Repealed by Circular CSSF 25/894

In case of discrepancies between the French and the English text, the French text shall prevail.

Luxembourg, 5 May 2015

To all alternative investment fund managers subject to the Law of 12 July 2013 on alternative investment fund managers

CIRCULAR CSSF 15/612

Re: **Information to be submitted to the CSSF in relation to unregulated alternative investment funds (established in Luxembourg, in another Member State of the European Union or in a third country) and/or regulated alternative investment funds established in a third country**

Ladies and Gentlemen,

This Circular is applicable to alternative investment fund managers ("AIFMs") which have been registered within the meaning of Article 3 of the Law of 12 July 2013 on alternative investment fund managers (the "Law")[1] and to AIFMs which have been authorised within the meaning of Article 5 of the Law[2]. Its object is the transmission of information to the CSSF for each

[1] Art. 3(3) of the Law: "The AIFMs referred to in paragraph (2) must (…) be registered with the CSSF". These managers are "a) AIFMs established in Luxembourg which either directly or indirectly, through a company with which the AIFM is linked by common management or control, or by a substantive direct or indirect holding, manage portfolios of AIFs whose assets under management, including any assets acquired through use of leverage, in total do not exceed a total threshold of EUR 100,000,000; or b) AIFMs established in Luxembourg which either directly or indirectly, through a company with which the AIFM is linked by common management or control, or by a substantive direct or indirect holding, manage portfolios of AIFs whose assets under management in total do not exceed a threshold of EUR 500,000,000 when the portfolios of AIFs consist of AIFs that are unleveraged and have no redemption rights exercisable during a period five years following the date of initial investment in each AIF.".

[2] Art. 5(1) of the Law: "(1) No person referred to in Article 2(1) may exercise in Luxembourg the activity of AIFM responsible for the management of AIFs unless it is authorised in accordance with this Chapter." Article 2(1) provides that the Law shall apply "to every legal person governed by Luxembourg law, the regular business of which is to manage one or more AIFs irrespective of whether these AIFs are AIFs established in Luxembourg, AIFs established in another Member State of the European Union or AIFs established in third countries, the AIF belongs to the open-ended or closed-ended type and whatever the legal form of the AIF or the legal structure of the AIFM.".

Luxembourg AIFM which has been registered or authorised when it begins to manage an additional alternative investment fund ("AIF") in the case where this AIF is either an unregulated AIF or a regulated AIF established in a third country[3].

It does not apply to regulated AIFs established in another Member State of the European Union and managed by a Luxembourg AIFM given that this AIFM is required to communicate the said information to the CSSF as part of the notification procedure as defined in Article 32 of the Law.

1. Context

The CSSF in its capacity as competent authority in respect of the supervision of AIFMs must be in a position to know exhaustively and at any time all the AIFs managed by AIFMs established in Luxembourg. However, it transpires that the obligations relating to the transmission of information as defined in the Law (Article 22, paragraphs 2 to 5, for authorised AIFMs) and in Commission Delegated Regulation (EU) No 231/2013 of 19 December 2012 (Article 5(5) for registered AIFs) do not always allow the CSSF to have an up-to-date global overview of the AIFs managed by these AIFMs. This is notably the case when AIFMs established in Luxembourg begin to manage unregulated AIFs or regulated AIFs established in a third country.

Furthermore, the CSSF must, at least on a quarterly basis, communicate to the European Securities and Markets Authority ("ESMA") the list of all AIFs managed by AIFMs established in Luxembourg as well as additional information relating to the management and the marketing of these AIFs in order to keep the European register of AIFMs up to date.

2. Definitions

2.1. "Unregulated AIF"

An unregulated AIF should be understood as an AIF which is not subject to prior authorisation and/or prudential supervision by a supervisory authority. These AIFs may be established in Luxembourg, in another Member State of the European Union or in a third country.

2.2. "Additional AIF"

Any unregulated AIF and any regulated AIF established in a third country which has not been notified to the CSSF either during the review of the AIFM's authorisation or registration file or during an update of the said file qualifies as an additional AIF.

In addition, in the case where an AIF comprises several compartments, the obligations in respect of information are applicable at the level of each new compartment of the AIF.

[3] See definitions of "additional AIF", "unregulated AIF" and "AIF regulated in a third country" under point 2 below.

2.3. "AIF regulated in a third country"

Any AIF which is subject to prior authorisation and/or prudential supervision by a supervisory authority in a country outside the European Union is to be considered as an AIF regulated in a third country.

