

Questionnaire on Beneficial Ownership Information

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

- 1.1 Please provide the definition of “beneficial ownership” in your country for: (a) legal persons; and (b) legal arrangements, including the relevant legislation (if applicable). Please describe criteria and thresholds that are applied to determine beneficial ownership, including any criteria for exercising control without legal ownership (e.g. voting rights, right to appoint or remove board of directors).

REPLY OMLP:

A general definition of the beneficial owner is stipulated in Article 40 of the Prevention of Money Laundering and Terrorist Financing Act (Official Gazette of the Republic of Slovenia, no. 48/22 and 145/22) as follows:

The beneficial owner is any natural person who is the ultimate owner of the customer, or who supervises or otherwise controls the customer, or the natural person on whose behalf the transaction is carried out.

Specific definitions are provided for the beneficial owner of a business entity (Article 42), the beneficial owner of an entity having no equity interest and beneficial owner of an institution (Article 43), and the beneficial owner of a foreign fund, foreign institution or similar foreign law entity (Article 44):

The **beneficial owner of a business entity/company** shall be deemed to be:

1. any natural person that
 - directly or indirectly owns a sufficient amount of equity, shares or voting or other rights, shares, voting or other rights by virtue of which he or she participates in the management of a business entity, or
 - has a sufficient direct or indirect participating interest in a business entity, or
 - has the controlling position in the management of the business entity's assets;
2. any natural person who indirectly provides funds to an economic operator and, on that basis, has the power to control, direct or otherwise significantly influence the decisions of the economic operator's management when deciding on financing and operations.

An indicator of direct or indirect ownership is the ownership of more than 25 % of equity interest, voting or other rights on the basis of which natural persons referred to above participate in the management of the legal entity, or ownership of 25 % plus one share. This provision applies mutatis mutandis for determining the indirect ownership of a business entity's assets held by a legal entity controlled by

- one or two natural persons or
- one or more legal entities controlled by one or more of the same natural persons.

A natural person that has the controlling position in the management of a business entity or in any other way controls, directs or materially influences the decision-making of the business entity's management board may, inter alia, be determined on the basis of the conditions to be taken into account by a business entity controlling one or more subsidiaries when drawing up the consolidated annual report in accordance with the Act governing companies.

If no natural person is identified as beneficial owner pursuant to the above-mentioned provisions, provided that all possible measures have been taken to identify him/her as well as that there are no grounds for the

suspicion of money laundering or terrorist financing, one or more persons occupying management positions in that business entity shall be considered to be the beneficial owner of that business entity.

Further, if there is any doubt that a natural person is identified as the beneficial owner, one or more persons occupying a management position in the aforementioned business entity shall be deemed to be the beneficial owner thereof.

The **beneficial owner of an entity having no equity interest and beneficial owner of an institution** is set out separately. Namely, any natural person representing such an entity is considered to be the beneficial owner of a society or an association, institution, political party, trade union, religious community or other business entity in which there is no possibility of participating in its management on the basis of an equity holding, share ownership or a participating interest in its capital unless otherwise determined during due diligence of the customer. It should be noted that the following entities shall not be considered as such other business entities:

- the Republic of Slovenia
- self-governing local communities and sub-units thereof
- the government, ministries, bodies within ministries, government agencies, administrative units and other state bodies
- the Bank of Slovenia
- public agencies
- public institutes not co-founded by natural persons or legal entities governed by private law
- public funds

Notwithstanding the above mentioned, and unless determined otherwise during due diligence of a customer, the beneficial owner of a foundation shall be considered to be any natural person who is:

- a founder of the foundation if control is exercised on the basis of the Act governing foundations and the founder has a controlling position in the management of the foundation's assets
- a trustee of the foundation as defined by the Act governing foundations
- a representative of the foundation if the founder of the foundation cannot be deemed a beneficial owner.

The **beneficial owner of foreign fund, foreign institution or similar foreign law entity** which accepts, administers or distributes funds for a particular purpose shall be the following:

- a) any natural person who is
 - the founder of a foreign fund, foreign institution, or similar foreign law entity
 - the trustee of a foreign fund, foreign institution, or similar foreign law entity
 - the beneficiary of the proceeds of the property under management, provided that future beneficiaries have already been determined or can be determined
 - the potential protector appointed to represent and protect interests of the beneficiaries of the proceeds of property
- b) a category of persons in whose interest the foreign trust, foreign institution or similar foreign law entity has been established and operates, where the individuals that benefit from it have yet to be determined
- c) any other natural person who through direct or indirect ownership or other type of control exercises ultimate control over a foreign trust, foreign institution or similar business entity established under foreign law.

