European Union (Anti-Money Laundering: Beneficial Ownership of Corporate Entities) Regulations 2019

Statutory Instrument No. 560 of 2016 came into effect on 15 November 2016 and required all corporate and legal entities to hold adequate, accurate and current information on their beneficial owner(s) in their internal register. This has been revoked with immediate effect and replaced by Statutory Instrument No. 110 of 2019, European Union (Anti-Money Laundering: Beneficial Ownership of Corporate Entities) Regulations 2019 which restates the 2016 regulations with some amendments.

Part 2 of SI 110 of 2019 (Obligation for Relevant Entities to compile a Beneficial Ownership Register) is broadly similar to what was in SI 560 of 2016 and these new regulations will apply to the same type of corporates as before (“relevant entities”) with regard to the establishment of such a register. The exemption continues to apply for corporates listed on regulated markets.

Part 3, of the SI 110 of 2019 (Obligation of Relevant Entities to file Beneficial Ownership Information in Central Register) is new and relates to the establishment of a central register which will come into effect on 22 June 2019.
Beneficial Owner
The definition of Beneficial Owner remains unchanged. A shareholding of 25% plus one share or an ownership interest of more than 25% in the relevant entity held by the natural person is an indication of direct ownership. A shareholding of 25% plus one share or an ownership interest of more than 25% in the relevant entity held by a corporate entity which is under the control of a natural person(s) or by a multiple of corporate entities which are under the control of the same natural person(s) is an indication of an indirect ownership.

Central Register of beneficial ownership of Companies and Industrial and Provident Societies (“central register”)
The legislation provides for the appointment of a Registrar of Beneficial ownership of Companies and Industrial & Provident Societies and the intention is that this function will be given to the Registrar of Companies.

The central register has been launched and Companies and Industrial and Provident Societies can start filing online from 22 June 2019 after which there will be five months (i.e. until 22 November 2019) for relevant entities already in existence to file this data without being in breach of their statutory duty to file. Corporates established after this date will have 5 months from the date of incorporation to file this data.

Updating the Central Register
Where the relevant entity is updating the information on its Beneficial Ownership Register, it must also notify the Registrar within 14 days of the relevant changes.

Information to be delivered to the Registrar
The relevant entity should deliver to the Registrar the following information in respect of the beneficial owner(s):

- name
- date of birth
- nationality
- residential address
- statement of the nature and extent of the interest held or the nature and extent of control exercised in respect of each beneficial owner
- its name and number as maintained by the Companies Registration Office or with the Registry of Friendly Societies
- the PPS number for each such beneficial owner to whom such a number has been assigned

While the PPS number must be provided to the Registrar, the Registrar will not include PPS numbers on the central register.

Importantly, there is a duty on an individual who is a beneficial owner or ought to have known that they are one, to notify the relevant entity of which they are the beneficial owner, of such status.

Details of Senior Managing Officials
Where all efforts have been exhausted to determine the beneficial owners or there is any doubt regarding same, the names of one or more of the natural persons who hold the position of senior managing official of the relevant entity (i.e. the directors and CEO) must be entered in the relevant entity’s beneficial ownership register as its beneficial owners.

Unrestricted access to beneficial ownership information in central register
Certain members of An Garda Síochána, The Revenue Commissioners, The Criminal Assets Bureau or a competent authority will have a right to inspect the central register.

Restricted access to the beneficial ownership information in central register
If a relevant entity enters into an occasional transaction (i.e. customer due diligence) with a designated person (i.e. a Bank) under the Irish AML legislation or forms a business relationship with a designated person, the designated person will be able to access the name, month and year of birth, country of residence, nationality and statement of the nature of control or extent of the interest held/control exercised by the beneficial owner when carrying out customer due diligence in respect of the relevant entity.
The public will have the same access as a designated person.

If a beneficial owner is a minor, the designated person or member of the public must give the Registrar a summary of the grounds on which he or she considers it in the public interest that the information be disclosed to him or her.

**Penalties**

Penalties can range from a class A fine i.e. €5,000 on summary conviction or imprisonment for a term not exceeding 12 months or both or on conviction on indictment to a fine not exceeding €500,000 or imprisonment for a term not exceeding 12 months or both.

Please contact Joanne Whelan or Mary Shier should you require more information.

**Joanne Whelan**  
Partner  
T: +353 1 417 2463  
E: jwhelan@deloitte.ie

**Mary Shier**  
Director  
T: +353 1 417 8595  
T: +353 61 435541  
E: mshier@deloitte.ie

At Deloitte, we make an impact that matters for our clients, our people, our profession, and in the wider society by delivering the solutions and insights they need to address their most complex business challenges. As the largest global professional services and consulting network, with approximately 286,000 professionals in more than 150 countries, we bring world-class capabilities and high-quality services to our clients. In Ireland, Deloitte has nearly 3,000 people providing audit, tax, consulting, and corporate finance services to public and private clients spanning multiple industries. Our people have the leadership capabilities, experience and insight to collaborate with clients so they can move forward with confidence.

This publication has been written in general terms and we recommend that you obtain professional advice before acting or refraining from action on any of the contents of this publication. Deloitte Ireland LLP accepts no liability for any loss occasioned to any person acting or refraining from action as a result of any material in this publication. 

Deloitte Ireland LLP is a limited liability partnership registered in Northern Ireland with registered number NC1499 and its registered office at 19 Bedford Street, Belfast BT2 7EJ, Northern Ireland.

Deloitte Ireland LLP is the Ireland affiliate of Deloitte NWE LLP, a member firm of Deloitte Touche Tohmatsu Limited, a UK private company limited by guarantee (“DTTL”). DTTL and each of its member firms are legally separate and independent entities. DTTL and Deloitte NWE LLP do not provide services to clients. Please see www.deloitte.com/about to learn more about our global network of member firms.

© 2019 Deloitte Ireland LLP. All rights reserved.