REPUBLIC OF FIJI

Legal Persons Risk Assessment

for Money Laundering, Terrorist Financing and Proliferation Financing

Under FATF Recommendation 24

— AUGUST 2026 —

Acknowledgement

This Legal Persons Risk Assessment for Money Laundering, Terrorist Financing and Proliferation Financing was prepared by the Republic of Fiji Ministry of Justice with assistance from the Pacific Private Sector Development Initiative, Asian Development Bank, and with the support of the Fiji Financial Intelligence Unit.

Important Note

This Legal Persons' Risk Assessment for Money Laundering, Terrorist Financing and Proliferation Financing was undertaken as a consequence of the Recommended Actions identified in the Fiji Mutual Evaluation Report 2016, together with several Follow-Up Reports, notably 2017 and 2020, which were pertinent to a legal persons' assessment.

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Abbreviations

APG	Asia Pacific Group on Money Laundering
AML/CFT	Anti-Money Laundering and Countering the Financing of Terrorism
BO	Beneficial Owner (or Beneficial Ownership, as the context dictates)
CA	Competent Authority
DNFBPs	Designated Non-Financial Businesses or Professions
FATF	Financial Action Task Force
FIU	Fiji Financial Intelligence Unit
FPF	Fiji Police Force
FTRA	Fiji Financial Transactions Reporting Act
FUR	Follow-Up Report
LEA	Law Enforcement Authority
LPA	Legal Persons Risk Assessment
MER	Mutual Evaluation Report (published in 2016 for Fiji)
MOJ	Ministry of Justice
ML	Money Laundering
ML/TF	Money Laundering / Terrorist Financing
NPO	Non-Profit Organization
NRA	National Risk Assessment (Fiji published in October 2025)
Rec. 24	FATF Recommendation 24 (concerning legal persons)
RBF	Reserve Bank of Fiji
STR	Suspicious Transaction Report
TF	Terrorist Financing

Executive Summary

Assessment Overview

Fiji has taken important steps to strengthen its legal persons framework since its last published Mutual Evaluation Report in 2016 (2016 MER). That 2016 MER identified several deficiencies in Fiji's legal persons framework that resulted in only a "Partially Compliant" rating under Financial Action Task Force (FATF) Recommendation 24 (Rec. 24). The primary legal person examined in detail in the 2016 MER was the local Fiji company.

Fiji's reforms include the commencement of a new Companies Act, as subsequently amended, which prohibits bearer shares and establishes obligations concerning shares held non-beneficially and the persons holding the beneficial ownership interests in those shares. Fiji has also implemented a new online company register administered by the Ministry of Justice (MOJ), which maintains core company information on a publicly available website.

The following is a list of the gaps in both the legal framework and in Fiji's effectiveness in addressing money laundering and terrorist financing (ML/TF) matters for companies:

- <u>Beneficial ownership</u>. The 2019 amendments to the Companies Act establish notification and recording obligations concerning shares held non-beneficially. However, these obligations appear principally to be triggered by a transfer of shares or a change between beneficial and non-beneficial holding status. There is no clear, ongoing obligation on companies to proactively identify and maintain information on all natural persons who are beneficial owners as defined in Regulation 11. The Registrar and the Reserve Bank of Fiji can request beneficial ownership (BO) information from a Fiji company on a one-off basis.

  Importantly, amendments made in 2026 to the Regulations issued under the Companies Act now define "beneficial owner" and "beneficial ownership information" and identify the information that the Registrar or the Reserve Bank of Fiji may require under Regulation 11. These are significant developments. However, neither the Act nor the Regulations establish a systemic, centralized repository for beneficial ownership information that is readily accessible by law enforcement agencies (LEAs).

- <u>Nominees</u>. There are no provisions regarding nominee arrangements. Nominee directors and shareholders should be identified and reported.

- <u>Annual return compliance</u>. The Companies Act does not contain any requirement for companies to file annual returns with the Registrar, thus there is no compliance mechanism allowing for the Registrar to identify and remove defunct companies.

There are also problems with the effectiveness of the framework, including:

- <u>Limited enforcement</u>. The 2026 Regulations only recently introduced definitions of "beneficial owner" and "beneficial ownership information," thus clarifying and expanding the information that may be required under Regulation 11. As these amendments only came into force in May 2026, there has been limited time for the Registrar and the Reserve Bank of Fiji to develop and implement policies for exercising these powers, or to assess the extent to which companies can provide the broader beneficial ownership information called for in the Regulations. Accordingly, the new Regulation 11 framework has limited operational history, and there is presently insufficient practical experience from which to assess its effectiveness.

- Limited verification capacity. All persons submitting filings to the online company register must first provide identification documentation confirming their identity. The process requires nearly all clients to personally appear at a government office to finalize their registration. However, the Registrar lacks the resources needed for ongoing verification or spot-checking of information in individual filings.

- Limited STR typology data. The Fiji Financial Intelligence Unit (FIU) collects data on suspicious transaction reports (STRs) for all Fiji persons including companies, but there are few details that would allow a formal typology analysis through this data to be conducted to determine if there are concerning patterns. More detailed information would, at the least, help identify companies that may warrant targeted beneficial ownership inquiries by the Registrar.

These legislative and operational shortfalls create material ML vulnerabilities in the legal-person framework that could facilitate money laundering, particularly in larger companies and foreign companies, although the extent of such potential misuse cannot be fully quantified given current data limitations. TF risk appears low on available evidence, but remains subject to some uncertainty due to data gaps.

A priority action that would deliver the greatest near-term reduction in legal framework vulnerability is the enactment of amendments to the Companies Act that explicitly require companies to obtain and maintain current information on all beneficial owners and to proactively report that information to a central register. Fiji should then implement a central register to hold beneficial owner information and make it available to LEAs. The Companies Act amendments should also require disclosure of all nominee relationships. The Registrar must then enforce these legal mandates through a targeted regime that verifies beneficial ownership information, initially focusing on higher-risk companies. Law enforcement agencies and the Fiji FIU should participate in identifying appropriate targets for inquiry. Finally, the process for collecting STR information should be enhanced to yield meaningful typology information.

There are other legal persons that operate in Fiji that are addressed in this Assessment:

- Incorporated charitable trusts
- Co-operatives
- Credit unions
- Trade unions

These entities have various legal and operational deficiencies, including:

- There are no comprehensive provisions regarding beneficial ownership for any of these legal persons, including no specific requirement to identify ultimate natural persons who own or control these legal persons;
- There are no provisions regarding nominee arrangements in the legislation governing each entity; and
- There are no online registers, which makes accessing the information held in those registers far more cumbersome for law enforcement agencies and for the public.

Co-operatives, credit unions and trade unions present less ML/TF risk due to their basic corporate structures and specific business activities. Still, improvements to their legal frameworks would not only enhance ML/TF compliance but would also represent an improvement in overall governance. There are somewhat greater opportunities for ML with incorporated charitable trusts, and enhanced financial reporting obligations for larger trusts may be appropriate.

Overview of Findings

Data and enforcement shortfalls. A fully electronic online register exists for companies and foreign companies and contains standard core information about each such company. Registered clients of the register, the persons submitting filings, have their identities confirmed. However, resource constraints limit the amount of verification that occurs for individual filings. There are no online registers for other legal persons. Their information is maintained in Excel spreadsheets. While the public can view individual entity records in most registers (except credit unions), this is an inefficient and time-consuming process. There were limitations to obtaining detailed statistics from law enforcement on the number of investigations involving legal persons. To address these data limitations, the Assessment relied on professional judgement, input from relevant stakeholders and the available data to reach informed conclusions.

Terrorist financing concerns. The 2025 Fiji National Risk Assessment (2025 NRA) found that, overall, Fiji has a low threat from terrorist financing.[1] This Assessment concurs with that conclusion with regard to legal persons. There are no known TF investigations or prosecutions linking Fiji legal persons (or natural persons) to terrorist organisations. Consistent with this finding there was only one suspicious transaction report filed in 2024 that concerned possible TF activities.[2]

Money Laundering concerns. The 2025 NRA found that, overall, Fiji has a high ML risk,[3] while national-level vulnerability is assessed as medium.[4] The NRA did not include a dedicated analysis of legal persons, but instead identified five high ML threats based upon underlying criminal activities: narcotics, organized crime and racketeering, taxation and customs-related crimes (including smuggling), environmental crimes, and bribery-corruption.[5] The NRA also notes that some money-laundering schemes involve businesses, layering techniques, multinational networks and front operations.[6] However, the published NRA does not provide case details showing the extent to which Fiji legal persons were involved in those schemes. The NRA also noted that “Fiji faces a complex and multi-layered cross-border ML threat environment characterised by its roles as a transit point, a source of illicit funds, a recipient of illicit funds, and a nation impacted by criminal activities whose proceeds do not directly enter its financial system.”[7]

The NRA analyzed 25 business sectors for ML risk and assessed co-operatives and credit unions as presenting a low ML risk.[8]

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1 2025 NRA, paragraph 51. See also Table 3.2 at paragraph 75. Similarly, the NRA rated direct proliferation financing threats to Fiji as low. NRA, section 5.1.

2 2025 NRA, paragraph 55. This STR was linked to local NPO that transferred funds without knowledge to an end-recipient in the UK, another NPO that was a sanctioned entity.

3 2025 NRA, paragraph 6.

4 2025 NRA, paragraph 11. The NRA distinguishes between overall money laundering risk and the assessment of national-level vulnerability. The ‘medium’ vulnerability rating reflects the impact of mitigation measures within Fiji’s institutional and regulatory framework, while the ‘high’ overall ML risk rating reflects the combined effect of identified threats and their assessed consequences. Read together, these ratings indicate that, notwithstanding existing mitigation measures, the scale of underlying threats results in a high overall exposure to money laundering risk. In practical terms, this means that while Fiji’s systems mitigate some structural weaknesses, the volume and nature of criminal activity still result in a high overall level of ML risk.

5 2025 NRA, paragraphs 23-27.

6 2025 NRA, paragraph 30.

7 2025 NRA, paragraph 28.

8 2025 NRA, Table 2, line 43. The Table is in the Summary section, pages 33-34. This conclusion was reached before enactment in December of a new Credit Unions Act 2025, which will be discussed herein. However, the new Act did not disturb core principles of how credit unions are formed and operated, so this conclusion should not change.

Entity-specific risk snapshot

- Companies. Companies present a moderate ML risk, which is the highest risk assigned to Fiji legal persons. Gaps in the nominee-arrangement framework and beneficial ownership create specific ML risk because the true owners and controllers of companies can be hidden. Further, there are a few specific cases where companies have been used to facilitate predicate financial crimes. This provides evidence of their potential for ML abuse. The risk for ML for companies is rated as medium in this Assessment.[9] This rating is based in part on the overall rating for ML in Fiji being high, as noted in the 2025 NRA.

  The risk rating for TF for companies is low. This is in line with the 2025 NRA finding of low TF risk in Fiji.

- Foreign companies. The key findings and the ML and TF risk ratings for foreign companies are very similar to those for local companies. Theoretically, foreign companies can present a higher level of ML concern because they are more likely to engage in cross-border transfers of funds. However, there is no definitive information showing that this is the case in Fiji. The 2025 NRA identifies general ML typologies involving businesses, multinational networks and front operations. However, the available information does not show the extent to which foreign companies operating in Fiji are involved in those typologies, and the available data does not permit a robust foreign-company-specific typology analysis. Additionally, the Companies Act provisions governing foreign companies do not establish a comprehensive beneficial ownership framework for foreign-created legal persons operating in Fiji.

- Incorporated charitable trusts. Incorporated charitable trusts present a generally low ML/TF risk. Most NPOs in Fiji are small and domestically focused. However, the 2024 NPO Risk Assessment identified a subset of eight NPOs as presenting medium threat and vulnerability due to their links with groups in higher-risk regions and were considered to warrant closer monitoring.[10] The main legal concern is that the legislation governing incorporated charitable trusts does not contain comprehensive beneficial ownership provisions. An accessible online register would improve transparency. The NRA found that the risk of TF in the nonprofit sector was low,[11] and this Assessment confirms that conclusion for incorporated charitable trusts.

- Co-operatives. The 2025 NRA assessed Fiji's overall money-laundering risk as high. However, co-operatives were assessed as low-risk due to their limited product offerings, small transaction volumes, and low exposure to higher-risk typologies. The 2025 NRA found that the risk of TF for co-operatives was low[12] and this Assessment concurs with that conclusion.

- Credit unions. Credit unions present a low ML risk given their operating parameters and local membership requirements. They generally do not engage in cross-border transactions. The main concern is that there are no beneficial ownership provisions or any regulation of nominee arrangements, but these concerns are muted given the nature of the business. TF risk is considered low. There is a new Credit Unions Act

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9 Section 9 of this Assessment presents a Table in which ML/TF risk ratings for each legal person are presented.

10 This finding was included in a Fiji-produced report titled "NPO Risk Assessment and Recommendations," published in July 2024 (NPO Report). See paragraph 75.

11 National Risk Assessment, Table in Section 3.4, row 18.

12 National Risk Assessment, Table in Section 3.4, row 18.

2025 that only commenced in March 2026, and transition activities continue. The new Registrar is the Reserve Bank of Fiji (RBF). RBF oversight should strengthen prudential supervision of credit unions and, in practice, reduce overall ML risk.

- Trade unions. Technically, these are FATF Recommendation 24 legal persons, but they are not typical incorporated entities. They do not have equity owners akin to a company's shareholders, so beneficial ownership concerns are muted. TF risk is considered low.

Priority Recommendations.

The preceding sections of this Executive Summary set out the key findings. This section identifies the main recommended actions and is intended to function as a standalone briefing. The body of this Assessment provides the detailed analysis and supporting recommendations.

The recommended actions are sequenced in two phases. Immediate actions, to be undertaken within 0–6 months, focus on using existing regulatory tools, preparing legislative amendments, improving STR metadata, and beginning policy work for other legal persons. Longer-term actions, to be undertaken within 6–18 months, focus on enacting and implementing legislative reforms, building central BO reporting infrastructure, strengthening interagency capacity, and publishing aggregate compliance information.

Immediate (0–6 months)

1. MOJ to implement policy under the 2026 BO Regulation. New regulations enacted in 2026 clarify the beneficial ownership information that the Company Registrar and RBF may require from companies. The Registrar should institutionalize a policy for exercising this authority through targeted inquiries. This would include: i) the Registrar developing criteria for identifying higher-risk companies and submitting beneficial ownership inquiries to them; ii) law enforcement requesting inquiries be made into companies subject to investigation; and iii) FIU requesting an inquiry where it receives multiple STRs concerning a company, or a single STR involving a significant amount of funds.
2. Prepare Companies Act amendments. Undertake policy work and consultations on required changes to the Companies Act that will: i) mandate proactive beneficial owner reporting for all beneficial owners; ii) address nominee arrangements; iii) require annual return filings and establish mechanisms to monitor and enforce compliance; and iv) include other technical changes to make certain record-keeping and other related ML/TF obligations are met.
3. Raise awareness and begin work on Rec. 24 reforms for other legal persons. Similar policy work and consultations should be commenced to include new provisions in the Charitable Trusts Act, the Co-operatives Act, and the Credit Union Act to address Rec 24 concerns. The consultations should focus on how best to update pertinent legislation to address ML/TF concerns while honoring the unique economic and societal roles these entities serve in Fiji. Compliance measures should be proportionate to the risk posed by these entities.
4. Explore online registers for other legal persons. The Registrars for incorporated trusts, co-operatives and credit unions should explore the practicability of implementing some form of online register for these entities to enhance transparency. Fully online, electronic registers that accept online filings are expensive, but it is possible to publish core data to the web for searchers in a more affordable manner. This not only would help with ML/TF compliance but also would be a significant step forward for overall transparency and good governance for Fiji entities.

5. Improve STR metadata allowing for better typology analysis. FIU should consider adding minimal STR metadata fields (entity type, registration ID, repeat-report indicators, etc.) to allow for typology analysis for STRs that relate to legal persons. FIU should also assess whether existing organized-crime and ML-related STR data can be disaggregated to identify how many STRs involved legal persons and whether any legal-person typologies can be identified.

Longer term (6–18 months)

1. Companies Act amendments. Enact necessary amendments to the Companies Act noted above.
2. Implement Companies Act amendments. It is not enough to pass legislation: to be deemed effective Fiji must fully implement the new amendments. This would include: i) facilitating reporting of BO information to a centralized register. It is logical that this BO register would be administered by the company Registrar (MOJ), but an analysis of whether the current online register can be expanded to accommodate this new function must be undertaken. Consistent with amendments to the Companies Act, the online register must also be updated to receive annual returns and filings and to support compliance monitoring and enforcement. Similarly, it must also be updated to include information on nominees.
3. Targeted beneficial ownership verification. Undertake priority reviews of companies and foreign companies that present a greater risk profile due to their business activities, cross-border characteristics or other objective risk indicators. Connections to grey-listed countries may be used as one screening factor but should not be treated as evidence of wrongdoing. Develop a BO spot-check framework and standard information-request package. RBF may consider a similar risk-based approach in exercising its Regulation 11 authority, consistent with its role as regulator of the banking system.
4. Reforms for other legal persons. Complete consultations on appropriate reforms needed for other entities, then draft and enact appropriate amendments to the Charitable Trusts Act, the Co-operatives Act, and the Credit Union Act to address Rec. 24 concerns. Once enacted, take appropriate steps to implement those amendments.
5. Publish aggregate compliance statistics. MOJ to publish aggregated annual compliance reports showing annual return compliance, BO filings and enforcement actions while protecting personal data.

Data and Confidence Caveats

This Assessment draws on a review of legislation and draft amendments, sample checks of MOJ's online registers, aggregate STR counts provided by FIU, prosecution records where available, and stakeholder engagement. However, several material data constraints temper the certainty of some conclusions. In particular: there is no centralized or systematically collected BO information available for analysis; FIU's STR extracts lack entity-type identifiers needed for typology analysis; prosecutions for ML involving legal persons are very limited; and civil society questionnaire returns were small. Therefore, parts of the Assessment necessarily rely on MOJ's institutional knowledge, stakeholder input and corroborating open-source information. Recommended remedial steps at the conclusion of the Assessment are designed to strengthen the evidence base for future reassessments.

Conclusion and Path Forward

Fiji's legislative and regulatory framework for companies has substantially improved since the 2016 MER. However, additional legal reforms would greatly enhance Fiji's compliance with Rec. 24. Key implementation, verification and enforcement activities must receive adequate resourcing and budget support to achieve compliance with international standards. Operationalizing targeted BO inquiries under Regulation 11 in the short term, enacting more comprehensive BO and nominee-arrangement legislation, and improving STR analytics will yield the greatest near-term reduction in ML vulnerabilities. Implementing a BO register combined with targeted, risk-based verification is a longer-term goal that should materially strengthen transparency and competent-authority access once appropriate legislation is in place. For other legal persons, reforms should be proportionate to their assessed risk while improving transparency, governance, and competent-authority access to relevant information.

1.0 Background

FATF Recommendation 24 requires countries to put systems and procedures in place that allow competent authorities to obtain, quickly and reliably, adequate, accurate and up-to-date information on the ownership and control of entities established under national law, including information on their beneficial owners. In practice, a “legal person” refers to incorporated bodies or other entities that have an independent legal personality. Rec. 24 also extends to “beneficial owners,” i.e., the natural persons who ultimately own or control a legal person, whether directly or indirectly through chains of companies, trusts, nominees, or other arrangements. Beneficial ownership also encompasses natural persons who exercise ultimate effective control over management or ultimately enjoy the economic benefits associated with ownership, whether through shareholdings, voting rights, or other means of influence.

The starting point for this Assessment is to identify and define the types of legal persons recognized in Fiji. This involves examining the laws under which they exist, the authorities responsible for their oversight, the information they are required to maintain, including whether they are obliged to collect, retain and report beneficial ownership details. It also requires consideration of broader contextual features such as economic, demographic, and social factors that may shape the overall ML/TF risk environment in which legal persons operate.

This approach is consistent with Rec. 24, which requires countries not only to understand the legal forms available in their jurisdiction, but also to assess how those forms may be misused for ML/TF purposes and whether existing safeguards are sufficient.

