

Banking (Victoria Falls International Financial Services Centre)
(Payment Systems Settlement) Regulations, 2026

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IT is hereby notified that the Minister of Finance, Economic Development and Investment Promotion, in terms of section 81 of the Banking Act [*Chapter 24:20*], hereby makes the following regulations—

PART I

PRELIMINARY

Title

1. These regulations may be cited as the Banking (Victoria Falls International Financial Services Centre) (Payment Systems Settlement) Regulations, 2026.

Interpretation

2. In these regulations—

“Central Bank” means the Reserve Bank of Zimbabwe;

“Centre” means the Victoria Falls International Financial Centre;

“collateral instruction” in relation to a payment system, means an instruction by a participant in the payment system that—

(a) is made in accordance with the payment system rules; and

(b) results, or is intended to result in the provision of collateral security being effected;

“collateral security” in relation to a payment system, means any realisable assets (including money) provided under a charge, repurchase or similar agreement, or otherwise, for the purpose of securitising rights and obligations potentially arising under the payment system rules;

“designated contact” means the name or title of a person to whom notices relating to the payment system must be given;

“designated payment system” means a payment system designated by the Victoria Falls International Financial Centre after consideration of an application;

“insolvency proceeding” means any procedure or proceeding under any law relating to bankruptcy, liquidation, including any compulsory winding up procedure or proceeding, reorganisation, composition with creditors, receivership or conservatorship, or any other similar procedure or proceeding;

“liquidator” in relation to a participant in a designated payment system, means any liquidator, provisional liquidator, receiver, administrative receiver, receiver and manager, liquidation committee, nominee, trustee, conservator, supervisor or other person who administers the affairs of the participant under or for an insolvency proceeding

or is appointed under or for an insolvency procedure or proceeding of any kind in relation to the participant;

“Governing Council” means the Governing Council of the Victoria Falls International Financial Centre;

“netting”, in relation to a payment system, means the conversion into one net claim or obligation, or the set-off of different claims or obligations between participants in the payment system, that results from the issue and receipt of payment instructions involving two or more participants in the payment system, or that is otherwise provided for under the payment system rules—

- (a) whether on a bilateral or multilateral basis; and
- (b) whether or not through the interposition of an operator of the payment system; and
- (c) whether or not the obligations or claims constitute mutual credits, mutual debts, or other mutual dealings; and
- (d) irrespective of the currency in which the obligations or claims are denominated;

“payment instruction”, in relation to a payment system, means an instruction by a participant in the payment system that—

- (a) is made in accordance with the payment system rules; and
- (b) results, or is intended to result, in one or more settlements being effected;

“payment system rules” means—

- (a) in relation to a payment system that is a designated payment system, the rules of the payment system that are contained in the documents specified in the declaration under section 6(2)(b) in relation to the payment system, as amended by any amendments of the rules that have been notified in writing to, and agreed to in writing by the Victoria Falls International Financial Centre; and

- (b) in relation to a payment system not covered by paragraph (a), the rules of the payment system, whether made under by-laws, agreements, procedures, contracts or other documents that are evidenced in writing and that provide, among other things, for the following—
 - (i) the basis on which payment instructions are given;
 - (ii) the basis on which payments are calculated;
 - (iii) the basis on which settlements are effected, whether on a gross basis or using netting;
 - (iv) any action to be taken if a participant in the payment system is unable, or likely to become unable, to meet the participant's obligations to any or all of the following—
 - A. an operator of the payment system;
 - B. another participant in the payment system;
 - C. any other party to the rules;

“rules” means rules adopted by the Centre under section 22;

“settlement” in relation to a payment system means—

- (a) the making of a payment—
 - (i) that is done in accordance with a payment instruction; and
 - (ii) that is on a gross basis, or that uses netting; and
 - (iii) whether by way of book entry on the accounts of a central bank, another bank, the operator of the payment system, or otherwise; or
- (b) anything else that discharges a payment obligation in accordance with a payment instruction or as contemplated by the payment system rules.

Application

3. (1) The object of these regulations is to provide the process for in relation to, and the effects of, the designation of payment systems in the Victoria Falls International Financial Services Centre (international financial services centre), having particular regard to the importance of payment systems to the monetary and financial stability of the Centre, and to the functioning of the international financial services centre as an international financial centre.

(2) The functions of the Centre under these regulations will be exercised—

- (a) to promote the maintenance of a sound and efficient financial system in the international financial services centre; and
- (b) to avoid the risk of significant damage to the financial system in the international financial services centre that could result from the failure of a participant in a designated payment system.

