



FSMA\_2017\_07-01 of 27/03/2017

# Alternative Investment Funds: Registration form for Belgian small-scale managers of private AIFs

### **Scope:**

Small-scale managers, governed by Belgian law, of private alternative investment funds (AIF).

Managers<sup>1</sup> governed by Belgian law that manage AIFs<sup>2</sup> that meet the conditions set out in Articles 106 and following of the AIFM Law<sup>3</sup> must submit a request for registration with the FSMA before they start operations.

### **1. Identification of the manager**

<b>Company name</b>	
<b>Legal form</b>	
<b>Company number</b>	
<b>Date of formation</b>	
<b>Registered office</b>	
<b>Email address</b>	

<sup>1</sup> Pursuant to Article 3, 13°, of the AIFM Law, the term "manager" refers both to management companies of AIFs and to AIFs that are not managed by a management company (self-managed AIFs).

<sup>2</sup> As regards the concept of an AIF, please consult the "Guidelines on key concepts contained in the Alternative Investment Fund Directive" - ESMA/2013/611 of 13 August 2013.

<sup>3</sup> Law of 19 April 2014 on alternative investment funds and their managers.

## 2. Information on the manager

### 2.1. Self-managed AIF or not?

Please indicate which of the following statements applies:

- The manager is a **self-managed AIF (the manager manages only its own assets)**.
- The manager is a management company that manages **one or more AIFs and that is not itself an AIF**.

### 2.2. Is the fund marketed by the manager or not?

This question applies only to self-managed AIFs. Please indicate which of the following statements applies:

- The self-managed AIF has outsourced marketing entirely to .....
- The self-managed AIF markets its units (in full or in part).

### 2.3. Please identify the **directors** of the manager:

- If the director is a **natural person**

Surname	First name	National registry number <sup>4</sup>

<sup>4</sup> For persons who have no national registry number: BIS number (same structure as the national registry number). For persons who do not have a BIS number: place and date of birth.

- If the director is a **legal person**

Company name	Company number	Registered office	Surname of the representative	First name of the representative	National registry number of the representative

#### 2.4. Combating money laundering and terrorist financing

This heading does not apply to self-managed AIFs that have fully outsourced the marketing of their units (see question 2.2). All other managers are subject to the Anti-Money Laundering Law of 18 September 2017<sup>5</sup>.

Please identify the persons who are responsible for the prevention of money laundering and terrorist financing.

- The **highest-ranking officer**<sup>6</sup> who is responsible for preventing money laundering and terrorist financing:

Surname	First name	National registry number

- If the **highest-ranking officer** is someone other than the AMLCO: the name of the **AMLCO**<sup>7</sup>:

Surname	First name	National registry number

2.5. Please attach the **direct and indirect** shareholding structure of the manager and, where applicable, of the group it belongs to.

<sup>5</sup> Law of 18 September 2017 on the prevention of money laundering and terrorist financing and on the restriction of the use of cash.

<sup>6</sup> Within the meaning of Article 9, § 1 of the Anti-Money Laundering Law of 18 September 2017.

<sup>7</sup> Within the meaning of Article 9, § 2 of the Anti-Money Laundering Law of 18 September 2017.

2.6. Please indicate which of the two following statements applies to the manager:

- The manager **does not manage any other AIFs**, directly or indirectly, either through a company with which it is linked by common management or control, or by a substantive direct or indirect holding.
- The manager **manages other AIFs**, directly or indirectly, through a third-party company with which it is linked by common management or control, or by a substantive direct or indirect holding.

Please indicate below

- the other AIFs concerned;
- the third-party company concerned;
- the nature of the links between the manager and the third-party company;
- any other relevant information.