Against this backdrop, Fiji has undertaken this Legal Persons Assessment with four objectives:

- To identify, assess, and understand the ML/TF risks associated with legal persons in Fiji;
- To inform national policy and strategy by highlighting vulnerabilities and gaps in the legal or regulatory framework governing legal persons;
- To recommend measures that ensure law enforcement and other competent authorities can access adequate, accurate, and up-to-date beneficial ownership information in a timely manner;
- To propose additional safeguards to reduce the risk of misuse of legal persons for money laundering or terrorist financing purposes.

The following legal persons recognized by Fiji law are subject to this Assessment:

1. Fiji companies (all subtypes) recognized under the Companies Act 2015;
2. Foreign companies registered to do business in Fiji under the Companies Act 2015;
3. Fiji incorporated charitable trusts, an incorporated entity in Fiji under the Charitable Trusts Act 1945[13];
4. Fiji co-operatives, an entity formed by persons that are collectively engaged in business activities under the Co-Operatives Act 1996;
5. Fiji credit unions operating under the new Credit Unions Act 2025; and

[13] There are two Decree Laws from 2011 and 2013 that amend the Act.

6. Fiji trade unions, which are unique incorporated entities in Fiji formerly created under the Trade Unions Act 1964, and now regulated under the Employment Relations Promulgation 2007.[14]

Common-law trusts and other unincorporated organizations are not covered by this Legal Persons Assessment. Fiji is scheduled to commence a standalone legal arrangements assessment under FATF Recommendation 25 later in 2026.[15]

This Assessment benefited significantly from the institutional knowledge of the Ministry of Justice (MOJ) which serves as the Registrar for companies, foreign companies and incorporated charitable trusts. Similarly, the FIU reviewed early drafts of this Assessment and provided helpful information and feedback. Additional input was drawn from available legislation, registry information, prior mutual evaluation and follow-up materials, suspicious transaction report data where available, and stakeholder engagement.

2.0 How the Assessment was Conducted

2.1 Methodology

Fiji applied a framework that evaluates threats, vulnerabilities, and mitigating measures for each type of legal person recognized in the jurisdiction. This approach follows the standards set out in FATF guidance, most notably the *FATF Guidance on Money Laundering and Terrorist Financing Risk Assessment* (2013), which remains the core reference for how countries should structure national risk assessments. FATF Recommendation 1 requires countries to "identify, assess and understand" their ML/TF risks and to take proportionate steps to ensure those risks are effectively managed. The 2013 Guidance explains how countries may structure that assessment and distinguish between higher-risk and lower-risk areas, allowing authorities to apply enhanced measures where needed and simplified measures where appropriate.

Over time, this foundational 2013 Guidance has been supplemented by more targeted documents that directly inform Fiji's Legal Persons Assessment:

1. Beneficial Ownership of Legal Persons (March 2023);
2. Combating the Terrorist Financing Abuse of Non-Profit Organisations (November 2023); and
3. Terrorist Financing Risk Assessment Guidance (July 2019).

The 2023 *Guidance on Beneficial Ownership of Legal Persons* is particularly relevant. It advises countries to conduct a comprehensive risk assessment of all legal-person types, taking into account the domestic legal and regulatory framework as well as international threats and vulnerabilities. Such an assessment may stand alone or form part of the broader national ML/TF risk assessment. In particular, this guidance states:

> Countries should conduct a comprehensive risk assessment of all types of legal persons, taking into consideration the relevant legal and regulatory contextual issues specific to the country, and the particular international threats and vulnerabilities that the country

[14] The 2007 Promulgation states that the former Trade Unions Act is repealed. Section 265.

[15] This work was scheduled for later in 2026 because: i) there is no central register for trusts or any real oversight by a governmental agency; ii) Fiji does not have an offshore industry of the type that makes great use of trusts related to business formation; and iii) there is no evidence that common-law trusts are in wide use in Fiji (though data is sparse). For these reasons, it is likely that it will take some time to gather information about any trusts that may be in use given there is no centralized body to query about their existence. It did not make sense to delay the important work on this formal legal persons Rec. 24 Assessment to wait on information to be obtained on trusts and other unincorporated entities.

faces. This may be a standalone assessment or form part of the broader assessment of the ML/TF risks in the country.[16]

In Fiji's case, threat and vulnerability ratings were assigned to each legal-person category after reviewing the laws governing their formation and compliance obligations, examining how they are recorded in government registers, analyzing available statistical data, considering information from ML/TF investigations and prosecutions, and assessing suspicious transaction reports. These ratings also reflect the impact of risk-mitigation measures already in place.

The following subsections detail the FATF Recommendations for information-gathering and how these points have been addressed in this Assessment.

2.1.1 Domestic Legal Persons

Recommendation 24, as explained in the 2023 FATF *Guidance on Beneficial Ownership,*[17] requires countries to set out clearly the types of legal persons recognized in their jurisdiction, explain how they are created, describe how beneficial-ownership information is managed, and indicate whether that information is publicly accessible. It also directs that countries explain the ML/TF risks associated with each type of entity and the measures in place to mitigate those risks. This assessment addresses all of those elements.

The guidance further recommends[18] that countries supplement these descriptions with statistical data on the number of registered entities. In line with that expectation, this assessment includes figures on the volume of legal persons registered in Fiji, together with enhanced statistics on foreign companies from the online register.

2.1.2 Foreign Legal Persons

Recommendation 24, as elaborated in the 2023 FATF *Guidance on Beneficial Ownership*, requires countries to identify and assess the ML/TF risks associated with foreign legal persons. [19] This Assessment addresses that issue. Under the Companies Act, foreign companies carrying on business in Fiji must register with the Companies Registrar. In addition, the Investment Act 2021 and its Regulations require a foreign investor intending to establish in Fiji to register a business or company under the Companies Act and provide information concerning its proposed activities and foreign ownership.[20] These requirements should provide the Government with information on foreign investors and foreign companies operating in Fiji. However, the extent to which the foreign-investor reporting framework has been fully implemented, and whether the resulting information can be systematically extracted and analysed, could not be confirmed for this Assessment. Available Companies Register data have nevertheless been used to generate statistics on registered foreign companies.

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[16] 2023 BO Guidance, par. 17.

[17] 2023 BO Guidance, par. 15.

[18] 2023 BO Guidance, par. 18.

[19] 2023 BO Guidance, par. 16.

[20] See generally Section 6, Investment Act. See also Regulation 3, which requires foreign investors to both register any business or company with MOJ, and also obligates the Registrar of Companies to request details regarding the foreign investors intended activities and any foreign business ownership.

2.1.3 Risk Assessment

The 2023 FATF *Guidance on Beneficial Ownership* directs countries to carry out a comprehensive risk assessment of all categories of legal persons. [21] This requires consideration of the domestic legal and regulatory framework as well as the international threats and vulnerabilities that may affect the jurisdiction. The *Guidance* highlights several data points that should be incorporated into such an assessment.

Table 2: Assessing Available Data under FATF Standards

FATF data point	How this Assessment addresses the data point	Data limitations / caveats
Statistical information on legal persons (showing volumes and trends)	Registration statistics have been provided by the relevant Registrars. Additional MOJ register queries have identified local companies with members (shareholders) or directors from grey-listed jurisdictions and foreign companies domiciled in grey-listed countries. This is an initial screening factor that may justify closer scrutiny for these companies.	Registrar data is considered reliable for entity counts, although the accuracy and currency of individual filed information cannot always be independently verified
Review of STRs, prosecutions and enforcement actions involving legal persons and analysis of common features	FIU has provided aggregate statistics and information on STRs and enforcement actions involving ML/TF matters. Fiji Police Force has provided only information on investigations and prosecutions involving legal persons.	Data remains limited, particularly for prosecutions of legal persons for direct ML/TF offences.
Most frequent typologies of misuse	Available STR, investigation, prosecution, registry and stakeholder information was reviewed.	STR data is not sufficiently granular to support robust typology analysis. There are virtually no reported prosecutions of legal persons for ML/TF or for predicate crimes.
Trust and company service provider (TSCP) activity (advertising)	Fiji does not have a significant offshore incorporation industry. This reduces one form of TSCP-related exposure, although domestic professional service providers may still be involved in forming or administering legal persons.	The 2025 NRA notes that DNFBPs present elevated ML risk, but those concerns have not yet been directly linked to legal persons.
External expert engagement (private sector, civil	Questionnaires seeking information on legal structures were delivered to outside experts, including law firms and	Only 3 questionnaires were returned, although each came from a prominent law firm working with entity

[21] 2023 BO Guidance, par. 17.

society and academia)	academics, to gather perspectives on legal structures and potential misuse.	formation. Those that were received were analyzed and their information is discussed later in this LPA.

As shown in Table 2, this Assessment has addressed each of the five key FATF data points, though in some cases information is scarce. Registration information is available for most legal persons, but STRs, investigations, prosecutions and typology data remain limited. These limitations are reflected in the confidence levels assigned to each risk rating.

2.1.4 Risk Mitigation

The 2023 *BO Guidance*[22] directs countries to undertake appropriate steps to mitigate risks identified in their legal persons assessment. There are a number of measures that can be taken in Fiji to assist with compliance, some of which will be country-specific and others entity-specific. Those that are entity-specific are addressed in the sections for each entity.

2.1.5 Legal persons and cross-border risks

The 2023 FATF Guidance[23] on beneficial ownership highlights that multi-jurisdictional corporate structures can pose elevated risks. These networks may involve an entity incorporated in one country, its assets held in another country, its headquarters located in a third jurisdiction with no physical connection to assets, and professional services provided by lawyers or accountants based elsewhere. For Fiji, the legal-persons assessment must therefore consider whether such arrangements are present and whether they are being used to avoid regulatory oversight.

As an initial screening step, MOJ has examined whether foreign companies incorporated in jurisdictions subject to FATF's increased monitoring (the so-called "grey list") are registered in Fiji. The Registrar has identified only 3 such companies. In addition, the Registrar has determined that there are 59 locally incorporated companies in which two of these grey-listed foreign firms hold shares. Beneficial ownership inquiry letters have been issued to those local companies requesting disclosure of beneficial-ownership information. At the time of publication of this assessment, responses were pending. Connections to grey-listed jurisdictions are not evidence of ML/TF, but they provide an objective basis for prioritising further investigations where more granular risk data is unavailable.

Additional work needs to be done analyzing corporate structures, but Fiji faces significant staff constraints that make this extremely challenging.

2.1.6 Sharing and disseminating results

The 2023 *BO Guidance*[24] states that the Assessment should be shared with all competent authorities. Once finalized, this Assessment will be made publicly available. The only information that will not be made available is any sensitive information that might personally identify contributors or that might otherwise be inappropriate for disclosure due to security concerns.

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22 2023 BO Guidance, pars. 21-22.

23 2023 BO Guidance, pars. 23.

24 2023 BO Guidance, pars. 24.

2.1.7 Limitations for this Assessment

Several material constraints affected the preparation of this assessment, limiting the precision of certain quantitative findings and typology analysis. These limitations are important because they affect the confidence levels attached to the risk ratings for each legal person.

Table 3: Limitations Affecting Assessment

Limitation	Effect on the Assessment	Mitigation / response
Limited prosecution and investigation statistics	There have been no prosecutions or publicly available cases involving money laundering or predicate offenses tied to legal persons in Fiji. This scarcity of case-level evidence reduces the ability of the Assessment to generate reliable prevalence estimates or validate typologies against court-tested evidence.	The Assessment uses what little available prosecution, investigation, registry and stakeholder information is available. The result is that the Assessment attaches appropriate confidence caveats to risk ratings.
Constraints in STR datasets	FIU provided aggregate counts of suspicious transaction reports, but the dataset lacks sufficient granularity for legal person typology analysis. Key details such as entity type, registry identifiers, repeat-flag markers, and information on counterpart jurisdictions were missing. As a result, this Assessment could not reliably map typologies or identify specific pathways for potential ML flows.	One recommendation calls for FIU to update its metadata schema for STRs, subject to resource capacity.
Absence of verified beneficial ownership information	Fiji does not currently maintain a centralized dataset containing beneficial ownership information for all companies. Information concerning certain non-beneficial shareholdings may exist in company records, and the Registrar and RBF may require BO information under Regulation 11, but the available information is not sufficiently comprehensive or systematically collected to support reliable analysis of hidden or complex ownership structures.	The Assessment treats current registry checks and Regulation 11 inquiries as initial information-gathering measures and recommends stronger BO collection, reporting and targeted verification mechanisms.
Low response rate to external questionnaires	Surveys sent to external experts, including law and accounting firms, academics, and trade associations, produced only three responses by the cut-off date.	To partially offset this shortfall, the Assessment draws on MOJ’s institutional knowledge of legal persons. This qualitative evidence is useful but necessarily carries lower confidence

Limitation	Effect on the Assessment	Mitigation / response
		than more comprehensive quantitative data.

These limitations have a direct impact on the confidence levels for the risk ratings for each legal person. Because of the limitations noted above, this Assessment attaches explicit confidence levels (High/Medium/Low) and identifies the gaps that affect those confidence levels.

3.0 Fiji: Country Context

Fiji is an upper-middle-income Pacific economy of approximately 902,000[25] people across more than 300 islands and 18,270 km² of land[26]. Economic activity is dominated by tourism and related services, supported by agriculture, fisheries, sugar, and a modest manufacturing base. Urbanization is comparatively high for the Pacific region, though a substantial share of the population remains in rural and maritime areas where access to finance and formal employment is uneven. Customary land tenure covers most land and shapes investment patterns, settlement, and the balance between formal and informal economic activity.

The population is predominantly indigenous iTaukei and Indo-Fijian with smaller Rotuman, other Pacific Islanders, Chinese, and European communities.[27] Fiji's GDP per capita is around USD 6,600[28] and the country is classified as "high human development" (HDI rank 111 of 193).[29] Despite this, national data indicate persistent income and non-income deprivation, with higher poverty rates in rural areas. MSMEs and family businesses play a central role in employment and household income, but a significant portion of economic activity—particularly in agriculture, petty trade, and services—remains informal and outside routine regulatory visibility.

Fiji has a relatively low criminality score of 4.02 ranking it 154th of 193 countries.[30] The average global score for criminality in 2025 was 5.08 with Fiji falling well below the average. However, there has been an increase in reported drug trafficking through Fiji[31], with growing concern that the proceeds may increase money-laundering risk. The extent to which this may involve legal persons is not established as there have been no prosecutions for either drug trafficking or money laundering that involve legal persons.

Fiji has been a member of the Asia/Pacific Group on Money Laundering (APG) since 1998 and underwent its third-round mutual evaluation in 2016, with the Mutual Evaluation Report adopted by the APG in September 2016. Fiji has subsequently undergone a series of annual follow-up reports (FURs). Fiji's AML/CFT framework is built primarily on the Financial

25 Fiji Bureau of Statistics at Home - Fiji Bureau of Statistics

26 See World Bank collection of development indicators at Fiji - Land Area (sq. Km) - 2026 Data 2027 Forecast 1961-2023 Historical

27 Fiji Demographics — Population, Ethnicity & Religion | 360 Nations

28 World Bank statistics at GDP per capita (current US$) - Fiji | Data

29 UNDP rankings at Fiji | Data Futures Exchange

30 See 2025 Global Initiative Against Transnational Organized Crime Index, The Global Organized Crime Index 2025 | Global Initiative.

31 National Risk Assessment, paragraph 23.

Transactions Reporting Act (FTRA) and its regulations, the Crimes Act, the Proceeds of Crime Act, and sectoral legislation including the Companies Act and financial-sector laws. The Fiji Financial Intelligence Unit (FIU), housed within the Reserve Bank of Fiji, serves as the national financial intelligence unit and is responsible for receiving, analyzing, and disseminating financial intelligence, as well as coordinating aspects of Fiji's AML/CFT regime.

<u>Key Takeaway:</u> Fiji's legal-person risk environment is shaped by its small but regionally significant economy, reliance on tourism and services, substantial rural and informal economic activity, and emerging concerns around drug trafficking and related illicit proceeds. While Fiji's overall criminality ranking remains relatively low, limited prosecutions and case data involving legal persons make it difficult to assess the extent to which broader ML risks are connected to companies or other legal persons.

4.0 Evolution of Fiji's Legal Person Framework

The APG published its most recent Mutual Evaluation Report (MER) for Fiji in 2016. That MER identified significant deficiencies in Fiji's framework for the transparency and beneficial ownership of legal persons, resulting in a rating of "Partially Compliant" under Recommendation 24. Fiji was designated for enhanced follow-up. Fiji has subsequently implemented a series of important reforms through the Companies Act 2015, amendments to that Act, the establishment of an online company register, and the 2026 amendments to the Companies Regulations. These reforms include the prohibition of bearer shares and new obligations concerning shares held non-beneficially.

This section traces the evolution of Fiji's legal framework, gives Fiji credit for its reform efforts, and explains the principal gaps that remain. This section does not seek to predict or substitute for the findings of Fiji's forthcoming MER.

Table 4: Evolution of Fiji's Recommendation 24 Framework

Evaluation or Reform	Main findings or development	Current significance
2016 MER	Fiji was rated Partially Compliant with Recommendation 24. The MER identified the absence of a comprehensive beneficial ownership framework, no specific regime for nominee arrangements, concerns regarding bearer share warrants, limited verification of filed information, and insufficient evidence of enforcement.	Establishes the baseline against which subsequent reforms can be measured.
Companies Act 2015 and 2017 FUR	The Companies Act modernized Fiji's company-law framework, required companies to maintain registers of members, strengthened reporting obligations, and prohibited bearer shares and bearer share warrants. The 2017 FUR nevertheless found that comprehensive beneficial ownership and nominee-arrangement requirements remained absent.	The new law made substantial progress on corporate governance and also addressed basic transparency, but important Rec. 24 gaps remained
Online register and	Fiji introduced an electronic company register and amended sections 82 and 251	These reforms materially improved transparency, but

2019 amendments	of the Act to establish notification and recording obligations concerning shares held non-beneficially and the persons holding the beneficial ownership interests in those shares.	they did not clearly create a universal ongoing duty to identify every natural-person beneficial owner and to report to a centralized register that LEAs may access.
2021 FUR	Fiji reported that further regulations were being prepared to support the beneficial ownership framework and online register.	Provides the background to the 2026 amendments
2026 Companies Regulations	Regulation 11 authorizes the Company Registrar and RBF to require “beneficial ownership information” from specific companies. The 2026 amendments define “beneficial owner” and “beneficial ownership information” and clarify the information the Registrar or RBF may require.	Significantly enhances the information-gathering framework. The Regs do not themselves create universal proactive BO reporting, and there is still no central BO register.

4.1 Sections 82 and 251 of the Companies Act

The 2019 amendments to sections 82 and 251 were significant reforms. Section 82 requires the register of members of a non-listed company with share capital to indicate shares that are not held beneficially and to identify the person holding the beneficial ownership interest in those shares. Section 251 establishes related notification obligations, principally where shares are transferred or where there is a change between beneficial and non-beneficial holding status.

These provisions provide considerably more transparency than existed at the time of the 2016 MER. However, they do not clearly impose a general and ongoing obligation on every company to identify all natural persons who ultimately own or control it. For example, beneficial ownership existing at incorporation where no transfer occurs may not be captured under the legal framework. Similarly, changes behind an existing corporate shareholder, or within a trust or nominee arrangement where the registered holder remains unchanged, may not trigger notification obligations under section 251.[32]

4.2 The 2026 Regulations

The Companies Act does not set out definitions for “beneficial owner” or “beneficial ownership information.” The May 2026 amendments to the Companies Regulations now establish those definitions, and these amendments materially strengthen the information that may be obtained through targeted inquiries. However, the Regulations do not themselves require every company to continuously identify all of its beneficial owners or proactively report that information to a central register.

4.3 Current Position

Fiji has made substantial progress since the 2016 MER. Bearer shares and bearer share warrants are prohibited, an electronic company register is operational, companies must maintain registers of members, sections 82 and 251 address shares held non-beneficially,

[32] Sections 251 and 82 have not been judicially interpreted in Fiji. The analysis in this Assessment is therefore based on the text, structure and apparent operation of those provisions.

and the 2026 Regulations strengthen the beneficial ownership information that may be required.