PART II

DESIGNATION

Application for designation

4. (1) If a person wishes to have a payment system established in the international financial services centre declared to be a designated payment system, the person must apply to the Centre.

(2) The application must be accompanied by—

- (a) a copy of the payment system rules, and any information required by the Centre; and
- (b) an application fee prescribed by the Centre.

Consideration of application for designation

5. (1) The Centre shall consider any application made in accordance with section 4 and may ask the person for further information.

(2) In considering the application, the Centre shall have regard to—

- (a) the object of these regulations under section 3(1); and
- (b) the need for the Centre to exercise its functions under these regulations in accordance with section 3(2).

(3) In considering the application, the Centre may have regard to any or all of the following matters—

- (a) the purpose and scope of the payment system;
- (b) the payment system rules of the payment system;
- (c) any regulations and rules, and any regulatory requirements, relating to the operation of the payment system and the extent to which the payment system complies with them; and
- (d) any other matters that the Centre considers appropriate.

Decision on application for designation

6. (1) After considering the application, the Centre may—

- (a) declare the payment system to be a designated payment system; or
- (b) refuse to make that declaration.

(2) If the Centre declares the payment system to be a designated payment system, the declaration must specify the following—

- (a) the payment system;
- (b) the documents that evidence the payment system rules;
- (c) the name or title of a person to whom notices relating to the payment system must be given (the designated contact); and
- (d) the conditions (if any) to which the designation is subject.

PART III

EFFECT OF DESIGNATION

Payment system rules of designated payment systems, validity and enforceability

7. (1) The payment system rules of a designated payment system are valid and enforceable despite any enactment or rule of law to the contrary.

(2) Subsection (1) applies only to the extent that the payment system rules of the designated payment system provide for the following—

- (a) the basis on which payment instructions are given;
- (b) the basis on which payments are calculated;
- (c) the basis on which settlements are affected, including whether on a gross basis or using netting;
- (d) the basis on which collateral security is to be provided in connection with the payment system;
- (e) the action to be taken if—
 - (i) a participant in the payment system is unable, or likely to become unable to meet the participant's obligations to any or all of the following—
 - A. an operator of the payment system;
 - B. another participant in the payment system;
 - C. any other party to the payment system rules; or
 - (ii) an operator of the payment system is unable, or likely to become unable, to meet the operator's obligations to any or all of the following—
 - A. participant in the payment system;
 - B. any other party to the payment system rules;

including, for example, any action to be taken for the realisation and disposal of any applicable collateral security.

(3) The claim of the secured parties to any collateral security provided in connection with the designated payment system rank, and must be paid, in priority to the claims of all other persons despite any enactment or rule of law to the contrary, unless the terms on which the collateral security was provided expressly provide that the other persons are to be paid in priority.

Settlements and provision of collateral security must not be reversed

8. (1) A settlement, or the provision or enforcement of collateral security that is effected under the payment system rules of a designated payment system, shall not be reversed, repaid, recovered, or set aside, whether in whole or part, despite any enactment or rule of law to the contrary.

(2) A claim or right arising, or an account or other record maintained under the payment system rules of a designated payment system must not be attached, charged, assigned, executed on, distrained, or otherwise made the subject of an adverse legal process despite any enactment or rule of law to the contrary, unless expressly permitted by the payment system rules.

(3) Any application made concerning a designated payment system to the tribunal by any person from a jurisdiction outside the international financial services centre if the application relates to an insolvency proceeding or debt recovery proceeding in that jurisdiction, and the purpose of the proceeding is—

- (a) to obtain the reversal, repayment, recovery, or setting aside of a settlement, or the provision or enforcement of collateral security, whether in whole or in part; or
- (b) to attach, charge, assign, execute on, distrain, or otherwise make the subject of an adverse legal process, any claim or right arising, or any account or other record maintained, under the payment system rules, unless expressly permitted by the payment system rules;

does not override subsections (1) and (2).

Limits on application of section 8(1)

9.(1) Section 8(1) does not apply to a settlement, or the provision of collateral security, that is effected under the payment system rules of a designated payment system if—

- (a) a participant in the payment system in respect of which the settlement is effected becomes insolvent under the insolvency laws applying in the jurisdiction where the participant is incorporated or otherwise formed; and
- (b) the settlement, or the provision of collateral security, is effected after the commencement of an insolvency proceeding in respect of the participant, unless the designated contact did not have notice of the commencement of the insolvency proceeding when the settlement, or the provision of collateral security, was effected.

