

*Form identification UBO – company*

<b>FINAL BENEFICIARY IDENTIFICATION FORM (UBO)</b>
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<b>Reference/file number</b>	
<b>Name of the client/agent</b>	

The Law on the Prevention of Money Laundering and Terrorist Financing (hereinafter "WPW") stipulates that the lawyer has a number of obligations with regard to identifying his clients. One of these obligations concerns the identification of the "Beneficial Owners" of its customers and the "Beneficial Owners" of its agents.

According to the WPW, the **Beneficial Owners** of a **company are** :

*(i) the natural person(s) who directly or indirectly hold a sufficient percentage of the voting rights or of the ownership interest in this company, including the holding of bearer shares.*

An interest held by a natural person in more than 25 % of the voting rights or more than 25 % of the company's shares shall be an indication of a sufficient percentage of the voting rights or of the direct interest within the meaning of the first paragraph.

An interest held by a company controlled by one or more natural person(s), or by several companies controlled by the same natural person or natural persons, of more than 25% or of more than 25% of the company's capital, shall be an indication of a sufficient indirect interest within the meaning of the first paragraph;

*(ii) the natural person(s) who control this company by other means.*

The exercise of control by other means may in particular be determined in accordance with the criteria referred to in Article 22(1) to (5) of Directive 2013/34/EU of the European Parliament and of the Council of 26 June 2013 on the annual financial statements, consolidated financial statements and related reports of certain types of undertakings, amending Directive 2006/43/EC of the European Parliament and of the Council and repealing Directives 78/660/EEC and Council 83/349/EEC;

*(iii) the natural person or persons belonging to senior management if, after exhaustion of all possible resources and **provided that there are no grounds for suspicion, none of the persons referred to in points (i) or (ii) has been identified, or if there is any doubt as to whether the identified person(s) is the beneficial owner(s), are respectively***

We ask you to complete this form by carefully answering all questions and providing the requested information. You can consult the explanations of this form if you would like more information.

We would like to point out that all shareholders with an interest of 25% or more in companies that have issued bearer shares are legally obliged to report those interests to the company (Art. 7:83 CCA (ex Art. 515bis W. Venn)).

We would like to point out that if you do not provide the requested information, we will not be able to carry out any transactions.

**I, the undersigned, acting as representative(s) of .....**

*[Name of legal entity] with CBE No: .....[CBE No.]: (see explanatory note point 2)*

1. Surname and first name: .....

Function:.....

2. Surname and first name: .....

Function:.....

3. Surname and first name: .....

Function:.....

**1° a) ... confirm/confirm that on (date) \_\_\_/\_\_\_/\_\_\_, the following natural persons, hold or control at least 25% of the voting rights or at least 25% of the shares or capital of the company.**

*Please complete or correct the information in the table below. If one or more Beneficial Owners shareholders are listed company(s), see 1°c).*

Name First Name	Date of birth Place of birth	Address	Function <i>(in the company, if applicable)</i>	% of the shares

*Attach a copy of each Beneficial Ownership Shareholder's identity card. See note 7 for more info.*

**1° b) ... confirm/confirm that on (date) \_\_\_/\_\_\_/\_\_\_, the following natural persons, controls the company by other means.**

*Please complete or correct the information in the table below. If one or more Beneficial Owners shareholders are listed company(s), see 1°c).*

Name First Name	Date of birth Place of birth	Address	Function <i>(in the company, if applicable)</i>	% of the shares

*Attach a copy of each Beneficial Ownership Shareholder's identity card. See note 7 for more info.*

**1° c) If one or more Beneficial Owners Shareholders is a listed company(s), please complete the table below.**

Company name	Address of registered office	Stock exchange	% of shares	Decision-maker <i>(if applicable)</i>


Go to point 2° if you could not answer point 1°a), 1° b) or 1°c).

**2° If there are no Beneficial Ownership Shareholders with a majority stake or if there are no Beneficial Ownership Shareholders:**

... confirm/confirm that no Beneficial Owner is a Shareholder within the meaning of 1° (please tick this if applicable).

**3° ... confirm/confirm that on (date) \_\_\_/ \_\_\_/ \_\_\_\_, the following natural persons are the senior management of the entity.**

See notes 4-5-6 for more info. If one or more Beneficial Owners is a listed company(s), see 2°c).

Name First Name	Date of birth Place of birth	Address	Function (in the company)

Attach a **copy of each Beneficial Ownership Decision-maker's identity card.**

See note 7 for more info.

