

# Beneficial Ownership Guide for Germany

The purpose of this guide is to assist foreign competent authorities and other parties looking to find or request access to information on beneficial owners of a legal entity or a legal arrangement created or registered under the laws of **Germany**.

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<sup>1</sup> Additional information on beneficial ownership provided by the German authorities can be found here: [https://www.unodc.org/documents/treaties/UNCAC/WorkingGroups/workinggroup2/2022-November-7-11/Germany\\_Responses\\_to\\_Questionnaire\\_on\\_BOT\\_Regimes\\_EN.pdf](https://www.unodc.org/documents/treaties/UNCAC/WorkingGroups/workinggroup2/2022-November-7-11/Germany_Responses_to_Questionnaire_on_BOT_Regimes_EN.pdf)

## 1) Legal and Regulatory Framework

### 1. How is the term “beneficial owner(s)” of legal entities and legal arrangements defined?

#### a) Term “beneficial owner” in local language:

In local language, the term “beneficial owner” is called “wirtschaftlich Berechtigter”.

#### b) Which applicable laws and regulations include provisions on beneficial ownership of legal entities or arrangements? (e.g., AML legislation, company or trust laws, privacy or data protection laws, etc.)

There are several laws and regulations that include provisions on beneficial ownership of legal entities or arrangements, including the following:

- (i) The German Anti-Money Laundering Act (Geldwäschegesetz or GwG) – the relevant provisions on beneficial ownership of legal entities and legal arrangements are contained in sections 3 and 18 to 26a of the GwG, including provisions on the establishment and maintenance of a register of beneficial owners of legal entities and arrangements in Germany.
- (ii) some subordinate legislation such as the Transparency Register Access Regulation (Transparenzregistereinsichtnahmeverordnung)

#### c) Definition of “beneficial owner(s)” of legal entities (This includes relevant thresholds for equity ownership, voting rights, and other forms of control).

Section 3 of the German Money Laundering Act (*Geldwäschegesetz*, GwG) defines the term “beneficial owner” as:

1. *the natural person who ultimately owns or controls the contracting party, or*
2. *the natural person at whose instruction a transaction is ultimately carried out or a business relationship is ultimately established.*

*In cases of legal persons other than foundations with legal capacity and of other corporate entities that are not listed on an organised market and that are not subject to transparency requirements with regard to voting rights consistent with Community laws or to equivalent international standards, beneficial owners include any natural person who, directly or indirectly:*

1. *holds more than 25 percent of the capital stock,*
2. *controls more than 25 percent of the voting rights, or*
3. *exercises control in a comparable manner.*

*In particular, indirect control is deemed to exist when the corresponding percentages of shares are held by one or more associations which are controlled by a natural person. Control is deemed to exist in particular if the natural person is able to exercise, directly or indirectly, a dominant influence on the association.*

**d) Definition of “beneficial owner(s)” of legal arrangements** *(This includes BO definition of trusts and other similar legal arrangements, if available).*

Section 3 of GwG defines the term the “beneficial owner(s)” *in the case of foundations with legal capacity and legal arrangements used to manage or distribute assets on Treuhand or through which third parties are instructed with such management or distribution, or comparable legal constructs to include of a trust or similar legal arrangements to include the following:*

1. *any natural person acting as trustor, trustee or, where applicable, as protector,*
2. *any natural person who is a member of the foundation’s board,*
3. *any natural person who has been designated as a beneficiary,*
4. *the group of natural persons for whose benefit the assets are to be managed or distributed if the natural person intended to become the beneficiary of the assets under management has not been designated yet, and*
5. *any natural person who, directly or indirectly, otherwise exercises a controlling influence on the management of the assets or on the distribution of the income.*

**2. What are the different types of legal entities and arrangements that can be created in Germany and relevant applicable laws and regulations?**

Types of legal entities	Applicable law and regulations
Limited liability company (Gesellschaft mit beschränkter Haftung or GmbH)	Limited Liability Companies Act (Gesetz betreffend die Gesellschaften mit beschränkter Haftung or GmbHG) and Commercial Code (HGB).
Private Partnerships under civil law Commercial Partnerships under commercial code (Offene Handelsgesellschaft or OHG)	Civil Code (Bürgerliches Gesetzbuch or BGB)  Commercial Code (Handelsgesetzbuch or HGB) and Civil Code (Bürgerliches Gesetzbuch or BGB).
Limited Commercial Partnerships (Kommanditgesellschaft or KG)	Commercial Code (HGB) and Partnership Act (Partnerschaftsgesellschaftsgesetz or PartGG).
Stock corporations (Aktiengesellschaft or AG)	Stock Corporation Act (Aktiengesetz or AktG) and Commercial Code (HGB).
European Company (Societas Europaea or SE)	European Company Statute and the implementation of the Societas Europaea Regulation.
Types of legal arrangements	Applicable law and regulations
Trusts	There is no specific trust law in Germany. Trusts may be created under foreign law and may have a presence in Germany, but they are not recognized as a distinct legal form under German law
Foundations	The German Civil Code, the Foundation Act, the Foundation Register Act (entry into force: 1 January 2026) and the tax code

### 3. How are legal entities formed and registered in **Germany**? How is basic and beneficial ownership information on legal entities obtained, recorded and, if relevant, verified?