Several vulnerabilities nevertheless remain relevant to this Assessment:

1. Companies are not clearly required to identify and maintain information on every natural person who ultimately owns or controls them.
2. Companies are not required to proactively report complete beneficial ownership information to a centralized register.
3. There is no comprehensive framework for nominee directors and nominee shareholders.
4. The Companies Act does not clearly establish a comprehensive beneficial ownership framework for foreign-created legal persons registered in Fiji.[33]
5. MOJ has limited capacity to undertake sustained verification and enforcement.
6. The sanctions framework relating to beneficial ownership remains untested.

5.0 Description of Legal Persons

The section presents basic information about each legal person recognized under Fiji law. Companies and foreign companies are addressed first because they are administered by MOJ through a fully online register. Other legal persons, including incorporated charitable trusts, are discussed separately because their registration and information systems differ.

For ease of reference, the below Table provides a high-level overview of the legal persons covered in this section, the responsible Registrar or supervisory authority, and the registry format used for each entity type. The detailed legal requirements, transparency gaps and mitigation measures are then discussed in the sections that follow.

5.1 The MOJ Online Register for Companies and Foreign Companies

MOJ serves as the Registrar for companies, foreign companies and incorporated charitable trusts. Companies and foreign companies are administered through an electronic online register that has operated since June 2019.[34]

Core information about each company is publicly available on the MOJ register website including identifying registered members (shareholders) and directors of each local company. It also contains the registered office address, principal place of business address and primary business activity. For foreign companies, the same information is available other than a complete record of shareholders.[35] Basic information[36] is available for free, and for a small charge of FJD 11.25 (about US$4.00) the full details of each entity can be reviewed.[37]

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33 As noted in paragraph 178 of the 2017 FUR, section 63 does not require every registered foreign company to maintain in Fiji a complete register of all of its members. Section 63(1) provides that a registered foreign company with share capital "may" keep a branch register of members in Fiji. Although section 63(3) requires any such register to be kept in the same manner as the register of members of a Fiji company, that obligation applies only where a branch register is maintained and does not ensure that the register contains a complete record of all members of the foreign company. The 2017 FUR therefore concluded that the Act does not require foreign companies operating in Fiji to obtain and record beneficial ownership information.

34 The MOJ online system can be found here [Registrar of Companies Office - Ministry of Justice] The system also records business names, but those are not incorporated entities within the scope of Rec 24.

35 This conclusion based upon a desktop review of the Act, which does not require shareholder information to be provided to the Registrar by overseas companies.

36 Entity type, name, registration number, date of initial registration, status and registered office address.

37 There are two reasons for the charge. First, revenue in the aggregate is needed to maintain MOJ operations. Second, in charging a fee MOJ forces searchers to first create a client account with the register. There is no charge to create a client

One key feature of the new system for AML/CFT compliance is that filings can only be submitted once a person establishes a client account with the register.[38] To establish an account, users submit an online application that includes uploads of government-issued photo IDs.[39] However, due to policy decisions, a client account applicant must almost always physically appear at MOJ to confirm all their contact details and present a government-issued photo ID.[40] Subsequently, all filings submitted to the Registrar may be traced back to the client account under which they were submitted. This audit trail improves accountability and allows filings to be traced to the client account through which they were submitted. All filings are also submitted under penalty of law, although the client-account process does not independently verify the substantive accuracy of every filing.

The online register is a significant mitigating measure because it improves access to basic company information and creates a traceable filing process. However, two practical limitations affect the extent to which the online register can support accurate and current company information, risk-based monitoring and future beneficial ownership reforms:

A. The online register records registered members and directors but does not contain a centralized and systematically collected dataset of beneficial ownership information; and

B. There is no requirement for annual returns to be filed under the Act, making it difficult to identify defunct entities and remove them from the register in a timely manner. This limits the Registrar's ability to confirm periodically that basic company information remains current and to identify companies that may have ceased operating but remain recorded as active.

5.2 Companies

Companies are formed and regulated under the Fiji Companies Act 2015, as amended. The following graph sets out how many companies were in existence as of January 1 of each calendar year:

Active Local Companies	Jan 1, 2023	Jan 1, 2024	Jan 1, 2025	Jan 1, 2026
Private Companies	13,292	14,815	16,438	18,749
Public Companies	17,664	17,717	17,761	17,075
Foreign Companies	290	317	338	299
Total registered companies	31,246	32,849	34,537	36,123

account. All fee-based transactions create an entry into an audit log, so MOJ could, if it ever needed to, track which searcher accessed the details of a given company.

38 Access to the online system is via an-all-of-Government E-Profile registration under which anyone seeking to do business with a variety of Fiji government agencies must hold an E-Profile registration. Then, in order to do business with the company register, clients must also obtain what is called a “ROC Pass.” This is another application, but specifically designed to confer status to submit filings on behalf of online entities.

39 Fiji-born citizens must also provide a Birth Registration Number, while foreign citizens must include passport and passport number.

40 The system also requires a valid email, which must be confirmed before the account is established.

The large number of public companies should not be understood to mean that these companies are publicly traded. Under the Companies Act, any company that does not satisfy the statutory requirements for registration as a private company is classified as a public company. Only 20 public companies are listed on the South Pacific Stock Exchange.

The number of companies shown on the active register are most likely overstated because the there is no general annual-return requirement or associated compliance process. Therefore, many companies that should have been struck from the register continued to show as registered and in good standing.

5.2.1 Company subtypes explained

There are subtypes of companies recognized under Fiji law. Section 15 of the Act recognizes:

(a) Private Companies; and

(b) Public Companies, which include—

(i) Companies Limited by Shares that do not meet the requirement for registration as a Private Company under section 16;

(ii) Companies Limited by Shares that are included in the official list of a Securities Exchange;

(iii) Companies Limited by Shares and Guarantee;

(iv) Companies Limited by Guarantee; and

(v) Unlimited Liability Companies.

Fiji's Companies Act distinguishes a company's operational form (private or public) from its liability form (limited by shares, limited by guarantee, or unlimited). A company is private only if it meets the section 16 requirements, which includes limits on membership, restricted share transfers, and a prohibition on raising capital from the public. Any company that does not meet these requirements is treated as a public company, regardless of how members' liability is structured. Public companies therefore include entities limited by shares, limited by guarantee, limited by both, or operating with unlimited liability.[41]

Table 5: Fiji Company Subtypes

Company type	Key features	Relevance to this Assessment
Private companies	Closely held; restricted share transfers; no more than 50 members; cannot offer shares to the public.	Main company vehicle and central to the Rec. 24 analysis.
Public companies limited by shares	May raise capital from the public and have broader ownership.	Higher transparency relevance due to public-facing role and shareholding structure.

[41] Section 19 of the Act further distinguishes private companies into small, medium, and large categories for financial-reporting purposes. However, these size-based classifications do not affect transparency, governance, or AML/CFT obligations and are therefore not material to the risk assessment.

Companies limited by guarantee	Typically used for nonprofit, charitable or community-oriented purposes.	TF risk addressed mainly through the 2024 NPO Report; not separately risk-rated here.
Public companies limited by shares and guarantee	Hybrid structure combining share capital and guarantee members.	Rarely used; not separately risk-rated if only one exists.
Unlimited liability companies	Members have no liability cap.	Not separately risk-rated if none are active in Fiji.

The following is a detailed explanation of each company type:

Private Companies. Private companies are the default small-to-medium enterprise vehicle in Fiji, designed for closely held ownership and simplified governance. They restrict share transfers, limit the number of shareholders to under 50, and cannot offer shares to the public. Their reporting and disclosure obligations are lighter than those of public companies, reflecting their non-public capital-raising status.

Public Companies. Public companies are structured for broad ownership and the ability to raise capital from the public. They may offer shares to the public, list securities, and have no upper limit on shareholder numbers. Because of this public-facing role, they are subject to more extensive governance, disclosure, and auditing requirements. The following subtypes are public companies:

Companies Limited by Shares. A company limited by shares is the standard corporate form in which shareholders' liability is capped at the unpaid amount on their shares. This structure provides a clear risk boundary for investors while enabling flexible capital raising through the issuance of shares. It is used for both private and public companies.

Companies Limited by Guarantee. Companies limited by guarantee are typically used for non-profit, charitable, or community-oriented purposes where profit distribution is not the objective. Instead of share capital, members agree to contribute a nominal amount if the company is wound up, creating a structure commonly suited to nonprofit and public-interest activities.

A Fiji-produced report titled "NPO Risk Assessment and Recommendations," published in July 2024 (NPO Report), included Companies Limited by Guaranty within its scope. The NPO Report indicated there were 113 Companies Limited by Guarantee operating in Fiji of which 55 were classified as FATF NPOs, with the other 58 being non-FATF NPOs.[42] The report assessed the overall FATF NPO sector as presenting low TF risk, while identifying a small subset of eight NPOs for closer monitoring. Companies limited by guarantee are therefore not separately assessed for TF risk in this Assessment. Their ML risk, however, was not separately assessed in either the 2024 NPO Report or the 2025 NRA.[43]

Given their relatively small number, their overlap with the NPO sector, and the absence of evidence demonstrating a materially different ML risk profile from other Fiji companies, this

42 See Table 3 under paragraph 44.

43 NPO Report, paragraph 142(c).

Assessment includes them within the general company ML risk rating rather than assigning a separate rating.[44]

Public Company Limited by Shares and Guarantee. This hybrid form combines share capital with members whose liability is limited by guarantee. Members provide capital and receive the economic rights associated with shares, while guarantee members contribute only in winding-up. This is a very rarely used entity type, with only one such company currently registered in Fiji. While the details set out in this Section 5.2 apply to public companies limited by shares and guarantee, given that there is only one operating in Fiji, this subtype is not assessed separately in the risk ratings presented in this Assessment.

Unlimited liability companies. Unlimited companies have no cap on members' liability, meaning shareholders are personally responsible for all the company's debts if it is wound up. Because this structure offers no liability protection, it is rarely used and typically appears only in specialised commercial arrangements where counterparties require maximum assurance. It is no surprise that there are very few—if any—active in Fiji. While the details set out in this Section 5.2 apply to unlimited liability companies, given that there are none operating in Fiji this entity is not included in the risk ratings presented in this Assessment.

5.2.2 Company Formation requirements

While there are minor differences between the company subtypes, the vast majority of information that must be provided to incorporate is common across all the subtypes. In general, the applicant must provide basic information about the proposed company, its directors and registered members to MOJ. If the application conforms to law,[45] then a Certificate of Incorporation is issued and the following biographical information about the company is maintained in the MOJ online register.

The specific data elements required by the MOJ system on an application to incorporate include the following:

- Proposed Company name (with name reservation confirmation)
- Company type (private/public; limited by shares/guarantee/hybrid)
- Registered office address in Fiji
- Principal place of business (if different from the registered office)
- Designation of location where company records will be kept
- Business activity
- Copy of the company constitution (optional for private companies)
- Identification of all directors and their details (public companies must have 3, with 2 ordinarily resident in Fiji)
- Public companies also have additional disclosure requirements related to their share capital structure and other disclosures

Annex 1 to this Assessment sets out a detailed list of all information required to form a local Fiji company. While the register provides information on legal ownership, it does not necessarily identify the natural persons who ultimately own or control the company at the time of incorporation.

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44 The final risk rating for Fiji companies is Medium (a 3 on a 105 scale). Including companies limited by guarantee in this collective rating should not be read as a finding that all companies limited by guarantee individually present a medium ML risk.

45 Most formation requirements are found in Section 13 of the Companies Act. MOJ, through regulatory authority, has augmented Section 13 by requiring additional information on the online forms.

5.2.3 Ongoing filing obligations and the absence of annual returns

The Companies Act contains many provisions that help ensure that information in the official company register is current and accurate. Companies are required to update their core register data within 28 days of when changes occur.

1. Changes of shareholders and their shareholdings must be reported to the Registrar within 28 days else a penalty applies;[46]

2. Changes of directors or the details of an existing director must be reported to the Registrar within 28 days to avoid a penalty;[47]

3. All addresses must be kept current with a penalty for noncompliance. A change in the registered office address must be notified to the Registrar within 14 days of the change.[48]

However, there is a major gap in ongoing compliance obligations for companies: there is no requirement for most Fiji companies to file annual returns.[49] This makes it nearly impossible to identify defunct entities and remove them from the register in a timely manner. In countries with modern electronic registers, annual returns generally serve two purposes: i) keeping register information current, at least annually; and ii) helping the Registrar determine whether companies remain active so that defunct companies can be removed from the register. Maintaining defunct companies on the register is an AML risk as these entities can become targets for hijacking and could then be used for criminal purposes. Further, the absence of an annual return requirement limits the ability of the Registrar to ensure that company information, including any beneficial ownership information that may have been collected, remains current and accurate over time.

5.2.4 Specific concerns for companies

Section 4 discusses the evolution and current scope of Fiji's company transparency and beneficial ownership framework. The principal vulnerabilities relevant to the company risk assessment are:

- companies are not clearly required to identify and maintain information on every natural person who ultimately owns or controls them;
- complete beneficial ownership information is not proactively reported to a central register;
- there is no comprehensive framework requiring nominee directors and nominee shareholders to disclose their status and the persons on whose behalf they act; and
- the absence of annual returns limits the Registrar's ability to confirm that company information remains current and to identify inactive companies.

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[46] Sections 89 and 90, Companies Act. New issuances of shares must be reported under Section 211, share cancellations under Section 212.

[47] Section 129, Companies Act.

[48] Section 50, Companies Act. This is poorly drafted. A change of registered office address should only take effect some number of days *after* it is filed with the Registrar. Otherwise, persons seeking to serve the company may not find an effective address.

[49] Certain public and large private companies are required to lodge annual financial statements under sections 388 and 403. This is not a general annual-return requirement applicable to all companies.

These vulnerabilities can make it more difficult for competent authorities to identify the persons who ultimately own or control a company and increase the potential for companies to be misused to conceal ownership or transactions.

5.2.5 Mitigation

The vulnerabilities identified above can be mitigated through targeted use of Regulation 11, legislative amendments requiring companies to identify and report complete beneficial ownership information, disclosure of nominee arrangements, annual-return requirements, and targeted verification and enforcement. These measures are discussed in greater detail in the Priority Recommendations section.

Mention should also be made of the Exchange Control Act, which provides an additional existing control over foreign ownership of Fiji companies. Sections 10 and 11 generally require permission for the issue or transfer of shares registered, or to be registered, in Fiji where the proposed holder, transferee, or a person for whom either acts as nominee, is resident outside Fiji. This may provide the Reserve Bank with information concerning some non-resident shareholders and nominee arrangements, although it is an exchange-control mechanism rather than a comprehensive beneficial ownership framework.

5.2.6 Case study regarding Fiji Company

There have been no reported cases of local Fiji companies being connected to terrorist financing.[50] The following case study provides a real-world example drawn from publicly available information that highlights structural vulnerabilities.

In particular, there has been one very high-profile case involving allegations of serious misconduct connected with a group of interrelated local companies and a religious movement called Grace Road Church.[51]

Case Study 1: Grace Road Church
Use of Multiple Companies to Operate a Religious Group's Commercial Activities

Grace Road is a South Korean religious movement whose leader, Shin Ok-ju, was convicted in Korea for fraud, assault, and child abuse. The group established a major commercial footprint in Fiji beginning around 2014 and subsequently developed a wide-ranging commercial presence through supermarkets, restaurants, farms, and related businesses. Official records from Fiji's Registrar of Companies indicate that these activities were conducted through a cluster of corporate entities registered under the "Grace Road" name, rather than through a religious or charitable legal form. The group operated through at least nine companies incorporated in Fiji, with ownership structures characterized by large numbers of individual shareholders drawn from church membership.[52]

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[50] This statement is supported by the NRA. Section 4.0 does not report any such cases.

[51] All case studies in this Assessment rely solely on information already available in the public domain, including official records, court documents, and reputable media reporting. Individuals and entities are identified only where they have been publicly named in these sources. The inclusion of any person or company in a case study is for the purpose of illustrating structural vulnerabilities and effectiveness issues relevant to Recommendation 24, and should not be interpreted as asserting or implying criminal conduct beyond what has been formally established by competent authorities.

[52] Fiji Registrar of Companies, ROC Online Services lists the following active corporate entities registered: Grace Road Beauty Pte Limited; Grace Road Food Company Pte Limited; Grace Road Health Service Pte Limited; Grace Road Property Development Pte Limited; Grace Road Restaurant Pte Limited; Grace Road Trading Pte Limited; Grace Road Hotel & Resort Lomolomo Pte Limited; Challenge Grace Road Investments Pte Limited; and related business names,

Company registry records further show that at least 339 individuals were listed as shareholders, collectively contributing approximately FJ$22.53 million (US$10.24 million) in capital investment. Individual contributions were typically standardized at FJ$50,000 per person, while effective control across all companies was concentrated in a single director, identified as the group's *de facto* leader.[53]

Former members stated that the individuals listed as shareholders did not exercise meaningful ownership rights, had no control over company funds or operations, and in some cases were unaware of the specific entities in which they were recorded as owners. Shareholder status was described as being closely linked to access to investor visas, facilitating residency and work rights in Fiji, rather than reflecting genuine investment decision-making. This structure resulted in a formal appearance of widely dispersed ownership while control and decision-making remained centralized, complicating the identification of the natural persons who ultimately owned or controlled the companies.

The group's commercial expansion coincided with significant exposure to public-sector financing, including at least FJ$8.51 million in loans from the Fiji Development Bank beginning in 2015, based on mortgage and property records reviewed by journalists.[54] During the same period, Grace Road received significant public endorsement, including national business awards and official participation in the opening of commercial premises. Parallel to this, law enforcement scrutiny persisted, and the Fiji Police have stated that investigations into Grace Road–related trafficking allegations remain ongoing. However, public reporting does not indicate that there have been any prosecutions to date.[55]

It should be emphasized that there are no formal ML/TF prosecutions publicly reported against Grace Road companies in Fiji. But the combination of the criminal conviction in Korea of the movement's leader, allegations of forced labour and trafficking, and a large, multi-sector corporate network creates a higher-risk scenario from a legal-person transparency and beneficial ownership perspective. Further, the Grace Road case demonstrates how formal legal ownership information may fail to reveal the identity of ultimate beneficial owners, particularly in the absence of a clear and continuous obligation to obtain and maintain BO information. A well-structured, mandatory BO reporting framework would assist LEAs in investigating such cases and identifying natural persons exercising effective control over suspect companies.

Publicly available case material involving Fiji companies is limited, and no additional cases were identified that clearly illustrate beneficial ownership vulnerabilities. For supplementary examples of related risk considerations, see Annex 2.

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including Grace Road Transportation (business name, ceased), and Grace Road True Young (business name, ceased). Available at: https://roc.digital.gov.fj/BuyInformation/Search (last accessed 27 January 2026).

53 See Korean Doomsday Sect Gets Rich in Fiji With Government Help | OCCRP published July 2025. This report states: "By examining company documents, reporters were able to determine that at least 339 Grace Road members have been listed as shareholders of the church's Fijian companies — bringing at least FJ$22.53 million (US$10.24 million) into the country's economy as capital investment. The ownership of each of the church's nine companies is typically split among several dozen members, each contributing at least FJ$ 50,000 (US$ 22,730). One person is listed as a director for every company: the church's de facto leader, Daniel Kim."

54 Organized Crime and Corruption Reporting Project (OCCRP), "Korean Doomsday Sect Gets Rich in Fiji With Government Help," (published 25 July 2022). This report details a sordid history of the group in Fiji. See more recently "OCCRP REPORT | US women allege free spa treatments for politicians in Grace Road" case at OCCRP REPORT | US women allege free spa treatments for politicians in Grace Road case - The Fiji Times.

55 The United States has identified the Grace Roads collective in its Trafficking in Persons (TIP) Report as exhibiting indicators such as forced labour and passport confiscation. See US Department of State, 2025 Trafficking in Persons Report: Fiji. Available at US Aid to Fiji at Risk Over Impunity for Doomsday Cult | OCCRP

5.3 Foreign companies

The information in this 5.3 is primarily based upon a desktop review of the Companies Act and the functionality provided by the online register.

