Legislation

a. Act on the Identification Requirements for Service Providers (WID) (SB 2002 no. 66, as last amended by SB 2016 no. 32) and the Reporting of Unusual Transactions Act (MOT) (SB 2002, as last amended by no.65 S.B.2016 no.33)

The WID and MOT are now merged in a draft. The MOT Act and the WID aim to combat the laundering of the proceeds of crime and the financing of terrorism. The Disclosure of Unusual Transactions Act imposes an obligation to report unusual transactions, while the Disclosure of the Unusual Transactions Act imposes an obligation to identify clients and conduct client investigations in a risk-orientated manner. Both laws, when they came into force, mainly considered the provision of services by financial institutions. However, through amendments the scope has been extended to other service providers such as casinos, money transfer offices, dealers in high-value goods, brokers and independent professionals, with provision for monitoring compliance with these regulations as well.

From the perspective of clarity of the obligations incumbent on institutions, it is not desirable to maintain the identification and reporting obligations in two separate acts. Merging the WID and the MOT Act into one law to prevent and combat money laundering and terrorist financing offers the possibility of introducing a uniform regulation for all institutions that have to conduct client investigations and are subject to the reporting obligation, for data retention and compliance monitoring.

b. Questionnaire:

Questionnaire salutation

It is worth mentioning that the opening words of the questionnaire state the following:

Collecting the information for this questionnaire may require cooperation by several different agencies/authorities. States parties may wish to send the questionnaire to the following agencies/authorities, depending on their national system for obtaining and recording information on legal persons and legal arrangements in their country, e.g.
- Company registry and other relevant registry(ies)
- Agency(ies)/authority(ies)/body(ies) responsible for obtaining and maintaining beneficial ownership information
- National competent authorities responsible for international cooperation in criminal matters including freezing and confiscation of criminal proceeds.

This indicates that the questionnaire can be sent to the various bodies or authorities to obtain and record information about legal entities and legal structures. The information requested relates to:
- Business register and other relevant register(s)
- Agency(s)/authority(ies/body(s) responsible for obtaining and maintaining beneficial ownership information;
- National competent authorities responsible for international cooperation in criminal matters, including freezing and confiscation of criminal proceeds.

Contact detail

I. Definition of beneficial ownership & mechanisms for obtaining beneficial ownership information

Section 1.1. asked for a definition of beneficial owners in our country for legal entities and legal arrangements, including the relevant legislation if applicable.
Under Section 1 (1) under a WID, a service provider is a financial or non-financial service provider, being a natural person, a legal person, a company or a partnership that provides services professionally or commercially. This article defines the beneficial owner as a service provider or non-financial service provider, being a natural person, a legal person, a company or a partnership providing services professionally or commercially. Article 2 WID is the identification obligation for service providers to conduct client due diligence which, in the case of beneficial owners, includes identifying the beneficial owners and verifying their identity to such an extent that the service provider is convinced of the identity of the beneficial owners.

II. Access to basic information on legal persons

Section 2.1. asks for a description of the process for obtaining basic information on legal entities incorporated or registered in our country, including the role of the business register.

A. The following legal entities are known in Suriname:

1. Public limited companies / limited liability company by share:
   Under section 33 of the Commercial Code (GB 1936, as last amended by S.B. 2016 no. 103), a company by share is a legal entity. The incorporation process is specified in the Trade Register Act.
   Article 40 states that the limited liability company must be registered in the Commercial Register.
   The Trade Register Act states:
   - in Article 2 (3) that the LLC must always be registered in the Commercial register;
   - in Article 8 what information concerning the LLC must be recorded;
   - in Article 21 that any information from the register is publicly accessible.

2. Cooperative Association:
   The Cooperative Association Act 1944 (GB 1944 no. 93, as last amended by S.B. 2016 no. 103) states:
   - in Articles 3-8 the process for establishing the cooperative association as a legal entity;
- in Article 7, that the cooperative association must be registered in the commercial register.
- Article 9 of the Trade Register Act describes what data must be recorded.

3. Foundations

Article 1 (1) of the Foundations Act (GB 1968 no. 74, as last amended by S.B. 1983 no. 1) states that a foundation is a legal entity created by a legal act, which has no members and which aims to achieve a specific purpose with the help of assets intended for that purpose. The Foundation Register Decree (SB 2013 no. 50) states that the register is available to all. (Articles 7 and 8)

4. Associations

Article 1667 et seq. of the Civil Code states that the association is established by an act of the members including the articles of association. The association only becomes a legal entity after publication of these articles of association in the Government Gazette, following approval of the President of the Republic of Suriname. Any amendments to the articles of association must also be approved and published by the President. Because of the publication, basic information is publicly available.

c. The role of the company register

Registration shall be in accordance with the Trade Register Act (GB 1936 no. 149, as last amended by G.B. 1962 no. 86). In accordance with section 1 of the Trade Register Act, a trade register shall be established, in which all businesses established in Suriname within the meaning of this Act shall be registered. This register is maintained by the Chamber of Commerce and Industry in Paramaribo (paragraph 2). In this register, every company shall be registered, with the exception of public enterprises that are not public limited companies, companies in the agricultural sector that are not public limited companies, associations or foundations and companies belonging to minors. This Act establishes the procedures for registration in the Commercial Register. Under this Act, the Chamber of Commerce and Industry is authorized to do the registration.

