

POLICY ON BENEFICIAL OWNERSHIP

OBJECTIVE:

Vide SEBI Master Circular No. **CIR/ISD/AML/3/2010** dated **December 31, 2010** has mandated all registered intermediaries to obtain, as part of their Client Due Diligence policy, sufficient information from their clients in order to identify and verify the identity of persons who beneficially own or control the securities account. The beneficial owner has been defined in the circular as the natural person(s) who ultimately own, control or influence a client and/or persons on whose behalf a transaction is being conducted, and includes a person who exercises ultimate effective control over a legal person or arrangement.

Prevention of Money Laundering Rules, 2005 also require that every Banking company, Financial Institutions and intermediary, as the case may be, shall identify the beneficial owner and take all reasonable steps to verify his identity.

POLICY:

The identification and verification process for UBOs should be performed during account opening, while updating KYC information, when obtaining products forms. Policy, procedures and processes must clearly ask the accountholder to declare the UBO, with imposing an obligation on the accountholder to update the FI, if the declared UBO is changed. The following must be obtained, before providing the financial service, activating the account to the account holder for individual and non-individual accounts:

If the accountholder/UBO is a citizen of any other country then, it is required that they complete the appropriate form, to comply with FATCA & CRS.

SEBI vide Circular No. **CIR/MIRSD/2/2013** dated **January 24, 2013** issued Guidelines on Identification of Beneficial Ownership particularly for non individual entities. It states that the intermediaries shall comply with the following guidelines with respect to different class of clients

A. For clients other than individuals or trusts:

Where the client is a person other than an individual or trust, viz., company, partnership or unincorporated association/body of individuals, the intermediary shall identify the beneficial owners of the client and take reasonable measures to verify the identity of such persons, through the following information:

- a. The identity of the natural person, who, whether acting alone or together, or through one or more juridical person, exercises control through ownership or who ultimately has a controlling ownership interest.

Explanation: Controlling ownership interest means ownership of entitlement to:

- i. more than 25% of shares or capital or profits of the juridical person, where the juridical person is a company;
 - ii. more than 15% of the capital or profits of the juridical person, where the juridical person is a partnership; or
 - iii. more than 15% of the property or capital or profits of the juridical person, where the juridical person is an unincorporated association or body of individuals.
- b. In cases where there exists doubt under clause 4 (a) above as to whether the person with the controlling ownership interest is the beneficial owner or where no natural person exerts control through ownership interests, the identity of the natural person exercising control over the juridical person through other means.

Explanation: Control through other means can be exercised through voting rights, agreement, arrangements or in any other manner.

c. Where no natural person is identified under clauses (a) or (b) above, the identity of the relevant natural person who holds the position of Senior Managing Official.

B. For client which is a trust:

Where the client is a trust, the intermediary shall identify the beneficial owners of the client and take reasonable measures to verify the identity of such persons, through the identity of the settler of the trust, the trustee, the protector, the beneficiaries with 15% or more interest in the trust and any other natural person exercising ultimate effective control over the trust through a chain of control or ownership

C. Exemption in case of listed companies:

Where the client or the owner of the controlling interest is a company listed on a stock exchange, or is a majority-owned subsidiary of such a company, it is not necessary to identify and verify the identity of any shareholder or beneficial owner of such companies.

D. Applicability for foreign investors:

Intermediaries dealing with foreign investors' viz., Foreign Institutional Investors, Sub Accounts and Qualified Foreign Investors, may be guided by the clarifications issued vide SEBI circular **CIR/MIRSD/11/2012** dated **September 5, 2012**, for the purpose of identification of beneficial ownership of the client.

Compliance Officer of the company shall be responsible for proper implementation of the policy.