### 3. Value of assets under management

3.1 Total value of assets under management.

Total value of assets of AIFs managed <b>directly</b> by the manager	
Where applicable (see question 2.6): total value of assets of AIFs managed <b>indirectly</b> by the manager, through a third-party company with which the manager is linked by common management or control, or by a substantive direct or indirect holding	
<b>Total value of assets managed directly or indirectly by the manager</b>	

3.2 Please indicate, by checking the box, whether the following statement applies to you:

No AIF (compartment) managed directly or indirectly uses leverage **and** no redemption right can be exercised during a period of five years starting from the date of the initial investment in each AIF (compartment)<sup>8</sup>.

**The two conditions are cumulative for the purposes of this statement.** If you find yourself in the situation described by the above statement, the threshold of EUR 500,000,000 applies. In all other cases, the threshold of EUR 100,000,000 applies.

#### 4. Identification of the AIFs managed

This heading does not apply to self-managed AIFs.

4.1. Please identify the AIF(s) you will manage.

Company name	Legal form	Company number	Date of formation	Registered office

4.2. Please identify the directors of these AIF(s):

- If the director is a **natural person**

Surname	First name	National registry number

<sup>8</sup> Article 106, 2°, of the AIFM Law.

- If the director is a legal person

Company name	Company number	Registered office	Surname of the representative	First name of the representative	National registry number of the representative

## 5. Investment strategy of the AIFs managed

Please describe concisely the investment strategies of the AIFs managed.

AIFs	Main asset classes	Investment in unlisted companies and issuers with a view to acquiring control?	Industry	Geographic region	Leverage?	Redemption right within 5 years?
		Yes / No			Yes, substantial (>300%) Yes <300% No	Yes / No
		Yes / No			Yes, substantial (>300%) Yes <300% No	Yes / No
		Yes / No			Yes, substantial (>300%) Yes <300% No	Yes / No

## 6. Absence of public offer

The securities of the AIFs managed cannot be the subject of a public offer within the meaning of the AIF Law<sup>9</sup>.

Please specify the applicable criterion(a) on the basis of which one can exclude the existence of an offer to the public:

<input type="checkbox"/> offer of securities addressed solely to professional investors within the meaning of Article 3, 30°, of the AIF Law;
<input type="checkbox"/> offer of securities directed to fewer than 150 natural or legal persons who are not professional investors; In this case, please specify the <b>measures taken</b> by the manager to ensure that the offer of securities will not be directed at more than a maximum of 149 persons
<input type="checkbox"/> offer of securities, other than units in open-ended AIFs, that require a consideration of at least EUR 100,000 per investor and per category of securities;
<input type="checkbox"/> offer of units in open-ended AIFs that require a consideration of at least EUR 250,000 per investor and per category of securities;
<input type="checkbox"/> offer of securities, other than units in open-ended AIFs, the nominal value of which is at least EUR 100,000;
<input type="checkbox"/> offer of securities for a total amount within the European Economic Area of less than EUR 100,000 calculated over a period of 12 months.

<sup>9</sup> Article 5 of the AIFM Law.

## 7. Information to be communicated with a view to the reporting obligations to the FSMA<sup>10</sup>

7.1. You will have to report on an annual basis

- on the management company and the AIF(s) that it manages, and
- on combating money laundering and terrorist financing.

Please provide the identity of **two people** responsible for reporting.

Surname	First name	Telephone No.	Email address

7.2. Please indicate whether you wish to submit the reports:

- by manual data entry
- by XML file upload

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<sup>10</sup> Circular FSMA\_2014\_09 of 1 September 2014 on the reporting obligations of alternative investment fund managers to the FSMA; FSMA Regulation of 3 July 2018 on the prevention of money laundering and terrorist financing; Circular FSMA\_2018\_13 of 9 August 2018 on the periodic questionnaire about the prevention of money laundering and terrorist financing.



## 8. Manager's statement

"In my capacity of ..... (position within the institution) of.....  
(name of the institution), I, the undersigned, .....(surname and first name) declare that I have answered  
the above questions correctly and in good faith.

..... (name of company) undertakes to provide the FSMA immediately with the information  
necessary for the ongoing updating of its registration dossier".

Date, name and signature