

AML questionnaire for the identification of the beneficial owners

According to the Money Laundering Act (MLA), notaries are considered as obliged entities. Therefore, they shall identify the **beneficial owners** of companies in certain transactions (Sec. 10, para. 1, pt. 2 of the MLA). Beneficial owners are **natural persons** who, directly or indirectly (in the case of a multi-level shareholder structure), **hold more than 25 % of the capital or voting shares** or **exercise control in a similar way** (Sec. 3, para. 2 of the MLA).

The **involved parties have to make information and documents** required to identify the beneficial owners **available** (Sec. 11, para. 6 of the MLA). If they do not fulfill this obligation, they might be subject to a **prohibition to authenticate** (Sec. 10, para. 9, sentence 4 of the MLA).

Besides, foreign companies have to register in the German **Transparency Register** or that of another EU Member State if they intend to purchase (i) real estate in Germany or (ii) shares in the amount of 90 percent or more in a company that holds real estate in Germany. As long as the company has not fulfilled this obligation, the notary is mandatorily required to refuse the authentication (Sec. 10, para. 9, sentence 4 of the MLA).

In the view of the above, you are kindly asked to complete this questionnaire in order to disclose the information of the ownership and control structure of the company and to provide certain documents.

Company information:

Company: _____
Street: _____
City: _____
Postcode: _____
Country: _____
Residency: _____

Shareholdings:

1. Can the shareholder structure of the company be derived correctly from company documents (especially articles of association or list of shareholders; excerpts from the commercial register are not sufficient)?

☐ Yes (please attach the corresponding document(s) and explain if necessary; in the case of private limited liability companies (GmbH), the notary can consult the list of shareholders in the commercial register).

☐ No (please indicate the shareholder structure (see table below))

Note: If other companies hold shares of the company (=multi-level shareholder structure), their shareholder structure is to be disclosed as well; this continues to apply until only natural persons appear at the end of the corporate ownership chain. In the case of a multi-level shareholder structure, a graphical representation is recommended, see below for an example.

2. Do voting rights correspond to ownership?

☐ Yes (this is usually the case)

☐ No (e.g. due to agreements on voting rights, pooling agreements or incongruent voting rights; please attach the corresponding document(s) and explain if necessary. The notary can consult the articles of association of private limited liability companies (GmbH) and public limited liability companies (AG) in the commercial register).

3. Are there persons or companies which, although they do not hold more than 25 % of the company's capital or voting shares or do not hold any shares at all, can substantially influence or prevent decisions of the company?

☐ No (this is usually the case)

☐ Yes (e.g. due to trust or control agreements, special or veto rights; please attach the corresponding document(s) and explain if necessary. The notary can consult the articles of association of private limited liability companies (GmbH) and public limited liability companies (AG) in the commercial register).

4. Do you have an extract from the Transparency Register for the company?

☐ Yes (please attach the extract)

☐ No, I ask the notary to retrieve a Transparency Register extract for me.

Note: This question is not relevant for a GbR. Foreign companies only have to submit an extract from the transparency register if they acquire real estate in Germany.

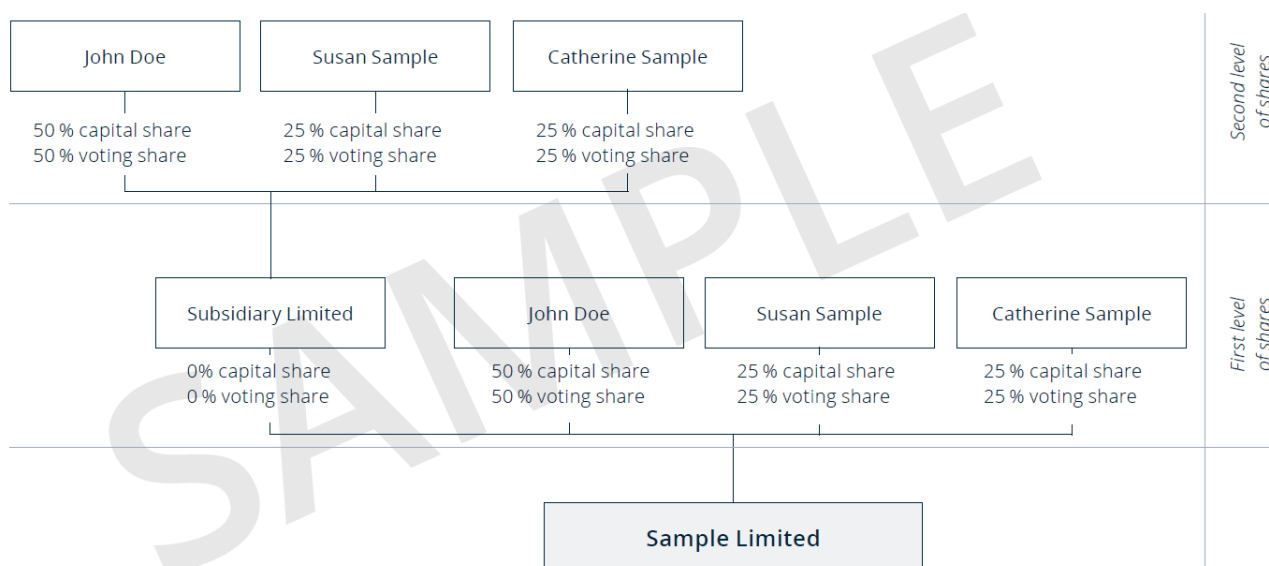
Explanations:

Ownership and control structure:

First and last name/company name of the shareholder	Place of residence/business address of the shareholder	Capital share	Voting share

Remarks: If other companies hold shares of the company (=multi-level shareholder structure), their ownership and control structure shall be disclosed as well; this continues to apply until only natural persons appear at the end of the shareholder structure. In case of a multi-level shareholder structure, a **graphical representation** is recommended (see below).

If there is **no natural person** who holds directly or **indirectly more than 25 % of the capital or voting shares of the company or can by other means substantially influence or prevent decisions of the company**, legal representatives, managing shareholders or partners of the company shall be indicated as **(fictitious) economic owners**.



1. Example for a graphical representation of ownership and control structure

5. Is the party to the act or a beneficial owner of the party to the act a „politically exposed person“ (PEP)¹ or a family member or a close associate of a PEP¹?

☐ No

☐ Yes, please explain:

6. I act

☐ only on my own account or

☐ (also) on the account of a third party. If yes, please explain:

With my signature I confirm that the parties act in their own economic interest.

Date:

Name of the explanatory:

Function:

Signature:

¹Cf. Definition attached in Annex 1. A politically exposed person is a person with a “prominent public function”, YPOG may require further information.

Annex

Definition of „politically exposed person“ (PEP) according to German Money Laundering Act, Sec. 1 para 12

"PEP means any person who is or who has been entrusted with a high-ranking prominent public function at international, European or national level or who is or has been entrusted with a public function of comparable political importance below national level. In particular, PEP includes:

persons who hold the following functions:

- *heads of state, heads of government, ministers, members of the European Commission, deputy ministers and assistant ministers,*
- *members of parliaments and members of similar legislative organs,*
- *members of the governing bodies of political parties,*
- *members of supreme courts, of constitutional courts or of other high-level judicial bodies, the decisions of which are usually not subject to further appeal,*
- *members of the boards of courts of audit,*
- *members of the boards of central banks,*
- *ambassadors, chargés d'affaires and defence attachés,*
- *members of the administrative, management or supervisory bodies of state-owned enterprises*
- *directors, deputy directors, members of the board or other managers with a comparable function in an international or European intergovernmental organisation,*
- *persons who hold posts included in the list published by the European Commission pursuant to Article 1(13) of the Directive (EU) 2018/843 of the European Parliament and of the Council of 30 May 2018 amending Directive (EU) 2015/849 on the prevention of the use of the financial system for the purposes of money laundering or terrorist financing, and amending Directives 2009/138/EC and 2013/36/EU (OJ of 19 June 2018, L 156/43).*

"Family member" of a PEP means a close relative of a PEP, in particular:

- *the spouse or civil partner,*
- *a child and the child's spouse or civil partner and*
- *both parents.*

"A person known to be a close associate" means any individual for whom the obliged entity has reason to assume that this person

- *is, together with a PEP, the beneficial owner of an association or of a legal arrangement,*
- *has any other close business relationships with a PEP or*
is the sole beneficial owner of an association or of a legal arrangement for which the obliged entity must have reason to assume that it was established for the de facto benefit of a PEP.