3. Information to be transmitted to the CSSF

In order to enable the CSSF to have up-to-date information, the AIFMs must complete the form in Annex I (a or b) for each additional AIF which they undertake to manage.

The form to be used for this purpose is:

- Appendix Circular CSSF 15/612 – Information to be provided by a Luxembourg AIFM which manages unregulated AIFs (established in Luxembourg, in another EU Member State or in a third country) and/or regulated AIFs established in a third country (AIF without compartments) – CSSF if the AIF does not have multiple compartments
- Appendix Circular CSSF 15/612 – Information to be provided by a Luxembourg AIFM which manages unregulated AIFs (established in Luxembourg, in another EU Member State or in a third country) and/or regulated AIFs established in a third country (AIF with multiple compartments) – CSSF if the AIF has multiple compartments

The form, together with the additional documents, must be transmitted by email to the following address only: aifm@cssf.lu.

Furthermore, AIFMs must also inform the CSSF as soon as they cease to manage an unregulated AIFM or a regulated AIF established in a third country. This information must also be sent by email only to the address aifm@cssf.lu using the form in Annex II.

4. Period for transmitting the information

The additional information must be submitted to the CSSF within 10 working days following the date at which the AIFM concerned begins to manage an additional AIF. It should be noted that the CSSF considers that an AIFM takes on the role of manager at the latest at the date of the signing, or at the effective date of the management agreement appointing the AIFM as the manager of the additional AIF concerned, it being understood that the additional AIF may not yet have been launched.

In the event of the termination of the management mandate for the AIF referred to in this Circular, the AIFM must inform the CSSF of this termination within a period of ten working days.

Please address any question concerning this Circular by email only to the following address: aifm@cssf.lu.

Yours faithfully,

COMMISSION for the SUPERVISION of the FINANCIAL SECTOR

Claude SIMON	Andrée BILLON	Simone DELCOURT	Jean GUILL
Directeur	Directeur	Directeur	Directeur général

Annex 1: Form I.a

Information to be provided by a Luxembourg AIFM which manages an unregulated AIF or a regulated AIF established in a third country (AIF without compartments):

1) Information on the AIFM and the AIF:

1	CSSF code of the AIFM	Y	A
2	Name of the AIFM	Y	
3	Name of the AIF	Y	
4	Nationality of the AIF	Y	
5	National code of the AIF	N	
6	LEI code of the AIF	N	
7	Date of establishment of the AIF	Y	
8	Address of the AIF	Y	
9	Regulated AIF	Y	
10	Name and address of the supervisory authority		
11	Reference currency of the AIF	Y	
12	Name and address of the depositary bank	Y	
13	Type(s) of unit (share(s)) (National code, ISIN code, name of the type of unit/share)	Y	
14	Date from which the AIFM manages the AIF (in the format DD/MM/YYYY)	Y	
15	Countries in which the AIF is marketed to professional investors	Y	
16	Strategy of the AIF	Y	Tick one strategy only in the table at the end of this Annex.

Instructions for filling in the information required in the various fields which are contained in the preceding table:

- With the exception of item 10 which must only be filled in in the case of a regulated AIF, all the fields in the right-hand column of the preceding table must be filled in if the field is preceded

by the letter "Y" in the previous column. The fields which are preceded by the letter "N" must be filled in when the information is available.

- Item 1: The CSSF code of the AIFM is the identifier which the CSSF has attributed to the AIFM. It is made up of the letter A and eight numbers. The CSSF code of the AIF may be consulted on the CSSF's website under the following URL: https://searchentities.apps.cssf.lu/search-entities/search?lng=en.
- Item 5: The national code refers to the code which the supervisory authority has attributed to the AIF when it is supervised. If the AIF is not regulated, it is necessary to indicate the registration number or other similar number. For unregulated Luxembourg AIFs, the trade and companies register number must be indicated.
- Item 16: It is necessary to indicate the strategy which best describes the strategy applied by the AIF. The strategies appearing in the table at the end of this Annex are the 35 strategies provided for in Annex IV of Commission Delegated Regulation (EU) No 231/2013 of 19 December 2012 and which have been included in table 3 of Annex II of ESMA's final report on reporting obligations under Articles 3(3)(d) and 24(1), (2) and (4) of the AIFMD (revised document ESMA/2013/1339 of 15/11/2013). For practical purposes, the strategies, their abbreviations and their types of corresponding AIFs appear […] at the end of this document. As a reminder, it is mandatory to choose only one strategy (place a cross in the last column of this strategy).

