

OUTLIERS PROFESSIONALS LTD

NIGERIA REGULATORY COMPLIANCE CALENDAR & BUSINESS COMPLIANCE HANDBOOK

2026 / 2027 EDITION | ENHANCED FLAGSHIP
PUBLICATION

Your Strategic Guide to Regulatory Excellence in Nigeria

Covering NRS | CAC | FRC | SEC | PenCom | ITF | NSITF | NDPC | State Revenue Services

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Lagos: Block 113, Plot 27, Oladimeji Alo Street, Off Freedom Way, Lekki, Lagos

Abuja: TF-C7, Mall of Dubai, Gimbiya Street, Area 11, Garki, Abuja

www.outlierspro.com | info@outlierspro.com | 08051976005 | 09060004879

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SECTION 1 | EXECUTIVE SUMMARY

Nigeria's regulatory environment has entered a period of structural transformation. The establishment of the Nigeria Revenue Service (NRS) as successor to the Federal Inland Revenue Service (FIRS), the enactment of the Nigeria Data Protection Act 2023, the ongoing implementation of the Companies and Allied Matters Act (CAMA) 2020, and the tightening of pension enforcement by the National Pension Commission (PenCom) collectively signal a decisive shift: regulators are better resourced, more coordinated, and more technologically enabled than at any prior period in Nigeria's regulatory history.

This handbook has been developed by Outliers Professionals Ltd as a definitive compliance reference publication for the 2026/2027 fiscal period. It is structured not merely as a calendar of filing dates but as a strategic compliance management resource — equipping boards, C-suite executives, compliance officers, company secretaries, tax managers, and finance directors with the knowledge, frameworks, tools, and guidance required to build and sustain regulatory excellence.

The Compliance Imperative

The cost of non-compliance in Nigeria is no longer simply a matter of financial penalties. As enforcement matures, the consequences extend to reputational damage, director personal liability, disqualification from government procurement, and — in the most serious cases — the loss of the organisation's legal capacity to operate. For organisations with significant public sector revenue streams, a single compliance failure can result in commercial exclusion that dwarfs the cost of the underlying penalty.

The imperative is clear: compliance is not a back-office administrative function. It is a strategic governance discipline that must be governed at board level, resourced appropriately, and reported on with the same rigour applied to financial performance.

Key Compliance Priorities for 2026/2027

- Full operational transition to the Nigeria Revenue Service (NRS) framework — updated filing portals, TaxProMax system enhancements, and new digital audit tools
- Enhanced enforcement of the Nigeria Data Protection Act 2023 — mandatory Data Protection Compliance Programmes (DPCPs), DPO appointments, and NDPC audit activity
- Continued CAC enforcement following CAMA 2020 — automated strike-off, director liability provisions, and updated filing requirements
- Expanded PenCom enforcement — public listing of pension defaulters, legal action, and cross-referencing with procurement eligibility
- NRS-to-State IRS data sharing — real-time taxpayer profiling creating cross-jurisdictional audit triggers
- FRC mandatory governance standards for public interest entities — reporting obligations and professional certification requirements
- NSITF and ITF compliance linked to federal procurement eligibility — certificates required for all government contract bids

MANAGEMENT INSIGHT | THE BOARD'S COMPLIANCE MANDATE

What it means for management: Compliance failures increasingly attract personal director liability under CAMA 2020 and the PITA personal income tax framework.

Why it matters: The days of treating compliance penalties as a cost of doing business are over. Fines, reputational damage, and procurement exclusion can be existential.

Strategic implication: Compliance must be governed from the boardroom — with clear ownership, quarterly reporting, and a formal compliance policy.

Recommended action: Ensure the board receives a compliance dashboard at every meeting. Appoint a

named executive accountable for enterprise-wide compliance.

This publication serves as Outliers Professionals Ltd's annual flagship compliance reference. It is designed for use by compliance professionals, executives, boards, and advisors committed to building organisations that are not merely compliant, but demonstrably compliance-excellent.

SECTION 2 | THE NIGERIAN COMPLIANCE LANDSCAPE

Why Compliance Is Becoming More Critical

Nigeria's regulatory maturation is driven by three converging forces: the government's fiscal consolidation agenda (requiring increased domestic revenue), institutional capacity-building in regulatory agencies, and the deployment of technology as an enforcement tool. The cumulative effect is a compliance environment where the risk of detection for non-compliance is materially higher than five years ago — and continuing to rise.

Businesses that have historically managed compliance informally — relying on professional relationships with regulators, informal grace periods, or post-hoc regularisation of arrears — are discovering that these approaches are no longer viable. The enforcement environment has shifted from relationship-based to system-based, and the implications for unstructured organisations are significant.

Increased Regulatory Enforcement

- The NRS has significantly expanded its field audit capacity and launched targeted sector reviews in financial services, telecoms, oil and gas, real estate, and professional services
- CAC has implemented automated strike-off processes for companies failing to file annual returns, with thousands of entities deregistered annually and their directors subject to disqualification proceedings
- PenCom has intensified prosecution of pension defaulters, naming employers on publicly accessible compliance lists — a reputational tool with significant commercial consequences
- The NDPC has commenced investigations and issued compliance notices since the commencement of the Nigeria Data Protection Act 2023, with administrative penalties available up to 2% of annual gross revenue
- State Internal Revenue Services (SIRS) are increasingly deploying field officers and electronic payroll audits across Lagos, Rivers, Abuja FCT, and other key commercial states
- NSITF and ITF enforcement actions now routinely appear in procurement clearance processes, with government agencies verifying compliance before contract awards

Digital Monitoring by Regulators

The deployment of technology by Nigerian regulators represents the single most significant enforcement development of the past decade:

- NRS's TIN integration with commercial banks, CAC, and government procurement databases enables real-time cross-referencing of taxpayer profiles against declared revenues, import volumes, and corporate filings
- The NRS TaxProMax portal enables automated filing verification, triggers audit flags for statistical inconsistencies, and tracks remittance patterns against industry benchmarks
- Customs integration with NRS allows import data to be matched against declared revenues, identifying potential underreporting
- PenCom's eSERVICES platform tracks remittances and cross-references payroll data submitted by employers against pension fund administrator (PFA) records
- The NDPC's digital portal monitors data processor registrations, DPCP submissions, and Data Protection Officer appointments in real time

MANAGEMENT INSIGHT | DIGITAL ENFORCEMENT — THE NEW REALITY

What it means for management: Regulators are no longer dependent on field audits to identify non-compliance. Data analytics flags discrepancies automatically.

Why it matters: A VAT return inconsistent with your bank deposits, or a payroll understated relative to your

workforce, will now generate an automatic audit flag.

Strategic implication: Internal data consistency is now a compliance requirement. Finance, HR, and tax teams must ensure their numbers tell a coherent story across all regulatory filings.

Recommended action: Commission an annual data consistency audit covering NRS filings, payroll records, PFA statements, and CAC disclosures before regulatory reviews surface issues.

Common Compliance Challenges Facing Nigerian Businesses

- Fragmented compliance ownership — multiple departments handling separate obligations with no single coordinating function
- Inadequate documentation systems — inability to produce original receipts, assessments, and correspondence during regulatory audits
- Payroll errors accumulated over years — particularly for multi-state employers managing different state PAYE requirements
- Confusion between federal and state tax obligations, especially for organisations operating across multiple states
- Lack of awareness of newer regulatory frameworks — particularly NDPC, updated FRC requirements, and CAMA 2020 corporate governance changes
- Delayed response to regulatory notices — compounding initial penalties with additional interest and enforcement costs
- Poor board-level governance of compliance — treating it as a technical matter rather than a strategic risk

Consequences of Non-Compliance

Category	Consequence	Example
Financial	Fines, penalties, interest charges	NRS late filing: NGN 25,000 first month + NGN 5,000/month thereafter
Reputational	Public naming, loss of client trust, media exposure	PenCom publishes pension defaulters publicly; NDPC investigation notices are public
Operational	Business disruption, asset seizure, bank account restrictions	NRS-initiated bank restrictions; CAC strike-off preventing banking transactions
Legal	Director disqualification, prosecution, personal liability	CAMA 2020 director liability provisions; PITA employer liability for PAYE defaults
Commercial	Disqualification from government contracts	Procurement guidelines require current TCC, PenCom, ITF and NSITF certificates

OUTLIERS ADVISORY INSIGHT | COMPLIANCE MONITORING — THE OUTLIERS APPROACH

Many organisations manage compliance reactively — responding to notices rather than preventing defaults. Outliers Professionals Ltd designs proactive compliance monitoring frameworks that eliminate surprises.

Our compliance retainer service includes: monthly obligation tracking, remittance verification, regulatory notice management, and quarterly compliance status reports for CFO and board review.

We serve SMEs through to large corporates, with service packages calibrated to organisational size, sector, and risk profile.

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SECTION 3 | ANNUAL COMPLIANCE PLANNING FRAMEWORK

A robust compliance planning framework transforms compliance from a reactive obligation into a structured, forward-looking business discipline. The framework presented below has been developed by Outliers Professionals Ltd based on advisory experience across Nigerian businesses of all sizes and sectors. It is designed to be scalable — applicable to a 10-person SME and a 10,000-person corporate alike.

1. The Compliance Calendar

The compliance calendar is the operational backbone of any compliance programme. It must be: comprehensive (covering every obligation across every regulator), forward-looking (showing deadlines 90 days in advance), dynamic (updated immediately when regulatory changes occur), and accessible (available to all compliance owners in real time).

A well-structured compliance calendar captures:

- All statutory filing and remittance deadlines across every relevant regulator, mapped to the fiscal calendar
- Internal preparation timelines — working backwards from each external deadline (e.g., 'payroll close by 5th; PAYE remittance initiated by 8th; PAYE remitted by 10th')
- Board and audit committee reporting dates aligned with compliance reporting obligations
- Renewal deadlines for licences, registrations, certifications, and professional memberships
- Annual general meeting and shareholder communication timelines under CAMA 2020
- Regulatory change alerts — noting publication dates of new circulars, practice notes, and legislative amendments

OUTLIERS ADVISORY INSIGHT | COMPLIANCE CALENDAR DESIGN

At Outliers Professionals Ltd, we design bespoke compliance calendars for clients that integrate all regulatory obligations into a single, colour-coded, owner-assigned planning tool.

Our calendars are provided in Excel, shared workspace, and PDF format — with automated reminders at T-10, T-5, and T-1 days before each deadline.

A well-designed compliance calendar pays for itself in the first month by preventing a single late-filing penalty.

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2. Compliance Ownership — The RACI Framework

Every compliance obligation must have a named owner with defined accountability. The RACI model (Responsible, Accountable, Consulted, Informed) prevents obligations falling between departments and ensures that accountability is clear when things go wrong:

Obligation	Owner (Responsible)	Reviewer (Accountable)	Escalation
PAYE Remittance	Payroll / HR Manager	Finance Director	CFO → CEO
VAT Filing & Remittance	Tax Manager	Finance Director	CFO
CIT Self-Assessment	Tax Manager	CFO	Board Audit Committee
Annual Returns (CAC)	Company Secretary	MD/CEO	Board
Pension Remittance	HR / Payroll Manager	Finance Director	CFO
NDPC DPCP	Data Protection Officer	Legal / Compliance	MD/CEO

Obligation	Owner (Responsible)	Reviewer (Accountable)	Escalation
ITF / NSITF Contributions	HR Manager	Finance Director	CFO

3. Internal Controls for Compliance

- Dual authorisation for all tax remittances above a defined threshold (recommended: NGN 500,000)
- Monthly reconciliation of payroll records against PAYE remittance receipts — any variance investigated before the following month's payroll
- Quarterly reconciliation of WHT receipts issued against WHT remittances — vendor accounts cross-checked
- Bank statement cross-checks against compliance remittance records — ensuring payments cleared and were correctly reference-coded
- Exception reporting for any payment or filing missed or delayed — escalated immediately to the CFO and compliance lead
- Compliance log maintained by obligation type, recording due date, actual filing date, amount, responsible officer, and outcome

4. Documentation Management Systems

Every compliance obligation generates documentary evidence that forms the organisation's defence in any regulatory audit or dispute. The principle: if it is not documented, it did not happen.

