



**MONETARY PENALTY NOTICE ("NOTICE")**  
**ISSUED PURSUANT TO SECTION 19(2) OF THE**  
**BENEFICIAL OWNERSHIP AND CONTROL REGULATIONS 2018 ("BOCR 2018")**

**To: UNION 39 LEASING LIMITED (000001642) ("U39")**

**Overview**

1. The Registration Authority (the "RA") of Abu Dhabi Global Market ("ADGM") has determined that U39 has contravened section 5 of BOCR 2018 for the reasons set out below.
2. This Notice issued by the RA requires U39 to pay a fine of **USD 300** by no later than 24 March 2024 pursuant to section 19 of BOCR 2018.

**Failure to Comply with Section 5 of BOCR 2018**

3. Section 5 of BOCR 2018 states as follows:

*When there has been an amendment or change in the particulars contained in the record of beneficial owners an ADGM Person, within 15 days of the date of an amendment or change of such record of beneficial owners, the ADGM Person must submit a notice to the Registrar of the amendment or change and the date on which it occurred, to the best of its knowledge.*

4. As a company incorporated under the Companies Regulations 2020, U39 is an "ADGM Person" as defined in section 27 of BOCR 2018.
5. On 28 August 2023 (the "Filing Date"), U39 filed a "Notice of Appointment and Cessation of Beneficial Owners" with the RA ("U39 Filing").
6. The U39 Filing informed the RA that on 31 March 2023 the ("Appointment and Cessation Date") U39 underwent changes in its beneficial ownership that required notice to the RA, specifically the cessation of an individual as beneficial owner.
7. The period between the Appointment and Cessation Date and the Filing Date is greater than the required maximum of 15 days for providing notice of such changes to the RA, as mandated by section 5 of BOCR 2018.

REGISTRATION AUTHORITY  
سلطة التسجيل



### Determination to Impose a Financial Penalty

8. Section 17 of BOCR 2018 states as follows:

*An ADGM Person who fails to comply with these Regulations, or any rules made under these Regulations is guilty of an offence and liable to a fine as prescribed under section 19.*

9. Under section 19(4) of BOCR 2018, the amount of any fine determined by the RA must not exceed a level 7 fine, i.e. up to USD 25,000.

10. Given the facts set out above in paragraphs 5-7, the RA has determined that U39 has failed to comply with section 5 of BOCR 2018.

11. Accordingly, the following fine is imposed on U39 by the RA:

**USD 300.**

### Procedural Matters

12. On 12 January 2024, the Registrar issued U39 with a notice of proposed monetary penalty notice in which it proposed to impose on U39 financial penalties in the amount of USD 450 ("Proposed Monetary Penalty Notice").

13. U39 was provided with an opportunity to make written representations regarding the Registrar's concerns and the actions proposed.

14. On 29 January 2024, U39 responded to the Proposed Monetary Penalty Notice with what the Registrar understands as the following key points:

- a. U39 forms part of a complex corporate structure.
- b. A single individual beneficial ownership change impacted multiple entities.
- c. Upon becoming aware of the change, change of beneficial ownership filings were immediately filed.
- d. Internal compliance processes have been reviewed and enhanced.

15. In response to the representations, the Registrar is of the view that the directors of U39 are expected to be fully aware of the importance of, and compliance with, beneficial ownership reporting requirements and ensure that systems and processes are in place to file beneficial ownership changes in a timely manner.



16. Having taken into account the facts, matters and circumstances of the contravention and the representations, including that this is the first beneficial ownership contravention by U39, the Registrar has decided to reduce the financial penalty imposed on U39 from the amount of USD 450 to USD 300.

#### **Review by the ADGM Courts**

17. Section 19(7) of BOCR 2018 states as follows:

*A person, who receives a monetary penalty notice under this section, may refer the matter to the Court for review of–*

*(a) the issue of the monetary penalty notice.*

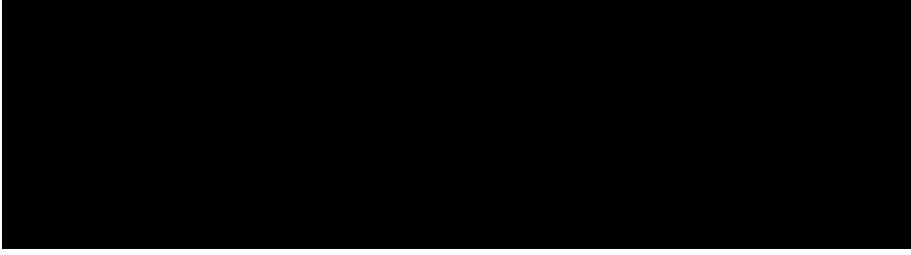
*(b) the amount of the fine specified in the notice.*

#### **Payment of the Fine and Publication**

18. This fine may be paid at any time before 5:00 pm on 24 March 2024, by forwarding payment to the RA (please refer to the invoice attached as **Annexure A** to this Notice for details on making payment).
19. Should U39 pay this fine prior to 5:00 pm on 24 March 2024, pursuant to section 19(9)(a)(i) of BOCR 2018, no proceedings will be commenced by the RA against U39 in respect of the contravention set out in this Notice.
20. Should U39 not pay the full amount of the fine prior to 5:00 pm on 24 March 2024 or make a referral to the Court under section 19(7), then the RA may apply to the Court to take any necessary steps to recover that part of the fine that remains unpaid to the RA pursuant to section 19(9)(b) of BOCR 2018.
21. The RA may publish details of the matter to which this Notice relates in accordance with section 19(11) of BOCR 2018.



ABU DHABI GLOBAL MARKET  
سوق أبوظبي العالمي



Tim Land

Delegate of the Registrar

23 February 2024

Abu Dhabi Global Market Registration Authority

**Annexure A – Invoice**

REGISTRATION AUTHORITY  
سلطة التسجيل

ADGM Authorities Building, ADGM Square, Al Maryah Island, PO Box 111999, Abu Dhabi, UAE  
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