2) Information on the master AIF, if the AIF is a feeder AIF:

If the AIF is a feeder AIF, the following information on the master AIF must be filled in:

17	Name of the master AIF	Y	
18	Nationality of the master AIF	Y	
19	National code of the master AIF	N	
20	LEI code of the master AIF	N	
21	Date of establishment of the master AIF	Y	
22	Address of the master AIF	Y	
23	Name of the AIFM of the master AIF	Y	

In addition to the form, the following documents must be submitted:

1) the most recent version of the articles of incorporation, if the CSSF is not in possession of it;
2) an offering document, if such document exists;
3) the most recent annual report of the AIF ("annual accounts") in the event that such a report has already been prepared.

The Ia form is to be sent together with the documents listed above to the following email address **only**: aifm@cssf.lu.

AIF strategies:				
AIF type code	AIF type label	AIF strategy code	AIF strategy label	AIF type – strategy of the AIF
HFND	Hedge fund strategies	EQTY_LGBS	Equity: Long Bias	hedge fund – equity: long bias
HFND	Hedge fund strategies	EQTY_LGST	Equity: Long/Short	hedge fund – equity: long/short (selection strategy)
HFND	Hedge fund strategies	EQTY_MTNL	Equity: Market neutral	hedge fund – equity: market neutral (position strategy)
HFND	Hedge fund strategies	EQTY_STBS	Equity: Short Bias	hedge fund – equity: short bias
HFND	Hedge fund strategies	RELV_FXIA	Relative Value: Fixed Income Arbitrage	hedge fund – relative value: fixed income arbitrage
HFND	Hedge fund strategies	RELV_CBAR	Relative Value: Convertible Bond Arbitrage	hedge fund – relative value: convertible bond arbitrage
HFND	Hedge fund strategies	RELV_VLAR	Relative Value: Volatility Arbitrage	hedge fund – relative value: volatility arbitrage
HFND	Hedge fund strategies	EVDR_DSRS	Event Driven: Distressed/Restructuring	hedge fund – event driven: distressed/restructuring
HFND	Hedge fund strategies	EVDR_RAMA	Event Driven: Risk Arbitrage/Merger Arbitrage	hedge fund – event driven: risk arbitrage/merger arbitrage
HFND	Hedge fund strategies	EVDR_EYSS	Event Driven: Equity Special Situations	hedge fund – event driven: equity special situations
HFND	Hedge fund strategies	CRED_LGST	Credit Long/Short	hedge fund – credit: long/short (selection strategy)
HFND	Hedge fund strategies	CRED_ABLG	Credit Asset Based Lending	hedge fund – credit: asset based lending
HFND	Hedge fund strategies	MACR_MACR	Macro	hedge fund – macro
HFND	Hedge fund strategies	MANF_CTAF	Managed Futures/CTA: Fundamental	hedge fund – managed futures/CTA: fundamental
HFND	Hedge fund strategies	MANF_CTAQ	Managed Futures/CTA: Quantitative	hedge fund – managed futures/CTA: quantitative
HFND	Hedge fund strategies	MULT_HFND	Multi-strategy hedge fund	hedge fund – multi-strategy
HFND	Hedge fund strategies	OTHR_HFND	Other hedge fund strategy	hedge fund – other type of strategy
PEQF	Private equity strategies	VENT_CAPL	Venture Capital	private equity – venture capital
PEQF	Private equity strategies	GRTH_CAPL	Growth Capital	private equity – growth capital
PEQF	Private equity strategies	MZNE_CAPL	Mezzanine Capital	private equity – mezzanine capital
PEQF	Private equity strategies	MULT_PEQF	Multi-strategy private equity fund	private equity – multi-strategy
PEQF	Private equity strategies	OTHR_PEQF	Other private equity fund strategy	private equity – other type of strategy
REST	Real estate strategies	RESL_REST	Residential real estate	real estate – residential real estate
REST	Real estate strategies	COML_REST	Commercial real estate	real estate – commercial real estate
REST	Real estate strategies	INDL_REST	Industrial real estate	real estate – industrial real estate
REST	Real estate strategies	MULT_REST	Multi-strategy real estate fund	real estate – multi-strategy
REST	Real estate strategies	OTHR_REST	Other real estate strategy	real estate – other type of strategy
FOFS	Fund of fund strategies	FOFS_FHFS	Fund of hedge funds	fund of fund – fund of hedge funds
FOFS	Fund of fund strategies	FOFS_PRIV	Fund of private equity	fund of fund – fund of private equity
FOFS	Fund of fund strategies	OTHR_FOFS	Other fund of funds	fund of fund – other type of fund of funds
OTHR	Other Strategy	OTHR_COMF	Commodity fund	other – commodity fund
OTHR	Other Strategy	OTHR_EQYF	Equity fund	other – equity fund
OTHR	Other Strategy	OTHR_FXIF	Fixed income fund	other – fixed income fund
OTHR	Other Strategy	OTHR_INFF	Infrastructure fund	other – infrastructure fund
OTHR	Other Strategy	OTHR_OTHF	Other fund	other – other fund