All foreign companies transacting business in Fiji must register with MOJ. The following table indicates the number of foreign companies registered in Fiji at the start of each calendar year:

Registered Foreign Companies in Fiji	Jan 1, 2023	Jan 1, 2024	Jan 1, 2025	Jan 1, 2026
Foreign Companies	290	317	338	299

However, as with local Fiji companies, there is no annual return compliance for foreign companies, so it is likely that these numbers are overstated as some foreign companies may have ceased operating in Fiji without filing formal withdrawal documents.

5.3.1 Foreign company registration requirements

The application to register[56] with MOJ must be accompanied by:

- a copy of the charter, articles, or other formation document constituting the constitution of the foreign company;
- a list of directors and, if applicable, secretaries of the company, together with their details;
- a list of all subsisting charges excluding charges in relation to property solely situated outside Fiji;
- names and postal addresses of a Local Agent with the Agent's consent form; and
- the full address of its Registered Office or principal place of business

This is not the only law that applies to foreign companies. The Foreign Investment Act 2021 requires all foreign investors to obtain relevant visas or other permits under the Immigration Act 2003.[57] This means that shareholders of foreign companies seeking to do business in Fiji must complete an Immigration application form.

With regard to ML/TF matters, the Companies Act does not directly require the shareholders of a foreign company to be provided to MOJ at the time of registration. The Investment Act 2021 and immigration framework may result in Immigration[58] or other agencies obtaining information concerning most foreign investors, shareholders and even directors. Information obtained through immigration or investment processes may therefore provide a

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56 The Companies Act section that requires foreign companies to register is inconsistent with most such provisions in the region: it only requires registration *after* a company has already established a presence in Fiji Section 57(1) states: "A foreign Company must within 28 days of establishing a place of business in Fiji, apply to the Registrar for registration under this Part…."

57 The 2021 Act replaced a framework which required foreign investors—including overseas companies—to obtain a foreign investor certification from the Fiji Islands Trade and Investment Bureau (FTIB). Some operational documents still reference the repealed Foreign Investment Act 1999 because the transition to the Investment Act 2021 was not accompanied by a full update of legacy forms or online resources, and the former FTIB website is no longer maintained. For example, the form that Immigration uses still references the 1999 Act.

58 The online Immigration form indicates that individual shareholders must supply their full name, bio page from their passport, country of citizenship, residential address, and state whether they are also a director. Documents that must accompany the application include recent (within 12 months) Police Clearance Report from the Country of Residence of all Shareholders of the Company. For companies that are shareholders in other companies, they must supply incorporation information from their home jurisdiction FIRC-Application-Form.pdf

supplementary source, but does not replace a clear obligation under the Companies Act to obtain and maintain complete ownership and beneficial ownership information. The Act also does not establish a framework requiring nominee directors or nominee shareholders of foreign companies to disclose their status and nominator.

5.3.2 Maintenance of foreign companies

No provision has been identified that requires foreign companies to update or maintain ownership or beneficial ownership information on an ongoing basis. Section 59 requires a registered foreign company to notify the Registrar of specified changes, including changes to its directors, registered office, principal place of business and local agent, within 56 days. This assists in maintaining certain basic information, although the permitted period is relatively lengthy and the provision does not require changes in ownership or beneficial ownership to be reported.

5.3.3 Specific concerns for foreign companies

The two primary concerns for foreign companies are as follows:

- The Companies Act does not establish a comprehensive framework requiring every registered foreign company to obtain, maintain and report complete ownership and beneficial ownership information in Fiji. Section 63 permits a foreign company with share capital to maintain a branch register in Fiji and applies certain domestic register requirements where such a register is maintained. However, a branch register is not mandatory and need not provide a complete record of all members of the foreign company. This limits the ability of the Registrar and competent authorities to identify the natural persons who ultimately own or control registered foreign companies.
- There are no provisions regarding nominee directors or shareholders for foreign companies.

5.3.4 Mitigation for foreign companies

The mitigation measures identified for local companies are largely applicable to foreign companies. In particular, any amendments to the Companies Act concerning beneficial ownership and nominee arrangements should expressly extend to foreign companies registered in Fiji. Fiji should also ensure that competent authorities can obtain complete and current ownership and beneficial ownership information concerning foreign companies, including through appropriate information-sharing arrangements and targeted use of Regulation 11. These matters are addressed further in the Priority Recommendations section.

5.4 Incorporated Charitable Trusts

Charitable trusts are traditionally viewed as legal arrangements rather than legal persons. They are typically formed via private documents in which trustees hold and administer property for purposes recognised as charitable, without any separate legal personality attaching to the trust itself. In most common-law jurisdictions, these arrangements fall squarely under Recommendation 25, with transparency focused on the settlor, trustees, beneficiaries, and any other natural persons exercising effective control.[59]

[59] There is another Fiji NPO called “Religious Bodies.” However. religious bodies registered under the Religious Bodies Registration Act 1881 do not acquire separate legal personality. That Act provides only for the registration of trustees for the

Fiji departs from this traditional model. Under the Charitable Trusts Act 1945[60], trustees may apply to the Registrar to be incorporated as a body corporate. Incorporation confers a separate legal personality on the resulting entity, including perpetual succession and the capacity to hold property and sue or be sued in the entity's own name. Once incorporated, the charitable trust board has separate legal personality and functions as a statutory corporation. Incorporated charitable trust boards are therefore addressed in this Assessment, while unincorporated charitable trusts remain legal arrangements considered separately.[61]

The 2024 NPO Report included charitable trusts. It found that as of May 2024 there were 1,386 charitable trusts registered in Fiji. Of these, 203 were non-FATF NPOs and 1,183 were FATF NPOs.

The 2024 NPO Report assessed the overall FATF NPO sector as presenting low TF risk. Incorporated charitable trusts formed a substantial part of the NPO population considered in that assessment, although the Report did not assign them a separate entity-specific rating.[62] The overall rating for TF was "Low" for NPOs and this Assessment concurs with that rating as applied to Charitable Trusts.

The NPO Report did identify a subset of eight[63] religious NPOs affiliated with international organisations headquartered in higher-risk jurisdictions. These are all charitable trusts. It rated that subset as presenting medium threat and vulnerability, based on the potential for funds raised in Fiji to be diverted at the beneficiary end rather than on evidence of actual TF activity. The NPO Report states:

The most likely risk is diverting funds collected or raised by a registered NPO in Fiji. The risk of diversion resides most likely at the beneficiary end, as this subset includes NPOs that raise funds for charitable work in high-risk jurisdictions. Potential bad actors at the beneficiary end may sympathise with more extremist causes and divert funds without the knowledge of the beneficiary organisation or the NPO registered in Fiji. This conclusion is not based purely on the FIU's electronic funds transfer reports, as alternative remittance or cash courier can be used. This subset is rated a medium threat….[64]

This Assessment takes the NPO Report's findings into account in assessing the TF risk associated with incorporated charitable trusts. Because that NPO Report did not assess ML risk, the present section considers ML risk separately.

5.4.1 Formation requirements

Charitable trusts are administered by MOJ. They are not part of the online company register, so all applications are submitted in paper form to the MOJ registry office.

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religious body for litigation and landholding purposes. These trustee structures therefore constitute legal arrangements and fall under Recommendation 25, not Recommendation 24.

60 As amended in 1965, 2011 and 2013.

61 Unincorporated charitable trusts remain legal arrangements and are assessed under Recommendation 25.

62 2024 NPO Report, paragraphs 3 and 73-74.

63 As of May 2024, 3 of the 8 had been de-registered for failing to file their annual return under the Charitable Trusts Act.

64 NPO Report, paragraph 77.

Section 3 of the Act permits "[t]he trustees or trustee for the time being of any charity for religious, educational, literary, scientific, or charitable purposes, to apply to the Registrar for a certificate of registration of the trustees of any such charity as a corporate body." The actual application details are set out on Schedule 1 to the Act, which requires the following:

- name of the trust board sought to be incorporated
- the registered office of the Board
- names, addresses, and "description" of trustees
- how the trustees were appointed and the mode of appointment of new trustees
- a description of the common seal to be used
- a statement of the object of the charity
- a separate document that lists the property subject to the trust
- if there is a deed of settlement, will or other document establishing the trust, a copy of that document.

The 2024 NPO Report states that all trustees must provide a police background check as part of the mandatory registration requirements.[65] MOJ confirms that this requirement applies when there is a change in trustees.

If the Registrar considers incorporation "expedient," the Registrar grants a certificate of incorporation in favour of the trustees.[66]

5.4.2 Maintenance of charitable trusts

Section 29A, introduced in 2013, requires every incorporated charitable trust to file an annual return listing the names and addresses of its trustees, board members and office bearers and attaching audited annual accounts. The provision therefore creates a mechanism for trustee information to be updated at least annually. The Act provides that the Registrar shall cancel the incorporation for non-filing unless satisfied that there are good reasons not to do so.[67] Section 7 of the Act provides that the Board may change its registered office by filing a notice with the Registrar.

Where a charitable trust can no longer carry out its intended purposes, it may dispose of any remaining trust property only for some other charitable purpose. This can only be accomplished via a "scheme" for the disposition of the property. This scheme must be submitted to the Attorney General prior to any sale, and eventually must be approved by the Supreme Court.[68] This is a safeguard for the potential misuse or other diversion of trust assets in connection with a winding up or other cessation of business.

5.4.3 Risk and transparency concerns

No publicly reported cases were identified in which an incorporated charitable trust in Fiji was used for ML. The 2024 NPO Report also assessed the broader FATF NPO sector as presenting low TF risk, although it identified a small subset of religious charitable trusts linked to higher-risk jurisdictions that warranted closer monitoring. These findings support a relatively low overall risk assessment for incorporated charitable trusts. However, the

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65 2024 NPO Report, paragraph 104.

66 The Certificate may contain conditions or directions as the Registrar thinks fit relating to matters such as the number of trustees, their tenure, and how to appoint new trustees.

67 Charitable Trusts Act section 29A(2).

68 Charitable Trusts Act, sections 16-28.

Charitable Trusts Act contains several transparency and oversight gaps that could make misuse more difficult to detect if it occurred.

The following concerns are noted:

1. No beneficial ownership requirements

   The Act does not require incorporated charitable trust boards to obtain, maintain, or file beneficial ownership information on the natural persons who ultimately control them. Although trustee, board-member and office-bearer information is collected, this may not identify every person exercising effective control.

2. Limited Updates for Trustees

   The Registrar receives trustee information at the time of incorporation and thereafter only as part of annual return filings. There is no requirement to update trustee information on a more immediate basis such as within 30 days of any change being made.

3. Limited Public Register Access

   The public may inspect the records held by the Registrar. However, because the register is paper-based, in practical terms there is limited public access to register information. There also is no searchable index of current trustees. Subject to available resources and system capacity, incorporating charitable trusts into an online register would improve access to current basic information. Any future central beneficial ownership register should also extend to incorporated charitable trusts.

4. Limited supervisory and regulatory oversight

   The Charitable Trusts Act only provides for a limited and largely reactive oversight framework. Sections 13, 13A, and 13B empower the Registrar (or the Minister) to cancel incorporation or replace trustees where a charitable trust registration was obtained by fraud or mistake, is being used for an unlawful purpose, the charity is no longer functioning, or its objects are not being achieved. These powers allow intervention in cases of governance failure or misuse of the charitable purpose. These are meaningful remedial powers, but they do not establish a framework for routine or risk-based inquiries into incorporated charitable trusts. The Act also does not confer general powers to require records or information for general enforcement actions or for AML/CFT purposes.

5. Record keeping

   The Act does not specify the full range of governance, trustee or other internal records that trust boards must keep, or how long those records must be retained.

Conclusion

These gaps should be viewed proportionately. No demonstrated pattern of ML misuse involving incorporated charitable trusts was identified, and the 2024 NPO Report assessed the broader FATF NPO sector as presenting low TF risk. The available evidence therefore supports a low overall rating while recognising that particular incorporated charitable trusts may present higher risk depending on their activities, international connections, funding flows and jurisdictions of operation.

5.4.4 Mitigation for incorporated charitable trusts

As noted, the 2013 amendment requiring incorporated charitable trusts to file an annual return that includes updated trustee information and copies of audited annual accounts was a significant improvement to the transparency framework.[69] Failure to file may result in cancellation of the trust.

The remaining concerns can be addressed through proportionate measures focused on good governance and transparency for control persons. These would include requiring incorporated charitable trusts to identify and maintain information on the natural persons who exercise effective control, requiring timely reporting of changes in trustees and other control persons, establishing minimum record-keeping requirements, and ensuring that competent authorities can obtain relevant records and information. Any new obligations should focus on persons involved in ownership, control or management and should not extend to ordinary beneficiaries of charitable activities.

The Act should also provide proportionate sanctions for non-compliance and limited powers for the Registrar to undertake risk-based inquiries where transparency or governance concerns arise. Any reforms should be accompanied by consultation and guidance so that the requirements are workable for charitable organisations and do not unnecessarily interfere with their activities.

5.5 Co-operatives

The Co-operatives Act 1996 governs the registration, regulation, and operation of local co-operatives in Fiji. The Fiji Ministry of Trade, Co-operatives, Small and Medium Enterprises (MTCSME) administers co-operatives.[70] While co-operatives are for-profit entities and operate commercially, they operate on a different model than a for-profit company. Co-operatives are intended to "promote the economic and social interests of its members by providing effective services which the members need and can make use of."[71] Similarly, "[t]he main purpose of a co-operative is not maximisation of profits but service to members and a co-operative shall operate according to sound business principles."[72] Membership in co-operatives is limited to citizens or residents of Fiji.[73]

Co-operatives become incorporated entities upon registration with the Registrar of Co-operatives. They have powers akin to a company, including the ability to buy and sell assets, make and take on loans, and even amalgamate with other co-operatives.

The 2024 NPO Report included co-operatives but classified all of them as non-FTF NPOs.[74] That was appropriate for that report, but co-operatives primarily operate for the mutual economic benefit of their members rather than for a charitable purpose. Therefore, they are addressed in this Assessment.

The 2024 NPO Report stated that as of May 2024 there were 1,114 co-operatives in Fiji, all of which were classified as non-FATF NPOs. However, the MTCSME website reported 545

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69 Charitable Trusts Act, sect. 29A, 2013 Decree.

70 Co-operative Business - MTCSME OFFICIAL WEBSITE

71 Co-operative Act, section 4(1).

72 Co-operative Act, section 4(2).

73 Co-operatives Act, section 37.

74 The NPO Report acknowledged the hybrid nature of co-operatives between for-profit and non-profit: "While the Act primarily focuses on co-operatives' structure, governance, and financial management, it doesn't explicitly label co-operatives as non-profit organisations (NPOs). However, co-operatives generally operate on mutual aid and benefit principles, distributing earnings among members rather than seeking profit maximisation, which aligns with many non-profit objectives." Paragraph 16. See also paragraph 36.

co-operatives as of 2023. It is unclear whether the difference reflects inactive registrations, different classifications or different reporting methodologies.

The MTCSME websites breaks down the 545 co-operatives into 15 sectors. Key statistics from the MTCSME website are as follows:[75]

Figure 1: Co-operative Sector Breakdown and Top Performing Sectors

Figure 2: Co-operative Portfolio Financial Performance in 2023

These statistics show that while co-operatives are vital to many citizens, overall, they represent a small percentage of Fiji's GDP.[76]

5.5.1 Formation requirements

To form a primary co-operative, a few pre-requisite steps must be taken before filing an application for registration with the Registrar. Section 8 provides that persons desiring to form a co-operative must meet to form a "Formation Committee," which must consist of at least seven persons.[77] The Formation Committee then organizes a Founders' Meeting of all prospective members to formally decide whether to form the co-operative and, if so, attend to several administrative details. An application for registration in the prescribed form must

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75 Statistics - MTCSME OFFICIAL WEBSITE

76 Fiji's nominal GDP in 2023 was FJD 12,245,300,000, or approximately USD 5.5 billion. Co-operatives are listed as only having FJD 151,000,000 in assets. FIJI'S GROSS DOMESTIC PRODUCT (GDP) 2023 - Fiji Bureau of Statistics

77 Co-operative Act, section 8.

thereafter be submitted to the Registrar.[78] The application sets out the core biographical information about the co-operative, and must include a list of the officers.[79]

Members have governance rights in co-operatives that are analogous to shareholders in a company[80] with the added rights related to the business of the co-operative, such as the right to provide a product or crop to the co-operative in exchange for payment. No person can be a member in competing co-operatives.[81] No one member can hold more than 20% of the shares of a co-operative which limits the concentration of ownership in a single member.[82]

For larger co-operatives, those with more than 50 members, there is also a Supervisory Committee consisting of three members elected at an annual general meeting. The Committee is to then oversee the board and the operations of the co-operative.[83]

There are two other classifications of co-operatives: apex and secondary. An apex co-operative is one that is established to facilitate the operations of all co-operatives of a particular type and is deemed to be an "apex" if it represents at least seventy-five percent of the total number of co-operatives of that type in the country. A secondary co-operative can be made up of primary co-operatives and individuals as members.

5.5.2 Maintenance of co-operatives

The Act establishes extensive ongoing record-keeping, reporting and audit requirements for co-operatives:

- Each co-operative must maintain a register of members that lists their membership holding (s. 21). This member register together with the co-operative's rules and bylaws, must be open for inspection by the Registrar at all reasonable times at the registered office address (s. 22).
- The names, occupations and addresses of all officers are filed with the Registrar. Notice of any changes must be given to the Registrar within 30 days (s. 23).
- A registered address must be maintained, and any change reported to the Registrar within 30 days. A co-operative must also maintain a physical address where its records are kept along with a postal address (s. 20).
- Each co-operative must keep its accounts in "commercial form" in accordance with standards set by the Fiji Institute of Accountants. All co-operatives must have their accounts audited once a year by a Registrar-approved auditor. The auditor is granted open access to all books and accounts (s.81). The auditor is also charged with auditing year-end financial statements and alerting the Registrar to any accounting irregularities (s. 82).
- All co-operatives must file an annual report with the Registrar no later than six months after the end of its fiscal year, together with audited financial statements and the auditor's report. If a co-operative fails to file the audited financial information for three consecutive years, "the Registrar may, after due warnings and after ascertaining that the delays were not caused by unforeseen circumstances but due to negligence or lack of interest on behalf of the co-operative, cancel the registration of the co-operative."[84]

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[78] Co-operatives Act, section 11. There are slightly different requirements for secondary vs apex co-operatives.

[79] The term "officers" is broadly defined to include the Chairperson, Vice Chairperson, Secretary, Treasurer, Manager or any other elected or appointed members of a Board or Committee empowered by this Act, the by-laws or the rules to give directives in regard to the business of the co-operative or to supervise such business.

[80] Co-operatives Act, section 38.

[81] Co-operatives Act, section 41.

[82] Co-operatives Act, section 93.

[83] Co-operatives Act, section 76-79.

[84] Section 84.

- A co-operative may amend its bylaws upon a vote of the members. The change must be filed with the Registrar within 30 days. The Registrar may refuse to file any change if contrary to the Act (s. 18).
- Co-operatives may voluntarily dissolve in the normal course of business, or the Registrar may make a winding-up order if the co-operative has ceased working continuously for six months or if the number of its members falls below the minimum threshold (s. 108).
- The Act provides for penalties for various forms of noncompliance, with the amount of the fine set in Regulations (s. 119).

5.5.3 Specific concerns for co-operatives

Co-operatives have a relatively strong governance, reporting and record-keeping framework. They must maintain member and officer information, file annual reports and audited financial statements, and make records available to the Registrar. These requirements reduce the opportunity for misuse. However, several transparency gaps remain:

1. No comprehensive beneficial ownership requirements. There are no provisions addressing beneficial ownership matters. The internal member register identifies direct members but it does not require the co-operative to identify or maintain information on any natural person who ultimately exercises control through a member or other arrangements.

2. Membership disclosure. The membership register is maintained by the co-operative and is available to the Registrar for inspection, but a current list of members is not routinely filed with the Registrar. Requiring every membership change to be filed could create a significant administrative burden, particularly for larger co-operatives. This concern is lessened because co-operatives are member-based, locally oriented, and subject to a 20 percent shareholding limit. The practical need for additional reporting should therefore be considered proportionately and in light of the Registrar's existing inspection powers.

3. Lack of nominee provisions. There are no provisions that address nominee arrangements.[85] Arguably, the risk posed by a nominee officer or board member exercising excessive control over a large co-operative is lessened given the split in oversight between the regular board and the supervisory committee. Still, from a transparency and even good governance perspective, nominee directors should be disclosed.