- Maintain a dedicated compliance document management system — physical and digital — organised by regulator, obligation type, and year
- Retain all filing acknowledgements, payment receipts, assessment notices, and regulatory correspondence for a minimum of six years
- Store all regulatory correspondence with indexed retrieval — by obligation type, regulator, date, and status
- Maintain a 'compliance evidence file' for each obligation: (a) copy of filing, (b) payment receipt, (c) confirmation from regulator where available

5. Monitoring and Reporting

- Monthly compliance status report to CFO — covering all obligations due in the month, status, and any exceptions
- Quarterly compliance update to the audit committee — including trend analysis, emerging regulatory changes, and risk flags
- Annual compliance health check — a full-year review of all obligations, presented to the full board
- Compliance KPIs tracked and reported: zero late filings; 100% remittance rate; 100% certificate currency; response time to regulatory notices
- Regulatory change management: all new circulars and legislative amendments assessed within 30 days of publication for business impact

OUTLIERS ADVISORY INSIGHT | PAYROLL REVIEWS — CATCHING ERRORS BEFORE REGULATORS DO

Payroll errors are the single most common source of PAYE, pension, and NSITF compliance failures in Nigerian organisations.

Our payroll advisory service conducts systematic reviews of payroll structures, tax code accuracy, pension contribution calculations, and multi-state PAYE allocations.

A typical payroll review identifies 3–7 areas of under-remittance or administrative error — all of which can

be regularised proactively rather than at penalty rates.

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SECTION 4 | MONTHLY COMPLIANCE CALENDAR

The calendar below provides a comprehensive month-by-month reference for all major Nigerian regulatory compliance obligations. Each entry includes the requirement, responsible regulator, due date, businesses affected, business implication, consequence of non-compliance, and recommended action. This calendar is updated for the 2026/2027 fiscal period.

Note: All references use 'Nigeria Revenue Service (NRS)' — successor to the Federal Inland Revenue Service (FIRS). Businesses should update internal records and vendor correspondence accordingly. Where obligations overlap between the NRS and State Internal Revenue Services, the applicable authority depends on the nature and location of the obligation.

JANUARY

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
PAYE Remittance (December payroll)	NRS / State IRS	10th Jan	All employers	Employee income tax withheld in December must be remitted to the relevant tax authority	Penalty: 10% of underpaid tax + interest at CBN MPR; Director liability under CAMA 2020	Close December payroll by 5th Jan; initiate transfer by 7th Jan; retain receipts
VAT Return & Remittance (December)	NRS	21st Jan	All VAT-registered businesses	Monthly VAT collected in December declared and remitted net of recoverable input VAT	Penalty: 5% of tax due per month of default + interest at CBN MPR	Reconcile VAT schedule by 15th Jan; file via TaxProMax by 20th Jan; verify input claims
Withholding Tax — December	NRS / State IRS	21st Jan	All companies making WHT-applicable payments	WHT deducted from vendor, contractor, rent, dividend, and professional fee payments in December	10% penalty + interest; inability to issue and offset WHT credit notes	Reconcile December payment ledger; identify all WHT-applicable transactions; remit
ITF Annual Training Contribution	ITF	Q1 (Jan-Mar)	Companies with 5+ employees or NGN 50m+ annual turnover	1% of annual payroll as training levy; employer-borne; must be filed and paid annually	Penalty: 5% per annum on outstanding sum; federal contract disqualification	Compute prior year payroll total; initiate ITF payment in Q1; obtain compliance certificate
PenCom Pension Remittance (December)	PenCom	7th working day of Jan	All employers with 3+ employees	Combined 18% (10% employer + 8% employee) of monthly emoluments remitted to PFAs	Penalty: 2% of total contribution per month in arrears; public naming; legal proceedings	Remit to respective PFAs by 7th working day; retain PFA remittance confirmation
NSITF Employer Contribution	NSITF	1st week of Jan	All employers	1% of total monthly gross payroll remitted to	Fine up to NGN 500,000 + NGN 50,000 per day of default;	Compute December gross payroll; remit online;

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
(December)				NSITF; entirely employer-borne cost	contract disqualification	obtain and retain NSITF certificate

BUSINESS IMPACT ANALYSIS	
Financial Impact	PAYE late penalties at 10% of tax due compound rapidly for large payrolls — a NGN 50m monthly payroll generates NGN 5m in penalties for a single month's default.
Regulatory Impact	Director personal liability under CAMA 2020 and PITA for PAYE defaults can result in individual prosecution and disqualification from directorship.
Operational Impact	Late PAYE remittances trigger payroll audit requests that require 3–5 years of records — disrupting finance operations for months.
Reputational Impact	Repeated PAYE defaults appear in NRS audit letters and tax clearance certificate delays — visible to banks, procurement authorities, and investors.
Procurement Impact	Current Tax Clearance Certificate (TCC) requires PAYE compliance — no TCC means no government contracts.

FEBRUARY

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
PAYE Remittance (January payroll)	NRS / State IRS	10th Feb	All employers	Income tax on January salaries remitted; new year payroll codes and rates reviewed and applied	10% penalty + interest; employee exposure to direct assessment if employer defaults	Update payroll for new hires, salary changes, and revised tax codes effective January
VAT Return & Remittance (January)	NRS	21st Feb	VAT-registered businesses	Standard monthly obligation; ensure input VAT claims are valid, documented, and supported by original invoices	5% penalty per month + interest; VAT audit trigger for inconsistent claiming	File VAT return via TaxProMax; retain all input invoices; reconcile output ledger
WHT Remittance (January)	NRS / State IRS	21st Feb	All applicable companies	WHT on January contractor, rental, dividend, interest, and professional fee payments remitted	10% penalty + interest	Review January payment ledger; identify all WHT-applicable transactions; issue credit notes
NSITF Contribution	NSITF	1st week of Feb	All employers	1% of January gross payroll;	Fine up to NGN 500,000 + NGN	Compute January gross

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
n (January)				employer-borne cost; compliance certificate updated	50,000 per day of default; procurement risk	payroll; remit to NSITF online; retain updated certificate
PenCom Pension Remittance (January)	PenCom	7th working day of Feb	All employers with 3+ employees	January pension contributions to respective PFAs — combined 18% of monthly emoluments	2% per month on arrears; public naming; employee legal claims against employer	Remit to PFAs; cross-check against payroll headcount; retain PFA acknowledgements
NDPC DPCP — Annual Preparation (Q1)	NDPC	Q1 / Ongoing annually	Data controllers and processors with 1,000+ data subjects; all significant processors	Annual Data Protection Compliance Programme submitted via licensed DPCO; audit conducted	Administrative fines up to 2% of annual gross revenue or NGN 10m (higher applies)	Engage NDPC-licensed Data Protection Compliance Organisation (DPCO) in February

MANAGEMENT INSIGHT | NDPC DATA PROTECTION — WHAT MANAGEMENT NEEDS TO KNOW

What it means for management: The Nigeria Data Protection Act 2023 creates obligations for every organisation that collects, stores, or processes personal data — from HR records to customer databases.

Why it matters: NDPC fines of up to 2% of annual gross revenue represent a material financial risk for any organisation of scale. A mid-size company with NGN 1 billion in revenue faces potential fines of NGN 20 million.

Strategic implication: Data protection is not an IT problem — it is a governance, legal, and business risk issue requiring board-level ownership.

Recommended action: Appoint a DPO, commission a data mapping exercise, and submit your DPCP. Engage Outliers Professionals Ltd for end-to-end NDPC compliance support.

MARCH

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
PAYE Remittance (February payroll)	NRS / State IRS	10th Mar	All employers	February payroll PAYE remitted; HR confirms final February headcount and any mid-month leavers	10% penalty + interest	Close February payroll by 5th; confirm leavers and joiners; remit by 10th
VAT Return & Remittance (February)	NRS	21st Mar	VAT-registered businesses	Monthly VAT obligation for February transactions; Q1 VAT	5% penalty per month + interest	Reconcile February VAT ledger; file by 21st; begin Q1 VAT summary

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
				reconciliation should commence		
WHT Remittance (February)	NRS / State IRS	21st Mar	All applicable companies	February WHT deductions on qualifying payments; credit notes issued to vendors	10% penalty + interest	Review February vendor payment ledger; remit and issue credit notes
FRC Annual Dues & Filing	FRC	31st March	Public interest entities, audit firms, actuaries, valuers registered with FRC	FRC annual dues and filing obligations for entities within its regulatory scope	Penalties per FRC Act; suspension of professional certification	Identify FRC-applicable entities; compute dues based on FRC schedule; file by 31st
ITF Annual Levy — Final Q1 Deadline	ITF	31st March (Q1 target)	Companies with 5+ employees or NGN 50m+ turnover	Annual training levy at 1% of annual payroll; Q1 is the practical annual payment window	5% p.a. penalty on outstanding; federal contract disqualification; public listing	Pay ITF levy; file via ITF portal; obtain compliance certificate for procurement
NSITF Contribution (February)	NSITF	1st week Mar	All employers	February NSITF at 1% of gross payroll	Daily penalty; procurement disqualification	Compute; remit; archive certificate

BUSINESS IMPACT ANALYSIS	
Financial Impact	FRC filing defaults can result in suspension of auditors' and other professionals' practising certificates — preventing the organisation from obtaining compliant audited accounts.
Regulatory Impact	FRC enforcement against public interest entities can result in qualified audit opinions and regulatory investigation — with direct capital markets implications for listed companies.
Operational Impact	FRC non-compliance disrupts the audit cycle, delaying AGMs, CAC filings, and CIT returns — creating a cascade of compliance failures.
Reputational Impact	Listed entities with FRC compliance failures face investor confidence erosion and potential SEC investigation.
Procurement Impact	FRC compliance is required for procurement clearance for certain regulated sectors including financial services and publicly funded entities.

