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**REGULATORY FRONTIERS:
NAVIGATING THE INVESTMENTS
AND SECURITIES ACT 2025 AND
SECURITIES AND EXCHANGE
COMMISSION'S REFORM.**

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The Investments and Securities Act 2025 (ISA 2025, Act No. 2 of 2025) represents a landmark overhaul of Nigeria's capital markets framework. Signed into law by President Bola Ahmed Tinubu on March 25, 2025 and published in the Official Gazette on May 2, 2025, it fully repeals the Investments and Securities Act 2007.

The following are the key reforms and regulatory frontiers in the ISA 2025: Expanded SEC Powers and Independence, Digital and Virtual Assets as Securities, Investor Protection and Prohibitions, Trading, Mergers and Corporate Restructuring, and Enforcement, Penalties, and Tribunal.

Furthermore, the ISA 2025 provides the legislative backbone, while the SEC has moved swiftly on implementation. In January 2026, the Commission unveiled its 2026 Strategic Agenda, focused on mobilizing long-term domestic and international capital into infrastructure, agriculture, and housing. A flagship reform is Circular No. 26-1 (16 January 2026) on Revised Minimum Capital Requirements for all regulated entities (core and non-core operators, market infrastructure, financial technologies, consultants). The overhaul replaces the 2015 framework to enhance resilience, align capital with risk profiles (including digital assets and commodities), and support innovation. Compliance deadline: 30 June 2027, with board-approved recapitalization plans due by April 30, 2026.

The evolving regulatory landscape offers opportunities for increased market liquidity, fintech-driven inclusion, foreign investment, and alignment with the \$1 trillion economy goals.

In addition to these are challenges related to higher compliance costs, recapitalization pressures, digital asset adaptation and potential market consolidation.

Proactive engagement with SEC circulars, investment in training, and legal consultation for restructuring are key risk mitigation strategies to be employed by market participants and stakeholders.

In conclusion, the ISA 2025 and accompanying SEC reforms mark Nigeria's capital market's entry into a new era of sophistication and resilience. By addressing previous gaps, particularly around digital innovation, commodities infrastructure, and systemic safeguards, the framework positions the market as a credible engine for economic growth while maintaining robust investor safeguards. Market participants who proactively align with the enhanced capital, governance, and transparency standards will be best placed to thrive in this evolving regulatory landscape. Full compliance by mid-2027 and ongoing engagement with SEC initiatives will be critical to realizing the Act's vision of a fair, efficient, and globally competitive capital market.