(2) For subsection (1)—

- (a) a settlement, or the provision of collateral security, is treated as effected when, in accordance with the payment system rules of the designated payment system, the relevant payment instruction or collateral instruction is incapable of being revoked by any party to the rules; and
- (b) a designated contact is taken to have notice of the commencement of an insolvency proceeding if, for example—
 - (i) the designated contact fails to make any inquiries into the matter that an honest and reasonable person would have made in the circumstances; or
 - (ii) the designated contact fails to have regard to any public notice of the commencement of an insolvency proceeding that an honest and reasonable person would have had regard to in the circumstances, including the place where, and how, the public notice was given and the location of the designated contact.

Netting validity and enforceability

10. If the payment system rules of a designated payment system provide for netting, any netting under the payment system rules is valid and enforceable despite any enactment or rule of law to the contrary.

Limits on effect of sections 7, 8 and 10

11. (1) In this section—

“underlying transaction” means a transaction that gives rise to a payment or payment obligation, but does not include—

- (a) a payment instruction; or
- (b) a settlement in accordance with the payment system rules of a designated payment system.

(2) Sections 7, 8 and 10 shall not prevent—

- (a) the operation of any enactment or rule of law in relation to an underlying transaction, including, for example, any relevant provisions of the insolvency regulations; or
- (b) any person from acting against another person who has acted fraudulently or dishonestly if the remedy sought or obtained does not affect the application of those sections.

(3) If a person brings an action under any enactment or rule of law in relation to an underlying transaction, including, without limitation, any relevant provisions of the Centre Insolvency law, the person may produce evidence of a settlement before the Tribunal, for the purpose of proving that—

- (a) a participant received value by means of the settlement; and
- (b) the value received was an element of the underlying transaction.

PART IV

VARIATION OR REVOCATION OF DESIGNATION

Variation of designation

12. The Centre may vary any designation made under section 6(1)(a)—

- (a) by amending the documents that evidence the payment system rules, or amending the name or title of a person to whom notices relating to the payment system must be given; or
- (b) by revoking or amending any condition to which the designation is subject; or
- (c) by making the designation subject to a new condition.

Revocation of designation

13. The Centre may revoke any designation under section 6(1)(a).

Settlement and netting not affected by variation or revocation of designation

14. The variation or revocation of a designation under section 6(1)(a) does not affect the application of sections 7, 8 and 10 to settlements that were effected, and netting that took place, before the variation or revocation.

Matters Centre must and may have regard in deciding whether to vary or revoke designation

15. (1) In deciding whether to vary or revoke the designation of a designated payment system under section 6(1)(a), the Centre—

- (a) shall have regard to—
 - (i) the object of these regulations under section 3(1); and
 - (ii) the need for the Centre to exercise its functions under these regulations in accordance with section 3(2); or

- (b) may have regard to—
 - (i) the purpose and scope of the payment system;
 - (ii) the payment system rules of the payment system;
 - (iii) any Victoria Falls International Financial Services Centre (VFIFSC) regulations and VFIFSC rules, and any regulatory requirements, relating to the operation of the payment system and the extent to which the payment system complies with them;
 - (iv) any failure to comply with any condition to which the designation is subject; and
 - (v) any other matters that the Centre considers appropriate.

Procedure for variation or revocation of designation

16.(1) Before deciding to vary or revoke a designation of a designated payment system under section 6(1)(a), the Centre shall, unless it considers that the financial system may be prejudiced as a result—

- (a) give the designated contact notice of—
 - (i) the reasons for considering whether to vary or revoke the designation;
 - (ii) if the Centre is considering whether to vary the designation, the variation being considered; and
 - (iii) the fact that the designated contact may make submissions to the Centre in relation to the variation or revocation.
- (b) give the designated contact an opportunity to make submissions to the Centre within a specified period that the Centre considers reasonable in the circumstances; and
- (c) consider any submissions made by the designated contact before the end of the specified period.

(2) The notice mentioned in subsection (1)(a) may be given either in writing or orally, depending on the circumstances of the particular case.

PART V

PROVISION OF INFORMATION

Provision of information relating to designated payment system

17. (1) The Centre may, by written notice, require any or all of the following persons to provide specified information to it relating to a designated payment system—

- (a) an operator of the payment system;
- (b) a participant in the payment system; and
- (c) the designated contact of the payment system.

(2) The Centre may require information to be provided to it under subsection (1) only if it considers that the information is reasonably required to enable it to exercise its functions under these regulations.