APRIL

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
PAYE	NRS / State	10th Apr	All	March PAYE	10% penalty +	Conduct Q1

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
Remittance (March) + Q1 PAYE Reconciliation	IRS		employers	remittance; simultaneously conduct Q1 PAYE reconciliation to identify and correct cumulative errors before they compound	potential Q1 payroll audit trigger for cumulative under-remittances	payroll vs remittance reconciliation; adjust for any leavers, joiners, or grade changes
VAT Return (March) + Q1 VAT Reconciliation	NRS	21st Apr	VAT-registered businesses	March VAT filing; Q1 close — reconcile input/output VAT position; review input credit claims	Penalty + potential VAT credit disallowance for unsubstantiated claims	Prepare Q1 VAT schedule; reconcile input credit claims against original invoices
WHT Remittance (March) + Q1 Credit Notes	NRS / State IRS	21st Apr	All applicable companies	March WHT deductions remitted; all Q1 WHT credit notes issued to vendors and contractors	10% penalty + interest; vendor relationship damage from delayed credit notes	Issue all Q1 WHT credit notes; update vendor ledgers; file Q1 WHT reconciliation
PenCom Pension (March) + Q1 PFA Reconciliation	PenCom	7th working day Apr	All employers with 3+ staff	March pension contribution remittance; Q1 PFA statement reconciliation recommended	2% per month in arrears; public naming; legal action	Remit pension; pull Q1 PFA statements; reconcile against payroll; retain evidence
NSITF Contribution (March)	NSITF	1st week Apr	All employers	March NSITF at 1% of gross payroll	Daily penalty; contract risk	Compute; remit; retain certificate

MANAGEMENT INSIGHT | VAT COMPLIANCE — WHAT FINANCE DIRECTORS MUST KNOW

What it means for management: VAT is a cash-flow obligation, not a cost — but mismanaged VAT becomes both. Incorrect input credit claims, late filing, and VAT on exempt supplies are the three most common audit triggers.

Why it matters: A VAT audit typically covers 5–7 years of returns. Exposure on input credits alone can be significant for capital-intensive organisations.

Strategic implication: VAT compliance requires invoice management discipline, monthly reconciliation, and a clear policy on VAT on exempt versus taxable supplies.

Recommended action: Conduct a VAT health check annually. Ensure all input credit claims are supported by original tax invoices and that exempt supplies are correctly excluded from output VAT calculations.

MAY

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
PAYE Remittance (April payroll)	NRS / State IRS	10th May	All employers	April payroll PAYE remittance; any mid-year salary reviews or promotions actioned and reflected in payroll	10% penalty + interest	Process payroll adjustments for April promotions, exits, and new hires; remit by 10th
VAT Return & Remittance (April)	NRS	21st May	VAT-registered businesses	April VAT returns; review capital expenditure input VAT claims; verify documentation	5% penalty per month + interest	Verify April input VAT documentation against original invoices before filing
WHT Remittance (April)	NRS / State IRS	21st May	All applicable companies	April WHT deductions remitted; credit notes issued; updated Finance Act WHT rates applied	10% penalty + interest	Process April vendor payments; apply WHT rates per the current Finance Act; issue credit notes
NSITF Contribution (April)	NSITF	1st week May	All employers	April NSITF at 1% of gross payroll	Penalties; contract disqualification	Compute; remit; archive receipt
PenCom Pension Remittance (April)	PenCom	7th working day May	All employers	April pension contribution to PFAs	2% per month; public listing; legal action	Remit to PFAs; retain confirmation documentation
SEC Annual Filing — Listed Companies	SEC	90 days after year-end (31 Mar for Dec y/e)	Listed companies, capital market operators, collective investment schemes	SEC requires annual reports, audited financial statements, and compliance certificates for preceding year	SEC sanctions; administrative penalties; potential trading suspension	Engage stockbroker and registrar; ensure annual report package is complete and filed by SEC deadline

JUNE

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
PAYE Remittance (May payroll)	NRS / State IRS	10th Jun	All employers	May payroll PAYE; mid-year review of payroll tax codes	10% penalty + interest	Review employee tax status changes YTD; update payroll records;

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
				recommended — confirm all employees on correct codes		remit by 10th
VAT Return & Remittance (May)	NRS	21st Jun	VAT-registered businesses	May VAT returns; H1 VAT reconciliation; identify outstanding input credit claims requiring resolution	5% penalty per month + interest	Prepare H1 VAT summary; identify pending input claims; plan H2 VAT position
CIT Self-Assessment Return (Dec year-end)	NRS	30th June	All companies with 31 December financial year-end	Corporate income tax self-assessment return due 6 months after year-end; final audited accounts must be ready; tax paid or payment plan agreed	NGN 25,000 first month late + NGN 5,000 per subsequent month; estimated assessment risk	File CIT return via TaxProMax; pay any balance outstanding; obtain assessment notice
CAC Annual Returns (Dec year-end)	CAC	30th June	All companies with 31 December year-end	Annual returns due 6 months after AGM or year-end; includes updated directors, shareholders, financial statements, and charges register	NGN 3,000–10,000 per year of default; strike-off after 3 consecutive years; director disqualification	File via CAC portal; attach audited accounts; confirm shareholder and director records; pay filing fee
WHT Remittance (May)	NRS / State IRS	21st Jun	All applicable companies	May WHT; begin H1 WHT reconciliation with vendor accounts	10% penalty + interest	Collate H1 WHT schedule; verify all credit notes distributed; update vendor ledgers
NSITF Contribution (May)	NSITF	1st week Jun	All employers	May NSITF contribution at 1%	Penalties + contract risk	Compute; remit; archive certificate

MANAGEMENT INSIGHT | CIT FILING — THE MOST CONSEQUENTIAL ANNUAL OBLIGATION

What it means for management: Corporate Income Tax filing is the most scrutinised annual regulatory obligation. Errors, omissions, or inconsistencies with other filings (VAT, WHT, audited accounts) trigger assessments and audits.

Why it matters: NRS assessments in the absence of or inconsistent with filed accounts default to industry benchmarks — typically resulting in inflated assessments that are difficult and costly to dispute.

Strategic implication: CIT self-assessment requires planning from the first month of the financial year — not scrambling in May and June. Capital allowances, deductible expense identification, and WHT offset planning should be ongoing.

Recommended action: Engage a tax advisor by Q3 for year-end CIT planning. File on time — the cost of late filing penalties exceeds the cost of professional advice in most cases.

OUTLIERS ADVISORY INSIGHT | TAX HEALTH CHECKS — WHY EVERY ORGANISATION NEEDS ONE

A tax health check is a systematic review of an organisation's tax position across all NRS obligations: CIT, VAT, PAYE, WHT, and CGT.

Outliers Professionals Ltd conducts tax health checks that identify: over-paid taxes (creating refund opportunities), under-remittances (allowing proactive regularisation at standard rates rather than penalty rates), and structural tax planning opportunities.

Our experience shows that organisations that conduct annual tax health checks consistently have lower total tax costs than those that do not — not because of aggressive planning, but because of better accuracy and timely compliance.

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JULY

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
PAYE Remittance (June) + H1 PAYE Reconciliation	NRS / State IRS	10th Jul	All employers	H1 PAYE reconciliation: compare payroll records vs. remittance receipts; identify and correct discrepancies before year-end	10% penalty; cumulative risk of payroll audit for H1 under-remittances	Run H1 payroll vs. PAYE remittance reconciliation; investigate variances; adjust H2 as needed
VAT Return (June) + H1 VAT Reconciliation	NRS	21st Jul	VAT-registered businesses	H1 close; reconcile output VAT declared vs invoices raised; verify H1 input credit position	5% penalty per month; VAT audit trigger for H1 inconsistencies	H1 VAT reconciliation; address any outstanding input credit queries with supplier documentation
WHT Remittance (June) + H1 Credit Notes	NRS / State IRS	21st Jul	All applicable companies	H1 WHT complete; all H1 credit notes issued to vendors; H1 WHT reconciliation completed	10% penalty + interest; vendor escalations for outstanding credit notes	Distribute all H1 WHT credit notes; reconcile vendor WHT ledgers; archive H1 WHT schedule
PenCom H1 Compliance Review	PenCom	July (H1 review)	All employers	Mid-year check on pension remittances; pull PFA confirmation	2% per month on arrears; H2 enforcement risk if H1 shortfalls not resolved	Pull PFA statements for January–June; reconcile against payroll; resolve any

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
				for Jan–Jun; address any shortfalls		gaps
NSITF Contribution (June)	NSITF	1st week Jul	All employers	June NSITF contribution at 1%	Daily penalty; contract risk	Compute; remit; retain certificate

AUGUST

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
PAYE Remittance (July payroll)	NRS / State IRS	10th Aug	All employers	July PAYE remittance; any mid-year salary changes from July reviews must be reflected in revised payroll	10% penalty + interest	Review July payroll for changes from annual salary review; remit by 10th Aug
VAT Return & Remittance (July)	NRS	21st Aug	VAT-registered businesses	July VAT; review for July promotions, discounts, or credit notes affecting output VAT computation	5% penalty per month + interest	Reconcile July sales invoices against VAT schedule; verify any credit note adjustments
WHT Remittance (July)	NRS / State IRS	21st Aug	All applicable companies	July contractor, rent, dividend, and professional fee payments — WHT applied and remitted	10% penalty + interest	Review July vendor payments; deduct and remit WHT; issue credit notes to vendors
NSITF Contribution (July)	NSITF	1st week Aug	All employers	July NSITF at 1% of gross payroll	Penalties	Compute; remit; retain certificate
PenCom Pension Remittance (July)	PenCom	7th working day Aug	All employers	July pension contribution remittance to PFAs	2% per month in arrears; public naming	Remit to PFAs; retain PFA acknowledgement
NDPC DPCP Mid-Year Review	NDPC	August (mid-year)	Data controllers and processors	Mid-year check on DPCP implementation; update data register if new processing activities introduced since Q1	Up to 2% of annual gross revenue	Review data processing activities for H1; update privacy notices; file any amendments required

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
				submission		

SEPTEMBER

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
PAYE Remittance (August) + Q3 Planning	NRS / State IRS	10th Sep	All employers	August PAYE remittance; Q3 payroll planning commences for year-end considerations (bonuses, gratuities)	10% penalty + interest	Payroll review for August adjustments; begin Q3/Q4 payroll planning with HR
VAT Return & Remittance (August)	NRS	21st Sep	VAT-registered businesses	August VAT filing; process any August credit notes from returns or disputes	5% penalty per month + interest	Process August VAT schedule; file by 21st; plan September VAT position
WHT Remittance (August)	NRS / State IRS	21st Sep	All applicable companies	August WHT deductions on qualifying payments remitted; credit notes issued	10% penalty + interest	Review August vendor payment ledger; remit and issue credit notes
Capital Gains Tax (CGT) — Disposal Review	NRS	With CIT return or as arising	All companies and individuals with chargeable asset disposals during the year	CGT at 10% on gains from disposal of chargeable assets (shares, property, plant); self-assessed and remitted	Penalty + interest on unpaid CGT; NRS reassessment with estimated gains	Review all asset disposals YTD; compute CGT on each disposal; document and remit
PenCom Pension Remittance (August)	PenCom	7th working day Sep	All employers	August pension contribution to PFAs	2% per month in arrears	Remit; retain PFA acknowledgment
NSITF Contribution (August)	NSITF	1st week Sep	All employers	August NSITF at 1%	Daily penalty	Compute; remit; retain

OCTOBER

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
PAYE	NRS / State	10th Oct	All	Q3 PAYE	10% penalty;	Run Q3 payroll

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
Remittance (September) + Q3 PAYE Review	IRS		employers	reconciliation; address year-end payroll planning for staff departures, bonuses, and grade changes	year-end audit risk if Q3 under-remittances identified	reconciliation; plan for year-end PAYE adjustments in December payroll
VAT Return (September) + Q3 VAT Review	NRS	21st Oct	VAT-registered businesses	September VAT; Q3 VAT reconciliation; review year-to-date input credit position for any disallowed items	5% penalty per month + interest	Prepare Q3 VAT summary; identify disallowed input credits to write off before year-end
WHT Remittance (September) + Q3 Credit Notes	NRS / State IRS	21st Oct	All applicable companies	September WHT; Q3 WHT reconciliation; all Q3 credit notes issued to vendors and contractors	10% penalty + interest	Issue Q3 WHT credit notes; reconcile vendor accounts; file Q3 WHT reconciliation
Year-End Tax Planning — CIT and WHT	NRS	Q4 action (commence Oct)	All companies	Proactive year-end planning: capital allowances, deductible expense classification, WHT offsets, and estimated tax liability computation	Missed planning opportunities crystallise into avoidable tax liabilities paid at full rate	Engage tax advisor for year-end review by October; quantify estimated tax liability; plan Q4 deductions
PenCom Pension (September) + Year-End Prep	PenCom	7th working day Oct	All employers	September pension; begin year-end pension audit preparation; pull Q1–Q3 PFA statements	2% per month in arrears	Remit; pull PFA statements for Q1–Q3 reconciliation; identify any shortfalls
NSITF Contribution (September)	NSITF	1st week Oct	All employers	September NSITF at 1%	Penalties	Compute; remit; retain

OUTLIERS ADVISORY INSIGHT | AUDIT READINESS — PREPARING FOR NRS REVIEWS

An NRS audit notice is not the moment to begin organising records. Audit-ready organisations maintain compliance evidence files for every obligation, updated monthly and retrievable within 24 hours.