*(Formation/creation/registration process; types of legal entities formed directly by owners/controllers, and types that require the involvement of notary, TCSPs or other intermediary; any legal entities exempt from registration requirements; any legal entities exempt from BO disclosure requirement.)*

In Germany, legal entities are typically formed through a process called "incorporation" or "formation." The process involves drafting and filing the company's articles of incorporation with the relevant authority, typically the local commercial register or the Register of Associations, depending on the type of entity.<sup>2</sup>

The types of legal entities formed directly by owners/controllers in Germany include partnerships (Personengesellschaften), such as general partnerships (OHG), limited partnerships (KG), or private partnerships (GbR).

Typically, notaries are involved in the formation process for certain types of legal entities, such as limited liability companies (GmbH) and stock corporations (AG). The formation of a private limited liability company (GmbH) can be seen as exemplary for the German legal system, which is characterised by the key role of notaries public and the commercial register. Both, the notaries public and the commercial register have the task of providing complementary legality and verification checks:

- The notary public provides legal advice (e.g., on legal forms and the possibilities and limits of designing the legal documents for formation of the company) and drafts according to the founder's demands the following documents: the articles of association, the application for registration with the commercial register and a list of shareholders.
- In a second step, all relevant documents are notarized, which encompasses the notary reading out loud the text of the documents, verifying its contents, resolving equivocality, giving advice on the concrete legal effects of clauses and answering the founder's questions. Moreover, the founders' and the future directors' identity are verified by the notary public using appropriate identification documentation that has to contain a photo in accordance with the German Money Laundering Act. The notary also instructs the company's future directors on their duties and liabilities.
- Once signed, the notary public checks whether all documents required for the application for registration of the company are complete and meet the formal requirements. The notary public also verifies the evidence provided for the required payment of the minimum share capital. Authentic electronic copies of the documents for company formation are generated, electronically sealed and securely transmitted together with machine-readable data to the commercial register.

The commercial registry checks that the preconditions for registration are met and conducts verification on the

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<sup>2</sup> Information on the formation of legal persons (corporation and partnerships) is publicly available on the websites of the Chambers of Industry and Clima Action (BMWK) and on the websites of the Chamber of Industry and Commerce at the Lander-level (See: [www.existenzgruender.de/DE/Gruendung-vorbereiten/Rechtsformen/Auf-einen-Blick/inhalt.html](http://www.existenzgruender.de/DE/Gruendung-vorbereiten/Rechtsformen/Auf-einen-Blick/inhalt.html); for the Länder, see for example, Berlin: <https://www.ihk-berlin.de/service-und-beratung/recht-und-steuern/firma-und-rechtsformen/rechtsformen-3433304>). In addition, the information on creations of associations and foundations is available at the website of the Federal Ministry of Justice (BMJ) ([https://www.bmj.de/SharedDocs/Publikationen/DE/Leitfaden\\_Vereinsrecht.pdf;jsessionid=61419372E48B03](https://www.bmj.de/SharedDocs/Publikationen/DE/Leitfaden_Vereinsrecht.pdf;jsessionid=61419372E48B03)) and Associations of German Foundations (<https://www.stiftungen.org/verband/ueber-uns.html>), respectively.

sealed documents and data transmitted by the notary public.

### a) Basic Ownership Information

Germany has multiple registers to capture basic information on different legal persons, with information held by different *Länder* and federal authorities. These include:

- (i) Commercial Register (*Handelsregister*) for limited liability companies, stock corporations, commercial partnerships under the commercial code and limited commercial partnerships and partnerships limited by shares
- (ii) Register of Cooperatives (*Genossenschaftsregister*) for cooperatives and European cooperatives,
- (iii) Partnership Register (*Partnerschaftsregister*) for partnership companies
- (iv) Register of Associations (*Vereinsregister*),
- (v) Register of Private Partnerships (*Gesellschaftsregister*) for partnerships under civil law.