Section 2.2. asks for the category of basic information on legal entities obtained and recorded by the business register or other relevant registers.

1. Limited Liability Company

In accordance with section 8 (1) of the Trade Register Act, a business belonging to a limited liability company must specify:

1o. the designation and place of establishment;
2o. the business conducted by the company;
3o. the place, the street, the house number and the district where the business is located;
4o. the date of the Government Gazette or of other local newspaper, if the publication did not take place in the Government Gazette, through which the deed of incorporation was made public;
5o. in respect of each director and supervisory director, all that is prescribed in Article 5 (1), (1o), (2o), (3o) and (7o).
2. Cooperative societies
In accordance with section 9 of the Trade Register Act, a cooperative society must specify:
1o. the designation and place of establishment;
2o. the business conducted by the company;
3o. the place, the street, the house number and the district where the business is located;
4o. the date of the Government Gazette or of other local newspaper, if the publication did not take place in the Government Gazette, through which the deed of incorporation was made public;
5o. in respect of each director and supervisory director, all that is prescribed in Article 5 (1), (1o), (2o), (3o) and (7o).

3. Associations
In accordance with Section 10 of the Trade Register Act, the association must specify:
1o. the designation and place of establishment;
2o. the business conducted by the company;
3o. the place, the street, the house number and the district where the business is located;
4o. the date of the Government Gazette or of other local newspaper, if the publication did not take place in the Government Gazette, through which the deed of incorporation was made public;
5o. in respect of each director and supervisory director, all that is prescribed in Article 5 (1), (1o), (2o), (3o) and (7o).

4. Foundations
In accordance with Section 11 (2) of the Commercial Register Act, a foundation must state when registering:
1o. the designation and place of establishment;
2o. the business conducted by the company;
3o. the place, the street, the house number and the district where the business is located;
4o. the date of the Government Gazette or of other local newspaper, if the publication did not take place in the Government Gazette, through which the deed of incorporation was made public;
5o. in respect of each director and supervisory director, all that is prescribed in Article 5 (1), (1o), (2o), (3o) and (7o).

III. Access to beneficial ownership information of legal entity

3.1 Through what mechanism can competent authorities (such as law enforcement agencies, police, financial intelligence and tax authorities) access information about beneficial owners of companies and other legal entities incorporated or registered in your country?

In this context, the Chamber of Commerce of Suriname is the mechanism that competent authorities can turn to.
3.3. Pursuant to Section 12 of the Trade Register Act, Section 5 to Section 11 shall apply mutatis mutandis if the property belongs to a foreigner or to a legal entity established under the legislation of another country. Registration is also to be made on the basis of the aforementioned articles.

IV. Access to basic information and beneficial ownership information of (express) trust and other similar legal arrangements
In this context, it may be indicated that there is no provision in Suriname law regarding (express) trust, nor is there any regulation on other similar legal arrangements.

With regard to the following issues, in line with what is indicated in the preamble and considering the deadline of 15 August 2022, it is recommended to forward them to, the Ministry of Economic Affairs, Entrepreneurship and Technological Innovation (EZOTT), the Chamber of Commerce and Industry (KKF) and the Public Prosecution Service:
Questions 3.2 (for further information) and 3.3 (KKF)

V. Sanctions (Public Prosecution)
VI. International cooperation, asset recovery and challenges (Prosecution and KKF)
VII. Good practices for beneficial ownership transparency (NAMLAC committee)
VIII. Follow-up to the special session of the General Assembly against corruption (NAMLAC committee)

Paragraph 16 of “the political declaration adopted by the General assembly at its special Session against corruption, reads as follows:
“We commit to making efforts in international cooperation and taking appropriate measures to enhance beneficial ownership transparency by ensuring that adequate, accurate, reliable and timely beneficial ownership information is available and accessible to competent authorities and by promoting beneficial ownership disclosures and transparency, such as through appropriate registries, where consistent with the fundamental principles of domestic legal systems and using as a guideline the relevant initiatives of regional, interregional and multilateral organizations against money-laundering. To this end, we will develop and implement the measures necessary to collect and share such information on the beneficial ownership of companies, legal structures and other complex legal mechanisms, and we will enhance the ability of competent authorities in this regard.”