Outliers Professionals Ltd provides Audit Readiness Assessments that evaluate the organisation's ability to respond to a regulatory audit with minimal disruption. We identify documentation gaps, quantify potential audit exposure, and build remediation plans.

Our Audit Response Management service assists organisations through live NRS audits — managing information requests, preparing technical responses, and negotiating assessments.

Contact: info@outlierspro.com | 08051976005 | www.outlierspro.com

NOVEMBER

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
PAYE Remittance (October payroll)	NRS / State IRS	10th Nov	All employers	October PAYE; year-end payroll adjustments identified and mapped to December payroll processing	10% penalty + interest	Identify outstanding payroll adjustments for year-end; update employee records
VAT Return & Remittance (October)	NRS	21st Nov	VAT-registered businesses	October VAT; penultimate monthly filing; plan November output to understand year-end VAT exposure	5% penalty per month + interest	File October VAT; plan November VAT exposure for cash flow; address any outstanding disputes
WHT Remittance (October)	NRS / State IRS	21st Nov	All applicable companies	October WHT; contact vendors for any outstanding WHT credits; update ledgers before year-end	10% penalty + interest	Contact vendors for outstanding WHT credits; update vendor accounts; file by 21st
NSITF Contribution (October)	NSITF	1st week Nov	All employers	October NSITF at 1%	Penalties + contract risk	Compute; remit; retain
PenCom Pension (October) + Year-End Preparation	PenCom	7th working day Nov	All employers	October pension; prepare year-end pension reconciliation; confirm no remittance gaps Jan–Oct	2% per month in arrears	Remit; begin full-year pension reconciliation for January–October
CAC Annual Returns — Preparation for Next Year	CAC	30 June following year	All companies	Preparation for next filing year; update statutory registers and shareholder/director records now	Strike-off risk for chronic non-filers	Update register of members, directors, and charges; review MEMART currency; confirm company status

MANAGEMENT INSIGHT | PENCOM PENSION COMPLIANCE — A BOARD-LEVEL RISK

What it means for management: PenCom enforcement actions are no longer limited to financial penalties. Organisations publicly named as pension defaulters face immediate commercial consequences — particularly in sectors where reputation matters.

Why it matters: PenCom's public default list is accessed by procurement teams, HR professionals, and journalists. The reputational cost of appearing on the list can exceed the financial penalty.

Strategic implication: Pension compliance is an employee relations issue as much as a regulatory one. Employees whose pension contributions are unremitted have legal remedies against the employer.

Recommended action: Establish a monthly pension reconciliation process. Obtain PFA confirmation statements quarterly. Appoint a named pension compliance owner in HR.

DECEMBER

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
PAYE Remittance (November) + Year-End Payroll Planning	NRS / State IRS	10th Dec	All employers	November PAYE; year-end payroll adjustments (bonuses, gratuities, 13th month) mapped to December payroll; December payroll structured for accurate year-end tax computation	10% penalty + interest; payroll errors carry forward and compound in new year	Lock November payroll; structure December payroll with all year-end items correctly coded
VAT Return & Remittance (November)	NRS	21st Dec	VAT-registered businesses	November VAT; final VAT reconciliation before year close; plan December provisional VAT obligations for cash flow	5% penalty per month + interest	File November VAT; plan December VAT exposure; address any outstanding input credit claims
WHT Remittance (November)	NRS / State IRS	21st Dec	All applicable companies	November WHT; year-end vendor reconciliation; all outstanding WHT credit notes issued before December close	10% penalty + interest	Complete vendor WHT reconciliation; issue all outstanding certificates before year-end
Stamp Duties — Year-End	NRS	As transactions	All companies and	Ad valorem stamp duty on leases,	Instrument inadmissible as evidence;	Review all material contracts

Requirement	Regulator	Due Date	Businesses Affected	Business Implication	Non-Compliance Risk	Recommended Action
Review		arise; year-end sweep	individuals executing chargeable instruments	agreements, share transfers, debentures, and other instruments; must be stamped before reliance in any legal proceedings	penalties under Stamp Duties Act; agreement void in some contexts	executed in the year; ensure all chargeable instruments are duly stamped
PenCom Pension Full-Year Reconciliation	PenCom	December	All employers	Full-year pension reconciliation; obtain PFA confirmation for all 12 months; resolve any remittance gaps before year-end	2% per month on arrears; potential NRS assessment for unremitted amounts as fringe benefit	Pull PFA confirmation for January–December; reconcile against payroll headcount; resolve gaps
NDPC Annual DPCP — Q1 Preparation	NDPC	Q1 of following year / Ongoing	Data controllers and processors	Begin preparation of annual DPCP report for Q1 submission; update data inventory, privacy impact assessments, and breach log	Up to 2% of annual gross revenue or NGN 10m	Engage DPCO; update data register; review data processing activities; prepare DPCP documentation

BUSINESS IMPACT ANALYSIS	
Financial Impact	Year-end payroll errors result in PAYE under-remittances that compound into the following year — January becomes a double-obligation month if December is not closed correctly.
Regulatory Impact	A missing Tax Clearance Certificate at year-end prevents January contract bids and banking facility renewals that typically fall due in Q1.
Operational Impact	December payroll close errors disrupt the January payroll cycle, affecting employee morale and HR operations.
Reputational Impact	Year-end compliance failures are visible in the annual audit process — qualified opinions or audit management letter points on compliance represent reputational risks with investors and lenders.
Procurement Impact	PenCom, NSITF, ITF, and NRS certificates must all be current by 31 December for Q1 government procurement eligibility.

SECTION 5 | QUARTERLY COMPLIANCE CHECKLISTS

These checklists are operational tools for your compliance team. Assign each item to a named team member at the start of each quarter and track completion through the quarter. A blank 'Owner' column is provided for that purpose.

Best Practice: Review these checklists in a monthly compliance team meeting. Items marked 'Partial' require investigation and escalation to the CFO before the end of the month.

Q1 CHECKLIST — January to March

#	Compliance Action	Owner	Status
1	Remit December PAYE to State IRS by 10th January		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
2	File December VAT return via TaxProMax by 21st January		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
3	Remit December WHT by 21st January; issue credit notes to vendors		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
4	Remit December pension contributions to PFAs by 7th working day		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
5	Remit December NSITF contribution; obtain updated certificate		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
6	Remit January PAYE by 10th February		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
7	File January VAT return by 21st February		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
8	Remit January WHT by 21st February; issue credit notes		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
9	Submit NDPC DPCP report for the year (Q1 is primary submission window)		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
10	Pay ITF annual training levy (1% of prior year payroll)		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
11	File FRC annual dues by 31st March (if applicable to your entity)		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
12	Remit February PAYE by 10th March		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
13	File February VAT return by 21st March		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
14	Initiate CAC annual returns preparation for December year-end		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
15	Conduct Q1 PAYE reconciliation — payroll records vs remittance receipts		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
16	Obtain current PenCom, ITF, and NSITF compliance certificates		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending

Q2 CHECKLIST — April to June

#	Compliance Action	Owner	Status
1	Remit March PAYE by 10th April + conduct Q1 PAYE reconciliation		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending

#	Compliance Action	Owner	Status
2	File March VAT return by 21st April + Q1 VAT reconciliation		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
3	Issue all Q1 WHT credit notes; reconcile vendor WHT accounts		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
4	Remit March pension contributions by 7th working day of April		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
5	Pay March NSITF contribution; retain certificate		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
6	Remit April PAYE by 10th May		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
7	File April VAT return by 21st May		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
8	Remit April WHT by 21st May; issue credit notes		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
9	Remit April pension contributions		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
10	Remit May PAYE by 10th June		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
11	File May VAT return by 21st June		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
12	File CIT self-assessment return by 30th June (December year-end)		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
13	File CAC annual returns by 30th June (December year-end) — attach audited accounts		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
14	Remit May pension contributions		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
15	Verify SEC filings are current (listed entities and capital market operators)		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
16	Prepare H1 compliance status report for CFO review		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending

Q3 CHECKLIST — July to September

#	Compliance Action	Owner	Status
1	Remit June PAYE by 10th July + H1 PAYE reconciliation		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
2	File June VAT return by 21st July + H1 VAT reconciliation		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
3	Distribute all H1 WHT credit notes; reconcile vendor accounts		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
4	Remit June pension contributions; pull H1 PFA statements for reconciliation		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
5	Pay June NSITF contribution; retain certificate		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
6	Remit July PAYE by 10th August		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
7	File July VAT return by 21st August		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending

#	Compliance Action	Owner	Status
8	Remit July WHT by 21st August; issue credit notes		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
9	Remit July pension contributions		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
10	Conduct NDPC DPCP mid-year review; update data inventory if needed		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
11	Review CGT position for any asset disposals made in H1		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
12	Remit August PAYE by 10th September		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
13	File August VAT return by 21st September		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
14	Remit August pension contributions		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
15	Pay August and September NSITF contributions		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
16	Prepare Q3 compliance status report for audit committee review		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending

Q4 CHECKLIST — October to December

#	Compliance Action	Owner	Status
1	Remit September PAYE by 10th October + Q3 PAYE reconciliation		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
2	File September VAT return by 21st October + Q3 VAT reconciliation		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
3	Issue all Q3 WHT credit notes; reconcile vendor WHT ledgers		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
4	Remit September pension contributions; begin year-end pension reconciliation		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
5	Engage tax advisor for year-end CIT planning (capital allowances, deductions, WHT offsets)		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
6	Remit October PAYE by 10th November		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
7	File October VAT return by 21st November		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
8	Remit October WHT by 21st November		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
9	Remit October pension contributions		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
10	Remit November PAYE by 10th December		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
11	File November VAT return by 21st December		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
12	Review and stamp all chargeable instruments executed in the year		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
13	Complete year-end pension reconciliation; obtain PFA confirmations for all 12 months		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending

#	Compliance Action	Owner	Status
14	Conduct full-year compliance health check — cover all 9 regulators		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
15	Begin NDPC DPCP preparation for Q1 submission of following year		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending
16	Update statutory registers; prepare CAC annual returns documentation for next year		<input type="checkbox"/> Done <input type="checkbox"/> Partial <input type="checkbox"/> Pending

SECTION 6 | COMMON COMPLIANCE FAILURES

Understanding the systemic patterns of compliance failure is the foundation of prevention. The following analysis draws on common failure modes observed across Nigerian businesses and provides practical guidance on elimination.