(3) A notice under subsection (1) may specify—

- (a) the periods for which, and the form in which, the information must be provided; and
- (b) how the information must be verified.

(4) The Centre may require any information to be provided under this section to be in English.

(5) If the Centre is satisfied that a person has contravened this section, it may impose a fine on the person for the contravention.

Designated contact must be notified of insolvency proceedings

18. (1) This section applies if—

- (a) an insolvency proceeding is or has been commenced in respect of a participant in a designated payment system (participant A); or
- (b) an insolvency proceeding is or has been commenced in respect of any other participant whose settlements are effected by participant A through the designated payment system.

(2) As soon as practicable after becoming aware of the insolvency proceeding, participant A must notify the designated contact of the insolvency proceeding.

(3) It is sufficient compliance with the requirement to notify the designated contact under subsection (2) if—

- (a) participant A takes all reasonable steps to comply with the requirement; or
- (b) the designated contact was already actually aware of the commencement of the insolvency proceeding by the time participant A had to notify the designated contact under that subsection.

(4) The designated contact must notify the Centre promptly if the designated contact receives a notification under subsection (2) or otherwise becomes aware of the commencement of an insolvency proceeding in respect of a participant in the designated payment system.

PART VI

GENERAL

Exemption from liability

19. The Centre, and its officers, employees, and agents, are not liable for anything done or omitted to be done in the exercise, or purported exercise, of the Centre's functions under these regulations unless it is proven that the thing was done or omitted to be done in bad faith.

Applicable law relating to securities held as collateral security

20. If—

- (a) securities, including rights in securities, are provided, under the payment system rules of a designated payment system, as collateral security to a party to the rules; and
- (b) a register, account, or centralised deposit system located in a jurisdiction records the entitlement of the person to the collateral security;

the rights of the person as a holder of collateral security in relation to the securities are governed by the law of the jurisdiction where the register, account, or centralised deposit system is located.

Centre and Central Bank

21. (1) In exercising its functions under these regulations, the Centre may consult with, and have regard to the views of, the Central Bank.

(2) The Centre may share any documents or information obtained by it under these regulations with any or all of the following:

- (a) the Central Bank;
- (b) the central bank or monetary authority of any other jurisdiction;
- (c) any banking or financial services regulatory body of any other jurisdiction;
- (d) any other Centre bodies.

Power to adopt rules

22. (1) The Centre may, with the approval of the Minister, make rules prescribing matters—

- (a) required or permitted by these regulations to be prescribed; or
- (b) necessary or convenient to be prescribed for carrying out or giving effect to these regulations.

(2) Notwithstanding subsection (1), the Centre may not adopt rules under this section on matters related to the regulation of financial services and related operations in the international financial services centre.

(3) Without limiting subsection (1), the Centre may adopt rules—

- (a) with respect to any matters relating to the Centre's functions under these regulations; or

- (b) to facilitate the administration of, or further the object or purposes of, these regulations; or
 - (c) prescribing the contraventions of these regulations and the rules for which fines may be imposed by the Centre; or
 - (d) with respect to the procedures for the imposition or recovery of fines, including any circumstances in which the procedures do not apply to the imposition of a fine; or
 - (e) setting limits for fines and other penalties that may be imposed for contraventions of these regulations or the rules.
- (4) Without limiting subsection (1), rules adopted by the Centre may do any of the following—
- (a) make different provisions for different cases or circumstances;
 - (b) include supplementary, incidental, and consequential provisions; and
 - (c) make transitional and savings provisions.

Publication of proposed rules

23. (1) Before making rules under section 22, the Centre must publish a notice under this section.

(2) The notice must include, or have attached to it—

- (a) a summary of the proposed rules; and
- (b) the text of the rules.

(3) The notice must invite interested persons to make representations about the proposed rules within a stated period of at least 30 days.

(4) Subsections (1), (2) and (3) do not apply to the making of rules if the Centre considers—

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- (a) that any delay likely to arise because of complying with those subsections is prejudicial to the interests of the Centre; or
- (b) that the rules are merely consequential on any other rules adopted, or proposed to be adopted by the Centre; or
- (c) that the rules do not change, or significantly change, the policy intended to be given effect to by these regulations and the rules or any other regulations or rules.

Notification of Centre's decisions and reasons

24. (1) This section applies if, under these regulations or the rules—

- (a) the Centre makes a decision on the application of the affected person; or
- (b) the Centre makes a decision affecting the interests of a person.

(2) As soon as practicable after the Centre makes the decision, the Centre must give the affected person written notice of the decision with reasons.