

Central Beneficial Ownership Register for corporate & legal entities

The purpose of this information note is to advise certain legal and corporate entities of forthcoming arrangements for a central beneficial ownership to be maintained by the Central Bank of Ireland.

Background:

Article 30 of the Fourth EU Anti-Money Laundering Directive (EU) 2015/849), as amended by the Fifth EU Anti-Money Laundering Directive (EU 2018/843), obliges Member States to ensure details of beneficial owners¹ of corporate and legal entities incorporated within its jurisdiction are held on a central register. Such registers must be made publicly available, and will also be available to designated competent authorities.

The Minister for Finance has decided that the Central Bank of Ireland will be responsible for establishing a central Beneficial Ownership Register in respect of Credit Unions and certain types of Funds. Funds that will be included on this register are Irish Collective Asset-management Vehicle (ICAV) registered under the Irish Collective Asset-management Vehicle Act 2015 and Unit Trust Schemes registered under the Unit Trust Act, 1990².

It should be noted that Article 30 of Directive 2015/849 requires corporate and legal entities to maintain their beneficial ownership details³, independent of the central register, and to provide these details to a central register when required. Therefore your firm should already be maintaining its beneficial ownership details.

What is happening next?

We expect the Statutory Instrument assigning responsibility to the Bank to maintain a central register, as described above, to be introduced during March 2020. We are finalising our arrangements to implement this register. This includes setting up a dedicated area on the Central Bank website containing:

- General information on the register
- FAQs in relation to the register and how entities can submit the required information
- Secure return upload facility for entities to submit their information

We expect there will be a five-month lead-in period (from the Statutory Instrument's introduction) for entities to submit information to the Central Bank. Information on the central register will be available after this lead-in period.

¹ The definition of beneficial owner is set out in Article 3 of Directive 2015/849 and means any natural person who directly or indirectly owns or controls the corporate or legal entity. This can be through having a sufficient percentage of the voting rights, ownership interest, controlling the company by other means such as through a shareholders' agreement, by the exercise of dominant influence, or via the power to appoint senior management

² Note: The Minister has indicated that Common Contractual Funds registered under the Investment Funds, Companies and Limited Partnerships Act, 2005; and Investment Limited Partnerships registered under the Investment Limited Partnerships Act, 1994 will also be included on this register in due course.

³ Regulation 15 of S.I. No. 110 of 2019 implementing the Directive sets this out in further detail.

We will post all relevant information on the register on the Central Bank website in the coming weeks and would ask you to refer to this. There will also be a dedicated contact channel to assist with any queries.

It should be noted that there will be two State authorities involved in maintaining a central register of beneficial ownership of corporate and legal entities in Ireland. Companies and Industrial & Provident Societies in Ireland are required to register with the Central Register of Beneficial Ownership of Companies and Industrial and Provident Societies (<https://rbo.gov.ie/>).

A central register in respect of beneficial ownership of Trusts will be implemented by a separate authority and further details will be available in due course.

Central Bank of Ireland

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