1. Late Filing

Late filing is the most prevalent compliance failure and consistently the most costly in cumulative terms. The root causes are predictable — poor calendar management, delayed receipt of audited accounts, payroll processing delays, or simply the absence of internal deadline awareness. The consequences compound when multiple obligations share the same month, as they do in June (CIT and CAC), March (FRC), and January (ITF and multiple remittances).

- PAYE penalties accumulate monthly and compound quickly for large payrolls — a NGN 100m monthly payroll generates NGN 10m in first-month penalties
- CIT late filing penalties begin the day after the due date with no grace period under the NRS framework
- CAC late returns attract accumulating annual fees and risk strike-off after three consecutive years — invalidating contracts, banking relationships, and licences

Prevention: Build a mandatory 5-day internal buffer before every statutory deadline. The 10th is the PAYE deadline — your internal payroll close date should be the 5th, and PAYE initiation the 7th.

2. Poor Record Keeping

Regulatory audits are documentation exercises as much as financial reviews. Organisations that cannot produce original receipts, remittance schedules, payroll registers, WHT certificates, and board resolutions are exposed to estimated assessments — which are rarely in the taxpayer's favour. NRS assessments in the absence of records default to industry benchmarks that typically exceed actual liability.

- NRS estimated assessments based on industry benchmarks can be 2–5x the actual tax liability — the burden of proof falls on the taxpayer to disprove
- PenCom audits require month-by-month PFA statements matched to payroll — gaps result in penalties even where contributions were actually made
- NDPC audits require data processing records, data subject access request logs, breach registers, and DPCP documentation — all of which must be current and accessible

3. Payroll Errors

Payroll errors manifest in two ways: administrative errors (wrong amounts calculated or deducted) and structural errors (incorrect gross pay definition, wrong tax code application, or incorrect exclusion of taxable allowances). Both carry regulatory consequences that fall on the employer, not the employee.

- Under-deducted PAYE exposes the employer — not the employee — to the full shortfall plus 10% penalty and interest
- Excluding taxable allowances from gross pay (e.g., transport, housing above prescribed limits) is consistently the most common payroll audit finding
- Pension contribution errors — particularly omitting new joiners, contract staff, or senior management — attract PenCom enforcement and employee legal claims
- Multi-state PAYE allocation errors — common for organisations operating across multiple states — create simultaneous exposure to multiple State IRS authorities

4. Tax Remittance Failures

Beyond PAYE, businesses routinely fail to remit WHT on time, misdirect VAT payments, or attempt to net tax liabilities against perceived credits without formal offset approval. These technical failures can be treated as fraudulent underpayments even when unintentional — particularly where a pattern of under-remittance is identified.

- WHT remittance failures prevent vendors from obtaining credit notes for their own tax offset — damaging commercial relationships and triggering vendor disputes
- Incorrectly claiming input VAT on exempt supplies or disallowed items triggers assessments, penalties, and disallowance of legitimate credits
- Paying tax to the wrong authority (wrong state, or state instead of federal, or vice versa) does not discharge the liability — both authorities may claim against the taxpayer

5. Governance Lapses

- Holding board meetings irregularly, or without proper resolutions documented in board minutes, creates FRC and CAC vulnerabilities — particularly for companies subject to the Corporate Governance Code
- Failure to update the CAC register when directors change, new shareholders are introduced, existing shareholders transfer their interests, or the registered address moves
- Absence of a board audit committee in companies where one is mandated under CAMA 2020 or the SEC Corporate Governance Code
- No documented compliance policy or compliance manual — leaving the organisation legally exposed in enforcement proceedings where intent and system quality are relevant
- Director loan and related-party transaction disclosures omitted from board minutes and financial statements

6. Data Protection Failures

- Processing personal data without a lawful basis — particularly in marketing, recruitment, customer management, and HR contexts
- Failing to appoint a Data Protection Officer (DPO) where required by the Nigeria Data Protection Act 2023
- Absence of privacy notices on websites, mobile applications, and customer-facing communications
- Failure to notify the NDPC of data breaches within 72 hours of becoming aware — as required by the Nigeria Data Protection Act 2023
- Not registering as a data processor or data controller with the NDPC where required; or registering without maintaining the required DPCP
- Transferring personal data to processors or sub-processors without adequate data processing agreements — a contractual and regulatory failure simultaneously

OUTLIERS ADVISORY INSIGHT | NDPC READINESS — WHAT ORGANISATIONS MUST ADDRESS

NDPC enforcement under the Nigeria Data Protection Act 2023 is no longer theoretical. Compliance notices have been issued; investigations are active.

Outliers Professionals Ltd provides comprehensive NDPC compliance services: data mapping and classification, privacy policy and notice drafting, DPO services, DPCP preparation and submission, staff training, and breach response protocols.

Our NDPC Readiness Assessment identifies gaps against the legal framework in 2–3 weeks — enabling rapid, prioritised remediation.

Contact: info@outlierspro.com | 08051976005 | www.outlierspro.com

SECTION 7 | REGULATORY PENALTIES & BUSINESS RISKS

The financial and reputational cost of non-compliance in Nigeria is substantial, escalating, and increasingly difficult to contain once enforcement commences. The following provides a comprehensive analysis of the penalty landscape and associated business risks across all major regulatory domains.

Regulator	Obligation	Penalty	Business Risk
NRS	Late CIT Filing	NGN 25,000 first month; NGN 5,000/month thereafter	Tax lien; estimated assessment; contract disqualification; procurement exclusion
NRS	VAT Default	5% of tax due per month + interest at CBN MPR	VAT audit covering 5–7 years; input credit disallowance; bank account restrictions
NRS / State IRS	PAYE Under-Remittance	10% of outstanding + interest	Director personal liability under CAMA 2020; payroll audit; employment tribunal exposure
NRS	WHT Default	10% + interest at CBN MPR	Vendor relationship damage; comprehensive audit of all contracts; credit note disputes
NRS	CGT Default	Penalty + interest on unpaid CGT	NRS assessment; interest on deferred CGT; potential reclassification of asset disposals
CAC	Annual Returns Default	NGN 3,000–10,000 per year; strike-off after 3 years	Loss of legal personality; bank account suspension; all contracts potentially voided; director disqualification
PenCom	Pension Under-Remittance	2% of contribution per month in arrears	Public naming and shaming; legal action by employees; contract disqualification; employee relations damage
NSITF	NSITF Default	Fine up to NGN 500,000 + NGN 50,000/day	Contract disqualification; potential shutdown order; procurement exclusion
ITF	Training Levy Default	5% p.a. on outstanding levy amount	Federal contract disqualification; public listing as defaulter
NDPC	Data Protection Breach	2% of annual gross revenue or NGN 10m (whichever is higher)	Reputational damage; customer trust erosion; class action exposure; NDPC investigation orders
FRC	Reporting/Dues Default	Per FRC Act; suspension of professional certification	Audit qualification; investor confidence damage; professional licence revocation
SEC	Filing Default (Listed)	Administrative sanctions per ISA	Trading suspension; delisting risk; investor relations damage; regulatory investigation

Procurement Disqualification — The Commercial Compliance Risk

Nigerian government procurement rules require compliance certificates from multiple agencies before any contract can be awarded. For businesses with public sector revenue, the following are non-negotiable:

- NRS Tax Clearance Certificate (TCC) — three years of CIT returns must be filed and all balances paid or formally agreed; renewed annually
- PenCom Certificate of Compliance — pension remittances must be current with no outstanding arrears
- ITF Certificate of Compliance — annual training levy must be paid and filed
- NSITF Certificate — monthly contributions must be current; certificate renewed

- CAC Certificate of Incorporation and confirmation of annual returns — entity must be in good standing with no strike-off proceedings

Any single compliance failure can disqualify an otherwise qualified bidder from government procurement. For businesses with material public sector revenue, compliance is not optional — it is a direct commercial licence to participate.

Reputational Risk Management

Beyond financial penalties, the reputational dimension of compliance failure has become increasingly significant:

- PenCom's public list of pension defaulters is regularly referenced by journalists, industry bodies, and HR professionals — appearing on it has direct talent acquisition and partner relationship consequences
- NDPC investigations are subject to public notice requirements — data breach announcements damage customer and investor confidence in ways that exceed the financial penalty
- CAC strike-off removes the organisation from public databases — prompting due diligence flags in banking, lending, insurance, and supplier relationships
- A series of NRS audit assessments, if unresolved, can be published or reported to regulatory inter-agency networks — creating cross-regulator scrutiny

MANAGEMENT INSIGHT | PROCUREMENT COMPLIANCE — THE CFO'S CHECKLIST

What it means for management: In Q1, the single most important compliance action for organisations bidding for government contracts is obtaining current TCC, PenCom, NSITF, and ITF certificates.

Why it matters: Certificates lapse on a rolling basis. A certificate obtained in March may not be valid for a contract bid in November. Finance directors must track certificate validity dates alongside filing deadlines.

Strategic implication: Budget for compliance certificates as a specific procurement cost. The cost of maintaining compliance is always lower than the revenue lost from contract disqualification.

Recommended action: Maintain a compliance certificate register showing the issue date, expiry date, and renewal lead time for every certificate held by the organisation.

SECTION 8 | COMPLIANCE BEST PRACTICES

The following implementation guidance is calibrated to three tiers of business maturity. Compliance requirements do not scale with size — every business covered by Nigerian regulatory law faces the same obligations. What scales is the infrastructure, resourcing, and system sophistication appropriate to each tier.

For SMEs — 1 to 50 Employees

SMEs face disproportionate compliance risk because they are typically under-resourced for compliance yet subject to the full breadth of regulatory obligations. The following priority actions address the highest-risk areas:

- Appoint a dedicated compliance contact — even part-time — who owns the compliance calendar and is accountable to the CEO for deadline adherence
- Use a cloud-based accounting system (e.g., QuickBooks, Sage, or Zoho Books) that automates PAYE, WHT, and VAT schedules and generates remittance schedules
- Engage an external compliance advisor for quarterly reviews — reactive crisis management costs significantly more than proactive advisory
- Maintain a structured digital document folder organised by regulator and year — accessible from any device
- Set automated reminders at T-10, T-5, and T-1 days before every compliance deadline — using Google Calendar, Outlook, or your accounting system
- Build a 3-month compliance float in working capital to prevent cash-flow-driven defaults on tax remittances
- Register on all regulatory portals (TaxProMax, CAC portal, PenCom eSERVICES, NSITF, ITF) and maintain current login credentials in a secure shared repository

For Growing Businesses — 51 to 250 Employees

Growing businesses frequently hit a compliance 'inflection point' where informal processes that worked at smaller scale create material risks as the business expands headcount, enters new states, or diversifies revenue streams:

- Formalise a compliance function with a dedicated compliance officer or tax manager who reports directly to the CFO
- Implement a Compliance Management System (CMS) — a structured internal database of all obligations, deadlines, documentation evidence, and status tracking
- Introduce quarterly compliance reporting to the CFO and biannual reporting to the board — compliance is no longer just a finance function matter
- Conduct an annual compliance health check with an external advisory firm — internal review alone is insufficient at this scale
- Review payroll system capacity — ensure the system correctly handles multi-state PAYE allocation, multiple employee categories, pension across all employee types, and year-end processing
- Establish formal vendor WHT management — ensuring all vendors are correctly categorised, WHT is applied, and credit notes are issued within statutory timeframes

For Large Corporates — 250+ Employees

Large organisations face compliance complexity — multiple entities, multi-state operations, international transactions, listed company obligations, and a compliance estate that spans 9+ regulators. Best practice at this level requires:

- A dedicated in-house compliance function led by a Chief Compliance Officer (CCO) or Head of Tax and Compliance, reporting to the board audit committee

- An enterprise compliance management platform integrating tax, HR, legal, and company secretarial functions with automated deadline tracking and exception reporting
- Annual tax health check and transfer pricing compliance review for organisations with related-party transactions
- Board-level compliance risk register updated quarterly — with quantified penalty exposure and remediation status
- Annual external compliance audit by a reputable professional services firm — providing independent assurance to the board and audit committee
- Proactive regulatory relationship management — NRS audits, PenCom reviews, and CAC queries handled strategically through experienced advisors with documented, technically sound responses
- Group-level compliance policy and manual cascaded to all subsidiaries, associate companies, and business units — with mandatory annual compliance attestation by each entity head

OUTLIERS ADVISORY INSIGHT | GOVERNANCE REVIEWS — THE OUTLIERS APPROACH

Outliers Professionals Ltd conducts governance reviews that assess the organisation's compliance structure, board accountability mechanisms, internal controls, and compliance culture.