**4° declare on their honour that the information provided on the information document is sincere and correct and irrevocably undertakes to inform the lawyer immediately and in writing of any change in the list of Beneficial Owners (both Shareholders and Decision Makers) of this legal entity and to provide a copy of the identity documents of the new Beneficial Owners.**

*Name(s) and signature(s) of declarant(s):*

.....

*Important! Attach to this form a copy of the identity card of each Beneficial Ownership Shareholder or Decision Maker.*

*Place a valid signature next to your name above.*

## EXPLANATORY NOTE to the "Declaration on Beneficial Owners"

### **1. Why do lawyers have to ask for a "Beneficial Ownership Statement"?**

*The Law on the Prevention of the Use of the Financial System for the purpose of money laundering and terrorist financing stipulates that lawyers must identify the Beneficial Owners of their clients and their agents.*

*On page 1 you will find the description of the term "Beneficial Owner" for a company.*

*In order to comply with this legal obligation to identify and report the Beneficial Owner of a company, a "Beneficial Ownership Statement" must be completed by the representatives of the client company or the agent company. It is required by law to inform the lawyer about the Beneficial Owners.*

### **2. Who should complete and sign the declaration?**

*The declaration must be completed by the persons authorised to represent the company or entity under their registered office.*

### **3. Why are the Beneficial Owners important?**

*The Beneficial Owners of a company are considered important because they exercise control over the legal entity. In this case, exercising control means that they are able to decisively influence the appointment of the majority of the board members and/or directors or that they can decisively influence the orientation of the company.*

### **4. Beneficial Owners: sometimes referred to as «owners» or «decision-makers»**

*The term "Beneficial Owners" is commonly interpreted as "owners" or "possessors". This interpretation is correct, but incomplete. All natural persons who own or control 25% or more of the assets or 25% or more of the voting rights are considered Beneficial Owners.*

*In addition to these controlling shareholders, other natural persons are also considered beneficial owners. These persons are called the beneficiary "decision-makers".*

*This designation generally refers to the persons who have an official mandate on the board of directors of the company. These are, for example, the Chairman of the Board/Chief Executive Officer (CEO), Financial Director/Chief Financial Officer (CFO) or Treasurer (or equivalent titles). All representatives of the Management Board must be listed, as well as their functions.*

## **5. What if a legal entity is a shareholder in your company?**

*Beneficial Owners must generally be named natural persons. If the owners of a legal entity are themselves one or more companies, additional information is required to establish the identity of the natural persons who are the owners of these (intermediate) companies.*

*These natural persons must be listed directly as the Beneficial Owner(s) on the declaration of the company or association regardless of the number of "intermediate steps".*

*In order to provide insight into the intermediate steps, the controlling shareholders of the underlying legal entities should be identified. For example, if Company A is more than 25% owned by Company B, then all controlling shareholders (>25%) of Company B must be listed as Beneficial Owners of Company A. In more complicated cases where Company B is 25% owned by Company C, the controlling shareholders of Company C must be listed as Beneficial Owners of Company A.*

*Please indicate the percentage of shareholding on the form. For indirect ownership, it is not necessary to calculate the percentage of the percentage, but it is sufficient to mention "indirect" in this box.*

*In certain cases, listed below, the Beneficial Owner may be another legal entity.*

## **6. Who should be named as the beneficial owner?**

*The following list indicates who should be considered a beneficial owner for the various types of legal entities.*

A. The company is unlisted and controlled by a limited number of significant shareholders or owners

*Owning or controlling 25% (or more) of the shares or voting rights is considered a controlling share. The exercise of at least 25% of the voting rights at the general meeting of the company is also considered a controlling share. The ownership can be direct or indirect (for example through intermediate companies) or a combination of both.*

*In this case, the shareholders or owners must be mentioned by name in the statement.*

B. The company is unlisted and there are several smaller shareholders or owners.

*(All situations not covered by the definition of A fall under B)*

*In this case, in practice, it is difficult or impossible to mention the names of all owners. A declaration must then be made that no single shareholder holds 25% or more of the shares. The control of the company is considered to be in the hands of the senior management, i.e. that only the names of the "decision-makers" must be filled in on the declaration.*

C. The company is not listed on the stock exchange, but is owned by another company that is listed on the stock exchange.

*A declaration must be drawn up stating the owning listed company + the stock exchange on which that owning company is listed.*

D. The company is partially listed on the stock exchange.

*For companies that are partly listed and partly privately owned, the Beneficial Owners of the private part still need to be identified as in A or B.*

## **7. Which documents to attach?**

*In addition to the completed form, the company or legal entity must provide photocopies of the identity card (for European residents) or of the passport (for non-Belgian residents) for the persons named as Beneficial Owners in the declaration.*