

**Notification letter for pre-marketing to potential professional investors in the European Union**

for the purpose of notifying pre-marketing arrangements:

* by Luxembourg authorised alternative investment fund managers (“AIFMs”) pursuant to Article 30a of AIFM Directive 2011/61/EU (the “AIFMD”) as transposed by Article 28-1 of the Luxembourg law of 12 July 2013 on alternative investment fund managers (the “AIFM Law”);
* by Luxembourg managers of qualifying venture capital funds (“EuVECA managers”) pursuant to Article 4a of Regulation (EU) n° 345/2013 on European venture capital funds (the “EuVECA Regulation”);
* by Luxembourg managers of qualifying social entrepreneurship funds (“EuSEF managers”) pursuant to Article 4a of Regulation (EU) n° 346/2013 on European social entrepreneurship funds (the “EuSEF Regulation”).

The AIFM/EuVECA manager/EuSEF manager hereby confirms that the pre-marketing to professional investors is taking or has taken place in conformity with the conditions under (*please tick the appropriate box*):

[ ]  Article 30a of the AIFMD (Article 28-1 of the AIFM Law)

[ ]  Article 4a of the EuSEF Regulation

[ ]  Article 4a of the EuVECA Regulation

Member State(s) in which pre-marketing to professional investors is taking or has taken place:

Period during which pre-marketing is taking place or has taken place[[1]](#footnote-1):

Name of the AIFM/EuVECA manager/EuSEF manager:

Address and registered office/domicile if different from address:

Details of AIFMs/EuVECA manager’s/EuSEF manager’s website:

Details of contact person at the AIFM/EuSEF manager/EuVECA manager:

Name:

Position:

Telephone number:

E-mail address:

Name of third party engaging in pre-marketing on behalf of the AIFM/EuSEF manager/EuVECA manager, if applicable:

Address and registered office/domicile of the third party (if different from address):

Details of the third party’s website:

Details of third party’s contact person:

Name:

Position:

Telephone number:

E-mail address:

The third party acting on behalf of the AIFM/EuVECA manager/EuSEF manager is authorized as (*please tick the appropriate box*):

[ ]  an investment firm in accordance with Directive 2014/65/EU;

[ ]  a credit institution in accordance with Directive 2013/36/EU;

[ ]  a UCITS management company in accordance with Directive 2009/65/EC;

[ ]  an authorised AIFM in accordance with the AIFMD;

[ ]  a tied agent in accordance with Directive 2014/65/EU.

Description of the pre-marketing information provided[[2]](#footnote-2):

Name of the AIF:

Constitution date of the AIF, if constituted:

AIF’s home Member State or home country:

Legal form of the AIF (*please tick the appropriate box*):

[ ]  common fund

[ ]  investment company

[ ]  other (please specify):

Does the AIF have compartments?

Yes [ ]  No [ ]

AIF/compartments have to complete the following table

|  |  |  |  |
| --- | --- | --- | --- |
| Name of the compartment to be pre-marketed | Is the compartment already constituted? | Code number, if available(AIF / compartment e.g. XNNNN / CCC) | AIFs/Compartment’s investment strategy[[3]](#footnote-3) |
|  |  |  |  |

The AIFM/EuVECA manager/ EuSEF manager hereby confirms that it shall ensure that potential investors in the relevant Member State do not acquire units or shares in the relevant AIF or the compartment(s) through this pre-marketing and that the investors contacted as part of this pre-marketing may only acquire units or shares in that AIF or that compartment through marketing permitted under the marketing rules provided by the AIFMD, the EuVECA Regulation and the EuSEF Regulation.

Yes [ ]  No [ ]

The CSSF reminds that any subscription by professional investors in the relevant Member State (including those subscribing at their own initiative and including those which have not been approached during the pre-marketing phase), within 18 months of the AIFM/EuVECA manager/EuSEF manager having begun pre-marketing, to units or shares of the AIF or the compartment(s) referred to in the information provided in this letter, or of an AIF or compartment established as a result of this pre-marketing, shall be considered to be the result of marketing and shall be subject to the applicable notification procedures referred to in the AIFMD, the EuVECA Regulation or the EuSEF Regulation.

**Declaration**

I hereby confirm (i) that the information provided in this notification letter contains all the relevant information as required by the applicable legislation, (ii) that the information in this form is accurate and complete to the best of my knowledge and belief and (iii) that I am authorized to sign on behalf of the AIFM/EuVECA manager/EuSEF manager:

Yes [ ]  No [ ]

|  |  |
| --- | --- |
| Signature: | Date:  |
| Name:  | First name:  |
| Company:  | Position:  |
| Phone:  | E-mail address: |

1. The pre-marketing period indicated in this section should be the same for all the Member States mentioned in this document. In case of different pre-marketing dates per Member State a separate notification letter should be provided. [↑](#footnote-ref-1)
2. Including information on the investment strategies presented. [↑](#footnote-ref-2)
3. Please provide the specific investment strategy provided by the AIF/compartment. [↑](#footnote-ref-3)