virtual asset service providers	9
80% exemption on interest income	9
Fair share contribution	9
Alternative minimum tax	10
Charitable institutions	10
VAT on specified digital or electronic services by foreign suppliers	10
VAT registration of foreign suppliers with no permanent establishment	10
Scope of zero-rated supplies	11
Reduction in time limit to raise assessments	11
Offences: interest and penalties	11
Tax amnesty schemes	11
2. Economic and Financial Measures Act 2025	12
Workers' Rights Act 2019	12

Introduction

The Finance (Miscellaneous Provisions) Act 2025 (“Finance Act 2025”), gazetted on August 9, 2025, gives effect to the measures announced in the National Budget presented by the Minister of Finance and Economic Development on June 5, 2025. The Finance Act 2025 introduces corporate and regulatory changes across a number of statutes and significant tax measures affecting the global business sector in Mauritius.

In this alert, we discuss these amendments together with the Economic and Financial Measures (Miscellaneous Provisions) Act 2025 (“Economic and Financial Measures Act 2025”), which was gazetted separately to amend the Workers’ Rights Act 2019.

These amendments apply from August 9, 2025, unless otherwise specified.



1. The Finance Act 2025

Legal and regulatory updates

The Companies Act 2001

Section 91(3A) - Disclosure of beneficial ownership

A new obligation has been introduced whereby, every company shall in a form and manner determined by the Registrar of Companies, keep a record of all actions taken to identify a beneficial owner or ultimate beneficial owner. These actions must include a written declaration from the beneficial owner or ultimate beneficial owner confirming their status. In case of any change in status, the BO or UBO should also notify the company. A company incorporated on or before August 7, 2025, must comply with the new requirements by June 30, 2026.

Section 218 - Public interest entity reporting requirements

A company categorised as public interest entity ("PIE") under the Financial Reporting Act should, within 6 months of its balance sheet date, prepare an annual report setting out additional disclosures of its affairs for the accounting period ending on that date in addition to its audited financial statements. Henceforth, PIEs, excluding Global Business Corporations (GBC) and Authorised Companies (AC), will not be able to avail of the dispensation from preparing an annual report which was previously available under section 218(2) of the Companies Act 2001.

Section 346 - Certificate of current standing

New subsection (2A) added whereby the Registrar of Companies is empowered to include any information as he or she considers appropriate in a certificate of current standing, when issuing such a certificate for a company.

The Financial Services Act 2007

Sections 23(1A), 23(4), 46, and 71(3) - Share transfer approvals and licensing requirements

- A holder of a financial services licence is no longer required to seek the approval of the FSC for an issue or transfer of shares to existing shareholders, except where there is a change in control. However, notification to the FSC is still required.
- The definition of "class of licensees" which would not require the approval of the FSC in respect of the issue or transfer of shares not having voting rights has been expanded to include the following:

Entities listed on securities exchanges:

- i. licensed by the FSC; or
 - ii. admitted as a member of, or affiliated with, the World Federation of Exchanges, or duly affiliated with other recognised international organisations, unless such issue or transfer of the type of shares results in a change in control in the licensee.
- Previously, the exempted class of licensees only included collective investment scheme, closed-end fund, and reporting issuers whose shares were listed on the Stock Exchange of Mauritius.
 - The FSC shall have power to initiate an investigation against a person who ought to have been licensed under any relevant legislation falling under its purview besides the Financial Services Act 2007;
 - The Chief Executive of the FSC is empowered to give direction to a licensee, if necessary, for the orderly administration of financial services;
 - Holders of a Global Business Licence shall inform the FSC of any change in directors within 7 days of any such filing made with the Registrar of Companies;

1. The Finance Act 2025

Legal and regulatory updates

The Foundations Act 2012

Section 36 - Disclosure of beneficial ownership

Every Foundation must, in a form and manner determined by the Registrar, keep a record of all actions taken to identify a beneficial owner or ultimate beneficial owner. These actions must include a written declaration from the beneficial owner or ultimate beneficial owner confirming their status. Any changes to this declaration must be reported to the Foundation. The written declaration must be obtained by June 30, 2026.

Section 45 - Certificate of current standing

The Registrar of Foundations will be allowed to include any information as he or she may deem appropriate in a certificate of current standing, when issuing such a certificate for a Foundation.