The basic information from the above registers is consolidated into the Company Register (*Unternehmensregister*) and the Common Register Portal of the German Federal States (*Gemeinsames Registerportal der Länder*), which is accessible to public.

The basic information on commercial trading companies that is recorded on the Commercial Register includes: name of company/legal person, proof of incorporation, legal form and status, address, and list of directors.<sup>3</sup> For partnerships, information held on the Partnership Register includes the name and address of the partnership, list of partners, basic information on the nature of the partnership and the powers of representation of the different partners.<sup>4</sup> However, there are no registration requirements for civil law partnerships (GbRs). The registration is not obligatory. However, the registration is mandatory where a civil law partnership intends to acquire real estate property or shares of companies or where a business partner, e.g. a bank, so demands. Associations are required to register basic information on the name of the association, registered office, list of management board members and their powers of representation on the Register of Associations.<sup>5</sup> The Register of Cooperatives contains information on the name of the cooperative, place of business, name of management board members, names of holders of general commercial powers of attorney and representation requirements.<sup>6</sup>

Foundations are not required to register on any public registry. However, information on the name, legal status, purpose of foundation and address of the foundation are kept on a public directory by the *Länder* authorities responsible for supervising foundations. This information can be accessed by the public through *Transparency Register* and through the *Länder* authorities but methods of accessing information held by different *Länder* can vary.

Basic information on foreign legal persons is only recorded in the German commercial register, if the foreign legal entity has a branch in Germany. In this case, both the basic information of the German branch office and some data

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<sup>3</sup> Limited Liability Companies Act, Gesetz betreffend die Gesellschaften mit beschränkter Haftung (GmbHG) ss.8, 10; Stock Corporation Act, Aktiengesetz (AktG) s.39; Commercial Code, Handelsgesetzbuch, ss.106, 162.

<sup>4</sup> Partnership Register Regulation, Partnerschaftsregisterverordnung, s.5.

<sup>5</sup> (Civil Code, Bürgerliches Gesetzbuch (BGB) s.64.

<sup>6</sup> GenRegV, ss.15. 26.

of the foreign legal entity are recorded.

The commercial registry cross-verifies the data and documents submitted for the formation of corporations, which comes into existence only upon its enrolment in the commercial register. The involvement of notary in registering legal persons on various registers is a step to ensure the adequacy and accuracy of the information provided. All legal entities are required to keep the basic information on the respective registers up to date.

## **b) Beneficial Ownership Information**

All legal persons in Germany, with the exception of unregistered partnerships, are required to collect, record and retain beneficial ownership information and enter the relevant information in the Transparency Register.<sup>7</sup> Even foreign legal persons or registered partnerships that directly or indirectly acquire or hold real estate in Germany are obliged to obtain, retain and keep up to date the information on the beneficial owners of these associations and notify the registrar entity of this information without delay for entry into the transparency register.

The information on beneficial owners that is obtained and maintained on the Register includes all pre- and surnames, date of birth, nationality or nationalities, place and country of residence, type and scope of interests held by beneficial owners.

Legal entities are required to update their beneficial ownership information on the Transparency Register as soon as there are changes to beneficial owners. The office maintaining the Register (*Bundesanzeiger Verlag*) checks updates to the register to see if the information is incomplete, unclear, or if there are any doubts about the information provided.

Verification of BO information on the Register is done only on an *ad hoc* basis. Financial institutions and designated non-financial businesses and professions (DNFBPs), as well as public authorities, are required to report discrepancies in the beneficial ownership information on the Register.

## **4. How are trusts and/or similar legal arrangements formed in Germany, and, if applicable, registered? How is basic and beneficial ownership information on legal arrangements obtained, recorded and, if relevant, verified? (includes information about any obligation on trustees or persons of equivalent position or TCSPs to hold this information and submission of the information to the relevant agency, if applicable).**

German law does not recognize the legal institution of the trust; therefore, no trusts can be established under German law or governed by German law. However, foreign trusts can be created in Germany under another jurisdiction's law, and foreign trusts or similar legal arrangements established abroad can operate in Germany. In such instances where a trust is established under foreign law but is administered in Germany, the legal relations between the participants in the trust are subject to the law under which the trust was established.

German law also permits the creation of trust-like legal arrangements called *Treuhandverhältnisse* or *Treuhand*,

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<sup>7</sup> GwG, S.19, 20.

which are a product of contractual agreements and in which a trustee holds legal ownership of assets for the benefit of a beneficiary. German law does not provide for special provisions on trusts or trust-like arrangements; therefore, the general provisions on the formation of contracts apply (section 145 et seq. of the Civil Code).

