

# Comparing the Beneficial Ownership Rule and the BOI Reporting Rule

This chart compares the key requirements of the Beneficial Ownership Rule and Beneficial Ownership Information (BOI) Reporting Rule, with material differences between the analogous requirements highlighted in green and red respectively.

FAQ	BENEFICIAL OWNERSHIP RULE (2016)	BENEFICIAL OWNERSHIP INFORMATION REPORTING RULE (2022)
<p><b>Who is a beneficial owner?</b></p>	<ul style="list-style-type: none"> <li>An individual who directly or indirectly owns 25 percent or more of the equity interests of a legal entity</li> <li>A single individual with significant responsibility to control, manage, or direct a legal entity (control prong)</li> </ul> <p><i>E.g. an executive officer or senior manager, or any other individual who regularly performs similar functions</i></p>	<p><b>Any individual who directly or indirectly owns or controls 25 percent or more of the ownership interests of a reporting company</b></p> <p><b>Any individual who exercises substantial control over a reporting company</b></p> <p><b>An individual exercises substantial control over a reporting company if the individual:</b></p> <ul style="list-style-type: none"> <li>Serves as a senior officer of the reporting company;</li> <li>Has authority over the appointment or removal of any senior officer or a majority of the board of directors (or similar body);</li> <li>Directs, determines, or has substantial influence over important decisions made by the reporting company</li> </ul> <p><b>A company applicant</b>, defined as:</p> <ul style="list-style-type: none"> <li>For a domestic company, the individual who files the document that creates the company</li> <li>For a foreign company, the individual who files the document first registering the company to do business in the United States</li> </ul>

FAQ	BENEFICIAL OWNERSHIP RULE (2016)	BENEFICIAL OWNERSHIP INFORMATION REPORTING RULE (2022)
<p><b>Who must report beneficial ownership information?</b></p>	<p>A <b>legal entity customer that opens a new account with a financial institution</b></p>	<p>A reporting company, defined as:</p> <ul style="list-style-type: none"> <li>• <b>Domestic corporations, LLCs or other legal entities</b> created by the filing of a document with a secretary of state or similar office</li> <li>• <b>Foreign corporations, LLCs or other legal entities registered to do business in the United States</b> by the filing of a document with a secretary of state or any similar office</li> </ul>
<p><b>Who must collect beneficial ownership information?</b></p>	<p>A <b>covered financial institution</b>, defined as:</p> <ul style="list-style-type: none"> <li>• A U.S. bank or U.S. branch of a foreign bank</li> <li>• An SEC-registered broker-dealer</li> <li>• A CFTC-registered futures commission merchant or introducing broker</li> <li>• A mutual fund</li> </ul>	<p>FinCEN</p>
<p><b>What information must be provided about a beneficial owner?</b></p>	<p><b>Name</b></p> <p><b>Date of birth</b></p> <p><b>Residential or business street address</b></p> <p><b>Identification number:</b></p> <ul style="list-style-type: none"> <li>• For a U.S. person, a <b>taxpayer identification number (TIN)</b></li> <li>• For a non-U.S. person, one or more of the following: A <b>TIN</b>; passport number and country of issuance; <b>alien identification card number</b>; or <b>number and country of issuance of any other government-issued document evidencing nationality or residence and bearing a photograph or similar safeguard</b></li> </ul> <p><b>Documentary or non-documentary verification of the information above</b></p>	<p><b>Full legal name</b></p> <p><b>Date of birth</b></p> <p><b>Complete current address:</b></p> <ul style="list-style-type: none"> <li>• For a <b>company applicant who forms or registers an entity in the course of its business, the street address of such business</b></li> <li>• In any other case, residential street address</li> </ul> <p><b>Unique identifying number and issuing jurisdiction from one of the following documents:</b></p> <ul style="list-style-type: none"> <li>• A non-expired U.S. passport</li> <li>• A non-expired identification document issued to the individual by a State, local government, or Indian tribe for the purpose of identifying the individual;</li> <li>• A non-expired driver's license issued to the individual by a State; or</li> <li>• A non-expired passport issued by a foreign government, if the individual does not possess any of the documents described above; and</li> </ul> <p><b>An image of the document from which the unique identifying number was obtained</b></p>

