

Suppliment tal-Gazzetta tal-Gvern ta' Malta Nru. 20,231, 12 ta' Lulju, 2019

Taqsimha B

L.N. 158 of 2019

**COMPANIES ACT
(CAP. 386)
Companies Act (Register of Beneficial Owners)
(Amendment) Regulations, 2019**

IN EXERCISE of the powers conferred by article 425 (6) of the Companies Act, the Parliamentary Secretary for Financial Services, Digital Economy and Innovation has made the following regulations:-

1. The title of these regulations is the Companies Act (Register of Beneficial Owners) (Amendment) Regulations, 2019 and shall be read and construed as one with the Companies Act (Register of Beneficial Owners) Regulations, hereinafter referred to as "the principal regulations".

Citation.

S.L. 386.19.

2. Sub-regulation (2) of regulation 5 the principal regulations, shall be substituted by the following:

Substitutes regulation 5 of the principal regulations.

"(2) Any natural person who has reasonable cause to believe to be a beneficial owner of a company shall be bound to provide the information required under sub-regulation (1) to the company without delay.

Without prejudice to the aforesaid, the company shall obtain the information required under sub-regulation (1) from the shareholders of the company and, or from any natural person whom it has reasonable cause to believe to be a beneficial owner, who shall be bound to provide the said information to the company without delay, and every beneficial owner who acquires, disposes of, increases or reduces his beneficial interest in the company shall be bound to immediately provide the said information to the company."

3. Regulation 7 of the principal regulations shall be amended as follows:

Amends regulation 7 of the principal regulations,

(i) immediately after sub-regulation (1)(b), there shall be added the following new paragraph:

"*(c) any member of the general public:

Provided that access granted to any member of the

* Comes into force on 1st January, 2020.

general public shall be to the name, the month and year of birth, the nationality, the country of residence and the extent and nature of the beneficial interest of the beneficial owners of a company.";

*(ii) sub-regulations (2) to (4) thereof shall be deleted;

(iii) sub-regulations (5) to (8) thereof shall be renumbered as sub-regulations (2) and (5) respectively;

(iv) sub-regulation (5) as renumbered shall be substituted by the following:

"(5) Access to information on a beneficial owner of a company under sub-regulations (1)(b) and (c) may not be granted, in full or in part, where in exceptional circumstances to be justified by means of documentary evidence and to be determined on a case by case basis, access to such beneficial ownership information would expose the beneficial owner to disproportionate risk, risk of fraud, kidnapping, blackmail, extortion, harassment, violence or intimidation, or where the beneficial owner is a minor or otherwise legally incapable:

Provided that this sub-regulation shall not apply to credit institutions and financial institutions or to subject persons. The term "subject persons" shall have the same meaning as assigned to it under the Prevention of Money Laundering and Funding of Terrorism Regulations."

S.L. 373.01.

Renumbering of the principal regulations.

4. Regulations 12 to 15 of the principal regulations shall be renumbered as regulations 13 to 16 respectively.

Adds new regulation to the principal regulations.

5. Immediately after regulation 11 of the principal regulations there shall be added the following new regulation:

"Measures to ensure adequate, accurate and current information.

12. (1) Where the Registrar has reasonable cause to believe that the beneficial ownership information submitted to him in respect of a commercial partnership may not be accurate or up-to-date, he may make enquiries with the commercial partnership, including by carrying out physical on-site investigation at the premises referred to in regulation 5(3), in order to establish the current beneficial ownership.

* Comes into force on 1st January, 2020.

(2) The competent authorities mentioned in regulation 7(1)(a), to the extent that this requirement does not interfere unnecessarily with their functions, and subject persons, as referred to in regulation 7(1)(b), shall report any discrepancies they find between the beneficial information available to them and the beneficial ownership information held in the register of beneficial owners kept by the Registrar. The Registrar shall take any appropriate actions in order to resolve such discrepancies and, where necessary, update the beneficial ownership information in the register. Until such time that discrepancies are resolved, the Registrar may, if he deems appropriate, make specific mention in the register of beneficial owners of the discrepancies.

(3) Where the Registrar deems it necessary to update the beneficial ownership information in the register in terms of this regulation, every officer of the company shall be liable to a penalty of not more than ten thousand euro (€10,000).".

6. Immediately after regulation 16 of the principal regulations, as renumbered, there shall be added the following new regulation:

Adds new regulation to the principal regulations.

"Period of availability of information.

17. Without prejudice to regulation 7(5), the information on the beneficial owners of a company referred to in regulation 4 shall be available through the register of beneficial owners held by the Registrar and through the system of interconnection of registries referred to in regulation 13 for 5 years after the name of the company has been struck off from the register.".