4. Penalties. The Act provides penalties for non-compliance, but the applicable amounts and whether they are sufficiently dissuasive have not yet been confirmed through consultations.

5. Limited Public Register Access. The public can inspect the records held in the register. However, because the register is paper-based, in practical terms there is limited public access to register information. Greater electronic access to basic information would improve transparency, subject to available resources and system capacity.

6. Record Keeping. The Act imposes strict record-keeping requirements[86] but does not clearly specify how long relevant records must be kept.

5.5.4 Mitigation for co-operatives

Co-operatives are local, member-focused entities and generally have limited cross-border exposure. The 2025 NRA assesses the country's overall money-laundering risk as high. However, co-operatives were assessed as low-risk due to their limited product offerings,

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[85] The Act does have a few sections on nominee shareholders, but that is only in the context of when a member dies and their shares are held temporarily by a nominee until properly transferred. Section 31.

[86] Primarily sections 21-23 and 80.

small transaction volumes, and low exposure to higher-risk typologies. Accordingly, the entity-level ML risk for co-operatives remains low despite the high national risk context.[87]

The 2024 NPO Report also supports a low TF risk assessment. Larger co-operatives may present somewhat greater risk depending upon their specific activities and financial flows, but overall, the sector remains low risk.[88]

The Act already contains important safeguards. Co-operatives must file annual audited financial statements, maintain member and officer information, and make records available to the Registrar. The Registrar may also conduct inquiries into the constitution, management, operations and financial condition of any co-operative.[89]

The remaining concerns can be addressed through proportionate measures. These include requiring co-operatives to identify and maintain information on natural persons who exercise effective control, addressing nominee arrangements, ensuring access to current membership and control information, establishing appropriate record-retention periods, and providing proportionate sanctions for non-compliance. Any reforms should be developed through consultation so that they improve governance and transparency without imposing unnecessary burdens on small, locally focused co-operatives.

5.6 Credit Unions

Credit unions are statutory legal persons. FATF Recommendations 26 and 35 also address financial institutions that sit under a supervisory framework. This Assessment therefore includes credit unions given that they are independent incorporated entities, but reference should be made to other Fiji assessments that address the financial sector in more detail for a full picture of credit unions.

Credit Unions were formerly administered by the Ministry of Employment, Productivity and Industrial Relations under the Credit Unions Act 1954. However, a new Credit Unions Act enacted in December 2025 places credit unions under the supervision of the Reserve Bank of Fiji (RBF).[90] The new Act commenced March 1, 2026. The transition to RBF is ongoing and some processes will likely change over the coming year.

In Fiji, credit unions are typically formed by a union of persons such as teachers, cane growers, nurses, or other professionals. These “unions” create a credit union to assist with personal finance for the members. There are approximately 17 credit unions operating in Fiji.[91] As of September, 2025 credit unions only accounted for .57% of the financial sector assets in Fiji.

Credit unions exist to promote thrift and provide savings and credit services to members, not to the public at large. The products offered in Fiji are basic savings and deposit accounts[92]

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[87] 2025 NRA, Table in section 3.4, row 18.

[88] NPO Report, paragraphs 92-93 and 95.

[89] Co-operative Act, Section 85-87. Ten percent of the members voting at a general meeting may also initiate in inquiry. A creditor may apply to the Register to examine the co-operative as well.

[90] Government passes Credit Union Bill to reform a failing sector – FBC News

[91] Government passes Credit Union Bill to reform a failing sector – FBC News

[92] Credit Union Act, section 50.

and lending products,[93] with loans restricted to members only.[94] Their limited product range and member-only lending model reduce opportunities for complex or high-value misuse.

5.6.1 Formation requirements

Application to incorporate. Fiji's new Credit Union Act 2025 creates two subtypes of credit unions: *licensed* credit unions (Section 10) requiring 30 or more applicants for licencing purposes, and *registered* credit unions (Section 11) requiring more than 20 applicants. Despite this distinction, the application to form each type of credit union is virtually identical: each individual applicant must be a citizen (or resident of Fiji for the purposes of tax law of Fiji), have subscribed for a qualifying share equivalent to at least 10 membership shares, and share a common bond of membership.[95] The application must include the name and physical address of the principal place of business; the aggregate value of all initial qualifying and membership shares; details of the withdrawable and non-redeemable shares subscribed by each organiser; the identities of the initial directors; the common bond of membership, such as a common place of employment; a three-year business plan; and a copy of the by-laws.[96] RBF have advised that a full membership list is not required to be disclosed at the time of formation, though it can be requested at any time.[97] The Act requires initial applicants to be citizens or Fiji tax residents, but does not impose an express ordinary-residence requirement on later members or directors.[98]

Despite there being two subtypes of credit unions, the Act does not significantly differentiate the two subtypes in terms of reporting obligations, prudential requirements, governance standards, or supervisory expectations. All credit unions, regardless of type, are subject to the same provisions on examinations, reporting, capital, liquidity, governance, and enforcement under Parts 3–5 of the Act.[99]

The only functional divergence appears to relate to the audit requirements found in sections 41 and 42. Section 41 requires credit unions to undergo an annual audit by an auditor. Section 42 appears intended to provide a lighter audit option for registered credit unions. However, the operative text applies instead to any credit union below a prescribed asset threshold. It is therefore unclear whether the lighter audit option is subtype-based or asset-based.[100]

Another feature of the new Act is that a co-operative registered under the Co-operatives Act 1996 must apply for registration as a credit union with RBF if it has more than 30 members and carries on credit union business.[101]

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[93] Credit Union Act, section 66.

[94] There are very limited exemptions that allow a credit union to make loans to other credit unions or similar entities. Credit Union Act section 82.

[95] Credit Unions Act, Section 10(2).

[96] Credit Unions Act, Section 10(4).

[97] Per response to questionnaire from RBF dated May 14, 2026.

[98] Section 10(2), Credit Unions Act. RBF indicated that it may require that a minimum number of directors to be ordinarily reside in Fiji; however, there is no express provision in the Act specifying such a requirement or defining the applicable minimum. Questionnaire response from RBF.

[99] RBF retains the ability under section 11(6) to reclassify a registered credit union as licensed once its membership and deposits grow, but this reclassification does not alter the substantive regulatory obligations imposed under the Act.

[100] Section 42(1) states: "Notwithstanding section 41, a credit union with assets below an amount prescribed by regulations may, with the prior approval of the Reserve Bank, have an annual audit conducted by a committee at the end of its financial year." Note the word "registered" is missing in the underlined phrase, meaning arguably Section 42 applies to both licenced and registered credit unions.

[101] Credit Union Act, Section 12.

Bylaws. Standard by-laws may be prepared by the RBF and, if so prepared, apply to all credit unions, with scope for supplementary by-laws adopted by members and approved by RBF.[102] A credit union issues shares to its members, and only members may hold shares.

Members. Typically, members are individual persons. However, legal persons such as co-operatives, associations and even companies may be members of a credit union.[103] Where a legal person is admitted as a member, the natural persons who ultimately own or control that member may not be apparent from the credit union's membership records.

Shareholders. Shares may only be owned by members of the credit union.[104] There is no specific statutory limit in the Act on the percentage of shares a single member may acquire, though the bylaws of a credit union can impose such a limitation.[105]

Management and control. As for operational control over credit unions, the Act splits management control amongst various boards and committees as follows:

- The board of directors is the primary body responsible for overall governance.[106] There must always be between 5 and 9 directors, and directors must be elected from the members that are present at an annual general meeting.[107] Directors must satisfy a "fit and proper test" to hold office;[108]
- An executive committee that is drawn from the board of directors acts on behalf of the board between meetings. Its role is operational oversight, not policy-setting;[109]
- The board may appoint a general manager to handle day-to-day operations;[110] and
- A supervisory committee, which provides independent oversight of the credit union's internal controls, records, and compliance, functioning as an internal audit body.

5.6.2 Maintenance of credit unions

Under the new Act, credit unions are subject to a structured set of ongoing governance and reporting obligations. Under section 167 a credit union must notify RBF within 10 days of any of the following:

(a) any change of director[111], committee member, general manager, or external auditor;

(b) the acquisition or divestiture of any asset which exceeds 20 per cent of capital value of the most recent quarter;

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[102] Credit Union Act, section 14.

[103] Credit Union Act, section 23(3) and 23(4).

[104] Credit Union Act, section 23. This extends to family members of a member.

[105] Credit Union Act, section 49(2).

[106] Credit Union Act, section 29.

[107] Credit Union Act, section 28.

[108] Credit Union Act, section 35.

[109] Credit Union Act, section 31.

[110] Credit Union Act, section 32. This person may hire and fire employees.

[111] Section 30 lists conditions that can give rise to a change in directors, including "normal" events like resignation but also such things as being declared bankrupt, being delinquent in paying creditors, or being convicted of any ML/TF activity and even minor crimes.

(c) any interruption of fidelity insurance coverage; and

(d) any suspected criminal act perpetrated against the credit union or its related entities.

Failure to comply within 10 days subjects the credit union to a penalty fine “as determined by the Reserve Bank.”

All credit unions must also have a physical address at all times, and this effectively serves as a registered office address for service of process. The Act requires that before a credit union can change its business location it must obtain approval from RBF.[112]

RBF is given robust powers of inspection over all credit unions, and may examine the books and affairs of any credit union at any time, and order that persons cooperate with any examinations.[113] All credit unions must submit quarterly report to RBF on its financial condition along with any other parameters that RBF directs.[114]

RBF’s inspection and reporting powers are supported by the misconduct and enforcement provisions in sections 102 and 103. Failure to permit examination, provide information or comply with reporting obligations may trigger directives, corrective orders, restrictions, removal of officers and civil penalties.

In practice, this framework creates a higher baseline of governance and record-keeping than many other small legal-person forms, particularly given the financial supervisory role from RBF and the Registrar’s examination powers. However, the Act does not appear to require a periodic filing that consolidates and confirms current membership, governance and control information. It instead relies on event-based notifications, quarterly financial reporting and supervisory oversight. This may limit the systematic updating of such information over time. However, RBF has indicated that it plans to include a more robust annual-return like filing per its regulatory powers.

5.6.3 Specific concerns for credit unions

From an AML perspective, under the new Act credit unions present a strong governance and record-keeping framework for a small mutual entity. This fact, plus the very nature of their business activities, means that credit unions present a low ML risk. However, there are real FATF Rec 24 gaps as noted below.

First, the Act contains no definition of beneficial ownership, no nominee provisions, and no requirement for credit unions to identify or maintain information on persons holding significant ownership or control interests.[115] In particular, the Credit Union Act does not contain provisions requiring credit unions to identify or maintain information on the beneficial owners of their members. RBF has indicated that it intends to address these deficiencies through its supervisory policy authority.

Although a register of members must be maintained, this captures only legal ownership and does not extend to natural persons exercising ultimate ownership or control. This deficiency is especially acute with regard to other incorporated entities that can be members of credit

[112] Credit Unions Act, Section 101.

[113] Credit Unions Act, sections 95-99.

[114] Credit Unions Act, section 100.

[115] The split in operational control between the Board and the Supervisory Committee does work to mitigate some of these concerns as it would be more difficult for one person (or small group of persons) to effectively control a credit union, but the noncompliance is real.

unions: there are no obligations for those incorporated entities to disclose the natural person owners to the credit union itself. There are also no provisions addressing control through other means. As a result, the framework does not fully meet the core requirements of Rec 24 relating to the availability of beneficial ownership information for legal persons.[116]

Second, the Act does not impose any statutory limit on the number or percentage of membership shares a member may hold. Section 49(2) permits by-laws to set such limits but does not require them. In the absence of a by-law restriction, a member could theoretically accumulate a significant proportion of total membership shares (e.g., 20%). However, the relevance of share concentration is mitigated by the 'one member, one vote' governance structure, which limits formal control irrespective of shareholding.

Third, there is currently no register of credit unions that identifies directors. At a minimum, LEAs should have access to this information. RBF has indicated that it plans to publish director names on its website.

The Credit Union Act specifically provides that the Fiji Financial Transactions Reporting Act 2004 applies to credit unions.[117] The FTRA largely concerns financial entities and their customers, it does not establish a comprehensive mechanism for the identification and transparency of beneficial ownership in line with FATF Rec 24. Under the FTRA financial institutions are required to undertake customer due diligence on identifying the ownership and control structure of their *customers*. The FRTA does not establish a comprehensive system that ensures beneficial ownership information is adequate, accurate, up-to-date, and readily accessible, particularly at the level of the legal person itself.

Notwithstanding these technical deficiencies, the ML/TF risk associated with credit unions in Fiji appears to be relatively low. Credit unions operate on a co-operative basis, with membership restricted by a common bond and subject to approval processes, which limits open access and reduces the likelihood of misuse by anonymous or unrelated parties. Furthermore, the governance structure, with a separate board and oversight committee, mitigates the risk of control being exercised through ownership of shares, and the sector is subject to relatively strong prudential supervision by the RBF. In addition, financial institutions, including credit unions, are subject to customer due diligence, record-keeping, and reporting obligations under the FTRA, which provides a degree of transparency at the point of account opening and during the course of business relationships. Finally, the closed membership structure and requirement for a common bond significantly limit access by unrelated or anonymous parties, further reducing the risk of misuse.

5.6.4 Mitigation for credit unions

In practice, most credit unions are small, member-focused institutions with limited cross-border exposure. They have a strong governance, reporting and record-keeping framework for small mutual financial institutions. Their restricted membership, limited product range, prudential supervision by RBF and obligations under the Financial Transactions

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116 RBF has indicated that, given the mutual and member-based structure of credit unions, such entities do not have "beneficial owners" in the traditional sense. At the same time, RBF has stated that, at the registration or licensing stage, a register of beneficial ownership information would be maintained and that directors and officers would be required to disclose if acting on behalf of others. This suggests some ambiguity in the treatment of beneficial ownership within the current framework. Recommendation 24, however, focuses on the identification of natural persons who ultimately own or exercise control over a legal person, including through ownership, governance rights, or other means. In this context, the absence of an explicit statutory requirement to identify and maintain such information on an ongoing basis remains a relevant consideration.

117 Credit Union Act, section 164.

Reporting Act all reduce the opportunity for misuse. However, technical gaps in transparency remain.

1. No comprehensive BO framework. The Act does not define beneficial ownership or require credit unions to identify and maintain information on all natural persons who ultimately own or exercise effective control over them. The membership register identifies direct members, but does not necessarily identify natural persons exercising control through a legal-person member or through other arrangements.

This concern is particularly relevant because legal persons may be members of a credit union, and the Act does not expressly require such members to disclose the who ultimately own or control them. The FTRA applies to credit unions and requires customer due diligence, record keeping and transaction reporting, and these obligations provide important safeguards at the customer and transaction level. However, they do not replace the need for clear information on the natural persons who ultimately control the credit union itself.

2. No general nominee framework. The Act does not expressly require such members to disclose the natural persons who ultimately own or control a member or board member. RBF has indicated that directors and officers may be required to disclose whether they act on behalf of others, but no express ongoing statutory requirement has been identified.

3. Access to basic information. Information identifying credit unions and their directors is not currently publicly available or routinely available to LEAs. Competent authorities should be able to obtain this information promptly when required. Public access to basic information would also improve transparency. RBF has indicated that it plans to publish director information to its website and other information will be available to LEAs.

Overall, these concerns are moderated by the closed membership structure, common-bond requirement, one-member, one-vote governance model, separate board and supervisory committee, and RBF's inspection and enforcement powers. The available evidence therefore supports a low ML/TF risk assessment for the sector.

5.7 Trade Unions

Trade unions are governed by the Employment Relations Promulgation 2007 (Promulgation), which is administered by the Registrar of Trade Unions within the Ministry responsible for employment relations. The Promulgation repealed and replaced the Trade Unions Act 1964,[118] while retaining much of its registration, governance and financial reporting framework.

The 2024 NPO Report included trade unions and that classification was appropriate for the purposes of that Report.[119] This Assessment includes trade unions out of an abundance of caution as they are incorporated entities and the Promulgation does not specifically state that they are formed for a nonprofit purpose. The 2024 NPO Report indicated that as of May 2024 there were 35 trade unions in Fiji, all of which were classified as non-FATF NPOs.[120]

5.7.1 Formation requirements

Trade unions in Fiji become incorporated legal persons upon registration under Sections 118-120 of the Promulgation. An application for registration must be signed by more than six

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118 Promulgation section 265 contains the consequential provisions.

119 The NPO Report stated: "Trade unions represent workers' interests in labour relations, particularly their trade union members. While non-profit, they are not charitable institutions." NPO Report, paragraph 38.

120 NPO Report, paragraph 44.

persons who will be members of the union and accompanied by the union's rules.[121] Schedule 5 to the Promulgation sets out what must be in the rules, which includes the designation of a registered office.[122] The Registrar may seek further particulars and may refuse registration on specified grounds.[123] Upon registration, the union becomes a body corporate with perpetual succession and full legal capacity.[124]

5.7.2 Maintenance of trade unions

The Registrar maintains a register containing "the prescribed particulars relating to every registered trade union."[125] A current list of officers is reported in an annual filing which must be filed by April 30 each year.[126] Changes in a union's rules are to be reported within 14 days.[127] Trade unions must maintain membership information internally and that information is open to the members, but unions are not required routinely to file the full membership list with the Registrar.[128]

All unions must provide the Registrar by September 30 each year with a general audited statement of receipts and expenditures during the preceding year, together with a statement of assets and liabilities.[129] All unions must file an annual return with the Registrar by April 30 of each year that includes a list of officers and indicate any changes to the constitution made during the prior year. [130] There are penalties for knowingly making a false annual return filing with the Registrar, which constitutes and offence punishable by a fine not exceeding $2,000 or to a term of imprisonment not exceeding 6 months or both.[131]

The Promulgation gives the Registrar strong inspection powers over minutes concerning financial matters, membership lists, account books and other accounting documents. The Registrar can also require detailed certified accounts and particular information. Obstruction is punishable by up to $1,000 or three months' imprisonment.[132]

The Registrar may suspend or cancel the registration for certain prescribed matters, including if the registration was obtained by fraud, the objects of the union have become unlawful, or the union has willfully contravened the Promulgation.[133]

5.7.3 Specific concerns for trade unions

From an ML/TF perspective, trade unions have a relatively strong governance and record-keeping framework for small entities. However, a few transparency gaps remain:

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[121] Promulgation section 119(2).

[122] Promulgation section 132 requires a registered office which must be updated with the Registrar "immediately" upon change.

[123] Promulgation sections 120 and 125.

[124] Promulgation section 144.

[125] Promulgation section 118.

[126] Promulgation section 129(3).

[127] Promulgation section 130(3).

[128] Promulgation section 128.

[129] Promulgation section 129(1).

[130] Promulgation section 129(1).

[131] Promulgation section 129(5).

[132] Promulgation section 128.

[133] Promulgation section 133. There is an administrative process to follow to suspend or cancel a union, all set out in this section.

- The Promulgation does not require a trade union to identify, verify, or maintain information on the natural persons who ultimately exercise effective control over it. In the trade-union context, this concerns control rather than equity ownership interests.

- Trade unions must maintain membership information internally, but they are not required routinely to file full or updated membership lists with the Registrar. However, this is understandable given that membership in a trade union is closely tied to employment and does not confer ownership rights on a member. Further consultations are warranted to determine if the burden on trade union to provide updated membership lists to the Registrar would yield significant outcomes for transparency proportional to the extra burden.

5.7.4 Mitigation for trade unions

In practice, most trade unions are small, member-focused entities with limited cross-border exposure. Restrictions on the use of union funds, annual audit and reporting requirements, and the Registrar's inspection powers all reduce the opportunity for misuse. These factors substantially reduce the sector's exposure to ML/TF misuse.

The remaining transparency concerns can be addressed through proportionate measures requiring trade unions to identify and maintain current information on the natural persons who exercise effective control over the union or its financial affairs, and ensuring that competent authorities can obtain that information promptly when required.

Any reforms should be developed through consultation. Trade unions are not commercial ownership vehicles, and routine public disclosure of full membership lists is unlikely to be necessary. The objective should be improved access to current officer and control information without imposing unnecessary burdens on small unions.