Our governance review deliverables include: a Compliance Maturity Assessment, a Board Compliance Policy, a Compliance Manual, RACI assignment framework, and a Compliance KPI dashboard.

We have worked with organisations across sectors including financial services, FMCG, real estate, professional services, and technology — delivering compliance frameworks that are both practical and board-ready.

Contact: info@outlierspro.com | 08051976005 | www.outlierspro.com

SECTION 8A | COMPLIANCE MATURITY MODEL

The Outliers Compliance Maturity Model provides a structured framework for assessing an organisation's current compliance capability and charting a clear path to compliance excellence. The model comprises five progressive levels — from reactive firefighting to proactive, optimised governance. Use this framework to benchmark your organisation and identify priority development areas.

Assessment guidance: Read the characteristics of each level and identify which best describes your organisation today. Most Nigerian organisations sit at Level 2 or Level 3. The objective is to reach Level 4 within 12–18 months and sustain Level 5 excellence.

LEVEL 1 — REACTIVE		
Characteristics <ul style="list-style-type: none"> No compliance calendar exists Obligations managed ad hoc — filed when noticed No named compliance owner No documentation system Regulatory notices arrive without warning Compliance managed in crisis mode 	Risks <ul style="list-style-type: none"> Maximum penalty exposure across all obligations Personal director liability risk CAC strike-off; TCC denial; procurement exclusion Estimated NRS assessments routinely exceed actual liability Business disruption from regulatory enforcement 	Recommended Actions <ul style="list-style-type: none"> Engage an external compliance advisor immediately Commission a compliance baseline assessment Build a basic compliance calendar for the next 90 days Assign a named compliance contact accountable to the CEO Prioritise CIT, PAYE, CAC, and pension — the four highest-risk obligations

LEVEL 2 — MANAGED		
Characteristics <ul style="list-style-type: none"> Key deadlines known but managed informally Some documentation retained but not systematically Obligations met — but often barely before deadline Compliance owned by finance or HR with no dedicated resource No quarterly reconciliation routine Regulatory notices occasionally missed or responded to late 	Risks <ul style="list-style-type: none"> Late filing risk remains high — deadlines occasionally missed Documentation gaps expose the organisation in audit Cumulative payroll errors go undetected for extended periods No early warning system for regulatory changes 	Recommended Actions <ul style="list-style-type: none"> Formalise a compliance calendar with all deadlines and named owners Implement monthly compliance status review with CFO Establish a document management system for compliance evidence Conduct a baseline payroll and PAYE reconciliation Engage external advisory for quarterly compliance reviews

LEVEL 3 — STRUCTURED		
Characteristics <ul style="list-style-type: none"> Formal compliance calendar maintained and updated Named compliance owner with defined accountability Monthly PAYE, WHT, and pension reconciliations conducted 	Risks <ul style="list-style-type: none"> Internal controls adequate but not independently tested Limited board-level visibility of compliance risks Compliance knowledge concentrated in one or two individuals — key person 	Recommended Actions <ul style="list-style-type: none"> Introduce board-level compliance reporting (quarterly) Conduct annual external compliance health check Cross-train compliance knowledge across finance

<ul style="list-style-type: none"> Regulatory documentation retained and indexed Compliance reported to CFO monthly Regulatory changes tracked within 30 days of publication 	<p>risk</p> <ul style="list-style-type: none"> No external validation of compliance quality 	<p>and HR teams</p> <ul style="list-style-type: none"> Build a compliance risk register with quantified penalty exposure Implement a compliance KPI dashboard
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LEVEL 4 — INTEGRATED

Characteristics	Risks	Recommended Actions
<ul style="list-style-type: none"> Compliance embedded in business operations — not siloed in finance Board audit committee receives quarterly compliance report External compliance audit conducted annually Compliance KPIs tracked and reported to board Three Lines of Defence model operational Regulatory change management process documented and followed Compliance risk register maintained and reviewed quarterly 	<ul style="list-style-type: none"> Risk of complacency at senior level — compliance treated as 'solved' External environment changes (new regulations) may not be captured quickly enough Board may receive compliance reports without adequate challenge 	<ul style="list-style-type: none"> Expand compliance scope to include emerging regulatory areas (NDPC, transfer pricing) Introduce compliance culture programme for all staff Build regulatory intelligence capability — proactive monitoring of regulatory developments Consider Chief Compliance Officer appointment if not already in place Benchmark compliance programme against peer organisations

LEVEL 5 — OPTIMISED

Characteristics	Risks	Recommended Actions
<ul style="list-style-type: none"> Compliance excellence embedded in organisational culture Real-time compliance monitoring via enterprise platform Proactive regulatory engagement — relationships with key regulators Compliance data analytics identify risks before they materialise Zero tolerance for compliance failure — embedded at all levels Annual compliance health check plus continuous monitoring Compliance performance linked to executive remuneration 	<ul style="list-style-type: none"> Governance risk of over-confidence — periodic external challenge remains essential Cost of maintaining Level 5 infrastructure requires ongoing investment justification 	<ul style="list-style-type: none"> Maintain annual external audit and benchmarking Invest in regulatory intelligence and compliance technology Share best practice through industry forums and publications Contribute to regulatory consultation processes as thought leader Annually review and update compliance policy, manual, and framework

Compliance Maturity Matrix — Summary

Element	Level 1 — Reactive	Level 2 — Managed	Level 3 — Structured	Level 4 — Integrated	Level 5 — Optimised
Calendar	None	Informal	Formal, maintained	Integrated into operations	Real-time, automated
Ownership	None	Finance/HR ad hoc	Named owner	CCO / compliance team	Board-embedded
Reporting	None	None	Monthly to CFO	Quarterly to Audit Cte	Board dashboard
Documentation	Absent	Partial	Systematic	Indexed, audited	Digital, real-time
External audit	None	None	Ad hoc	Annual	Annual + continuous
Culture	Ignorance	Awareness	Compliance-aware	Compliance-active	Compliance-embedded

OUTLIERS ADVISORY INSIGHT | COMPLIANCE MATURITY ASSESSMENT — WHERE ARE YOU?

Outliers Professionals Ltd provides Compliance Maturity Assessments that benchmark your organisation against this five-level framework.

Our assessment covers: compliance calendar design, ownership and accountability, internal controls, documentation systems, board reporting, regulatory coverage, and cultural indicators.

Assessment outputs include: a Maturity Score with level rating, a Gap Analysis, a Prioritised Remediation Plan, and an Implementation Roadmap.

Most organisations move from Level 2 to Level 4 within 12 months with structured advisory support. Contact us: info@outlierspro.com | 08051976005

SECTION 9 | BOARD & MANAGEMENT RESPONSIBILITIES

CAMA 2020, the Financial Reporting Council Act, the Nigeria Data Protection Act 2023, and the SEC Corporate Governance Code together place substantial and personal obligations on company directors, board members, and senior officers. Compliance is not a back-office function that can be delegated without oversight — it is a governance obligation that sits at the board table.

Governance Responsibilities

The board of directors has ultimate responsibility for the compliance culture and compliance performance of the organisation. This responsibility cannot be fully delegated:

- Directors are personally liable under CAMA 2020 and the Personal Income Tax Act (PITA) for certain tax defaults — including PAYE under-remittances that result from wilful neglect or directorial decision
- The board is responsible for establishing a compliance framework — including a written compliance policy, a compliance manual, and a board-approved oversight committee
- Non-executive directors have a specific duty to scrutinise compliance reports presented by executive management — not merely to receive them as information items
- The board must ensure that the organisation has adequate resources — human, financial, and technological — devoted to compliance
- Director loan and related-party transaction approvals must be properly documented, minuted, and disclosed in accordance with CAMA 2020

Audit Committee Responsibilities

For companies required to have a board audit committee under CAMA 2020 or the SEC Corporate Governance Code, the audit committee has specific compliance oversight responsibilities:

- Review and challenge the annual compliance health check report and management's response to identified gaps
- Review compliance reports quarterly — with particular focus on outstanding regulatory notices, ongoing audits, and material penalty exposure
- Oversee the independence and effectiveness of the internal audit function in relation to compliance monitoring
- Approve the engagement of external compliance advisors and review their reports directly — not through executive management filter
- Engage directly with the organisation's tax advisors, company secretary, and legal counsel at least annually on compliance matters
- Oversee the organisation's data protection compliance programme — including NDPC registration status and DPCP submission

Director Liability Exposure

Nigerian law creates specific personal liability for directors in relation to compliance failures. Directors should be aware of the following:

Liability Area	Legal Basis	Director Exposure
PAYE Under-Remittance	PITA; CAMA 2020 Section 839	Personal liability for the tax shortfall plus penalties where director wilfully neglected the obligation
CAC Annual Returns Default	CAMA 2020 Sections 426–429	Director disqualification proceedings; personal liability for costs of restoration
Pension Default	Pension Reform Act 2014 Section 11	Directors personally liable for unremitted

Liability Area	Legal Basis	Director Exposure
		pension contributions; criminal prosecution possible
Data Protection Breach	Nigeria Data Protection Act 2023	Liability for organisations; senior officer liability under investigation powers of the NDPC
Financial Reporting Breach	FRC Act; ISA (for listed entities)	Professional debarment; SEC sanctions; investor litigation exposure

Compliance Dashboard Reporting

The board and audit committee should receive a structured compliance dashboard at every meeting. The following framework represents Outliers Professionals Ltd's recommended board compliance dashboard format:

Obligation	Status	Last Filed	Next Due	Comments / Action Required
PAYE	GREEN / AMBER / RED			
VAT	GREEN / AMBER / RED			
WHT	GREEN / AMBER / RED			
CIT Return	GREEN / AMBER / RED			
CAC Annual Returns	GREEN / AMBER / RED			
Pension (PenCom)	GREEN / AMBER / RED			
NSITF	GREEN / AMBER / RED			
ITF	GREEN / AMBER / RED			
NDPC DPCP	GREEN / AMBER / RED			
FRC (if applicable)	GREEN / AMBER / RED			