As for obtaining and recording basic and beneficial ownership information on *Treuhand*, the GwG requires certain professional trustees or equivalent position to obtain, retain and keep up to date the information on the persons who they have received assets for management and the persons for whose benefit they manage those assets.<sup>8</sup> In case of a genuine “trust”(s. section 1(6) GwG), the trustees are also required to register the information on beneficial owners of trusts or similar legal arrangements on the Transparency Register.<sup>9</sup> Beneficial ownership information obtained and recorded on the register includes the name, date of birth, place of residence and nationality, nature and extent of the beneficial interest.<sup>10</sup>

Pursuant to section 21 (1) and (2) of GwG administrators of foreign trusts (trustees) resident or located in Germany are also required to obtain, retain and keep up to date the information on the beneficial owners of the trust they administer and the nationalities of the beneficial owners and to notify the registrar entity of this information without delay for entry into the transparency register. This obligation also applies to trustees who are resident or located outside the European Union if they initiate a business relationship for the trust with a contracting party whose registered office is in Germany, or if they undertake to acquire ownership of real estate located in Germany. These obligations apply, with the necessary modifications, to trustees whose residence or registered office is in Germany of legal arrangements like foundations without legal capacity if the purpose of the foundation is, from the donor’s point of view, in their own interest and legal arrangements whose structure and function is equivalent to such foundations.

The beneficial ownership information on the Transparency Register is required to be updated immediately following the occurrence of any change.

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<sup>8</sup> GwG, s.2(1) nos. 10, 11, 13 and s.8(1) no 1(a).

<sup>9</sup> GwG, s.(1)(6), s. 21. .

<sup>10</sup>GwG, s.21(1) and s.19(1).

## 2) Available Information Sources on Legal Entities and Arrangements

### 1. Which registry(ies) contain basic and beneficial ownership information on legal entities and legal arrangements in Germany?

Name of Registry	Responsible Authority or body	Type of Information recorded		Types of Legal Entities/ Arrangements covered	URL (weblink) to Registry	Type of Access	Cost of Access
		Basic Information <sup>11</sup>	Beneficial Ownership Information				
Company Register ( <i>Unternehmensregister</i> )	Bundesanzeiger Verlag GmbH	Yes	No	Limited liability companies, corporations, cooperatives, partnership companies and associations	<a href="https://www.undernehmensregister.de/ureg/">https://www.undernehmensregister.de/ureg/</a>	Online, open public access	Varies depending on the type of search and the amount of information requested
Commercial Register ( <i>Handelsregister</i> )	Local courts (Amtsgericht)	Yes	No	Limited liability companies, stock corporations, partnerships under commercial code, limited commercial partnerships and partnerships limited by shares	<a href="https://www.handelsregister.de/">https://www.handelsregister.de/</a>	Online, open public access	Varies depending on the type of search and the amount of information requested
Beneficial Ownership Register ( <i>Transparency Register</i> )	Bundesanzeiger Verlag GmbH	Yes	Yes	Legal entities and legal arrangements <sup>12</sup>	<a href="http://www.transparenzregister.de">http://www.transparenzregister.de</a>	On-line, accessible to public	Accessing the register costs 1,65€ plus VAT per excerpt.
Register of Associations ( <i>Vereinsregister</i> )	Local courts (Amtsgericht)	Yes	No	Non-profit associations	<a href="https://www.bundesanzeiger-verlag.de/vereinsregister.html">https://www.bundesanzeiger-verlag.de/vereinsregister.html</a>	Public (online and in-person)	Varies depending on the type of search and the amount of information requested

<sup>11</sup> As set out in paragraph 4(a) of the Interpretive Note to FATF Recommendation 24.

<sup>12</sup> Legal entities covered within the scope of the register includes: sole trader, limited liability company, joint stock company, trusts, public limited company, European public limited company (SE), limited partnership on shares, general partnership (incl. GmbH Co. OHG), limited partnership (incl. GmbH & Co. KG), partnership company, registered cooperative, European Cooperative (SCE), legally capable foundation, non-legally capable foundation, foreign legal entity pursuant to section 20 (1) sentence 2 of the Money Laundering Act (GwG), registered association, association under old law, economic association, and mutual insurance association.