5.8 Friendly Societies

Fiji's Friendly Societies are legacy mutual-aid associations governed by the Friendly Societies Act 1888 (Cap. 253). They are few in number, small in scale, and limited to providing funeral and sickness benefits to members. They do not engage in commercial activity, hold significant assets, or operate across borders. There is an annual return requirement that is to include the names of all the members of such Society and an account of the yearly revenue and expenditure and of the society's assets and liabilities.[134] There is no evidence of ML/TF misuse, and their risk profile is assessed as Negligible.

Friendly Societies must register in order to operate legally. However, it does not appear that registration confers independent legal status on the Society. Instead, property is held by trustees and the society operates through those trustees. On this basis, Societies are more appropriately characterised as legal arrangements rather than legal persons, and therefore only warrant brief treatment in this Assessment.

5.9 Key takeaways from legal mapping

The analysis shows that Fiji's framework for companies and foreign companies is the most developed in terms of basic registration infrastructure, particularly following commencement of the Companies Act 2015, implementation of the MOJ online register, the prohibition of bearer shares and the 2019 beneficial ownership amendments. However, Fiji has not yet not fully resolved note deficiencies: Fiji still lacks a comprehensive beneficial ownership

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[134] Friendly Societies Act, sect. 15.

reporting system, a central BO register, nominee-arrangement rules, an effective annual-return framework, and sufficient verification mechanisms.

For foreign companies, these gaps are compounded by the cross-border nature of the entity and the possibility that shareholder, foreign investment, immigration and BO-related information may be fragmented across different agencies. BO obligations for foreign companies should therefore be made explicit and linked to a clear mechanism for competent-authority access.

For other legal persons, the ML/TF risk is generally lower, but the legal frameworks are less developed from a Rec. 24 transparency perspective. Incorporated charitable trusts, co-operatives, credit unions and trade unions often have governance, audit, annual reporting or supervisory features that reduce practical risk. However, they generally do not require BO or control-person information in a way that ensures competent authorities can identify the natural persons exercising effective control over the entity, its assets or its financial decision-making. Consultations should be undertaken before any legislation changes are proposed for these other entities to make certain any mitigations are proportionate to risks presented.

6.0 Other Information on ML/TF Risks

For purposes of this Assessment, information was sought from law enforcement authorities and relevant regulators regarding investigations, prosecutions, and convictions involving legal persons for ML/TF-related offences, as well as suspicious transaction reporting associated with such entities. Unfortunately, official data on investigations, prosecutions, and convictions involving legal persons in Fiji is limited. The information that is available is largely aggregate or anecdotal and lacks detail on underlying typologies or entity-specific misuse.

The Fiji NRA recognizes that organized crime for ML purpose may be in the rise. Paragraph 24 states: “Organised crime is a high and increasing ML threat in Fiji. It encompasses a range of high and medium-threat activities, including narcotics trafficking, cybercrime, fraud, and human trafficking. Transnational criminal groups (TCGs), particularly outlaw motorcycle gangs (OMCGs), have strengthened their foothold in Fiji, aided by deportees from countries like the USA, Australia, and New Zealand.” However, no reported cases of ML involving legal persons were identified for this Assessment.

In the absence of comprehensive official data, this Assessment draws on secondary sources and limited anecdotal information to provide additional context. Relevant examples are set out in Section 6.3.

6.1 Investigations and Prosecutions of Legal Persons

MOJ requested information from the Fiji Police Force on investigations, prosecutions and convictions involving legal persons for activities related to ML/TF/PF. Limited official information was available, and this Assessment was therefore unable to identify specific typologies or patterns of misuse involving Fiji legal persons based on enforcement activity.

The 2025 NRA states more generally that some ML schemes involve businesses and layering techniques and that more complex schemes may involve multinational networks and sophisticated front operations.[135] However, the NRA does not provide case details

[135] NRA paragraph 31 reads in full: “ML typologies in Fiji range from simple self-laundering to complex schemes. Basic schemes involve the direct use of criminal proceeds for personal consumption, such as purchasing goods (e.g. motor vehicles and real estate) and services. Intermediate schemes include the use of businesses and layering techniques to obscure the origins of funds. Complex schemes involve multinational networks and sophisticated front operations, often orchestrated by TCGs or OMCGs, based on investigations by law enforcement in Fiji and neighbouring countries, such as

showing the extent to which Fiji legal persons were involved in those schemes, and there is no information suggesting that Fiji legal persons are being used as sources or conduits for terrorist financing.

6.2 Suspicious Transaction Reports (STRs)

FIU reports the following raw data on the number of STRs generated in Fiji for all legal persons and also for individuals:

Type of Legal Person	2022	2023	2024	2025 to June 30
Fiji Private Companies	41	3	16	21
Fiji Public Companies (all types)	5	0	1	0
Overseas companies registered in Fiji	1	0	1	0
Fiji Co-operatives	0	0	0	0
Fiji Charitable Trusts	0	0	0	0
Total number of STRs filed each year for both incorporated entities and individuals	435	527	559	356

The data indicates that the vast majority of STRs relate to individual persons, with relatively few reports associated with legal persons. This suggests that, based on available reporting, legal persons are not a primary focus of suspicious activity identified by reporting entities.

Information from FIU indicates that information arising from some STRs is disseminated to the relevant LEAs for further investigation. However, no prosecutions or other enforcement actions involving legal persons resulting from those referrals have been reported for purposes of this Assessment.

6.3 Predicate offences

There is limited official information on the involvement of legal persons in predicate offences in Fiji. No convictions of legal persons for predicate offences were identified or reported for purposes of this Assessment. Information was not provided on whether legal persons have been involved in investigations relating to predicate offences, whether as suspects, vehicles for offending, victims, or otherwise.

Accordingly, this Assessment is not able to identify the types of legal persons most commonly associated with predicate offences or to draw conclusions concerning patterns of misuse from enforcement activity. The information set out below is drawn from public and secondary sources and provides contextual rather than evidentiary insight into the ML/TF risks involving legal persons.

6.3.1 Money-crimes ultimately resulting in money laundering: prosecutions

There have been a small number of prosecutions in Fiji involving individuals who committed offences such as misappropriation of funds or theft and subsequently engaged in money-laundering activities. In some cases, funds were taken from companies or moved within financial institutions. However, no cases were identified for purposes of this Assessment in

Australia and New Zealand. These schemes may involve multiple jurisdictions and high-value assets, making detection and enforcement challenging."

which a legal person was used as a vehicle for laundering funds or as part of a corporate structure designed to conceal ownership or control. A short summary of these cases is presented in Annex 3.

While these cases demonstrate the presence of money-laundering activity in Fiji, they do not provide evidence of the use of legal persons to facilitate such activity. Consequently, they are relevant for contextual purposes only. Undetected connections cannot be ruled out, but the absence of concrete evidence means this threat does not materially influence the risk ratings attributed to Fiji legal persons.

6.3.2 Drug smuggling

Fiji has gained a reputation as a significant hub in the transshipment of drugs from the Americas to markets in Australia, New Zealand, and Southeast Asia. Public reporting, regional assessments, recent large-scale seizures and international reporting indicate that Fiji's geography, maritime routes, and limited surveillance capacity have made it an attractive transit point for foreign criminal groups.[136] These activities generate significant illicit proceeds, and contribute to a perception that unexplained cash is circulating in certain communities.[137]

Despite the scale of this threat, there is currently no case-based or typology-based evidence that Fijian legal persons are being used to facilitate drug trafficking operations or to launder their proceeds. Available reporting primarily identifies foreign networks, individual facilitators and maritime conveyances, but does not provide case details establishing the use of Fiji legal persons, shell entities or corporate fronts.[138]

Accordingly, while drug trafficking represents a major national threat and a significant generator of illicit proceeds, its relevance to this Assessment is contextual rather than evidentiary. It is possible that links between drug trafficking proceeds and legal persons exist but have not been detected; however, in the absence of concrete evidence, this risk does not materially affect the risk ratings attributed to Fiji legal persons. Ongoing monitoring is nevertheless warranted.[139]

6.3.3 Human trafficking

The UNODC, in conjunction with the Fiji Statistics Bureau, published the "*Results of the Fiji National Trafficking in Persons Prevalence Survey*" in 2024 (Trafficking Survey).[140] The Trafficking Survey estimated the prevalence rate of trafficking in persons in Fiji is 0.60% of the population.[141] A significant number of respondents reported that the industries with the highest trafficking indicators were: hospitality, food service, wholesale, retail, vehicle repair, construction, transportation, storage, agriculture, fisheries and forestry.[142] The Trafficking

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136 "Transnational Organized Crime in the Pacific: A Threat Assessment" (2022).

137 ABC News (Australia) – "Fiji's drug crisis: cocaine and meth trafficking fuels corruption and unexplained wealth" (2023).

138 Fiji Police Force / Fiji Sun – "Foreign drug syndicates using Fiji as transit point" (2023). No prosecutions, STR-derived typologies, or regulatory findings suggest systematic misuse of Fijian companies in connection with drug-trans-shipment activities.

139 Pacific Islands Forum Secretariat – "Pacific Transnational Crime Assessment" (2023).

140 UNODC and Fiji Bureau of Statistics, *Results of the Fiji National Trafficking in Persons Prevalence Survey* (2023). Available at: https://www.unodc.org/documents/data-and-analysis/tip/2023/FIJI_TIP_RESULTS_REPORT_UNODC_FBOS_FINAL_2023.pdf

141 Trafficking Survey, section 1.1. This comes to approximately 1,208 hidden victims in the five years assessed (2017-2021) from a national population of 884,887.

142 The Trafficking Survey further stated: "Qualitative data suggest the need to improve regulating and monitoring the terms and conditions of foreign workers in the fishing, shipping, garment, construction, agriculture, manufacturing and retail, services (restaurants and spas) and trades (mechanical, plumbing, electrical, plastering, painting) industries. Since 2017,

Survey found that trafficking for sexual exploitation appears to be more domestic than cross-border based on available literature and interviews.[143]

The Trafficking Survey confirms that human trafficking occurs in Fiji and can generate illicit funds. For example, an employer may record that wages were paid when they were not and retain the money "off the books." These illicit proceeds could subsequently be laundered, though the problem appears to be localized and not connected to the cross-border flow of funds or to transnational criminal networks. The potential risk and harm from these cases is real, but does not appear to be a major factor in assessing ML/TF risks posed by Fiji legal persons. The Trafficking Survey identifies four prosecutions of individuals for human trafficking, none of which involved the prosecution of a legal person.[144]

Accordingly, while human trafficking represents a serious underlying criminal activity and source of illicit proceeds, there is no case-based evidence that legal persons are being used to facilitate money laundering or terrorist financing in this context. This issue is therefore relevant as contextual background but does not materially affect the risk ratings attributed to Fiji legal persons. Continued monitoring and improved data collection would assist in refining this assessment.

6.4 Foreign companies from grey-listed countries operating in Fiji

FATF Recommendation 24 underscores the importance of understanding the ownership and control structures of legal persons, particularly where cross-border elements may introduce additional opacity. In Fiji, limited enforcement and typology data make it difficult to assess risks associated with foreign-incorporated entities operating domestically.

As an initial screening indicator, this Assessment considers the presence of foreign companies registered in Fiji that are incorporated in jurisdictions subject to increased monitoring by FATF ("grey-listed" jurisdictions). Incorporation in a grey-listed jurisdiction is not evidence of wrongdoing or of elevated risk on its own. However, identified weaknesses in the home jurisdiction's AML/CFT framework may provide an objective basis for prioritising a company for further review where more specific risk information is unavailable.[145]

As of April 2026, MOJ reports only three active foreign companies registered in Fiji were incorporated in grey-listed jurisdictions. This is a very small number relative to the overall number of registered foreign companies. MOJ may nevertheless consider these companies for targeted inquiries concerning their ownership and control structures, particularly if additional risk factors are identified.

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there has been a notable increase in foreign workers in these industries from Bangladesh, India, Pakistan, Nepal, Sri Lanka and other countries in Southeast Asia." Section 2.4.

143 The Trafficking Survey stated: "This form of exploitation appears to involve a large number of children, both girls and boys. Both qualitative data and the indications of respondents suggest that family pressure or direct family involvement in exchange for money or something of value play a role in trafficking for sexual exploitation in Fiji." Section 1.1. See also Section 3.6: "[Q]ualitative data from key informants suggests that often people are forced into exploitative situations because of family pressure or difficult circumstances, highlighting vulnerabilities and trends related to trafficking into the sex trade."

144 See Section 2.4, Table 1 in the Trafficking Survey for a list of the four cases.

145 FATF classifies "grey-listed" jurisdictions as those that have committed to address strategic deficiencies in their anti-money-laundering and counter-terrorist-financing regimes but remain under increased monitoring until reforms are fully implemented. These countries, while engaged with the FATF process, continue to pose elevated risks due to lingering gaps in legal persons' transparency and enforcement. Entities connected to grey-listed jurisdictions therefore carry a higher likelihood of opaque ownership chains, nominee arrangements and cross-border flows that can facilitate predicate crimes.

6.5 Fiji Companies with shareholders from grey-listed countries

As of April 2026, 59 Fiji-incorporated companies had one or more shareholders connected to jurisdictions subject to increased monitoring by FATF (grey-listed). Such a connection is not evidence of wrongdoing and does not create a presumption that a company is involved in ML/TF activity. However, in the absence of more granular company-specific risk information, it provides an objective and reasonable basis for prioritising companies for enhanced scrutiny.

This is particularly relevant where the shareholder is itself a corporate entity incorporated in a grey-listed jurisdiction. A corporate shareholder introduces an additional layer into the ownership structure and may make it more difficult to identify the natural persons who ultimately own or control the Fiji company. Companies with such shareholders should therefore be prioritised for targeted beneficial ownership inquiries, while recognising that the jurisdictional connection alone does not establish misuse.

Using grey-list connections in this way is a risk-based screening measure. It allows MOJ to direct limited verification resources toward companies that present a potentially greater transparency concern rather than selecting companies for targeted queries at random.

6.6 Public Perception of ML/TF Risks from Legal Persons

Fiji scores relatively well on international rankings of corruption, placing 49/180 on the latest Transparency International index.[146] However, that national-level indicator provides only limited insight into public perceptions concerning the misuse of legal persons. For purposes of this Assessment, the more relevant information comes from stakeholder responses and other available commentary.

As part of Fiji's obligations under Recommendation 24, MOJ sought input from civil-society actors, industry professionals, and other non-state stakeholders to help gauge public perception of how legal persons may be misused for money-laundering or related offences. Questionnaires were delivered to a range of stakeholders, including law firms, accounting firms and academics. Only 3 questionnaires were returned so cannot be considered indicative of the entire legal sector. Still, the three commentators were from law firms that practice in the area of entity incorporation and lending, so provide useful informed perspectives. The actual responses received are set out in Annex 4 to this Assessment. The following is a summary of the key themes from these respondents:

Regulatory framework has improved. All commentators noted that the framework has significantly improved in recent years with the new Companies Act and especially with the new online register.

Basic legal framework in place, but effectiveness lags. While the legal framework is generally viewed as adequate on paper, respondents consistently noted that monitoring and enforcement of ongoing compliance remain limited. There was broad agreement that more active verification of information and follow-up on filings is needed.

Beneficial ownership is a concern. The respondents raised concerns about the use of layered ownership structures, overseas corporate shareholders, and informal nominee directors or shareholders, all of which may make it more difficult to identify the natural persons who ultimately own or control a company.

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[146] See Transparency International Fiji - Transparency.org

Nominee relationships are a problem. Two of the law firms noted that nominee directors and shareholders exist, obscuring beneficial owners and persons in control of companies, particularly in cases involving foreign investors.

Charitable trusts and co-operatives. One law firm stated that co-operatives and charitable boards have limited ongoing oversight once registered, and that there was low visibility of financial activity in rural-based co-operatives and charitable entities.

Suggested improvements. Respondents recommended measures including mandatory disclosure of beneficial ownership information, regular verification of company records, periodic confirmation of directors and shareholders, and increased regulatory oversight. At the same time, respondents emphasized the need to balance enhanced compliance measures with the practical realities of business operations in Fiji. One respondent also suggested imposing harsh penalties for noncompliance.

Training. All commentators agreed that practitioners would benefit from training on the new Act, beneficial ownership matters, and on how the MOJ register works in practice. One law firm also suggested training on these issues for company directors.

Summation. The comments received are in line with the findings and recommendations of this Assessment, especially pertaining to BO information and nominee arrangements. While no respondent identified a verified case in which a legal person had been used for money laundering or terrorist financing, the observations provided suggest that undisclosed beneficial ownership and informal nominee arrangements remain areas of potential vulnerability. These insights are therefore useful in supporting the risk-based conclusions of this Assessment.[147]

7.0 Risks posed by neighboring jurisdictions

Geography can influence exposure to terrorist-financing risks, particularly where jurisdictions are located near active extremist networks or established financial routes. Fiji's location in the South Pacific places it far from the operational theatres of Southeast Asia's historically most active terrorist organizations. As a result, Fiji does not face the same proximity risks that nations closer to that region endure.[148] There is no evidence that foreign extremist groups—whether ISIS-linked, South Asian, Middle Eastern, or Southeast Asian—have attempted to use Fiji as a fundraising, transit, or layering jurisdiction. There are no reported cases involving terrorist-linked remittances, suspicious inflows, or misuse of legal persons for ideological purposes. On this basis, Fiji's exposure is best characterized as low-likelihood and low-scale, with any potential risk limited to isolated, individual-level activity rather than organized or network-driven threats.

Fiji's more realistic exposure arises not from direct operational presence of foreign terrorist organizations, but from its role as a regional financial and transport hub and from the possibility that individuals inspired by global extremist narratives could seek to exploit its financial system. Fiji maintains a relatively developed banking sector for the Pacific and has strong air and financial linkages with Australia and New Zealand. These features create

[147] Finally, despite there being no questions regarding the overall merits of the Companies Act, two lawyers volunteered that the law may not be well-suited to Fiji's context. One noted that the Fiji Companies Act is closely adopted from Australia and that Fiji might want to revisit it in light of local practices and policies. Another similarly observed that the regulatory framework is too tedious and that a simpler Companies Act would make compliance easier.

[148] See the NRA paragraphs 63-64 regarding regional risks. Paragraph 64 states: "Fiji's neighbouring countries and those further afield present potential threats, including some in Southeast Asia and nations such as Pakistan and Bangladesh. According to the GTI, Certain Southeast Asian countries have a higher threat level; however, immediate neighbours like Australia, New Zealand, and other South Pacific nations pose a much lower threat."

theoretical channels for layering or transit of small-value terrorist-linked funds, even though there is no publicly available evidence that Fiji has ever been used for such purposes.

Given the lack of evidence of connections to offshore terrorist networks, the exposure of Fiji's legal persons to terrorist networks is best understood as indirect and hypothetical. Any potential exposure would more likely through isolated or small-scale exposures that warrant monitoring but do not indicate any current or emerging terrorist-financing activity involving Fiji legal persons.

8.0 Risk Rating for Each Legal Person for Money Laundering

This section draws on the analysis provided in the prior sections of this Assessment to arrive at a separate ML and TF risk rating for each legal person. The risk ratings are also informed, where relevant, by the 2025 NRA. The ratings are based upon a 1-5 scale, with 1 = low, 2 = medium/low, 3 = medium, 4 = medium high and 5 = high. A table setting out the findings is then presented in Section 9.0. Confidence levels are also indicated to reflect data limitations identified in this Assessment.

8.1 Risk rating for local Fiji companies

There are no reported convictions in Fiji involving companies in connection with ML/TF or predicate offences. Similarly, while some STRs are linked to local companies, available data is limited and does not permit a detailed STR-based typology analysis. The NRA does contain information on ML typologies, but that information does not cite to specific cases and is not directly linked to legal persons.[149] Secondary sources and civil society questionnaire responses nevertheless indicate that local companies may be used for improper activities capable of generating illicit proceeds, which in turn can lead to money-laundering. The few civil society comments received all raised concerns about front companies, beneficial ownership structures or nominee arrangements. The 2025 NRA assesses the overall risk of ML in Fiji to be "High."[150]

There are mitigating factors to any ML/TF risks. The Fiji Companies Act establishes a modern governance framework, including requirements to maintain information on shareholders and directors, keep internal registers, and file relevant information with the Registrar. MOJ now deploys a modern online register that records this information and makes it available to the public.

