



CIRCULAR Number 26-1 January 16, 2026

REVISED MINIMUM CAPITAL (MC) FOR REGULATED CAPITAL MARKET ENTITIES

1. INTRODUCTION

The Securities and Exchange Commission ("the Commission"), pursuant to its statutory mandate under the Investments and Securities Act, 2025, to regulate and develop the Nigerian capital market, hereby issues this Circular on the revision of Minimum Capital (MC) applicable to all categories of regulated capital market entities.

This review is informed by the need to strengthen market resilience, enhance investor protection, align capital adequacy with the evolving risk profile of market activities, and ensure that regulated entities possess sufficient financial capacity to discharge their obligations in a sustainable manner.

2. OBJECTIVES

The revised MC framework seeks to:

- Enhance the financial soundness and operational resilience of market operators;
- Align capital requirements with the scope, complexity, and risk exposure of regulated activities;
- Promote market stability and systemic risk mitigation; and
- Support innovation and orderly development of new market segments, including digital assets and commodities markets.

3. SCOPE OF APPLICATION

This Circular applies to all entities regulated by the Commission, including but not limited to:

- Core and non-core capital market operators;
- Market infrastructure institutions;
- Capital market consultants;
- Financial technology (FinTech) operators;
- Virtual Asset Service Providers (VASPs); and
- Commodity market intermediaries.

4. REVISED MINIMUM CAPITAL

The revised Minimum Capital for regulated entities are set out below. All capital figures are stated in Nigerian Naira (₦).

Regulated Entities	2015 MC (₦)	Revised MC (₦)
A) CORE REGULATED FUNCTIONS:		
Brokerage Services:		
Broker (client execution only)	200.00 million	600 million
Dealer (proprietary trading only)	100.00 million	1.00 billion
Broker-Dealer · client execution, proprietary trading, margin/securities lending and advisory services.	300.00 million	2.00 billion
Sub-Broker (Digital)	10.00 million	100.00 million
Sub-Broker (Corporate)	10.00 million	50.00 million



Sub-Broker (Individual)	2.00 million	10.00 million
Inter-Dealer Broker	50.00 million	2.00 billion
Fund/Portfolio Management Services:		
Tier 1 –Portfolio Managers (Full Scope) <ul style="list-style-type: none"> • Management of Collective Investment Schemes (CIS) and Alternative Investment Funds (Private Equity, Venture Capital, Infrastructure Funds etc.) above ₦20.00 billion Net Asset Value (NAV). • Discretionary and Non-Discretionary Private Portfolio Management Services above ₦20.00 billion Assets under Management (AuM). • Exposure to foreign instruments up to 40% of the NAV. Note - Any Fund and Portfolio Manager with NAV/AuM of more than ₦100.00 billion should have a minimum of 10% of the NAV/AuM as capital.	150.00 million	5.00 billion
Tier 2 –Fund/Portfolio Managers (Limited Scope) <ul style="list-style-type: none"> • Management of CIS with limited pooled fund creation of not more than 10 times the required capital (₦20.00 billion) on Net Asset Value (NAV). • Discretionary and Non-Discretionary Private Portfolio Management Services of not more than ₦20.00 billion. • Exposure to foreign instruments of not more than 20% of the NAV. 	150.00 million	2.00 billion
Tier 3 – Alternative Investment Fund Managers:		
Private Equity Fund Manager	150.00 million	500.00 million
Venture Capital Fund Manager	20.00 million	200.00 million



Regulated Entities	2015 MC (₦)	Revised MC (₦)
B) NON-CORE REGULATED FUNCTIONS:		
Issuing House:		
Tier 1 – Issuing House <ul style="list-style-type: none"> • Non-Interest Finance services • Advisory & Arrangement services • No underwriting 	200.00 million	2.00 billion
Tier 2 –Issuing House with Underwriting <ul style="list-style-type: none"> • Offers a 'one-stop-shop' for issuers. • Provide underwriting services. • Renders advisory and product development services. 	200.00 million	7.00 billion
Rating Agency	150.00 million	500 million
Registrar	150.00 million	2.5 billion
Trustees	300.00 million	2.00 billion
Underwriters	200.00 million	5.00 billion
Investment Adviser (Corporate)	5.00 million	50.00 million
Investment Adviser (Individual)	2.00 million	10.00 million
C) Market Infrastructure:		
Central Counter Party (CCP)	5.00 billion	10.00 billion
Clearing and Settlement Company (CSC)	200.00 million	5.00 billion
Composite Securities Exchange <ul style="list-style-type: none"> • Trading and Listing of all types securities. 	500.00 million	10.00 billion
Non-Composite Securities Exchange <ul style="list-style-type: none"> • Focus on a single type of security, commodity or financial product. 	500.00 million	5.00 billion
Trade Repository	100.00 million	150.00 million
D) Consultants:		
Capital Market Consultant (Corporate)	5.00 million	25.00 million
Capital Market Consultant (Individual)	0.5 million	2.00 million
Capital Market Consultant (Partnership)	2.00 million	10.00 million
E) Fintechs:		
Robo Adviser	10.00 million	100.00 million
Crowd Funding Intermediary	100.00 million	200.00 million



Regulated Entities	2015 MCR (₦)	Revised MCR (₦)
F) Virtual Asset Service Providers:		
Ancillary Virtual Assets Service Providers (AVASPs)	N/A	300.00 million
Digital Assets Offering Platform (DAOP)	500.00 million	1.00 billion
Digital Assets Intermediary (DAI)	N/A	500.00 million
Digital Assets Platform Operator (DAPO) (including Token issuers)	N/A	500.00 million
Real-world Assets Tokenization and Offering Platform (RATOP)	N/A	1.00 billion
Digital Assets Exchange (DAX)	500.00 million	2.00 billion
Digital Assets Custodian	500.00 million	2.00 billion
G) Commodity Market Intermediaries:		
Collateral Management Company (CMC):		
Tier 1 – Local/ Regional Operations	50.00 million	200.00 million
Tier 2 - National/International reach	50.00 million	500.00 million
Commodities Broker/Dealer	10.00 million	50.00 million
Commodities Broker	7.00 million	30.00 million
Commodities Dealer	3.00 million	20.00 million
Warehousing Operators	50.00 million	500.00 million
H) OTHER ENTITIES		
Custodian of Securities (Bank)	200.00 million	As prescribed by the CBN
Non-Bank Custodian	-	50.00 billion + 0.1% of AUC
Dealing Member Banks	200.00 million	As prescribed by the CBN
Nominee Company	0.001 million	5 million
Receiving Banker (Banker to an Issue)	200.00 million	N/A

5. TIMELINE FOR COMPLIANCE

All affected entities are required to comply with the revised Minimum Capital Requirements on or before 30 June 2027. Entities that fail to meet the prescribed requirements within the stipulated timeline shall be subject to appropriate regulatory sanctions, including suspension or withdrawal of registration, as may be determined by the Commission.

6. TRANSITIONAL ARRANGEMENTS AND GUIDANCE

The Commission may, upon application and on a case-by-case basis, consider transitional arrangements where justified. Detailed guidance on compliance modalities and capital verification processes shall be issued separately.

7. EFFECTIVE DATE

This Circular takes effect from the date of publication.

BY ORDER OF THE COMMISSION

Securities and Exchange Commission
Abuja, Nigeria