Register of Cooperatives ( <i>Genossenschaftsregister</i> )	Local courts (Amtsgericht)	Yes	No	Cooperatives	<a href="https://www.handelsregister.de/rp_web/mask.do?typ=gr&amp;jr=2022">https://www.handelsregister.de/rp_web/mask.do?typ=gr&amp;jr=2022</a>	Public (online or in-person)	Varies depending on the type of search and the amount of information requested
Registry of Partnerships ( <i>Partnerschaftsregister</i> )	Local courts (Amtsgericht)	Yes	No	Partnership companies	<a href="https://www.handelsregister.de/">https://www.handelsregister.de/</a>	Online, open public access	Varies depending on the type of search and the amount of information requested
Land Register ( <i>Grundbuch</i> )	Local land registry offices (Grundbuchamt)	Yes	No	Real estate ownership and other rights concerning real estate	<a href="https://www.grundbuch-portal.de/">https://www.grundbuch-portal.de/</a>	Access granted to persons with a legitimate interest. Access can be granted directly by the real estate registry or by a notary (by providing an excerpt from the land registry).	Varies depending on the type of search and the amount of information requested

## 2. What type of information is collected, maintained and accessible on the registry(ies)?

See section 5 on how foreign authorities may request information from different sources.

### A. Corporate Registry

In Germany, the corporate registry is *Handelsregister*.

	Open Public Access (whether online, free or for nominal fee)	Restricted Access (describe access restrictions, e.g., approval, pre-registration, etc.)	Law Enforcement / Competent Authority Access only	Comments
Name of Legal Entity	X			
Entity Number (if any)	X			
Type of Legal Entity	X			
Date of Incorporation	X			
Current Status (active, etc.)	X			
Principal Address of Business	X			

Principal Purpose of Business	X			
Registered Capital	X			
Registered Agent Information				Not applicable
Officer/ Director Information (incl. power of representation)	X			
Shareholder/ Member Information	X			
Memorandum	X			
Articles of Incorporation	X			
Application/ Certificate of Formation	X			
Governance Documents (e.g., bylaws, operating agreement)				
Annual/ Biennial Reports	X			
Shareholder Register	X		X	Access to information on the shareholders depends on the legal form of the company. The list of shareholders of a private limited liability company (GmbH) must be submitted to the commercial register and is therefore accessible publicly via the register. The share register (Aktienregister) of a public limited company (AG) is maintained by the company itself and not submitted to the commercial register. In that case, public authorities (tax authorities, labour inspectors, etc.) can have access in order to conduct investigations according to specific legal provisions. LEAs do not have a direct access to the shareholder register, but when carrying out criminal investigations, prosecutors/police can gain access by search and seizure on the basis of a search warrant issued by a judge according to provisions of the German code of criminal procedure.
Register of Charges				Charges / pledges on shares are not recorded in the commercial register
Bank Account Information			X	Public authorities (among others tax authorities, labour inspectorates) can have access in order to conduct investigations according to specific legal provisions. LEAs do not have a direct access to bank account information, but according to provisions of the German code of criminal procedure, prosecutors/police can request the required information from the Bundesanstalt für Finanzdienstleistungsaufsicht (a federal financial supervisory authority) and/or from the banks and enforce their request via questioning of witnesses or search and seizure (see above) when carrying out criminal investigations.
Payment Records			X	Public authorities (tax authorities, labour inspectors, etc.) can have access in order to conduct investigations according to specific legal provisions. LEAs do not have a direct access to the shareholder register, but when carrying out criminal investigations, prosecutors/police can gain access by search and seizure on the basis of a search warrant issued by a judge according to provisions of the German code of criminal procedure.
Historical Documents	X			

(example: past annual filings)				
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## B. Beneficial Ownership Registry

In Germany, the beneficial ownership registry is called *Transparency Registry*.

	Open Public Access (whether online, free or for nominal fee)	Restricted Access (describe access restrictions, e.g. approval, pre-registration)	Law Enforcement / Competent Authority Access only	Comments
<b>Data on Individuals</b>				According to the ECJ judgement, information about beneficial owners may only be made accessible to those members of the public who can demonstrate a legitimate interest.
Name	X			
Date of Birth	X			
Place of Birth				
Official Identifier, such as national ID, Tax ID, Driver's license				
Nationality <sup>13</sup>	X		Information on all nationalities is collected.	
Place of Residency	X		This includes also the country of residence.	
Contact Details				
PEP Information				
Other data (e.g., verification documents- please specify) ...				
<b>Data on Entities</b>				
Name	X			
Official identifiers, such as company registration number	X			
Jurisdiction of Incorporation				
Contact Details				
Date of Establishment	X			
Date of Dissolution	X			
Other data (e.g., state-owned enterprise, publicly listed company etc.) ...				
<b>Data on Relationships</b>				
Type of Relationship	X			
Nature of Ownership or Control (% of Ownership (values or ranges), voting rights)	X			

<sup>13</sup> Including, if relevant, collection of information on multiple nationalities held.