Annex 2: Form I.b

Information to be provided by a Luxembourg AIFM which manages an unregulated AIF or a regulated AIF established in a third country (AIF with multiple compartments):

1) Information on the AIFM and the AIF:

1	CSSF code of the AIFM	Y	A
2	Name of the AIFM	Y	
3	Name of the AIF	Y	
4	Nationality of the AIF	Y	
5	National code of the AIF	N	
6	LEI code of the AIF	N	
7	Date of establishment of the AIF	Y	
8	Address of the AIF	Y	
9	Regulated AIF	Y	
10	Name and address of the supervisory authority		
11	Reference currency of the AIF	Y	
12	Name and address of the depositary bank	Y	

Instructions for filling in the information required in the various fields which are contained in the preceding table:

- With the exception of item 10 which must only be filled in in the case of a regulated AIF, all the fields in the right-hand column of the preceding table must be filled in if the field is preceded by the letter "Y" in the previous column. The fields which are preceded by the letter "N" must be filled in when the information is available.
- Item 1: The CSSF code of the AIFM is the identifier which the CSSF has attributed to the AIFM. It is made up of the letter A and eight figures. The CSSF code of the AIF may be consulted on the CSSF's website under the following URL: https://searchentities.apps.cssf.lu/search-entities/search?lng=en.
- Item 5: The national code refers to the code which the supervisory authority has attributed to the AIF when it is supervised. If the AIF is not regulated, it is necessary to indicate the registration number or other similar number. For unregulated Luxembourg AIFs, the trade and companies register number must be indicated.

2) Information to be provided for each additional compartment of the AIF which is managed by the AIFM:

(Please copy the tables under this item for each additional compartment which you submit)

13	Name of the compartment of the AIF	Y	
14	National code of the compartment of the AIF	N	
15	LEI code of the AIF compartment	N	
16	Reference currency of the compartment of the AIF	Y	
17	Type(s) of unit (share(s)) marketed (National code, ISIN code, name of the type of unit/share) of the compartment of the AIF	Y	
18	Date from which the AIFM manages the compartment of the AIF (in the format DD/MM/YYYY)	Y	
19	Countries in which the compartment of the AIF is marketed to professional investors	Y	
20	Strategy of the AIF compartment	Y	Tick one strategy only in the table at the end of this Annex.