The Limited Liability Partnerships Act 2016

Section 25(4A) - Certificate applications

A person will be allowed to apply to the Registrar of Limited Liability Partnerships for a certificate of registration of any limited liability partnership entity, by paying the prescribed fee. However, for a limited liability partnership holding a Global Business Licence ("GBL"), only a partner, officer, management company of that entity will be allowed to apply for the certificate and other documents related to the partnership.

Section 26 - Certificate of current standing

The Registrar will be allowed to include any information as he may deem appropriate in a certificate of current standing, when issuing such a certificate for a Limited Liability Partnership. For a partnership holding a Global Business Licence, the management company is now allowed to apply for the certificate and other documents related to the partnership.

Section 41A(3B) - Beneficial ownership records

Every Limited Liability Partnership must, in a form and manner determined by the Registrar, keep a record of all actions taken to identify a beneficial owner or ultimate beneficial owner. These actions must include a written declaration from the beneficial owner or ultimate beneficial owner confirming their status. Any changes to this declaration must be reported to the Limited Liability Partnership. The written declaration must be obtained by June 30, 2026.



1. The Finance Act 2025

Legal and regulatory updates

The Limited Partnerships Act 2011

Section 21 - Certificate applications

A person will be allowed to apply to the Registrar of Limited Partnerships for a certificate of registration of any limited partnership entity, by paying the prescribed fee. For partnerships holding a GBL, only the FSC, a partner, officer, management company of that entity will be allowed to apply for the certificate and other documents related to the partnership.

Section 39 - Beneficial ownership records

Every Limited Partnership must, in a form and manner determined by the Registrar, keep a record of all actions taken to identify a beneficial owner or ultimate beneficial owner. These actions must include a written declaration from the beneficial owner or ultimate beneficial owner confirming their status. Any changes to this declaration must be reported to the Limited Partnership. The written declaration must be obtained by June 30, 2026.

Section 70A - Certificate of current standing

The Registrar will be allowed to include any information as he may deem appropriate in a certificate of current standing for a Limited Partnership, when issuing such a certificate. It has also been specified that for a limited partnership holding a Global Business Licence, only the partner, an officer, the management company of that limited partnership or the FSC can request the certificate of current standing.

The National Payment Systems Act

New definitions added to clarify “account information service”, “money remittance”, “payment account” and “payment initiation service” in order to support the licensing, supervision and regulation of payment service providers.

- **Account information service** is an online service to provide consolidated information on payment accounts held by a payment service user with either a payment service provider (“PSP”), other than the one providing the service, or with more than one PSP;
- **Money remittance** corresponds to receipt of funds from a payer by a PSP on behalf of a payee, without any payment accounts being created in the name of the payer or the payee, and for the sole purpose of transferring the corresponding amount to the payee or to another PSP acting on behalf of the payee;
- **Payment account** relates to an account held in the name of one or more payment service users which is used for the execution of payment transactions;
- **Payment initiation service** is a service to initiate a payment order at the request of a payment service user with respect to a payment account held at a PSP, other than the one initiating the payment order.

1. The Finance Act 2025

Legal and regulatory updates

The Private Pension Schemes Act 2012

Section 29B - FSC approval for sponsoring employers

An employer can sponsor a private pension scheme for the benefit of his employees. It has now been specified in the new section 29B of the act, that the approval of the FSC is required before a sponsoring employer joins an existing private pension scheme and shall pay such fees as may be applicable.

The United Nations (Financial Prohibitions, Arms Embargo and Travel Ban) Sanctions Act 2019

Section 4, 32(2), 32(3) amended to:

- Make the National Sanction Committee a body corporate;
- Make it mandatory for the Financial Crimes Commission ("FCC") to manage, through its Asset Recovery and Management Division, the funds or other assets of listed and designated parties corporate;
- Allow FCC to apply, to a Designated Judge, for an order to realise the funds or other assets of a designated party corporate; and
- Include an additional resolution issued by the United Nations Security Council relating to Haiti which falls under the purview of the UNSA.



1. The Finance Act 2025

Tax measures

Qualified Domestic Minimum Top-up Tax

Note: The computation of income and other criteria relevant to the calculation of the QDMTT, will be prescribed by regulations. Its applicability depends on the nature of income derived by the in-scope entities.