<i>or control through other means)</i>				
<i>Start of Relationship</i>	X			
<i>End of Relationship</i>	X			
<i>Information on Ownership Chain</i>	X			In cases where a discrepancy report procedure was carried out.
<i>Other data ...</i>				

### 3. Access for Reporting Entities with AML Obligations

**a) Can domestic or foreign financial institutions and other reporting entities with AML obligations access or request information on beneficial owners held by a registry or other body? If yes, describe how.**

Under German law, domestic financial institutions and other reporting entities with anti-money laundering (AML) obligations can access information on beneficial owners held by Transparency Register. This access is granted through a secure online portal, which is operated by the Bundesanzeiger Verlag GmbH as the office keeping the register, and is available to authorized users. Additionally, for certain obliged entities an Application Programming Interface for automatic access to the register is provided.

In order to access the portal, users must register and provide proof of their identity and AML obligations. Once approved, users can then search the registry for information on beneficial owners of entities, and also submit requests for access to additional information. Office keeping the register is responsible for verifying the identity of users and ensuring that they have a legitimate reason for accessing the information.

It is important to note that access to information on beneficial owners is subject to strict confidentiality requirements under German law, and unauthorized disclosure of such information can result in severe penalties. Therefore, access is limited to those who have a legitimate need for the information in order to fulfil their AML obligations.

### 3) Types of Legal Entities and Arrangements

This Guide provides information on three of the most relevant or most commonly used legal entities or arrangements.

#### Private Company Limited by Share (Gesellschaft mit beschränkter Haftung – GmbH)

Type of legal entity	Private Company Limited by Shares (GmbH)	
What is the minimum number of natural persons required for formation?	1	
	<b>Yes</b>	<b>No</b>
Is there a requirement to register with the company registry or other registry?	X <sup>14</sup>	
Does the entity have a separate legal personality?	X	
Is there a requirement to report the beneficial owner(s) of this type of entity to any registry, public authority, or another body?	X <sup>15</sup>	
Is there a requirement to provide verification for the identities of the beneficial owner(s)?	X <sup>16</sup>	
Is there a residency requirement for directors or other officers/members holding positions?		X
Are bearer shares/share warrants permitted?		X
Is a Trust and Company Service Provider or Notary required to form this entity?	X	
Is a registered agent in the jurisdiction of formation required?		X
Is the entity required to hold financial account(s) in the jurisdiction of formation?		X
Are tax filings required in the jurisdiction of formation (even if there are no direct tax liabilities)?	X	

#### Public (limited) Company (Aktiengesellschaft – AG)

Type of legal entity	Private Company Limited by Shares	
What is the minimum number of natural persons required for formation?	1	
	<b>Yes</b>	<b>No</b>
Is there a requirement to register with the company registry or other registry?	X	
Does the entity have a separate legal personality?	X	
Is there a requirement to report the beneficial owner(s) of this type of entity to any registry, public authority, or another body?		
Is there a requirement to provide verification for the identities of the beneficial owner(s)?	X	
Is there a residency requirement for directors or other officers/members holding positions?		X
Are bearer shares/share warrants permitted?	X	
Is a Trust and Company Service Provider or Notary required to form this entity?	X	
Is a registered agent in the jurisdiction of formation required?		X
Is the entity required to hold financial account(s) in the jurisdiction of formation?		X
Are tax filings required in the jurisdiction of formation (even if there are no direct tax liabilities)?	X	

<sup>14</sup> There is a requirement to register with the commercial register (Handelsregister) maintained by the local court (Amtsgericht) where the company has its registered office.

<sup>15</sup> There is a requirement to report the beneficial owner(s) of this type of entity to the Transparency Register (Transparenzregister), a central registry maintained by the Federal Gazette (Bundesanzeiger).

<sup>16</sup> there is a requirement to provide verification for the identities of the beneficial owner(s) when registering with the Transparency Register.

### General Partnership (Offene Handelsgesellschaft – OHG)

Type of legal entity	General Partnership (OHG)	
What is the minimum number of natural persons required for formation?	2	
	<b>Yes</b>	<b>No</b>
Is there a requirement to register with the company registry or other registry?	X	
Does the entity have a separate legal personality?	X	
Is there a requirement to report the beneficial owner(s) of this type of entity to any registry, public authority, or another body?	X	
Is there a requirement to provide verification for the identities of the beneficial owners?	X	
Is there a residency requirement for partners?		X
Is a Trust and Company Service Provider or notary required to form?		X
Is a registered agent in the jurisdiction of formation required?		X
Is the entity required to hold financial account(s) in jurisdiction of formation?		X
Are tax filings required in the jurisdiction of formation (even if there are no direct tax liabilities)?	X	

## 4) Nominee Directors and Shareholders<sup>17</sup>

### 1. Do any special laws or regulations for the provision of nominee director services exist? Does your jurisdiction generally allow or prohibit nominee directors? If allowed:

In Germany, nominee shareholders are not explicitly prohibited by law.