However, deficiencies remain. As discussed in Section 4, the Companies Act contains partially FATF-compliant provisions concerning beneficial ownership. Sections 82 and 251 require information to be recorded where shares are held non-beneficially and the relevant notification requirements are triggered. Amendments to the Regulations adopted in 2026 also define "beneficial owner" and "beneficial ownership information" and permit targeted requests for such information. However, the framework does not impose a comprehensive obligation on every company to identify and maintain information on all of its beneficial owners or to proactively report BO information to a centralized repository for easy LEA

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[149] NRA Paragraph 30 states: "ML typologies in Fiji range from simple self-laundering to complex schemes. Basic schemes involve the direct use of criminal proceeds for personal consumption, such as purchasing goods (e.g. motor vehicles and real estate) and services. Intermediate schemes include the use of businesses and layering techniques to obscure the origins of funds. Complex schemes involve multinational networks and sophisticated front operations, often orchestrated by TCGs or OMCGs, based on investigations by law enforcement in Fiji and neighbouring countries, such as Australia and New Zealand. These schemes may involve multiple jurisdictions and high-value assets, making detection and enforcement challenging."

[150] NRA, paragraph 6.

access. In addition, the Act does not address nominee arrangements, which may obscure ownership and control.

For these reasons, despite limited evidence of actual misuse, ML risk is currently assessed as 3, or Medium. This rating reflects in part Fiji's overall high risk for ML. TF is rated as 1, or Low, consistent with Fiji's overall terrorist financing risk.

8.2 Risk rating foreign companies operating in Fiji

Foreign companies are assessed under a broadly similar framework to local companies as both are subject to the same Companies Act and are registered in the same MOJ-administered register. There are relatively few foreign companies—299 as of January 2026—that are registered in Fiji.

Many of the mitigating factors for local companies also apply to foreign companies, including requirements relating to registration, maintenance of basic corporate information, and public access to company records. However, there is a key area of uncertainty as it is not clear that the beneficial ownership provisions in the Companies Act apply to foreign companies, and no alternative framework has been identified requiring foreign companies to obtain, maintain, or report beneficial ownership information.

There are only 3 foreign companies from jurisdictions subject to increased monitoring (grey-listed) operating in Fiji, which somewhat lessens the likelihood that higher-risk companies have extensive operations in Fiji. Nevertheless, foreign companies present greater potential exposure to cross-border transactions and more complex ownership structures. In this context, enhanced oversight by MOJ and FIU, including targeted inquiries into ownership structures and any related STR activity, would strengthen oversight. FIU review of STRs linked to foreign companies may provide additional information on whether such companies present a greater risk.

For these reasons, despite limited evidence of actual misuse, ML risk is currently assessed as 3, or Medium. F risk is assessed as 1, or Low, consistent with Fiji's overall terrorist financing risk and the absence of any evidence of terrorist-financing activity involving foreign companies. The potential for cross-border financial flows does not, on its own, justify a higher rating.

8.3 Risk rating for Fiji Incorporated Charitable Trusts

The available evidence supports a low overall risk assessment for incorporated charitable trusts, although there is limited information regarding their size, financial activity and sources of funding.

The 2024 NPO Report specifically found a low level of risk for TF for Fiji charities and this Assessment concurs with that view. However, ML risk is entity-specific and varies with the size and nature of a particular trust:

- Small, community-based charitable trusts with limited financial activity and no foreign funding present a low ML risk; and

- A higher ML risk rating of 3 (Medium) is appropriate for a limited subset of trusts with higher-risk characteristics, including significant overseas affiliations or funding flows. This includes the subset of 8 NPOs, all of which are charitable trusts, identified in the 2024 NPO Report for closer monitoring, although that Report considered those entities principally from a TF perspective.

There are also known structural deficiencies in the Incorporated Charitable Trusts Act related to ownership, control and oversight. However, no cases of charitable trusts engaged in money laundering were identified. The absence of evidence is not conclusive, though it suggests that any such activity is not widespread.

Overall, ML risk for the sector is assessed as 1 (Low), subject to the higher-risk subset described above. TF risk overall is assessed as 1 (Low), consistent with the findings of the 2024 NPO Report and with Fiji's overall TF risk rating.

8.4 Risk rating for Fiji Co-operatives

No information was identified indicating that co-operatives have been used for ML. It is possible that persons in control positions may misuse co-operative funds, although such conduct would not necessarily involve money laundering.

Co-operatives are for-profit entities, but they do not operate like a regular for-profit company. Instead, their purpose is to promote common economic and social interest in accordance with co-operative principles. This structure, which includes member participation and profit distribution mechanisms, may provide a degree of transparency over a co-operative's financial activities and reduce their exposure to many higher-risk ML typologies. Further, they are generally local, member-focused entities with limited product offerings and generally small transaction volumes.

The 2024 NPO Report included co-operatives and supports a Low TF risk assessment, although it classified them as non-FATF NPOs.. This is also consistent with the findings of the October 2025 NRA.

While ML risk may be somewhat higher for larger co-operatives handling significant funds, there are structural mitigations in place. These include requirements to submit annual audited financial statements, maintain member and officer information, and make records available to the Registrar. The Registrar may also inquire into the constitution, management, operations and financial condition of a co-operative. The 2025 NRA assesses Fiji's overall ML risk as High, but specifically assesses co-operatives (and credit unions) as Low risk..

For these reasons, and notwithstanding the limited availability of data, ML risk for co-operatives is assessed as 1 (Low), reflecting their generally limited transaction volumes, community-based nature, and low exposure to higher-risk typologies. TF risk is assessed as 1 (Low), consistent with the findings of the 2024 NPO Report and Fiji's overall TF risk profile.

8.5 Risk rating for Fiji Credit Unions

Credit unions provide basic financial services to members, typically individuals and small businesses. They pose a low TF risk as they do not routinely engage in cross-border transactions and have never been linked to a TF case.

There are identifiable deficiencies in the governing legislation, particularly in relation to beneficial ownership and nominee arrangements. While the 2025 NRA assesses the country's overall money-laundering risk as high, credit unions were specifically assessed as low-risk. Accordingly, due to their limited product offerings, small transaction volumes, and low exposure to higher-risk typologies, the entity-level ML risk for credit unions remains 1, Low, despite the high national risk context.[151] This rating also acknowledges the supervisory and enforcement framework administered by the Reserve Bank of Fiji. TF is assessed as 1, Low.

[151] 2025 NRA, Table in section 3.4, row 18.

8.6 Risk rating for Fiji Trade Unions

Most trade unions, by their nature, do not engage in cross-border transactions and expend funds primarily in furtherance of their members. These characteristics make the likelihood of TF involving trade unions quite low.

Trade unions operate within Fiji's overall high money-laundering risk environment, as assessed in the 2025 NRA, but their entity-specific ML exposure is materially lower. Their financial activity is limited to membership-related functions, welfare funds, and operational expenditures; they do not usually engage in commercial activity, cross-border fundraising, or complex financial transactions. The Act imposes comparatively strong governance and record-keeping obligations for a small entity type, including audited annual accounts, prescribed expenditure rules, and mandatory reporting of officers and constitutional changes. These features significantly reduce opportunities for misuse.

However, the absence of a clear framework to identify persons exercising ultimate control and the lack of nominee arrangement provisions in the Act limit transparency concerning the natural persons who exercise effective control over the union, its funds, property and financial decision-making.

Taking these factors together, trade unions present a low ML risk, a 1. TF is also assessed as 1, Low.

9.0 Table showing all risk ratings

The ratings are based upon a 1-5 scale, with 1 = low, 2 = medium/low, 3 = medium, 4 = medium/high and 5 = high. Because Fiji lacks systematic, hard datasets on investigations, prosecutions and convictions for legal persons, and similarly lacks detailed information on STRs for legal persons, the ratings are based on considered judgements rather than the output of a mathematical algorithm. Each rating considers the best available documentary sources, regulator records, news reports, and other available evidence, together with due consideration of the MOJ as peer reviewed by FIU. Every score comes with a short, written justification, which informs Recommendations for future actions in the concluding section of this Assessment.

This Table also presents confidence level for each risk rating. As has been noted throughout the Assessment, there is often a lack of hard data upon which to base strong conclusions. The confidence rating is an indicator of how accurate the risk rating may be based upon availability and quality of information. The confidence rating is on a scale from Low to Medium to High, though no ratings in this Assessment are assigned a 'Low' confidence level, reflecting the availability of at least some supporting information across all entity types.

Legal Person	Risk Factor	Risk Rating	Confidence Level of Risk Rating	Key Factors
Local Fiji Companies	Money Laundering	3	Medium	The 2025 NRA assigns an overall rating of "high risk" for ML in Fiji and that finding influences this risk rating for companies. There is no specific information suggesting widespread ML activities with companies, but the limited available information on company-related investigations and prosecutions means that some misuse may remain undetected. The relatively small number

Legal Person	Risk Factor	Risk Rating	Confidence Level of Risk Rating	Key Factors
				of STRs for companies reported by FIU lessens the risk for companies. Risk could be reduced if amendments to the Companies Act are adopted and a central BO register with mandatory reporting is implemented. The 2026 amendments to the Regulations that better define MOJ's ability to demand BO information from targeted companies are helpful, and LEAs should take advantage of this new authority in their investigations. The confidence level of this rating would increase if more hard data was available such as actual prosecutions and more granular details around the reported STRs.
	Terrorist Financing	1	Medium	There are no known links between Fiji legal persons and terrorist organisations. The 2025 NRA concluded that overall Fiji has a low TR risk. Still, the confidence in this low-risk rating would be higher if there were more details around any reported investigations or prosecutions involving foreign companies or if STR data was sufficient so as to be able to assess flows of any suspect funds.
Foreign Companies	Money Laundering	3	Medium	The same considerations that apply to local companies also apply to foreign companies. Foreign companies may present somewhat greater exposure because they are more likely to engage in cross-border transactions and may have ownership and control structures located outside Fiji. However, FIU reports only one STR involving a foreign company during the past three years, and has confirmed that none of the ML cases referenced in the 2025 NRA involved foreign companies. There is therefore little specific evidence of misuse involving foreign companies. The high national ML risk context and the structural challenges associated with cross-border activity support a medium risk rating, while the limited

Legal Person	Risk Factor	Risk Rating	Confidence Level of Risk Rating	Key Factors
				entity-specific data supports a medium confidence level.
	Terrorist Financing	1	Medium	There is no evidence that foreign companies operating in Fiji use Fiji-generated funds for TF purposes. There is a theoretical elevated risk for foreign companies to engage in TF simply due to their likelihood to engage in cross-border transactions which are more difficult for Fiji regulators to trace. The 2025 NRA recognized this theoretical risk, stating: "Internal and transit threats remain low and stable, while incoming cross-border inflows are also low given their concentration in low-risk corridors. The outgoing potential threat is assessed as medium, with an upward trajectory." 2025 NRA, Section 4.1. However, this represents a theoretical vulnerability rather than evidence of actual TF misuse. The 2025 NRA assesses Fiji's overall TF risk as low, and the extremely small number of STRs involving foreign companies provides no basis for elevating the sector above low risk. The TF risk for foreign companies is therefore assessed as 1, with Medium confidence due to the limited entity-specific data.
Incorporated Charitable Trusts	Money Laundering	1	Medium	Most charitable trusts appear to operate on a small, community-based scale and present a low risk for ML. For larger trusts it is difficult to assess the true ML risks as there is limited transparency into their financial dealings. There is also little information available in the public domain regarding trusts and ML concerns. This Assessment acknowledges there could be a slightly elevated theoretical risk given: i) the lack of BO or financial transparency for trusts; and ii) the NRA finding that overall Fiji faces a high risk of ML activities. However, this has resulted in only a medium degree of confidence in this rating as opposed to elevating the risk rating.
	Terrorist Financing	1*	High*	There are no known links between Fiji legal persons and terrorist organisations, and the 2024 NPO

Legal Person	Risk Factor	Risk Rating	Confidence Level of Risk Rating	Key Factors
				Report found that the vast majority of Fiji NPOs have low risk of TF. *The 2024 NPO Report did find a small subset of 8 religious-based NPOs that presented a medium threat given their affiliation with NPOs in high-risk jurisdictions. For those 8 the risk rating could be “2” with a confidence level of “Medium.”
Co-operatives	Money Laundering	1	Medium	There is no specific information suggesting ML activities with co-operatives. Co-operatives have strong financial reporting obligations, with audited financials submitted to the Registrar annually. There are also internal social controls over how funds are expended. It is possible that those with controlling authority over a given co-operative may misuse funds, but this would primarily be a domestic fraud or theft concern and would not, without more, indicate broader ML activity. The 2025 NRA concluded that co-operatives present a low risk for ML.
	Terrorist Financing	1	High	There are no known links between Fiji legal persons and terrorist organisations. Further, co-operatives are local in nature, being made up of persons with shared economic interests. While a co-operative may sell goods overseas, they do not regularly send funds overseas. The audit requirements also weigh against funds being improperly diverted. The 2025 NRA concluded that overall Fiji has a low TR risk.
Credit Unions	Money Laundering	1	High	The 2025 NRA assesses the country’s overall money-laundering risk as high. However, credit unions are specifically assessed as low-risk, likely due to their limited product offerings, small transaction volumes, and low exposure to higher-risk typologies. Credit unions are member-focused institutions with restricted membership and are subject to annual audits, quarterly financial reporting, governance requirements and prudential supervision by RBF. The new Credit Unions Act contains some transparency gaps concerning beneficial ownership and nominee

Legal Person	Risk Factor	Risk Rating	Confidence Level of Risk Rating	Key Factors
				arrangements, but these do not outweigh the sector's limited activities and strong supervisory framework. Accordingly, the entity-level ML risk for credit unions remains low despite the high national risk context.
	Terrorist Financing	1	High	Credit unions serve local members. The 2025 NRA concluded that overall Fiji has a low TR risk.
Trade Unions	Money Laundering	1	Medium	There is no specific information suggesting ML activities with trade unions. The Employment Relations Promulgation 2007 requires audited financial reporting, annual officer information, internal membership records, and access by the Registrar to financial and membership information. The Registrar also has powers to require detailed certified accounts and to suspend or cancel registration for prescribed non-compliance. Although the Promulgation does not expressly require trade unions to identify all natural persons who exercise effective control, that transparency gap does not outweigh the sector's domestic, member-focused nature and strong governance and reporting framework. The ML risk is therefore assessed as low, with Medium confidence due to the limited information on actual misuse.
	Terrorist Financing	1	High	There are no known links between Fiji trade unions and terrorist organisations, and the 2025 NRA assesses Fiji's overall TF risk as low. Trade unions are domestically oriented, member-focused bodies with no cross-border fundraising and limited financial flows, and their funds may only be used for union purposes. These structural features strongly weigh against TF misuse, supporting a low-risk rating with high confidence

10.0 Assessment Conclusions

The money laundering (ML) risk associated with legal persons in Fiji varies by entity type. Companies and foreign companies present a moderate level of ML risk, which is influenced by Fiji's overall High ML risk and the remaining gaps in their ownership and control frameworks. By contrast, incorporated charitable trusts, co-operatives, trade unions and credit unions present a Low ML risk, largely because they tend to operate domestically and have structures that make certain types of misuse more difficult. A limited subset of incorporated charitable trusts presents a higher ML risk due to characteristics such as significant overseas affiliations or funding flows. TF is assessed as Low across all entity types, consistent with the NRA's assessment of Fiji's overall TF risk as Low.

Consistent themes for all entity types are the lack of a robust beneficial ownership or control transparency framework and the absence of clear provisions addressing nominee arrangements. Additionally, there is very limited information on investigations, prosecutions, and any connections between legal persons and suspicious transaction reports. These gaps do not establish that misuse is occurring, but they sometimes limit the confidence with which the extent and nature of the risk can be assessed, explaining why several of the confidence ratings sit at the Medium level.

The recommendations that follow therefore focus on strengthening ownership and control transparency, making better use of existing information, and applying proportionate, risk-based oversight. The most significant reforms concern companies and foreign companies, while reforms for other legal persons should reflect their lower assessed risk and particular structures.

11.0 Recommendations

This Section offers Recommendations for future actions to mitigate ML/TF risks identified in this Assessment. Some recommendations are directed towards individual entities, while others are aimed at improving the overall governance framework for legal persons.

Several recommendations, particularly those relating to beneficial ownership transparency, nominee arrangements, and centralised reporting, apply across multiple types of legal persons. These are not repeated in full in each subsection but should be understood as system-wide reforms that Fiji should undertake.

The MOJ is well positioned to implement many of the reforms listed below. However, this work relies on having adequate staff and budget to pursue appropriate investigatory and public outreach measures.[152]

11.1 Companies

The following are key actions for companies:

1. Fiji has enacted Regulations that define "beneficial ownership" and "beneficial ownership information" which help clarify the authority of the Registrar to seek beneficial ownership information from individual companies. FIU and LEAs should take advantage of this development by identifying companies suspected of financial wrongdoing with AML/CFT implications and requesting that the Registrar seek beneficial ownership information from those companies.

[152] Budget resource constraints are a significant issue for front-line agencies in Fiji, with many legitimate interests competing for the same resources.

2. Fiji should enact the amendments to the Companies Act that address transparency. The amendments should establish a comprehensive beneficial ownership framework that would include requiring all companies to identify, obtain and maintain current beneficial ownership information and to report that information to a central register. The amendments must also require disclosure of nominee directors and shareholders. A related amendment should require annual returns to be filed with MOJ and include enforcement provisions.

3. Subject to the Companies Act amendments, Fiji should implement a national BO register. The system should be scalable so as to be able to include other entity types over time.

4. The MOJ should move toward a more structured, risk-based approach to verification of company information. This would include proactive BO and shareholder spot-checks on higher-risk companies identified through objective risk indicators, including information provided by FIU and LEAs.

5. Fiji should undertake a targeted public outreach campaign to educate practitioners and the business community on the risks associated with ML/TF. This could be in conjunction with consultations on amending the Companies Act.

11.2 Foreign Companies

The recommendations for foreign companies largely follow those for local companies, but with a few additional considerations. The following are key actions for foreign companies:

1. Amendments to the Companies Act that address beneficial ownership and nominees should clearly and explicitly apply to foreign companies.

2. MOJ should increase scrutiny of foreign companies that present objective higher risk indicators. While the number of foreign companies is relatively small, their cross-border nature means that targeted inquiries can provide useful insights and, where appropriate, support further investigation by competent authorities.

11.3 Incorporated Charitable Trusts

The following are key actions for incorporated charitable trusts:

1. The Incorporated Charitable Trusts Act should be amended to include appropriate provisions that address persons who actually exercise control over the trust.

2. Trustee information should be updated in a timelier manner. Changes in trustees are currently only required to be notified on an annual return. These changes should be reported to the Registrar within a tighter timeframe such as 30 days from the date of change.

3. Record-keeping requirements should be made explicit. Records related to control transparency, trustee appointments and removals, and persons authorised to manage funds or assets should be retained. Financial records, including statements of assets and liabilities, and documentation of major donations or contributions should also be retained. These records should be kept for a number of years to be determined after consultations.

4. The Registrar of Trusts should be given more oversight authority. This could include the ability to undertake risk-based inquiries into the financial dealings of a trust and to compel production of records, including records related to control persons, when suspicions arise about how a trust is operating.

5. The Charitable Trusts Registrar should work to establish and maintain an online, publicly accessible register that indicates the trust name and key control persons

6. Proportionate sanctions must be included to enforce these new obligations.

11.4 Co-operatives

Co-operatives in Fiji are generally low-risk for ML/TF given their local membership model, but legislative gaps exist. Recommendations below prioritise proportionate, practical measures that preserve the co-operative purpose while addressing basic transparency and oversight issues.

1. The Co-operatives Act should be amended to include appropriate provisions that address persons who actually exercise control over the co-operative. This would need wide consultation to make certain any amendment to the law is practical and grounded in the co-operative setting.

2. Amendments should also address nominee arrangements.

3. The Co-operatives Registrar should work to establish and maintain an online, publicly accessible register. The register could present the following minimum data: co-operative name; registration number; registration date; principal officers; and registered address.