Effective: YOA commencing July 1, 2025

- Applicable to a member of a multinational enterprise ("MNE") with annual revenue of at least €750m in the consolidated financial statements of the Ultimate Parent Entity ("UPE") in at least 2 of the last 4 fiscal years.
- Applicable to covered persons which is defined as an entity located in Mauritius or its UPE is incorporated in Mauritius or is a joint venture of the member's UPE or a joint venture subsidiary in Mauritius as well as permanent establishments of a main entity.
- Excluded entities from QDMTT shall include government entities, international organisations, non-profit organisations, investment funds, pension funds, real estate investment vehicles, insurance, investment entity, and other entities as may be prescribed.
- An investment entity means:
 - an investment fund or a real estate investment vehicle;
 - an entity that is at least 95% directly owned by an investment fund or a real estate investment vehicle or through a chain of such entities that operates exclusively or most exclusively to hold assets or invest funds for the benefit of such investment entities; and
 - an entity where at least 85% of the value of the entity is owned by an investment fund or a real estate investment vehicle provided that substantially all the entity's income is excluded dividends or excluded equity gains or losses.
 - Investment funds are not defined under the legislation.
- QDMTT will apply to in-scope entities where the combined effective tax rate ("ETR") determined for all covered persons in that fiscal year is less than 15%.
- The combined ETR for purpose of calculating the top-up tax will be computed taking into consideration the combined net GloBE income/ GloBE loss and adjustments for combined adjusted covered tax and substance-based income exclusions. The GloBE rules will be as per the Inclusive Framework on BEPS by the OECD.
- The calculation of the effective tax rate of an investment entity shall be separate from other members of the in-scope MNE group.
- A special credit or relief may be granted against the QDMTT payable, subject to conditions as may be prescribed.
- Filing obligations are as follows:
 - Notification to be made to the Mauritius Revenue Authority ("MRA") by the entity located in Mauritius and forming part of an in-scope MNE group, within 6 months of the fiscal year end to identify the designated resident person in Mauritius who will be responsible for the QDMTT return.
 - Filing of the QDMTT return by the designated person and payment of any taxes due to be made with the MRA within 15 months from the end of the fiscal year.
 - Penalties and interest will apply upon failure of submission of the QDMTT return as well as any unpaid taxes.

1. The Finance Act 2025

Tax measures

Transfer pricing

Effective: August 8, 2025

- Amendment to section 75 of the Income Tax Act 1995 ("ITA") to provide that companies engaged in a transaction between connected persons are required to prepare and maintain documentation in such manner as may be prescribed.
- "Connected person" is defined as 2 or more persons controlling the business or income earning activity of the other, whether in or from Mauritius, by reason of their relationship or otherwise.
- "Transaction" is defined as any transaction or series of transactions carried out directly or indirectly, between connected persons including cross border transactions.
- It is anticipated that upcoming transfer pricing regulations should provide relevant details of in-scope companies as well as the type of documentation that has to be maintained.

Virtual asset service providers

Effective: YOA commencing July 1, 2026

- 80% exemption available on income derived by holders of a Virtual Asset Service Provider Licence issued by the Financial Services Commission ("FSC"), subject to satisfying prescribed substance conditions.
- Substance conditions are yet to be prescribed.

80% exemption on interest income

Effective: August 8, 2025

- The ITA currently provides that 80% exemption is available on interest income subject to meeting prescribed substance conditions.
- This section is being amended to provide additional guidance that the exemption only applies if the relevant activity of the company generating the interest income satisfies the conditions relating to substance requirements.

Fair share contribution

Effective: July 1, 2025, to June 30, 2028

- Excluded person: Global business entities, exempt bodies and companies with tax holidays
- Global business entity is defined as follows:
 - Holder of a GBL with the FSC
 - A non-resident société holding a GBL
 - A PCC holding a GBL
 - A foundation
 - A trust or trustee of a unit trust scheme
 - An Authorised Company ("AC")
- In-scope entities (except for excluded persons): companies having a chargeable income exceeding Rs24m and making a supply of more than Rs24m in an accounting year or are required to be registered for VAT.
- Applicable fair share contribution rate as follows (in addition to normal tax payable):
 - 5% if a company is subject to tax at standard rate of 15% (such as domestic companies)
 - 2% if a company is subject to tax at corporate tax rate of 3% (such as companies engaged in exports of goods)
- Fair share contribution cannot be offset against any unutilised tax credits
- Payable in quarterly VAT returns