FAQ	BENEFICIAL OWNERSHIP RULE (2016)	BENEFICIAL OWNERSHIP INFORMATION REPORTING RULE (2022)
<p><b>Who is fully-exempt from reporting beneficial ownership information?</b></p>	<ul style="list-style-type: none"> <li>• A financial institution regulated by a federal functional regulator or a bank regulated by a U.S state bank regulator</li> <li>• A bank holding company or savings and loan holding company</li> <li>• A federal, state or other local governmental department, agency or other authority</li> <li>• An SEC-registered or reporting company, investment company, investment adviser, exchange or clearing agency or other entity</li> <li>• An NYSE or a NASDAQ-listed company, other than a bank <ul style="list-style-type: none"> <li>– A subsidiary that is at least 51% owned by such listed company, other than a bank, but a nonbank financial institution is exempt only to the extent of its domestic operations</li> </ul> </li> <li>• A CFTC-registered entity, commodity pool operator, commodity trading advisor, retail foreign exchange dealer, swap dealer, or major swap participant</li> <li>• A PCAOB-registered public accounting firm</li> <li>• A pooled investment vehicle operated or advised by an exempt financial institution</li> <li>• An insurance company regulated by a state</li> <li>• An FSOC-designated financial market utility</li> <li>• A foreign financial institution established in a jurisdiction where the regulator of such institution maintains beneficial ownership information regarding such institution</li> <li>• A non-U.S. governmental department, agency or political subdivision that engages only in governmental rather than commercial activities</li> </ul>	<ul style="list-style-type: none"> <li>• A national bank, state bank or trust company, and any federal branch and insured branch</li> <li>• A federal or state credit union</li> <li>• A bank holding company or savings and loan holding company</li> <li>• A federal, state or other local governmental department, agency or other authority</li> <li>• An SEC-registered or reporting company, broker/dealer, exchange or clearing agency, investment company, investment adviser or other entity</li> <li>• A futures commission merchant, introducing broker, swap dealer, major swap participant, commodity pool operator, or commodity trading advisor or other entity registered with the CFTC</li> <li>• A PCAOB-registered public accounting firm</li> <li>• A pooled investment vehicle operated or advised by an exempt bank, credit union, broker/dealer, investment company/adviser or venture capital fund adviser</li> <li>• An insurance company regulated by a state</li> <li>• An insurance producer regulated by a state and that operates a physical office within the United States</li> <li>• An FSOC-designated financial market utility</li> <li>• A FinCEN-registered money services business (MSB)</li> <li>• A venture-capital fund that makes the requisite SEC filings</li> <li>• A regulated public utility that provides telecommunications services, electrical power, natural gas, or water and sewer services within the United States</li> </ul>

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	<ul style="list-style-type: none"> <li>Any legal entity only to the extent that it opens a private banking account subject to a due diligence program under the BSA regulations</li> </ul>	<ul style="list-style-type: none"> <li>A <b>tax-exempt entity</b> under 501(c), 527(e)(1) or 4947(a) of the Internal Revenue Code</li> <li>A <b>U.S.-owned and domiciled entity that operates exclusively to provide financial assistance to, or hold governance rights over, a tax-exempt entity</b> and derives a majority of its funding or revenue from U.S. citizens or permanent residents</li> <li>An <b>entity that:</b> <ul style="list-style-type: none"> <li>Employs more than 20 full-time employees in the United States;</li> <li>Has an operating presence at a physical location in the United States; and</li> <li>Filed a federal tax return for the previous year demonstrating more than \$5,000,000 in gross receipts or sales</li> </ul> <p>For an entity that is part of an affiliated group of corporations that filed a consolidated return, the applicable amount is the amount reported on the consolidated return</p> </li> <li>An <b>entity controlled or wholly owned</b> by one or more entities that is a securities reporting issuer, government authority, bank, credit union, depository institution holding company, broker/dealer, securities exchange or clearing agency, other Exchange Act registered entity, investment company/adviser, venture capital fund adviser, insurance company, state-licensed insurance producer, Commodity Exchange Act-registered entity, accounting firm, public utility, financial market utility tax-exempt entity or large operating company listed above</li> <li>An <b>entity formed before January 1, 2020</b>, that: <ul style="list-style-type: none"> <li>Is not engaged in active business</li> <li>Is not partially or wholly owned by a foreign person, whether directly or indirectly</li> <li>Has not experienced any change in ownership in the preceding twelve-month period</li> <li>Has not sent or received funds greater than \$1,000, either directly or through any financial account in which the entity or any affiliate of the entity had an interest, in the preceding twelve months</li> </ul> </li> </ul>