Compliance KPIs

Compliance performance should be tracked against quantitative and qualitative key performance indicators. The following KPI framework is suitable for board-level monitoring:

- Filing timeliness: Target 100% of obligations filed on or before the due date — any late filing classified as a KPI failure
- Remittance accuracy: Target 100% of calculated remittances paid as filed — any discrepancy between filed amount and remitted amount investigated within 48 hours
- Certificate currency: 100% of compliance certificates (TCC, PenCom, NSITF, ITF) current at all times — expiry dates tracked proactively
- Regulatory notice response time: 100% of regulatory notices acknowledged within 72 hours and responded to substantively within the specified timeframe
- Compliance training completion: 100% of compliance-responsible staff trained annually
- Zero tolerance for penalty events: Any financial penalty incurred triggers a mandatory post-incident review and corrective action plan

Compliance Culture and Tone at the Top

The most technically sophisticated compliance programme will fail if the organisational culture does not support it. Tone at the top — the visible commitment of the board and CEO to compliance — is the single most powerful determinant of compliance culture:

- The CEO should visibly and publicly champion compliance — referencing it in all-staff communications, management meetings, and external interactions
- Compliance failures should be escalated to the board without sanitisation — boards that only receive good news are ill-equipped to govern compliance effectively
- Compliance achievement should be recognised and rewarded — not just punished when it fails
- All new employees — at every level — should receive compliance induction covering the organisation's key regulatory obligations and the consequences of failure
- Directors and senior managers should undergo annual compliance governance training covering their personal obligations under Nigerian law

The Three Lines of Defence Model

Internationally recognised compliance governance frameworks employ the Three Lines of Defence model, which distributes compliance accountability across the organisation:

Line	Function	Responsibility	Reporting
First Line	Business units, HR, Finance, Operations	Day-to-day compliance — filing, remittance, documentation, and record keeping	Reports to line management and CFO
Second Line	Compliance function, Tax team, Company Secretary, DPO	Oversight, monitoring, policy, and compliance reporting — the compliance conscience of the organisation	Reports to CCO / CFO and Audit Committee
Third Line	Internal Audit / External Compliance Auditors	Independent assurance on the effectiveness of first and second lines — provides unfiltered view to the board	Reports directly to Audit Committee and Board

Annual Board Compliance Review Framework

Every board should conduct a formal annual compliance review covering:

- Full-year compliance performance against all regulatory obligations — filed on time, remitted accurately, documented completely
- Outstanding regulatory notices, assessments, and audit proceedings — with status, financial exposure, and resolution strategy
- Changes in the regulatory environment during the year — new laws, circulars, enforcement actions affecting the industry
- Compliance maturity level assessment — where does the organisation sit on the maturity model and what is the plan to progress
- Director and officer compliance training completion — certification that all directors have received required compliance training
- Compliance budget and resourcing adequacy — is the compliance function adequately resourced for the regulatory environment
- External compliance audit findings — with management's response and remediation timeline

Compliance Reporting Framework

Report	Frequency	Prepared By	Reviewed / Received By
Monthly Compliance Status	Monthly	Finance / Compliance Officer	CFO / CEO
Quarterly Compliance Dashboard	Quarterly	CFO / Compliance Officer	Audit Committee
Annual Compliance Health Check	Annual	External Advisors + Internal Compliance	Full Board
Regulatory Audit Report	As arising	Lead Advisor / CCO	Board + CEO (immediate)
Annual Board Compliance Review	Annual	CCO / Company Secretary	Full Board

MANAGEMENT INSIGHT | BOARD GOVERNANCE — SETTING THE RIGHT STANDARD

What it means for management: Boards that do not receive regular compliance reports are flying blind. A compliance failure surfaced first by a regulator — rather than by management — represents a fundamental governance failure.

Why it matters: Under CAMA 2020, directors who fail to exercise reasonable oversight can be held personally liable. 'I did not know' is not a sufficient defence if the governance systems should have provided oversight.

Strategic implication: Compliance reporting should be as routine as financial reporting. The format should be standardised, the metrics consistent, and exceptions prominently flagged.

Recommended action: Adopt the Outliers Compliance Dashboard format. Ensure it appears as a standing agenda item at every board and audit committee meeting. Commission an annual external compliance review.

SECTION 10 | COMPLIANCE READINESS SELF-ASSESSMENT

This 20-question self-assessment is designed to give boards, CFOs, and compliance officers an honest evaluation of their organisation's compliance readiness. Answer Yes, No, or Partial for each question — then interpret your score using the guide at the end.

Instructions: Complete this assessment independently before discussing results with your team. The most valuable assessments are those completed without optimism bias. A 'Partial' answer should only be given where the practice exists but is not consistently implemented.

#	Assessment Question	Response	Notes / Action
1	Does your organisation maintain a documented compliance calendar covering all NRS, CAC, PenCom, NSITF, ITF, FRC, and NDPC obligations?	Yes / No / Partial	
2	Has every compliance obligation been assigned to a named owner with defined accountability and a designated reviewer?	Yes / No / Partial	
3	Are PAYE remittances made on or before the 10th of each month with formal payment receipts retained?	Yes / No / Partial	
4	Are VAT returns filed and VAT remitted on or before the 21st of each month?	Yes / No / Partial	
5	Are WHT deductions made correctly on all qualifying payments and remitted on time with credit notes issued to vendors within the statutory period?	Yes / No / Partial	
6	Are pension contributions (combined 18% of monthly emoluments) remitted to PFAs by the 7th working day of each month?	Yes / No / Partial	
7	Are NSITF contributions paid monthly and compliance certificates obtained and retained?	Yes / No / Partial	
8	Has the ITF annual training levy been computed and paid for the most recent fiscal year?	Yes / No / Partial	
9	Are CAC annual returns filed on time and are statutory registers (directors, members, charges) maintained and updated?	Yes / No / Partial	
10	Is the organisation's CIT self-assessment return filed within 6 months of the financial year-end?	Yes / No / Partial	
11	Does the organisation have a current and submitted Data Protection Compliance Programme (DPCP) with the NDPC?	Yes / No / Partial	
12	Has the organisation appointed a Data Protection Officer (DPO) where required under the Nigeria Data Protection Act 2023?	Yes / No / Partial	
13	Are all material contracts, lease agreements, share transfers, and other chargeable instruments duly stamped?	Yes / No / Partial	
14	Does the board or audit committee receive a compliance status report at least quarterly?	Yes / No / Partial	
15	Does the organisation hold current Tax Clearance Certificate (TCC), PenCom, NSITF, and ITF compliance certificates?	Yes / No / Partial	
16	Is there a documented compliance policy approved by the board?	Yes / No / Partial	
17	Does the organisation conduct an annual external compliance health check with a professional advisory firm?	Yes / No / Partial	
18	Are all compliance-related documents (filing acknowledgements, receipts, regulatory correspondence) retained for at least 6 years?	Yes / No / Partial	
19	Has the compliance function received a budget adequate for its obligations in the current year?	Yes / No / Partial	

#	Assessment Question	Response	Notes / Action
20	Have directors and key compliance staff received compliance training within the past 12 months?	Yes / No / Partial	

Interpreting Your Results

Score	Rating	Recommended Action
16–20 Yes	GREEN — Compliance Healthy	Your compliance programme is well-structured. Maintain the framework. Conduct annual external review to identify emerging gaps. Consider using this handbook to strengthen your board compliance reporting.
10–15 Yes	AMBER — Attention Required	Material gaps are present that may result in penalties or audit exposure. Prioritise the failed items. Engage Outliers Professionals Ltd within 30 days to design and implement a remediation plan.
Below 10 Yes	RED — High Risk	Your organisation is at significant risk of regulatory penalty, reputational damage, and commercial disruption. Immediate professional intervention is required. Contact Outliers Professionals Ltd for an urgent compliance baseline assessment and remediation programme.

SECTION 11 | HOW OUTLIERS PROFESSIONALS LTD CAN HELP

Outliers Professionals Ltd is a multidisciplinary professional services firm providing integrated compliance, tax, governance, and advisory solutions to Nigerian businesses. Our advisory philosophy is practical, commercially aware, and client-centred — we focus on outcomes that protect and enable our clients' businesses, not on creating dependency.

We serve a diverse client base spanning financial services, FMCG, technology, real estate, professional services, manufacturing, and public sector contractors — from growth-stage SMEs to large corporates and group holding structures.

Service	What We Do For Your Organisation
Tax Advisory	CIT self-assessment preparation and filing; WHT management and vendor credit note systems; VAT compliance and dispute resolution; NRS audit support and assessment negotiation; year-end tax planning; Tax Clearance Certificate procurement; Capital Gains Tax advisory
Regulatory Compliance	Annual compliance calendar design; regulatory gap analysis; multi-agency compliance programme management; compliance manual development; regulatory change monitoring; ongoing compliance retainer; compliance maturity assessments
Payroll Advisory	Payroll structure review; PAYE reconciliation and regularisation; pension compliance audit and remediation; NSITF and ITF registration and compliance; multi-state PAYE management; bonus and gratuity tax computation; expatriate payroll advisory
Company Secretarial	CAC annual returns filing; statutory register maintenance and updating; AGM management and shareholder communications; director and shareholder changes; MEMART review and amendments; company incorporations; company restorations; share allotments and transfers
Financial Reporting	IFRS-compliant financial statement preparation support; FRC filing obligation management; financial reporting health checks; management accounts preparation; audit facilitation and support; financial close support
Governance Advisory	Board governance structure reviews; compliance policy and manual development; audit committee terms of reference; board compliance training and workshops; compliance culture programmes; Three Lines of Defence framework implementation; corporate governance gap assessments
Data Protection Advisory	NDPC registration; data mapping and classification; DPCP preparation and submission; DPO services and outsourced DPO; privacy notice and policy drafting; data processing agreement review; data breach response protocols; staff data protection training; NDPC investigation support
Business Intelligence	Regulatory intelligence subscriptions; compliance performance dashboards; competitor compliance benchmarking; regulatory change impact assessments; compliance risk registers; regulatory due diligence for transactions and investments

Our compliance retainer packages provide year-round advisory support — dedicated account team, priority regulatory filing, proactive regulatory change alerts, and quarterly compliance reporting — all at a fixed, predictable annual investment.

Contact Outliers Professionals Ltd

Lagos Office	Abuja Office
Block 113, Plot 27	TF-C7, Mall of Dubai

Lagos Office	Abuja Office
Oladimeji Alo Street Off Freedom Way Lekki, Lagos	Gimbiya Street, Area 11 Garki, Abuja
Website: www.outlierspro.com Email: info@outlierspro.com Telephone: 08051976005 Alternate: 09060004879 WhatsApp: 08051976005	

SECTION 12 | VISUAL FRAMEWORK PAGES

The following framework pages have been designed for use in executive presentations, board reports, Canva designs, and PowerPoint conversions. They present the key structural frameworks from this handbook in a format suitable for visual representation.