2. Access to basic information on legal persons

2.1 Please describe the **process** for obtaining *basic information* on legal persons created or registered in your country, including the role of the company registry.

REPLY OMLP:

With regard to information on legal persons registered in Slovenia, Slovenia's Agency for Public Legal Records and Related Services (AJPES) plays the most prominent role. Its main tasks are registry keeping and the collection, processing, and publication of annual reports.

The main register kept by the Agency is the Slovenian Business Register. This register is a central database containing information about all business entities involved in a profit or non-profit activity having their principal place of business located on the territory of the Republic of Slovenia.

The Agency also publishes annual reports of companies, cooperatives, sole proprietors and associations on its website to allow the corporate public and all other interested users easy and efficient access to the performance data of business entities.

It has to be emphasised that the Business Register is available on-line and a large proportion of its data is accessible to the public free of charge.

- 2.2 Please list the **categories** of *basic information* on legal persons that is obtained and recorded by the company registry (or other relevant registries), e.g. name of entity, date of incorporation, tax ID number, etc.

REPLY OMLP:

Basic information on legal persons that is obtained and recorded by the company register can be structured in the following categories:

- Company name
- Company address
- Identification number
- Tax number
- Date of registration
- Legal organizational form
- Main activity
- Company account number
- Full name and address of founders
- Full name and address of representatives
- Full name and address of members of the supervisory body (if applicable)
- Full name and address of shareholders
- Size of the share as a % or fraction

- 2.3 Is the company registry available publicly & online in your country? YES / NO

If YES, please provide links to the company registry and any other relevant registries of legal persons or provide details about how the public can access them.

REPLY OMLP:

Yes, the company register (Slovenian Business Register) is available publicly and online at the following links (Slovenian or English):

<https://www.ajpes.si/?language=slovenian>

<https://www.ajpes.si/?language=english>

3. Access to beneficial ownership information of legal persons

3.1 Through which mechanism(s) can competent authorities (such as law enforcement, police, financial intelligence unit and tax agencies) access beneficial ownership information on companies and other legal persons created or registered in your country. Please select all that apply.

REPLY OMLP:

Through a registry with beneficial ownership information (Beneficial Ownership Register – BOR).

If REGISTRY, please provide further details on such registry(ies) including:

- Authority(ies)/agency(ies) responsible for obtaining and maintaining beneficial ownership information and for maintaining the register(ies). Please list if more than one;

REPLY OMLP:

The Agency of the Republic of Slovenia for Public Legal Records and Related Services (AJPES) functions as the register's administrator and is responsible for maintaining and managing the BOR.

The Office for Money Laundering Prevention as the central governmental body in Slovenia responsible for AML/CFT is responsible for the relevant legal framework, responding to questions on material issues related to beneficial ownership information and together with the Financial Administration for supervision of compliance with the relevant legal provisions on beneficial ownership information.

- Categories of beneficial ownership information (data fields) obtained, recorded and maintained on the registry(ies), e.g. name, nationality, date of birth, address, etc.;

REPLY OMLP:

The following data is entered in the BOR:

- a) data on the business entity:
 - company, address, registered office, registration number and tax ID number, date of entry and deletion of a business entity – for business entities entered in the Slovenian Business Register.
 - company, address, registered office, tax ID number, date of entry and deletion from the Tax Register – for business entities not entered in the Slovenian Business Register.
- b) data on the beneficial owner:
personal name, address of the permanent and temporary residence, date of birth, tax ID number, citizenship, ownership share or other method of supervision, and date of entry and deletion of the beneficial owner from the register.
- c) in the case of foreign fund, foreign institution or similar foreign law entity:
data on the category of persons with an interest in establishing a foreign trust, foreign institution or similar foreign law entity.

- Types of legal entities covered within the scope of the beneficial ownership registry(ies), including any exempt entities;

REPLY OMLP:

All business entities, entities without equity interest and foreign funds, foreign institution or similar foreign law entities shall enter the data on their beneficial owners in the BOR. However, this obligation doesn't apply to business entities, which are companies on a regulated market that is subject to disclosure

requirements that provide suitable transparency of ownership information in conformity with European Union legislation or subject to the equivalent international standards.

- Details of the registry's(ies)' access policy:

- o Is the information on the registry(ies) available to the public? YES / NO

- If YES, please include a link(s) to the registry(ies).