#### a) For which entity types?

Nominee directors are generally allowed for various types of entities in Germany. However, stock corporations (AG) and limited liability companies (GmbH) are prohibited from having nominee directors and members of the supervisory board. This prohibition is however not expressly included in law and is read in as being inherent to the position of director that the role must be performed personally.

#### b) Are there any transparency requirements for nominee directors to disclose the identity of their nominator (the individual upon whose instructions they are acting) to any registry or government agency? If yes, provide details.

There are no transparency requirements for nominee directors to disclose the identity of their nominator to any registry or government agency in Germany.

#### c) Are nominee directors required to disclose their status as nominees anywhere? If yes, provide details.

Nominee directors are not required to disclose their status as nominee anywhere.

### 2. Do any special laws or regulations for the provision of nominee shareholding services exist? Does your jurisdiction generally allow or prohibit nominee shareholders? If allowed:

In Germany, nominee shareholders are not explicitly prohibited in law.

#### a) For which entity types?

Since nominee shareholders are not explicitly prohibited in law, it implies that they are generally allowed to be used for various types of legal entities in Germany, including private limited companies, public limited companies, stock corporations, cooperatives, associations, and foundations.

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<sup>17</sup> Different terminologies can be used to describe such arrangements in different jurisdictions. See FATF Glossary definition: "Nominee is an individual or legal person instructed by another individual or legal person ("the nominator") to act on their behalf in a certain capacity regarding a legal person. A Nominee Director (also known as a "resident director") is an individual or legal entity that routinely exercises the functions of the director in the company on behalf of and subject to the direct or indirect instructions of the nominator. A Nominee Director is never the beneficial owner of a legal person. A Nominee Shareholder exercises the associated voting rights according to the instructions of the nominator and/or receives dividends on behalf of the nominator. A nominee shareholder is never the beneficial owner of a legal person based on the shares it holds as a nominee."

- b) Are there any transparency requirements for nominee shareholders to disclose the identity of their nominator (the individual upon whose instructions they are acting) to any registry or government agency? If yes, provide details.**

There are no transparency requirements for nominee shareholders to disclose the identity of their nominator to any registry or government agency. However, the company is required, as a part of the general beneficial ownership reporting requirements in Germany, to register the nominator as a beneficial owner with the Transparency Register (GwG, s.20(1)).

- c) Are nominee shareholders required to disclose their status as nominees anywhere? If yes, provide details.**

There are no explicit requirements for nominee shareholders to disclose their status as nominees anywhere. For instance, nominee shareholders are possible in stock corporations and their identity does not have to be disclosed to the company. However, if there is a nominee, a company is required, as a part of the general beneficial ownership reporting requirements in Germany, to register the ultimate beneficial owner with the Transparency Register.



## 5) Information Sharing/Intelligence Inquiries and MLA Requests by Foreign Authorities

The main legislation governing MLA requests in Germany is: Act on International Cooperation in Criminal Matters ([https://www.gesetze-im-internet.de/englisch\\_irg/englisch\\_irg.pdf](https://www.gesetze-im-internet.de/englisch_irg/englisch_irg.pdf)).

Other relevant laws and regulations include: Bundeskriminalamtgesetz (BKAG), Gesetz über das Aufspüren von Gewinnen aus schweren Straftaten (GwG)

**Mutual Legal Assistance Guidelines:** Richtlinien für den Verkehr mit dem Ausland in strafrechtlichen Angelegenheiten (RiVAST)

### 1. The following authorities can be contacted to request assistance related to obtaining information through information sharing/intelligence inquiries or for MLA requests:

Name of Authority	Competence (Information Sharing Inquiry/Intelligence Requests/ MLA Request)	Web Link	Contact Information to request information
Central Authority for Mutual Legal Assistance in Criminal Matters	MLA Request	<a href="https://www.bmj.de">https://www.bmj.de</a>	Bundesministerium der Justiz Mohrenstraße 37, 10117 Berlin Tel: +49 (0) 30 18 580-0 Email: <a href="mailto:poststelle@bmjv.bund.de">poststelle@bmjv.bund.de</a>
Federal Office of Justice	Information Sharing Inquiry/Intelligence Requests/ MLA Request	<a href="https://www.bundesjustizamt.de/DE/Themen/InternationalZusammenarbeit/Strafsachen/Strafsachen_node.html">https://www.bundesjustizamt.de/DE/Themen/InternationalZusammenarbeit/Strafsachen/Strafsachen_node.html</a>	Bundesamt für Justiz Adenauerallee 99-103, 53113 Bonn Tel: +49 (0) 228 99410-0 Email: <a href="mailto:bjr@bfj.bund.de">bjr@bfj.bund.de</a>
Federal Criminal Police Office (BKA)	Information Sharing Inquiry/Intelligence Requests/ MLA Request	<a href="https://www.bka.de/EN/OurTasks/InternationalCooperation/MutualLegalAssistance/MLA_node.html">https://www.bka.de/EN/OurTasks/InternationalCooperation/MutualLegalAssistance/MLA_node.html</a>	Bundeskriminalamt 65173 Wiesbaden Tel: +49 (0) 611 55-0 Email: <a href="mailto:pressestelle@bka.bund.de">pressestelle@bka.bund.de</a>
Financial Intelligence Unit Germany (FIU)	Information Sharing Inquiry/Intelligence Requests	<a href="https://www.zoll.de/DE/FIU/fiu_node.html">https://www.zoll.de/DE/FIU/fiu_node.html</a>	Generalzolldirektion Financial Intelligence Unit Germany (FIU) Postfach 850555 51030 Bonn Tel: +49 (0) 228 303-0 Email: <a href="mailto:info.fuz@zoll.de">info.fuz@zoll.de</a>

### 2. Through which channels can foreign authorities obtain information on legal entities and arrangements created or registered in Germany from different sources?

Name of Records/ Information Source	How can foreign authorities access information?					Name of Authority/ Contact Information	Comments
	Direct Public Access	Access upon Request	Information Sharing/Intelligence Inquiry	MLA Request	No Access		
Non-public information held by corporate registry/BO registry or other			X	X			

registry, incl. enclosed records							
Non-public information held by registry of trusts and similar legal arrangements (if applicable), incl. enclosed records			X	X			
Police records, incl. interviews with relevant individuals (directors, partners, shareholders, managers, trustees, professional staff of financial institutions, trust and company service providers, etc.)							
Financial Intelligence Unit Records			X	X			
Tax Records							
Financial account records/documents			X	X			
Account records held by Trust and Company Service Providers or other DNFBPs			X	X			
Land Registry Records							
Real Estate Records							
Asset or Income Declarations by Public Officials							
Other Asset Registers (motor vehicles, boats, aircraft, jewelry, artwork)							
Other [fill in]							
Other [fill in]							

### 3. Is the country a signatory of other relevant international information exchange agreements covering beneficial ownership information (e.g., the OECD Convention on international tax exchange agreement)?

Germany is a signatory of various international information exchange agreements, including the OECD Convention on Mutual Administrative Assistance in Tax Matters and a member of the Global Forum on Transparency and Exchange of Information for Tax Purposes. These agreements aim to facilitate the exchange of information for tax purposes and promote transparency and cooperation among participating countries.

### 4. Links to other relevant publicly available sources of information:

Resource	URL (weblink)
Official Website of the Federal Government of Germany	<a href="https://www.bundesregierung.de/breg-en">https://www.bundesregierung.de/breg-en</a>
Federal Ministry of Finance	<a href="https://www.bundesfinanzministerium.de/Content/EN/Homepage.html">https://www.bundesfinanzministerium.de/Content/EN/Homepage.html</a>
Federal Ministry of Justice	<a href="https://www.bmj.de/DE/Startseite/Startseite_node.html">https://www.bmj.de/DE/Startseite/Startseite_node.html</a>
Federal Ministry for Economic Affairs and Energy	<a href="https://www.bmwi.de/Navigation/EN/Home/home.html">https://www.bmwi.de/Navigation/EN/Home/home.html</a>
Federal Financial Supervisory Authority	<a href="https://www.bafin.de/EN/Homepage/homepage_node.html">https://www.bafin.de/EN/Homepage/homepage_node.html</a>
Federal Central Tax Office	<a href="https://www.bzst.de/EN/Home/home_node.html">https://www.bzst.de/EN/Home/home_node.html</a>
German Commercial Register	<a href="https://www.handelsregister.de/rp_web/mask.do?Typ=n">https://www.handelsregister.de/rp_web/mask.do?Typ=n</a>
German Federal Gazette	<a href="https://www.bundesanzeiger.de/ebanzwww/wexsservlet">https://www.bundesanzeiger.de/ebanzwww/wexsservlet</a>
German Patent and Trade Mark Office	<a href="https://www.dpma.de/english/index.html">https://www.dpma.de/english/index.html</a>
German Customs Administration	<a href="https://www.zoll.de/EN/Home/home_node.html">https://www.zoll.de/EN/Home/home_node.html</a>