4. Any legislative amendments should include appropriate record-retention periods and proportionate sanctions for non-compliance.

5. The Registrar should provide capacity-building for co-operative members and stakeholders on the risks of ML/TF and offer practical steps to combat misappropriation of funds. This could include practical guidance on governance, record-keeping, and identifying potential misuse of funds.

11.5 Credit Unions

From an AML perspective, credit unions present a relatively strong governance and record-keeping framework for a small mutual entity, but there are still improvements that can be made to address transparency gaps.

1. The legal framework for credit unions should be enhanced to include appropriate provisions that address persons who actually exercise control over credit unions. This might require amendments to the Act or RBF may have sufficient regulatory and supervisory authority to address the issue via regulations.

2. The legal framework should also address nominee arrangements.

3. RBF should work to make appropriate information about credit unions available on a public website. The information could include credit union name, registration number, registration date, principal officers, and registered address. RBF has indicated its intention to complete this task.

4. The RBF should provide capacity-building for credit union boards and officers on the risks of ML/TF. This could include practical guidance on governance, record-keeping, and identifying potential misuse of funds.

11.6 Trade Unions

1. Consider updating the legal framework to include appropriate provisions that address persons who actually exercise control over trade unions. Consultations should be undertaken to determine whether the Act should be amended to require trade unions to maintain information on the natural persons who exercise effective control over the union, its funds, property, or financial decision-making.

2. Targeted outreach to trade union boards on ML/TF risks is needed to raise awareness of risks and to obtain feedback on any proposed changes to the Act.

11.7 Legal Persons as embedded in the financial system

Fiji holds aggregate statistics on suspicious transaction reports, but the information is not currently categorized in a manner that permits robust analysis of the types of legal persons associated with STRs and how those legal persons may be misused. This limits Fiji's ability to develop legal-person-specific typologies and to identify entities warranting further inquiry.

Over the medium term, FIU should enhance the STR reporting framework so as to be able to report on the type of legal persons associated with STRs and identify legal persons with multiple STRs. FIU should use this information to support targeted inquiries by the Registrar under Regulation 11 and, where appropriate, investigation by other competent authorities.

11.8 Conclusion

The reforms recommended in this Assessment should be implemented in a sequenced and proportionate manner. The immediate priority is to strengthen the transparency framework for companies and foreign companies, where the most significant gaps remain. Reforms for other legal persons should be tailored to their structures and lower assessed risks, with an emphasis on identifying persons who exercise control, maintaining reliable records, and ensuring that competent authorities can obtain relevant information when needed.

Annex 1: Company Formation Data Points

All Data Points Required to register various company types in Fiji

1. Information Required for *All* Companies (Private & Public)

These are mandatory under the Companies Act 2015 for every company type.

A. Proposed Company Details

- Company name (with reservation confirmation)
- Company type (private/public; limited by shares/guarantee/hybrid)
- Registered office address in Fiji
- Principal place of business (if different)
- Nature of business / business activity classification

B. Share Structure (for companies limited by shares)

- Total number of shares issued at formation
- Classes of shares (if more than one)
- Rights attached to each class
- Consideration for shares (cash/non-cash)
- Share allotment schedule

C. Members / Shareholders

For each initial member:

- Full legal name
- Residential address
- Email and phone
- Number and class of shares held
- Beneficial ownership declaration if different from legal owner. *[However, in the absence of statutory definitions for "beneficial owner" this is unreliable]*
- Nationality and date of birth (ROC requires these fields in DigitalFiji)

D. Directors

For each director:

- Full legal name
- Residential address
- Email and phone
- Date and place of birth
- Nationality
- Consent to act as director
- Details of any disqualification (mandatory declaration)

E. Secretary (mandatory for public companies; optional for private)

- Full legal name
- Residential address
- Consent to act

F. Registered Office & Records

- Address where records will be kept

- Confirmation of access hours

G. Constitution (optional for private; mandatory if modifying replaceable rules)

- Upload of constitution if adopted
- Member resolution adopting it

2. Additional Information Required *Only for Public Companies*

Public companies must provide everything above **plus**:

A. Enhanced Governance Disclosures

- Company secretary details (mandatory)
- Statement that the company will comply with continuous disclosure obligations (if listed)
- Public prospectus or information memorandum (if raising capital from the public)

B. Minimum Director Requirements

- At least three directors, two ordinarily resident in Fiji
- Confirmation of residency status

C. Share Issuance & Capital Raising

- Detailed share class rights suitable for public offering
- Disclosure of any restrictions on transfer (rare for public companies)

D. Auditor Appointment

- Name and consent of auditor (mandatory for public companies)
- Auditor's registered address

E. Additional ROC Filings

- Public company statutory declaration confirming compliance with Part 5 of the Act
- Additional financial reporting obligations acknowledged

Annex 2: Supplementary Case Material: Broader Risk Indicators

Case Study 2: Incorporation of a Media Entity Associated with Elevated Organized Crime Risk Indicators

Duavata Broadcasting Company Pte Ltd was incorporated in Fiji in 2017.[153] Company registry records show that the company was established with the involvement of Zhao Fugang, a businessman active in Fiji's hospitality and property sectors, together with his legal adviser and another local business associate. The company was registered to the address of the Yue Lai Hotel in Suva, a property owned by Zhao.

Australian law-enforcement and criminal intelligence agencies identified Zhao Fugang as a suspected senior organised crime figure, allegedly linked to drug trafficking, human

[153] OCRP, Top Australian Criminal Target Zhao Involved in Fiji Media Startup | OCCRP (last accessed 29 January 2026).

trafficking, and money laundering activities in the Pacific region.[154] Additionally, Australian criminal intelligence reportedly classified Zhao as a Priority Organisation Target.[155] Notwithstanding these risk indicators, Zhao continued to operate registered legal persons in Fiji, spanning the hospitality, property, and media sectors.

There have been no specific allegations of ML/TF activities by companies owned by Zhao. Instead, this case illustrates how a high-risk foreign national—identified by external criminal-intelligence agencies as having alleged links to transnational organised crime—was able to establish and operate multiple incorporated entities in Fiji across multiple sectors without evidence of enhanced scrutiny being applied. The ability of a foreign individual with serious external intelligence flags to maintain a broad commercial footprint and cultivate social and official connections demonstrates gaps in the operational use of relevant risk information. The case highlights the need for competent authorities to integrate foreign intelligence indicators into a risk-based assessment of foreign nationals doing business in Fiji. It also underscores the importance of ensuring that competent authorities have timely access to adequate, accurate, and current beneficial ownership information to assess and respond to such risks.

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[154] The Sydney Morning Herald, China's Pacific presence: Zhao Fugang's influence inside Fiji (last accessed 29 January 2026). The article states: "Confidential reports created by two federal security agencies and sighted by this masthead allege Zhao is a senior member of a crime network facilitating 'large illicit drug shipments' to Australia."

[155] The Age, China's Pacific presence: Zhao Fugang's influence inside Fiji (last accessed 29 January 2026).

Annex 3: Money Crimes Court Cases

Case 1: *State v Saqanavere* [2016] FJHC 176 (18 March 2016)

In *State v Saqanavere* [2016] FJHC 176 (18 March 2016), three defendants stole FJD639,000 from the iTaukei Land Trust Board (TLTB), an institution responsible for managing native land and lease payments for the benefit of iTaukei landowners. Together with an unnamed distribution clerk, the three defendants engaged in a coordinated scheme, tampering with the computer system, creating fraudulent cheques, and channeling the stolen funds through multiple bank accounts for personal use. The High Court found all three guilty of five counts of money laundering.

Case 2: State v Arora - High Court of Fiji, Judge Temo, 17 February 2012

Between January 2006 and May 2007, Defendant, an employee of a local Fiji company, engaged in a series of fraudulent activities that involved cashing thirty-six forged cheques and withdrawing a total of FJD 472,466.47. Evidence suggested that the defendant had falsified invoices and payment vouchers and had hidden the proceeds from the authorities. Defendant was charged with money laundering under section 69(3)(b) of the *Proceeds of Crime Act* 1997 and with corrupt practices under section 376 of the *Penal Code*. The defendant was sentenced seven years' imprisonment.

Case 3: State v Vikash Prakash Mehta [2015] (Magistrates Court, Suva, 21 April 2015)

The defendant was convicted in Fiji of multiple offences of money laundering arising from his conduct as an employee of ANZ Bank. Internal audit checks revealed significant discrepancies in bank accounts under his control, triggering an investigation which established that the defendant had stolen and laundered a total of FJD 356,702.36 from the bank's suspense accounts through unauthorized transfers and withdrawals. The scheme involved convincing third-party account holders to permit transfers of stolen funds into their accounts, from which cash was then withdrawn and returned to him for his personal benefit. The defendant was sentenced to 8 years imprisonment.

Case 4: State v Shyam (High Court of Fiji, Judge Madigan, 14 October 2013)

Defendant, an employee of the Fiji Revenue and Customs Authority (FRCA), was convicted of money laundering involving FJD 349,870.63. Between March 2008 and September 2010, the defendant developed a scheme whereby he obtained friends' bank account details to channel fraudulent tax refunds into those accounts. The cash was then withdrawn and handed over to him for personal use. One of the unwitting accomplices eventually reported the scheme to the authorities, prompting an investigation. Defendant was sentenced to 12 years' imprisonment.

Case 5: State v Anand Kumar Prasad and others [2011] HCF Crim Case 24/2010[156]

An organized group of six individuals conspired to defraud a local Fiji resort company by misappropriating a total of FJD 936,957.09. The defendants included the resort's accountant and his relatives, a bank employee, and others. The main perpetrator forged 84 cheques totaling FJD 840,000 by forging the owner's signature, altering payee names and amounts with falsified approvals. Another defendant, a bank employee, facilitated certain aspects of the scheme by unlawfully lifting stop orders on cheques and processing a forged remittance request. The stolen funds were used to purchase property and luxury vehicles. All

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State v Anand Kumar Prasad and others [2011] HCF Crim Case 24/2010, High Court of Fiji, Lautoka, Criminal Jurisdiction, 19 April 2011.

defendants were convicted of conspiracy to commit a felony, forgery, uttering forged documents, obtaining money by virtue of forged documents, causing payment by virtue of forged documents, and money laundering.

Case 6: Nawin Avikash Dewan v The State - High Court of Fiji, Appellate Jurisdiction, Criminal Appeal No HAA 042 of 2020, 13 December 2024

This was an appeal of a conviction for money laundering arising from an alleged unauthorized transfer of USD 119,980 while the appellant was employed as an accountant with a firm in Laos, where his duties included assisting the main accountant. The State alleged that the appellant falsified contractual documents and bank remittance advices and caused company funds to be transferred without authority to Fiji. However, the funds never actually reached Fiji. The appeals court found that as the defendant never received, controlled, or benefited from the funds, which remained outside Fiji, the conviction must be overturned.

Annex 4: Civil Society Responses

Civil Society Questionnaire Responses

#	Question	Indicative Responses
1	How effective is Fiji's current legal and regulatory framework in overseeing incorporated entities? Consider differences in legal frameworks, registers, and practical oversight.	**Law Firm 1** Fiji's legal framework for incorporated entities has improved significantly, particularly with the introduction of the Companies Act 2015 and the establishment of the online Companies Registration. Oversight is generally adequate for large and public companies, particularly those listed on the securities exchange. However, some gaps remain: • Private companies are less strictly monitored in practice, even though the legislation provides mechanisms for transparency. • Co-operatives and charitable boards have limited ongoing oversight once registered. • While the legal framework is strong, practical enforcement and monitoring are inconsistent due to resource constraints within the Registrar of Companies and other regulatory bodies. Overall, the legal framework is sound, but practical compliance checks and verification are sometimes lacking, creating potential vulnerabilities for misuse. **Law Firm 2** The regulatory framework is too tedious to ensure full compliance. It would be ideal for a small South Pacific country to have a simpler Companies Act and Regulations for compliance purposes. The legal framework is present but in the event of issues the institutions freeze up with the solution being to apply to Court for relief which is a lengthy and costly process and may result in a company being run to the ground in the meantime. The Registrar of Companies should be permitted to exercise more discretion in making any changes to the register that the Register finds ought to be made. I think there should be more capacity built at the Registrar of Companies Office allowing for compliance to be achieved and decisions made on matters on a timely manner.

#	Question	Indicative Responses
		Law Firm 3 Previously there were many challenges when searching for incorporated Companies as such searches were conducted manually and there have been instances where the Company files were not fully updated which resulted in us not getting full/correct/proper information. Now that Company records are filed online and searches can also be done online, it has made searches easy and efficient. However, the Companies office need to ensure that each and every Company comply with their filing obligations as and when required so that the Company records are up to date and correct at the time of search.
2	Are there any specific instances from your practice (or research) where the law under which each these incorporated entities operates poses challenges relating to potential money laundering or terrorist financing?	**Law Firm 1** In practice, I have observed cases where complex ownership structures were used in private companies, including multiple layers of local and foreign shareholders. This makes it difficult to identify beneficial ownership. For example: • Some companies list local nominees as directors or shareholders while the ultimate beneficial owner is a foreign national. • Trusts or layered corporate structures are occasionally used to obscure ownership and control. • There are various instances where one can register shelf companies for money laundering or ulterior purposes without actually operating the company. **Law Firm 2** Dummy shareholders and directors used to facilitate company operations. Where shareholders are overseas entities there appears to be limited review on the individuals who actually comprise the overseas entities. **Law Firm 3** There is a requirement under the Companies Act that each and every Company registered in Fiji should have a local Director. We have come across few instances where this requirement is not met and where the Company Director/Directors are overseas citizens and there are no local Directors. In some cases, our clients have had financial transactions with these Companies who had failed to pay monies to our clients. Upon searching those Companies, we find that the

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		shareholders and Directors of the Company are all overseas and we do not have any recourse against them as they are not in the jurisdiction. It appears that the Directors had shifted monies overseas with no intention of paying our clients. Therefore, this requirement needs to be looked into to ensure strict compliance.
3	Which key risks did these cases reveal, and how did local conditions (such as the business sector of the entity or regional location in which they were operating) influence these risks?	**Law Firm 1** Low visibility of financial activity in rural-based co-operatives and charitable entities. High reliance on nominee directors and shareholders, which can obscure beneficial ownership. **Law Firm 2** Risks are that persons who may not ordinarily be permitted to do business may be able to do so by hiding behind arrangements with individuals who are recorded on paper for registration purposes. **Law Firm 3** No answer.
4	What particular vulnerabilities or emerging risks that might relate to money laundering or terrorist financing are associated with legal entities in Fiji?	**Law Firm 1** Use of corporate shells with no active business to move funds. Informal accounting practices and “off-the-books” transactions. Increasing involvement of foreign entities using Fijian companies for cross-border transactions without sufficient disclosure. **Law Firm 2** Cash dealings, dummy invoices where goods aren’t delivered or services not provided, or inflating value of services provided are all examples that we come across from time to time **Law Firm 3** No answer
5	Are there any specific indicators or “red flags” (like corporate shells) that you have experienced when dealing with any of	**Law Firm 1** Frequent changes in directors or shareholders within a short period.

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	these incorporated entities that caused you to question their legitimacy?	Transactions inconsistent with the size or scope of the company's stated business. Use of local nominees for foreign owners, particularly when paired with cross-border transactions. **Law Firm 2** Yes, red flags arise where persons do not want to go through formal channels but would rather deal with/through informal consultants and other third parties **Law Firm 3** No answer
6	Considering Fiji's legal and economic landscape, what safeguards should be integrated into legal entity registration and monitoring processes to prevent their misuse for money laundering or terrorist financing?	**Law Firm 1** Mandatory disclosure of beneficial ownership for all companies, including nominees. Regular verification of company records by the Registrar. Mandatory annual confirmation of active directors and shareholders. More regular audits and inspections by RBF of transactions. **Law Firm 2** Harsh, strict penalties against any person allowing their names to be used for the benefit of a third person. More due diligence at registration phase however the ROC needs to balance this with being able to timely turn over registrations and other processes. **Law Firm 3** We are extremely cautious to ensure that our clients are creditworthy and of good standing to minimize any risk of money laundering or terrorist financing. Further, we accept instructions from overseas agencies with good and clean track record who always do their due diligence to avoid dealing with clients who may be involved in money laundering or terrorist financing.
7	What local data sources (e.g., public registries, proprietary databases, or other	**Law Firm 1** Online Companies Register (Registrar of Companies)

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	governmental records) do you find most reliable? Do you often use these databases?	Fiji Revenue and Customs Service records Bank-required company documentation for transactions **Law Firm 2** Governmental records such as those held by the ROC, ROT and the ROD are the ones we rely on the most. **Law Firm 3** We mostly deal with local commercial Banks, Companies Office, FRCS and Reserve Bank of Fiji when undertaking any financial transactions to ensure that if there are any suspicious transactions these can be red flag by these institutions.
8	How do you use the information that is available from these sources? Are they sufficient for your business (research)?	**Law Firm 1** Confirm company registration, directors, shareholders, and compliance with statutory filings. Perform due diligence for advisory and research purposes. Generally, the information is sufficient for compliance checks but may not capture the full picture of beneficial ownership. **Law Firm 2** For due diligence, transactional and litigation and advisory work. **Law Firm 3** Yes, usually they are sufficient.
9	What additional disclosure or verification measures would you recommend for ensuring that information on the registers for all incorporated entities in Fiji remains current and accurate?	**Law Firm 1** Require disclosure of beneficial owners for all types of incorporated entities, not just public companies. Introduce periodic audits of private companies and co-operatives. **Law Firm 2** Compulsory review and update of data every 12 months or risk of suspension or fines. Reminders should be sent to entities 3,2,1 month before the time when an update is due. **Law Firm 3**

#	Question	Indicative Responses
		All regulatory bodies including Companies Office, FRCS and RBF to ensure that each and every Company/entity are fully compliant with their reporting and filing obligations.
10	Do you have any need for “beneficial ownership” information in your work?	**Law Firm 1** Yes, identifying beneficial owners is critical to ensure transparency, prevent misuse for ML/TF, and meet FATF Recommendation 24 requirements **Law Firm 2** Yes **Law Firm 3** Yes. We have come across cases where properties/shares are held in trust for a beneficiary. We always ensure that we have full details of the Trustee and the Beneficiary to ensure that such transaction is not for money laundering or terrorist financing purposes.
11	Have you ever had a case where you encountered a beneficial owner of a Fiji incorporated entity?	**Law Firm 1** No, I have not **Law Firm 2** Every Fiji incorporated entity would have beneficial owners **Law Firm 3** We have had cases where some of the shares in Fiji incorporated Company are held for the benefit of family members or under Wills. These are not design for money laundering or terrorist financing purposes.
12	What types of training or capacity-building initiatives do you believe are most crucial for local professionals (lawyers, accountants, academics) in effectively forming, administering and researching the money laundering and terrorist financing risks that might be	**Law Firm 1** Training for lawyers, accountants, and compliance officers on AML/CFT compliance and beneficial ownership. Workshops for company directors on obligations under the Companies Act and FATF standards. Development of risk assessment tools for identifying suspicious corporate activity **Law Firm 2**

#	Question	Indicative Responses
	posed by incorporated entities?	How the ROC online system works, what checks should be undertaken to avoid ML activities and who the contact persons are for advisory purposes at ROC. **Law Firm 3** There should be regular sessions with Stakeholders for general discussions and to provide updates on how the other countries are dealing with money laundering and terrorist financing cases
13	Do you have any additional comments, suggestions, or recommendations that would help strengthen Fiji's legal framework in line with FATF Recommendation 24? [Which was previously defined]	**Law Firm 1** The Companies Act has various provisos that need to be properly implemented and practiced to unleash its full potential. There needs to be more training on operational provisions of the Companies Act. Lawyers dealing with Company share transfer and advise need to be guided more and to be well aware of the provisions of the companies act in detail to understand how this operates to be able to properly advise clients. Strengthen the legal requirement for full disclosure of beneficial owners for all incorporated entities. **Law Firm 2** Have compulsory disclosure obligations – make this stronger where they exist and having a risk awareness seminar explaining the risks of dummy shareholder/director arrangements. Beneficial ownership information where the shareholder recorded is not the beneficial owner would also be important. **Law Firm 3** Not at the moment