- If NO, please list the authorities/agencies that have access to this information, or that can request access.

REPLY OMLP:

Yes, information is publicly available at the following link:

<https://www.ajpes.si/eRDL/Iskalnik>

Information on personal name, permanent and temporary residence, ownership share or method of supervision of beneficiary owners, and the date of entry and deletion in the BOR, are publicly available.

The obliged entities under AML/CFT legislation have direct electronic access to all beneficial ownership data entered in the BOR while performing due diligence of a customer. Their search for beneficial ownership information is facilitated by using a combination of full name and tax identification number, full name and date of birth or a combination of full name and address of permanent residence entered in the BOR.

The law enforcement authorities, the courts and supervisory authorities have free direct electronic access to all beneficial ownership data entered in the BOR when they carry out their powers and tasks in connection with the prevention and detection of money laundering and terrorist financing and detecting other crimes. They are also allowed to look for beneficial ownership information by using a combination of full name and tax identification number, full name and date of birth or a combination of full name and address of permanent residence entered in the BOR.

State bodies, when deciding on the rights of entities that have a financial impact on the state budget, have direct free electronic access to all data on beneficial ownership entered in the BOR. They are allowed to search for beneficial ownership information by using a combination of full name and tax identification number, full name and date of birth or a combination of full name and address of permanent residence entered in the BOR.

The Office for Money Laundering Prevention as the Slovenian FIU obtains the entire database from the BOR.

- o Does accessing beneficial ownership information in the registry(ies) entail any costs?

REPLY OMLP:

No.

- o Does the registry(ies) provide features to search information by different types of information, e.g. legal entity name, name of director, name of beneficial owner, by first or last name, by business address, by registered agent? Is it possible to search for a combination of information (Boolean searches)?

REPLY OMLP:

Please see our reply above to the question “Is the information on the registry(ies) available to the public”.

In addition to that, the Law stipulates that no one, except obliged entities, law enforcement authorities, courts and supervisory authorities, shall have the right to access data from the BOR in a way that would allow to determine whether a person is the beneficial owner of a business entity and of which entity the person is the beneficial owner of the business entity and with respect to which business entity a person is entered as a beneficial owner.

Data searches are enabled by the following criteria: identification number, tax identification number, company or name of the business entity, and country in which a business entity has its registered office. On the basis of the selected criteria, a list of business entities with the names of beneficial owners is displayed to the user of the web portal. By selecting an individual business entity, public data on the beneficial owners of the selected business entity is displayed.

- Frequency of updates of information and triggers for updates;

REPLY OMLP:

The business entities must enter the data in the BOR within eight days from the entry of the business entity in the Slovenian Business Register (or Tax Register if they are not entered in the Slovenian Business Register), or within eight days from the change of relevant data that is already entered in the BOR.

- Any mechanisms to verify beneficial ownership information submitted to the registry(ies) by legal persons or their representatives (if they exist).

REPLY OMLP:

The data from BOR is on a daily basis linked with data from other registers, namely with:

- (1) the Slovenian Business Register
- (2) the Central Population Register
- (3) the Tax Register.

This linkage ensures that data on the business entities in BOR is accurate and updated, so that it is coherent with all changes which have been entered into the Business Register (e.g., address of the company etc.). Further, it ensures that data on the natural persons who are beneficial owners in BOR is accurate and updated, so that it is coherent with all changes which have been entered into the Central Population Register or Tax Register (e.g., change of surname after marriage, address of residence, etc.).

3.2 Please describe any other sources (mechanisms) through which competent authorities/agencies can access beneficial ownership information in your country. In each case, please describe how beneficial ownership information on companies and other legal entities is made available to authorities and/or the public (if applicable).

Examples may include through private-public partnerships (e.g. involving financial institutions, notaries and/or corporate service providers), through stock exchange or security exchange commission, or disclosure obligations for participation in public procurement processes, etc.

REPLY OMLP:

Not applicable, since in Slovenia there is a Beneficial Ownership Register implemented.

3.3 Are foreign legal persons, foreign (express) trusts or foreign legal arrangements allowed to operate in/own assets/ and/or register in your country? YES / NO

If YES,

- how is basic information on these arrangements recorded (if at all)?
- how is beneficial ownership information on these arrangements recorded (if at all)? Please provide details of the relevant legislation and practices

REPLY OMLP:

Slovenian legislation does not regulate the establishment or operation of trusts and legal arrangements. Slovenia is not a Party to the Hague Convention on Laws Applicable to Trusts and their Recognition. However, foreign legal persons, foreign (express) trusts or foreign legal arrangements may operate and own assets in Slovenia. In this sense, they are not treated differently than “regular” legal entities regarding their obligations on beneficial ownership information. We refer to our responses under point 1.1 (beneficial owner of foreign fund, foreign institution or similar foreign law entity) and 3.1 (categories of BO information, types of legal entities).