1. The Finance Act 2025

Tax measures

Alternative minimum tax

Effective: YOA commencing July 1, 2026

- AMT applicable to companies operating in specified sectors such as hotels, insurance companies, companies acting as financial intermediaries, companies engaged in real estate activities, and telecommunication companies.
- Global business entities as defined above are excluded from AMT.
- AMT calculated at 10% of adjusted book profits and deemed to be tax payable for in-scope entities if their normal tax payable is the AMT.
- AMT cannot be offset against any unutilised tax credits.

Charitable institutions

Effective: August 8, 2025

- The MRA may revoke the charitable status of an institution where it no longer meets the objects of a charitable institution, or its approval was obtained by fraud or misrepresentation.
- The revocation of the charitable status by the MRA means that charitable institution will no longer be exempt from income tax.
- The charitable institution may, within 21 days of the notice, make representations for appeal.

VAT on specified digital or electronic services by foreign suppliers

Effective: January 1, 2026

- Provision of digital or electronic services by foreign suppliers will be subject to VAT.
- Digital or electronic services would include supply of software, images, text, website, online magazines, advertising, music, web hosting, and others.

VAT registration of foreign suppliers with no permanent establishment

Effective: January 1, 2026

- A foreign supplier with no permanent establishment in Mauritius, engaged in the provision of digital or electronic services (as mentioned above) in Mauritius, will be required to compulsorily register for VAT in Mauritius irrespective of the turnover threshold.
- The services are deemed to be provided in Mauritius if any 2 of the following conditions are met:
 - billing address of the recipient of the service;
 - location of bank from which payment is made;
 - internet protocol or geolocation of device used by recipient of service;
 - international country code provided by the person to whom supply is made in his contact details; or
 - any other relevant commercial information
- The foreign supplier is required to appoint a tax representative in Mauritius once the turnover threshold is met.
- The tax representative is responsible for VAT compliance obligations electronically such as filing of returns and payment of taxes to the MRA.
- The foreign supplier is not required to issue a proper VAT invoice.
- The foreign supplier is not eligible to claim any input VAT suffered, if any.
- If services are provided to a VAT registered person, the foreign supplier is not required to register for VAT as reverse charge mechanism should already be applied on such supplies.

1. The Finance Act 2025

Tax measures

Scope of zero-rated supplies

Effective: August 8, 2025

Supply of services to non-residents will be considered as zero rated supplies only where the services are consumed outside Mauritius.

Reduction in time limit to raise assessments

Effective: August 8, 2025

Time limit for the MRA to raise an assessment has been reduced from 3 years to 2 years preceding the current year of assessment.

Offences: interest and penalties

Effective: July 1, 2025

- 50% reduction in interest and penalties on late payment of tax, losses over-claimed, and erroneous refunds.
- Maximum penalties and interest are limited to 100% of tax liability.

Tax amnesty schemes

Effective: July 1, 2025

Introduction of the following schemes with a 100% waiver of penalties and interest:

Tax Dispute Settlement Scheme ("TDSS")

- Applicable to cases under litigation as of June 5, 2025, until March 31, 2026
- 100% waiver of penalties and interest for taxpayers withdrawing their litigation cases from the Assessment Review Committee ("ARC"), Supreme Court ("SC") or Privy Council.
- Registration by December 31, 2025, and payment of pure tax by March 31, 2026.

Tax Arrears Settlement Scheme ("TASS")

- Applicable to taxpayers who have tax arrears as of June 30, 2025
- Registration by December 1, 2025, and payment of pure tax by March 31, 2026

Voluntary Disclosure Settlement Scheme ("VDSS")

- Applicable to taxpayers who have under-declared or undeclared income
- Registration by December 1, 2025, and payment of pure tax by March 31, 2026



2. Economic and Financial Measures Act 2025

Workers' Rights Act 2019

Section 47A

Leave entitlements expanded to allow workers to care for a spouse with health issues, in addition to their parents and grandparents. This amendment is effective August 8, 2025.





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