

Ultimate Beneficial Owner Declaration (UBO)

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Why this Statement?

It is important for us as BNG to know with whom we are doing business and to comply with legal obligations. That is why we are asking you to provide the UBO(s) of your organisation. Are you unable to designate a UBO based on the following definition? In that case, the senior management staff will be considered to be UBO(s), which means that the full Executive Board will be considered.

Who is/are the UBO(s)

A UBO is a natural person who:

- holds an interest of more than 25% in the capital of the organisation;
- can exercise more than 25% of the voting rights at the general meeting of the organisation;
- is a beneficiary of more than 25% of the assets of the organisation; or
- can exercise effective control in the organisation.

The above is a summary. The full definition can be found in the glossary attached to this form. Follow the instructions carefully. If you have any questions, please contact your contact person at BNG.

Notes

- Underlined terms are explained in the glossary at the end of this document.
- Follow the referrals and complete only relevant questions.
- The form must be signed by an authorised signatory.

1. Basic data organisation

Important: For Dutch entities, the data in question 1 must correspond with the data in the records of the Chamber of Commerce.

1a. (Company) name of organisation
(official/statutory name)

1b. Business address

Street

Building number

 Suffix

Postcode

City/town

Country

1c. Country of incorporation

1d. Legal status

1e. Chamber of Commerce number

2. Ultimate beneficial owner (UBO)

Important: For this section, please consult the glossary enclosed. The concepts underlined are listed in alphabetical order in the glossary.

Are there one or more UBOs in your organisation?

Yes, there are one or more UBO(s) of the organisation included in section 1

→ Provide the UBO(s) in **question 3**

No, there are no UBO(s) of the section 1 organisation that own or control an interest

→ Provide the senior management in **question 3**

3. Details of the UBO(s)/senior management

Enter here the details of the UBO(s) or the senior management of your organisation (depending on your answer to question 2)

UBO(s) or senior management (1)

First name(s) _____ Middle name(s) _____

Last name _____

Nationality _____

Date of birth _____

Country of residence _____

Indicate here the percentage of interest you have in the organisation _____ %

Voting rights Profit rights Shares Senior management

Other, namely _____

UBO(s) or senior management (2)

First name(s) _____ Middle name(s) _____

Last name _____

Nationality _____

Date of birth _____

Country of residence _____

Indicate here the percentage of interest you have in the organisation _____ %

Voting rights Profit rights Shares Senior management

Other, namely _____

UBO(s) or senior management (3)

First name(s) _____ Middle name(s) _____

Last name _____

Nationality _____

Date of birth _____

Country of residence _____

Indicate here the percentage of interest you have in the organisation _____ %

Voting rights Profit rights Shares Senior management

Other, namely _____

UBO(s) or senior management (4)

First name(s) _____ Middle name(s) _____

Last name _____

Nationality _____

Date of birth _____

Country of residence _____

Indicate here the percentage of interest you have in the organisation _____ %

Voting rights Profit rights Shares Senior management

Other, namely _____

For more than four beneficial owners: make a copy of this page.

4. Declaration and signature

As the authorised signatory representative of my organisation, I declare that:

- I have completed this form truthfully; and
- the UBOs listed in section 3 have given me permission to provide their personal information.

Jointly authorised? Have at least two authorised representatives sign.

Date _____

City/town _____

Authorised signatory representative 1

Initial(s) _____ Middle name(s) _____

Last name _____

Signature _____

Position _____

Authorised signatory representative 2

Initial(s) _____ Middle name(s) _____

Last name _____

Signature _____

Position _____

Authorised signatory representative 3

Initial(s) _____ Middle name(s) _____

Last name _____

Signature _____

Position _____

You can scan the form and return it by email or post.

BNG may request additional information based on this form and will contact you.

Glossary

Senior management

Senior management is understood to mean the persons who determine the day-to-day policy of an institution.

In the case of the BV/BV i.o./NV/Foreign legal form: statutory director(s) as stated in the Chamber of Commerce (or foreign equivalent).

In the case of a foundation, association, mutual benefit association and cooperative: chairman, treasurer and secretary who are listed as statutory directors in the Chamber of Commerce.

In the case of a limited partnership (CV) or general partnership (VOF): partners as stated in the Chamber of Commerce.

Organisation

Any person or legal form other than a natural person. Think of a Private Limited Company (BV), Public Limited Company (NV) or a partnership such as a General Partnership (VOF) A trust also counts as an organisation in this context.

Similar (foreign) organisational forms are also treated as organisations.

Authorised signatory

An authorised signatory representative may issue a signed declaration or enter into a contract on behalf of the organisation.

Someone who is authorised to sign is determined by the legal form of the organisation and who has obtained permission to do so within the organisation.

Is your organisation registered with the Chamber of Commerce (KvK)? The authorised signatory will also be registered there. You can find these in an extract from the Chamber of Commerce.

UBO('s)

The criteria for qualifying as UBO(s) are listed below for the various types of legal forms.

BVs and NVs

In the case of unlisted BVs and NVs, the following natural persons must in any event be regarded as UBOs: the natural persons who are the ultimate owners of or have control over the company, through the direct or indirect holding of more than 25 percent of the shares, of the voting rights or of the ownership interest (see above) in the company, including the holding of bearer shares, but also a holder of voting shares or depositary receipt holder.

Other legal entities

In the case of foundations, associations, cooperatives and mutual benefit associations, the following natural persons must in any event be regarded as UBOs: natural persons who are the ultimate owners or have control of the legal person, through:

- holding, directly or indirectly, more than 25 percent of the ownership interest in the legal entity;
- to be able to exercise, directly or indirectly, more than 25% of the votes in decision-making relating to amendments to the legal person's articles of association; or
- the ability to exercise effective control over the legal entity within the organisation.

Partnerships

In the case of partnerships (e.g. General Partnership (VOF) or Limited Partnership (CV), the following natural persons must in any event be regarded as UBO:

natural persons who are the ultimate owners or control of the partnership through:

- holding, directly or indirectly, more than 25 percent of the ownership interest in the partnership;
- to be able to exercise, directly or indirectly, more than 25% of the votes in decision-making in relation to the amendment of the agreement underlying the partnership, or in relation to the execution of that agreement other than by acts of management, to the extent that decision-making by a majority of votes is prescribed in that agreement; or
- being able to exercise effective control over the partnership.

Is the organisation a trust?

In the case of a trust, the UBO(s) are the settlor(s) of a trust, the trustees, any protector(s), the beneficiary or beneficiaries or class(es) of beneficiaries and any other natural persons who have ultimate effective control over the trust.

The above description of an ultimate beneficial owner is mostly derived from Article 3, fourth paragraph, part b Dutch Anti-Money Laundering and Terrorist Financing Act (Wwft). The Wwft can be found at wetten.overheid.nl.

The expression 'ultimate beneficial owner' is explained in a manner that is compatible with the recommendations 10 and 25 of the Financial Action Task Force adopted in February 2012.

Control

There is **actual control** of a legal person or partnership if a natural person:

- can appoint or dismiss the majority of a supervisory, management or administrative body;
- controls the majority of the voting rights;
- otherwise has a dominant influence on the organisation or
- has the control over (part of) the assets of the organisation.



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