4. Access to basic information and beneficial ownership information of (express) trusts and other similar legal arrangements

4.1 Does your country recognize (express) trusts or other similar legal arrangements? YES / NO

- If YES, please provide a broad overview of your country’s system and mechanisms for obtaining beneficial ownership information on (express) trusts and other similar legal arrangements created or registered in your country.
- If NO, please skip to question 5

REPLY OMLP:

Slovenian legislation does not regulate the establishment or operation of trusts and legal arrangements. Slovenia is not a Party to the Hague Convention on Laws Applicable to Trusts and their Recognition. However, foreign legal persons, foreign (express) trusts or foreign legal arrangements may operate and own assets in Slovenia. In this sense, they are not treated differently than “regular” legal entities regarding their obligations on beneficial ownership information. We refer to our previous responses, particularly under point 1.1 (beneficial owner of foreign fund, foreign institution, or similar foreign law entity) and 3.1 (categories of BO information, types of legal entities).

5. Sanctions

5.1 Please describe the types of sanctions, sanctionable conduct, and targets of sanctions for non-compliance with beneficial ownership disclosure regulations (whether on the registry(ies) or through an alternative mechanism).

REPLY OMLP:

According to Article 181 of the national AML/CFT Law the following violations by business entities relating to beneficial ownership data are subject to sanctions:

(1) Legal entities whose accounts show revenue not exceeding EUR 700,000 on the balance sheet cut-off date for the last two consecutive financial years shall be fined between EUR 3,000 and EUR 30,000 for the offences of:

1. failing to identify data or finding false data on their beneficial owner or owners; failing to establish and manage accurate records of data concerning their beneficial owners, or if they fail to update such

records upon each modification of data, or failing to keep the data on their beneficial owners for five years following the date of the termination of beneficial owner status;

2. failing to provide without delay data on their beneficial owners or providing false data at the request of obliged entities or law enforcement bodies, courts and supervisory authorities;

3. failing to enter in the register the data concerning their beneficial owner and their modifications within the prescribed time or entering false data.

(2) A legal entity whose accounts show revenue exceeding EUR 700,000 and not exceeding EUR 8,000,000 on the balance sheet cut-off date for the last two consecutive financial years shall be fined between EUR 6,000 and EUR 60,000 for committing the offence referred to in the preceding paragraph.

(3) A legal entity whose accounts show revenue exceeding EUR 8,000,000 on the balance sheet cut-off date for the last two consecutive financial years shall be fined between EUR 12,000 and EUR 120,000 for committing the offence referred to in paragraph one.

(4) A sole trader or a self-employed person shall be fined from EUR 1,500 to EUR 15,000 for the offence referred to in paragraph one.

(5) The responsible person of a legal entity or the responsible person of a sole trader or the responsible person of a self-employed person shall be fined between EUR 400 and EUR 2,000 for the offence referred to in paragraph one.

With regard to violations of beneficial owners concerning the provision of information to business entities, it is stipulated that an individual who is a beneficial owner of a business entity shall be fined from EUR 400 to EUR 2,000 for failing to provide the business entity with all data required for the fulfilment of obligations.

5.2 Please describe the powers available to the designated authority(ies)/agency(ies) to enforce sanctions for non-compliance with the beneficial ownership disclosure requirements, including any statistics on enforcement of such sanctions.

REPLY OMLP:

The competent authorities for the supervision of BO-information-related provisions are the Office for Money Laundering Prevention and the Financial Administration. Generally, for all supervisory authorities under the AML/CFT Law it is stipulated that if these supervisors establish breaches of the legal obligations, they are empowered to order measures for eliminating of irregularities and deficiencies within a specified period of time and to impose financial penalties. In 2022, the OMLP conducted 130 supervisory proceedings.

6. International Cooperation, asset recovery and challenges

6.1 Does your country make beneficial ownership information available to foreign competent authorities (directly or upon request)? Please provide details of the relevant legislative and regulatory framework in your country that allows for the international exchange of such information.