FAQ	BENEFICIAL OWNERSHIP RULE (2016)	BENEFICIAL OWNERSHIP INFORMATION REPORTING RULE (2022)
<p><b>Who is partially exempt from reporting beneficial ownership information?</b></p>	<p>The following legal entity customers are subject only to the control prong:</p> <ul style="list-style-type: none"> <li>• A pooled investment vehicle that is operated or advised by a financial institution not fully-exempt from reporting beneficial ownership information</li> <li>• Any legal entity that is established as a nonprofit corporation or similar entity and has filed its organizational documents with the appropriate State authority as necessary</li> </ul>	<ul style="list-style-type: none"> <li>• If one or more exempt entities has a direct or indirect ownership interest in a reporting company and an individual is a beneficial owner of the reporting company exclusively by virtue of the individual's ownership interest in such exempt entities, the beneficial ownership report may include the names of the exempt entities in lieu of the beneficial owner's information</li> <li>• A <b>minor child</b>, provided the reporting company reports the required information of a <b>parent or legal guardian</b> of the minor child</li> <li>• A <b>foreign</b> pooled investment vehicle operated or advised by an exempt bank, credit union, broker/dealer, investment company/adviser or venture capital fund adviser must report information with respect to the <b>individual who has the greatest authority over the strategic management of the entity</b></li> <li>• A company formed before January 1, 2024, is not required to report information with respect to any company applicant</li> </ul>
<p><b>Who is partially-exempt from collecting beneficial ownership information?</b></p>	<p>A covered financial institution is exempt from collecting beneficial ownership information to the extent that it opens an account for a legal entity customer that is:</p> <ul style="list-style-type: none"> <li>• At the point-of-sale to provide credit products, solely for the purchase of retail goods and/or services at these retailers, up to a limit of \$50,000;</li> <li>• To finance the purchase of postage and for which payments are remitted directly by the financial institution to the provider of the postage products;</li> <li>• To finance insurance premiums and for which payments are remitted directly by the financial institution to the insurance provider or broker;</li> <li>• To finance the purchase or leasing of equipment and for which payments are remitted directly by the financial institution to the vendor or lessor of this equipment</li> </ul>	<p>N/A</p>

FAQ	BENEFICIAL OWNERSHIP RULE (2016)	BENEFICIAL OWNERSHIP INFORMATION REPORTING RULE (2022)
<p><b>When must beneficial ownership information be reported / collected?</b></p>	<p>At the time a legal entity customer opens a new account with a covered financial institution</p>	<ul style="list-style-type: none"> <li>• For domestic companies formed from January 1, 2024 to December 31, 2024, within 90 days of notice of creation</li> <li>• For foreign companies becoming a foreign reporting company from January 1, 2024 to December 31, 2024, within 90 days of notice of registration</li> <li>• For domestic companies or foreign reporting companies formed or registered before January 1, 2024, by January 1, 2025.</li> <li>• For domestic companies formed on or after January 1, 2025, within 30 days of notice of creation</li> <li>• For foreign companies becoming a foreign reporting company on or after January 1, 2025, within 30 days of notice of registration</li> </ul>
<p><b>When must beneficial ownership information be updated?</b></p>	<p>On a risk basis, when in the course of normal monitoring, a financial institution becomes aware of information about a customer or an account, including a possible change of beneficial ownership information, relevant to assessing or reassessing the customer's overall risk profile</p>	<p>Within 30 days after the date on which a change in beneficial ownership information occurs, by filing an updated report</p> <p>If any beneficial ownership information report was inaccurate when filed and remains inaccurate, within 30 calendar days after the date on which the reporting company becomes aware or has reason to know of the inaccuracy, by filing a corrected report</p>
<p><b>Where must beneficial ownership information be reported</b></p>	<p>To a covered financial institution, upon the opening of a new account</p>	<p>FinCEN online filing system</p>
<p><b>Who can update beneficial ownership information?</b></p>	<p>Not specified – however, for enforceability reasons certification of beneficial owners should be provided by a person authorized to act on behalf of the reporting company</p>	<p>Not specified – however, for enforceability reasons a beneficial ownership information report should be provided by a person authorized to act on behalf of the reporting company</p>