Framework 1 — The Nigerian Regulatory Ecosystem

The following map illustrates the nine primary regulatory bodies with which Nigerian businesses must engage, their primary interaction point with the business, and their digital enforcement channels:

NIGERIAN REGULATORY ECOSYSTEM — BUSINESS INTERACTION MAP	
Nigeria Revenue Service (NRS)	Federal taxes — CIT, VAT, WHT, CGT, Stamp Duties Portal: TaxProMax Interaction: Monthly remittances, annual filing, audit
State Internal Revenue Services (SIRS)	PAYE for resident employees Interaction: Monthly PAYE remittance to state of employment; multi-state PAYE allocation
Corporate Affairs Commission (CAC)	Company registration and corporate governance Portal: CAC Online Interaction: Annual returns, statutory register updates, changes
Financial Reporting Council (FRC)	Financial reporting and audit standards Interaction: Annual dues, reporting obligations for public interest entities
Securities and Exchange Commission (SEC)	Capital markets regulation Interaction: Annual filings, listed company compliance, capital raising approvals
National Pension Commission (PenCom)	Pension scheme regulation Portal: PenCom eSERVICES Interaction: Monthly pension remittance to PFAs, employer compliance
Industrial Training Fund (ITF)	Training levy administration Portal: ITF Online Interaction: Annual levy payment, compliance certification
Nigeria Social Insurance Trust Fund (NSITF)	Employee injury compensation Portal: NSITF Online Interaction: Monthly contribution, compliance certification
Nigeria Data Protection Commission (NDPC)	Personal data protection Portal: NDPC Portal Interaction: DPCP submission, DPO registration, breach notification

Framework 2 — Compliance Governance Framework

COMPLIANCE GOVERNANCE FRAMEWORK — OVERSIGHT STRUCTURE	
BOARD OF DIRECTORS	Ultimate accountability Approves compliance policy Receives annual compliance review Governs director liability exposure
↓ AUDIT COMMITTEE	Quarterly compliance dashboard review Oversees internal and external audit Engages directly with compliance advisors
↓ CHIEF EXECUTIVE OFFICER	Executive accountability Compliance culture leadership Approves compliance resources and budget
↓ CFO / CHIEF COMPLIANCE OFFICER	Compliance programme ownership Monthly compliance status reporting Regulatory engagement management
↓ COMPLIANCE FUNCTION (2nd Line)	Tax team Company Secretary DPO HR Compliance — policy, monitoring, reporting
↓ BUSINESS UNITS (1st Line)	Finance HR Operations Legal — day-to-day filing, remittance, and documentation
↓ INTERNAL / EXTERNAL AUDIT (3rd Line)	Independent assurance Reports directly to Audit Committee Annual compliance health check

Framework 3 — Annual Compliance Roadmap

Quarter	Risk Level	Key Obligations
Q1 (Jan–Mar)	HIGH	PAYE x3, VAT x3, WHT x3, Pension x3, NSITF x3, ITF Levy, FRC Dues, NDPC DPCP, NSITF x3
Q2 (Apr–Jun)	CRITICAL	PAYE x3, VAT x3, WHT x3, Pension x3, NSITF x3, CIT Return (30 Jun), CAC Annual Returns (30 Jun)
Q3 (Jul–Sep)	MEDIUM	PAYE x3, VAT x3, WHT x3, Pension x3, NSITF x3, H1 Reconciliations, CGT Review, Mid-Year Reviews
Q4 (Oct–Dec)	HIGH	PAYE x3, VAT x3, WHT x3, Pension x3, NSITF x3, Year-End Planning, Stamp Duties Review, Statutory Register Updates

The heatmap above highlights Q2 (April–June) as the most compliance-intensive period of the year for December year-end companies — with both CIT and CAC filings due by 30 June alongside regular monthly obligations. Q4 carries the highest penalty compounding risk if year-end planning has not begun in Q3.

Framework 4 — Compliance Risk Assessment Matrix

Obligation	Frequency	Penalty Severity	Reputational Risk	Priority Rating
PAYE Remittance	Monthly	HIGH	HIGH	CRITICAL — File first
VAT Return	Monthly	MEDIUM	MEDIUM	HIGH — Never miss
WHT Remittance	Monthly	MEDIUM	MEDIUM	HIGH — Vendor relations at risk
Pension (PenCom)	Monthly	HIGH	CRITICAL	CRITICAL — Public naming risk
NSITF Contribution	Monthly	HIGH	HIGH	HIGH — Contract eligibility
CIT Return	Annual	HIGH	HIGH	CRITICAL — TCC depends on it
CAC Annual Returns	Annual	HIGH	VERY HIGH	CRITICAL — Legal existence at risk
ITF Levy	Annual	LOW	MEDIUM	MEDIUM — Contract eligibility
NDPC DPCP	Annual	VERY HIGH	HIGH	HIGH — New enforcement priority
FRC Dues	Annual	MEDIUM	HIGH	HIGH — Audit qualification risk
Stamp Duties	As arising	LOW	LOW	MEDIUM — Legal enforceability risk

SECTION 13 | COMPLIANCE ACTION PLANNER

The following templates are designed as practical working tools. Copy them into your organisation's compliance management system, share them with your team, and use them to track compliance performance throughout the year.

Template A — Annual Compliance Obligation Register

Obligation	Regulator	Due Date	Owner	Amount (NGN)	Filed / Paid Date	Receipt Ref.	Status
							GREEN / AMBER / RED
							GREEN / AMBER / RED
							GREEN / AMBER / RED
							GREEN / AMBER / RED
							GREEN / AMBER / RED
							GREEN / AMBER / RED
							GREEN / AMBER / RED
							GREEN / AMBER / RED
							GREEN / AMBER / RED
							GREEN / AMBER / RED

Template B — Monthly Compliance Tracker

Obligation	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug
PAYE								
VAT								
WHT								
Pension								
NSITF								
CIT (due Jun)								
CAC Returns								
ITF (Q1)								
NDPC DPCP								

Template C — Regulatory Notice Log

Date Received	Regulator	Notice Type	Period Covered	Amount Claimed	Response Due	Actioned By	Outcome / Status

Template D — Compliance Certificate Register

Certificate	Issuing Body	Issue Date	Expiry Date	Status / Renewal Action
Tax Clearance Certificate (TCC)				
PenCom Certificate of Compliance				
NSITF Certificate				
ITF Certificate of Compliance				
CAC — Annual Returns Current				
NDPC Registration Confirmation				
FRC Certificate (if applicable)				

SECTION 14 | APPENDICES, REFERENCES & SOURCES

Appendix A — Key Regulator Directory

Regulator	Primary Function	Head Office
Nigeria Revenue Service (NRS)	Federal taxes: CIT, VAT, WHT, PAYE (non-resident), CGT, Stamp Duties	Revenue House, 15 Sokode Crescent, Wuse Zone 5, Abuja
Corporate Affairs Commission (CAC)	Company registration, annual returns, corporate governance filings	Plot 420, Tigris Crescent, Maitama, Abuja
Financial Reporting Council (FRC)	Financial reporting standards, auditing, and actuarial standards	11A Victoria Arobieke Street, Lekki Phase 1, Lagos
Securities and Exchange Commission (SEC)	Capital market regulation, listed company compliance, investor protection	SEC Tower, Plot 272, Samuel Adesujo Ademulegun Street, Abuja
National Pension Commission (PenCom)	Pension regulation, employer compliance, pension fund oversight	Plot 174, Adetokunbo Ademola Crescent, Wuse II, Abuja
Industrial Training Fund (ITF)	Training levy collection and skills development oversight	Plot 2023 Cadastral Zone, Opposite Lagos Business School, Abuja
Nigeria Social Insurance Trust Fund (NSITF)	Employee injury compensation and employer contributions	6 MacCarthy Street, Lagos Island, Lagos
Nigeria Data Protection Commission (NDPC)	Data protection regulation, DPCP oversight, breach enforcement	Plot 70A, Kwame Nkrumah Crescent, Asokoro, Abuja

Appendix B — Useful Compliance Websites

Regulator	Website	Key Online Resource
NRS	www.nrs.gov.ng	TaxProMax portal for all NRS filings and payments
CAC	www.cac.gov.ng	CAC Public Search and CAC online filing portal
FRC	www.frc.gov.ng	FRC portal for financial reporting submissions and dues
SEC	www.sec.gov.ng	Capital market filings and SEC compliance portal
PenCom	www.pencom.gov.ng	PenCom eSERVICES — employer compliance and remittance portal
ITF	www.itf.gov.ng	Training levy payment, refund, and compliance portal
NSITF	www.nsitf.gov.ng	Employer registration, contribution, and certification portal
NDPC	www.ndpc.gov.ng	DPCP submission, DPO registration, and NDPC guidance portal

Appendix C — References & Legislative Sources

This handbook has been prepared with reference to the following primary legislative instruments, subsidiary legislation, and regulatory frameworks. All references are to the most recently available versions of each instrument as at the publication date of this edition. Readers are advised to verify the current status of any instrument before reliance.

Instrument	Relevance to This Handbook
Companies and Allied Matters Act (CAMA) 2020	Governing law for Nigerian corporate governance, director liability, CAC obligations, and company secretarial requirements
Companies Income Tax Act (CITA) Cap C21 LFN 2004 (as amended)	Legal basis for Corporate Income Tax (CIT) obligations, self-assessment filing, and capital allowances
Value Added Tax Act Cap V1 LFN 2004 (as amended)	Legal basis for VAT obligations, input credit claims, VAT registration, and exempt supplies
Personal Income Tax Act (PITA) Cap P8 LFN 2004 (as amended)	Legal basis for PAYE obligations, employer liability, employee tax deduction, and State IRS jurisdiction
Capital Gains Tax Act Cap C1 LFN 2004 (as amended)	Legal basis for CGT obligations on disposal of chargeable assets
Stamp Duties Act Cap S8 LFN 2004 (as amended)	Legal basis for stamp duty obligations on chargeable instruments including leases, agreements, and transfers
Nigeria Data Protection Act 2023	Principal data protection legislation; basis for NDPC obligations, DPCP requirements, DPO appointment, breach notification, and penalties
Pension Reform Act 2014 (as amended)	Legal framework for the Contributory Pension Scheme; PenCom obligations; employer pension remittance requirements
Financial Reporting Council of Nigeria Act 2011	FRC mandate, financial reporting standards, auditing standards, and annual dues obligations for public interest entities
Industrial Training Fund Act Cap I9 LFN 2004 (as amended)	Basis for ITF training levy obligations; employer eligibility threshold; penalty provisions
Nigeria Social Insurance Trust Fund Act Cap N73 LFN 2004 (as amended)	Basis for NSITF employer contribution obligations; penalty provisions; employee injury compensation scheme
Investments and Securities Act (ISA)	Governing capital markets regulation; basis for SEC compliance obligations for listed companies and capital market operators
Finance Acts 2019, 2020, 2021, 2022, 2023	Annual amendments to key tax laws including CIT, VAT, PAYE, WHT, and CGT rates and rules; each Finance Act may amend multiple principal Acts
NRS Practice Notes and Circulars	Interpretive guidance issued by the NRS on specific tax provisions; available on the NRS portal and TaxProMax system

Appendix D — Outliers Professionals Ltd Resource Library

- Nigeria Regulatory Compliance Calendar & Business Compliance Handbook (this publication) — www.outlierspro.com
- Outliers Tax Advisory Bulletin — quarterly update on NRS, State IRS, and Finance Act developments
- Outliers Data Protection Compliance Guide — practical guidance on NDPC compliance for Nigerian businesses
- Outliers Payroll Compliance Guide — a step-by-step guide to PAYE, pension, and NSITF compliance
- Outliers Corporate Governance Handbook — board responsibilities and governance best practices under CAMA 2020
- Request access to the Outliers Resource Library: info@outlierspro.com or visit www.outlierspro.com

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