REPLY OMLP:

According to Article 52 of the national AML/CFT Law the submission of data and information on beneficial owners at request of competent authorities of a Member State is provided for. Namely, the supervisory authorities shall submit data, information and documentation on the beneficial owners free of charge and in due time to the foreign financial intelligence unit and supervisory authorities of a Member State for the needs of implementing the powers and duties concerning the prevention and detection of money laundering and terrorist financing.

6.2 Please describe how foreign competent authorities may request or access beneficial ownership information on legal persons and legal arrangements formed in your country. Which agency(ies)/authority(ies) is/are responsible for receiving and responding to foreign requests? Please provide contact information and instructions.

REPLY OMLP:

As already explained, a relevant part of the BO information is publicly available online without charge. In case that more data is needed than is publicly available, the exchange of BO information is provided for in Article 52 (please see our answer under point 6.1). The channels of communication are mail, email, and in the case of FIUs the FIU.net and the Egmont Secure Web.

6.3 In your opinion, what are the main challenges faced by foreign competent authorities to access beneficial ownership information held in your country?.

REPLY OMLP:

According to our knowledge and experience there are no particular challenges for foreign competent authorities to access BO information held in Slovenia.

6.4 In your opinion, what are the main challenges faced by competent authorities of your country to access/receive beneficial ownership information held in a foreign country?.

REPLY OMLP:

In our view, the main challenge is to constantly ensure adequate, accurate and up-to-date BO information. This is a global challenge. However, we don't face any particular challenges when we need to receive BO information held in a foreign country and we do this through FIU-to-FIU communication.

6.5 Do you have any case studies or examples where the transparency of beneficial ownership has enabled or enhanced the effective recovery and return of proceeds of crime in (or for) your country?

7. Good Practices for Beneficial Ownership Transparency

7.1 Has your country implemented any specific good practices relating to Beneficial Ownership Transparency that you wish to highlight? Examples could include good practices in verification, data format, searchability, use of technology, enforcement of sanctions, automatic red flagging, use or risk-based approach.

REPLY OMLP:

We want to share with you a rather broad response to this question, as we believe that Slovenia has established various cornerstones to consolidate the principle of transparency. One of the most important applications for enhancing transparency is the ERAR application, which is a project run by the Commission for the Prevention of Corruption to increase transparency in the operation of the state and the limitation of corruption risks. The ERAR is an online service that provides the general public, media, professionals and government bodies with insight into transactions of public institutions and state-owned-companies related

to goods and services, salaries, social benefits, pensions, subsidies, scholarships, etc. Public coverage of the flow of money between public and private increases the responsibility of public office holders for the efficient and effective use of public funds and reduces risks of mismanagement, abuse of power and, above all, limits systemic corruption, unfair competition and clientelism.

Further, the Access to Public Information Act and its “guardian”, the Information Commissioner, have contributed immensely to the enhancement of transparency in Slovenia. Another huge building block in transparency developed in this field is the national Open Data portal. It is established on the basis of the EU Directive on the re-use of public sector data and legislation on access to public information. It functions as a single national website for the publication of open data for the entire public sector and has a dual function:

- 1) it represents the central catalogue of records and databases in Slovenia, and
- 2) it also represents a single website for publishing data from collections in open and machine-readable formats.

Of course, we have to mention again Slovenia’s Agency for Public Legal Records and Related Services. Its main tasks are registry keeping and the collection, processing, and publication of annual reports, with the main register being Slovenian Business Register. The Agency also publishes annual reports of companies, cooperatives, sole proprietors and associations at its website to allow the corporate public and all other interested users easy and efficient access to the performance data of business entities. It should be emphasised again that a large proportion of data is accessible to the public free of charge. This goes also for the Transaction (or Bank-) Accounts Register, where anybody can access data of bank accounts held by legal entities, whereas those held by natural persons are limited to be accessed only by competent authorities.

In this environment of various registers and data being easily publicly accessible, the implementation of the Beneficial Ownership Register has taken place as a result of the EU 4th Anti Money Laundering Directive. On first sight, it does not add a lot of value in cases of in-state-owned business entities, as many of its data already exists in the Business Register. However, when it comes to legal entities with a complex ownership structure including foreign ownership, the Beneficial Ownership Register is very important.

8. Follow-up to the special session of the General Assembly against corruption

8.1 Please describe any other measures, if any, that your country may have taken to implement paragraph 16 of the political declaration adopted by the General Assembly at its special session against corruption held in June 2021.

REPLY OMLP:

On ground of all that we have describe in the previous points, we find that Slovenia is effectively implementing its commitment.