AIF strategies				
AIF type code	AIF type label	AIF strategy code	AIF strategy label	AIF type – strategy of the AIF
HFND	Hedge fund strategies	EQTY_LGBS	Equity: Long Bias	hedge fund – equity: long bias
HFND	Hedge fund strategies	EQTY_LGST	Equity: Long/Short	hedge fund – equity: long/short (selection strategy)
HFND	Hedge fund strategies	EQTY_MTNL	Equity: Market neutral	hedge fund – equity: market neutral (position strategy)
HFND	Hedge fund strategies	EQTY_STBS	Equity: Short Bias	hedge fund – equity: short bias
HFND	Hedge fund strategies	RELV_FXIA	Relative Value: Fixed Income Arbitrage	hedge fund – relative value: fixed income arbitrage
HFND	Hedge fund strategies	RELV_CBAR	Relative Value: Convertible Bond Arbitrage	hedge fund – relative value: convertible bond arbitrage
HFND	Hedge fund strategies	RELV_VLAR	Relative Value: Volatility Arbitrage	hedge fund – relative value: volatility arbitrage
HFND	Hedge fund strategies	EVDR_DSRS	Event Driven: Distressed/Restructuring	hedge fund – event driven: distressed/restructuring
HFND	Hedge fund strategies	EVDR_RAMA	Event Driven: Risk Arbitrage/Merger Arbitrage	hedge fund – event driven: risk arbitrage/merger arbitrage
HFND	Hedge fund strategies	EVDR_EYSS	Event Driven: Equity Special Situations	hedge fund – event driven: equity special situations
HFND	Hedge fund strategies	CRED_LGST	Credit Long/Short	hedge fund – credit: long/short (selection strategy)
HFND	Hedge fund strategies	CRED_ABLG	Credit Asset Based Lending	hedge fund – credit: asset based lending
HFND	Hedge fund strategies	MACR_MACR	Macro	hedge fund – macro
HFND	Hedge fund strategies	MANF_CTAF	Managed Futures/CTA: Fundamental	hedge fund – managed futures/CTA: fundamental
HFND	Hedge fund strategies	MANF_CTAQ	Managed Futures/CTA: Quantitative	hedge fund – managed futures/CTA: quantitative
HFND	Hedge fund strategies	MULT_HFND	Multi-strategy hedge fund	hedge fund – multi-strategy
HFND	Hedge fund strategies	OTHR_HFND	Other hedge fund strategy	hedge fund – other type of strategy
PEQF	Private equity strategies	VENT_CAPL	Venture Capital	private equity – venture capital
PEQF	Private equity strategies	GRTH_CAPL	Growth Capital	private equity – growth capital
PEQF	Private equity strategies	MZNE_CAPL	Mezzanine Capital	private equity – mezzanine capital
PEQF	Private equity strategies	MULT_PEQF	Multi-strategy private equity fund	private equity – multi-strategy
PEQF	Private equity strategies	OTHR_PEQF	Other private equity fund strategy	private equity – other type of strategy
REST	Real estate strategies	RESL_REST	Residential real estate	real estate – residential real estate
REST	Real estate strategies	COML_REST	Commercial real estate	real estate – commercial real estate
REST	Real estate strategies	INDL_REST	Industrial real estate	real estate – industrial real estate
REST	Real estate strategies	MULT_REST	Multi-strategy real estate fund	real estate – multi-strategy
REST	Real estate strategies	OTHR_REST	Other real estate strategy	real estate – other type of strategy
FOFS	Fund of fund strategies	FOFS_FHFS	Fund of hedge funds	fund of fund – fund of hedge funds
FOFS	Fund of fund strategies	FOFS_PRIV	Fund of private equity	fund of fund – fund of private equity
FOFS	Fund of fund strategies	OTHR_FOFS	Other fund of funds	fund of fund – other type of fund of funds
OTHR	Other Strategy	OTHR_COMF	Commodity fund	other – commodity fund
OTHR	Other Strategy	OTHR_EQYF	Equity fund	other – equity fund
OTHR	Other Strategy	OTHR_FXIF	Fixed income fund	other – fixed income fund
OTHR	Other Strategy	OTHR_INFF	Infrastructure fund	other – infrastructure fund
OTHR	Other Strategy	OTHR_OTHF	Other fund	other – other fund

If the compartment of the AIF is a feeder AIF, the following information on the master AIF must be filled in:

21	Name of the master AIF	Y	
22	Nationality of the master AIF	Y	
23	National code of the master AIF	N	
24	LEI code of the master AIF	N	
25	Date of incorporation of the master AIF	Y	
26	Address of the master AIF	Y	
27	Name of the AIFM of the master AIF	Y	

3) Additional documents:

In addition to the form Ib, the following documents must be submitted:

1) the most recent version of the articles of incorporation, if the CSSF is not in possession of it;
2) an offering document, if such document exists;
3) the most recent annual report of the AIF ("annual accounts") in the event that such a report has already been prepared.

The Ib form is to be sent together with the documents listed above to the following email address **only**: aifm@cssf.lu.

Annex II

Information to be provided to the CSSF by a Luxembourg AIFM when it ceases to manage an unregulated AIF or a regulated AIF established in a third country:

1	CSSF code of the AIFM (ANNNNNNNN)	A
2	Name of the AIFM	
3	Name of the AIF	
4	CSSF code of the AIF (VMMMMMMMM)	V
5	Date from which the AIFM no longer manages the AIF (date in DD/MM/YYYY format)	

Instructions for filling in the information required in the various fields which are contained in the above table:

- All the fields in the right-hand column of the preceding table must be filled in.
- Item 1: The CSSF code of the AIFM is the identifier which the CSSF has attributed to the AIFM. It is made up of the letter A and eight numbers. The CSSF code of the AIF may be consulted on the CSSF's website under the following URL: https://searchentities.apps.cssf.lu/search-entities/search?lng=en.
- Item 4: The CSSF code of the AIF is the identifier which the CSSF has attributed to the AIF. It is made up of the letter "V" and eight numbers.
- The form is to be sent to the following email address **only**: aifm@cssf.lu.