

Notification of intention to provide or amend cross border services in another EEA state for marketing an AIF (article 32); and/or notification of intention to market an AIF in the United Kingdom (article 31) (SUP 13 Annex 8BR)

AIFM name

FRN or AIFM national code or AIFM legal entity identification code (LEI)

AIF name

Purpose of this form

You should use this form if:

- (a) you are a *full-scope UK AIFM* that wishes to:
 - i. exercise a passport right to provide *cross border services* in another *EEA State* under the Alternative Investment Fund Managers Directive (*AIFMD*) to market a *UK AIF* or *EEA AIF* (other than a *UK AIF* or *EEA AIF* that is a *feeder AIF*, the *master AIF* of which is managed by a *non-EEA AIFM* or is a *non-EEA AIF* (a *feeder AIF* invested in a *non-EEA master AIF*)) to *professional clients* (**cross border services**); and/or
 - ii. market a *UK AIF* or an *EEA AIF* (other than a *feeder AIF* invested in a *non-EEA master AIF*) in the *United Kingdom* under the *AIFMD* to *professional clients* and/or *retail clients* (**UK domestic marketing**); or
- (b) you are a *full-scope EEA AIFM* that wishes to market a *UK AIF* or an *EEA AIF* (other than a *feeder AIF* invested in a *non-EEA master AIF*) in the *United Kingdom* under the *AIFMD* to *retail clients* only (**UK domestic marketing – EEA AIFM retail marketing only**).

Material changes

You may also use this form to notify us of any material changes to the circumstances of your AIFM permission and/or any material changes to the circumstances of your marketing activity.

Important information you should read before completing this form

A *full-scope UK AIFM* can only use this form to provide *cross border services* into another *EEA State* if it complies with the relevant provisions of *AIFMD* (see Schedule 3 to the Financial Services and Markets Act 2000 (*FSMA*)). A *full-scope UK AIFM* or *full-scope EEA AIFM* can only use this form to market an *AIF* in the *United Kingdom* if it complies with the conditions of the Alternative Investment Fund Managers Regulations 2013 (the *AIFMD UK regulation*). By completing this form, you are confirming that you comply with the relevant conditions.

Before completing this form, firms should consult the relevant legislation and take legal advice if they are in any doubt. *Full-scope UK AIFMs* wishing to exercise passporting rights should ensure that they are aware of any applicable requirements in the relevant *EEA State(s)* in which they wish to carry on their activities.

For the purpose of this form and the marketing passport any reference to AIF includes compartments or sub-funds of that AIF that exhibits all the elements in the definition of 'AIF' in article 4(1)(a) of the *AIFMD* (ie, 'collective investment undertaking', 'raising capital', 'number of investors' and 'defined investment policy'). Guidance on the exercise of passporting rights by *UK firms* can be found in Chapter 13 of the Supervision manual (*SUP*) and on UK domestic marketing in FUND 3.12 (Marketing in the home member state of the *AIFM*).

Filling in the form

- 1 If you are using your computer to complete the form, use the TAB key to move from question to question and press SHIFT TAB to move back to the previous question. Once completed, print the relevant sections and sign the declaration in section 3.
- 2 If you are filling in the form by hand (please note the letter template **MUST** in all cases be completed by computer and submitted as a Word document), you must use black ink, write clearly and, once you have completed the relevant sections, sign the declaration in section 3. Please remove any indicative text provided as examples and use black theme colours.
- 3 All firms should complete sections 1 and 3 and Annexes 1 to 3 in respect of each AIF. Section 2 only needs to be completed if the firm is applying for a marketing passport. The checklist below confirms what parts should be completed.
- 4 Where the firm is applying for, or notifying changes to, cross-border services or UK domestic marketing in relation to more than one AIF or more than one compartment or sub-fund of an umbrella AIF then only one marketing passport notification letter, Annex 1 and Annex 2 need be submitted, so long as information on each AIF, sub-fund or compartment subject to marketing is included. Similarly, if the disclosure cross-references required by Annex 3 apply to more than one sub-fund or compartment of an AIF constituted as an umbrella AIF then there is space within Annex 3 to confirm this – removing the need to submit duplicate information. However, where it is required, the disclosure cross-reference required by Annex 3 should be completed for each sub-fund or compartment separately. If there is not enough space on the form, you may need to use separate sheets of paper. Clearly mark each separate sheet of paper with the relevant question number.

Checklist

		Section 1.1	Section 1.2	Section 2 / template	Section 3	Annex 1	Annex 2	Annex 3
AIFMD Article	AIFM	AIFMD Annex III or IV (b) Docs	AIFMD Annex III or IV (d) Docs	Marketing Passport Letter Template	Declaration	AIF Table Template	Member States Template	Article 23/FUND 3.2.2R Cross Reference
31, 32 and 43	UK AIFM	✓	✓	✓	✓	✓	✓	✓
32 only		✓	✓	✓	✓	✓	✓	✓
31 and 43 only		✓	✓	x	✓	✓	UK only	✓
43 only	EEA AIFM	✓	✓	x	✓	✓	UK Only	✓

Submit the form by email to AIFMDOutwardMarketingNotification@fca.org.uk

Alternatively you may post the application to the FCA at:

Fund Authorisation and Supervision Team
The Financial Conduct Authority
25 The North Colonnade
Canary Wharf
LONDON
E14 5HS

1 Alternative investment fund managers

Are you making an initial notification or a material change*?

Initial notification

Material change

For the purpose of this form, a change is deemed as material where there is a substantial likelihood that a reasonable investor, becoming aware of such information, would reconsider its investment in the AIF, including because such information could impact an investor's ability to exercise its rights in relation to its investment, or otherwise prejudice the interests of one or more investors in the AIF.

You are only required to fill out the sections of the documents that are relevant to your change.

1.1 You must attach a copy of the instrument constituting the fund

Attached

1.2 You must provide a description of, or any information on, the AIF available to investors in accordance with FUND 3.2.

Attached documents should be in final form and saved using the document naming convention AIFMD MKTDOC XXXXXX FRN##### YYYYMMDD replacing the X with an intuitive description of the documents, for example PROSPECTUS, PPM, LPA and replacing # with your six-digit FRN.

Document title and description	Attached
	<input type="checkbox"/>
	<input type="checkbox"/>
	<input type="checkbox"/>
	<input type="checkbox"/>
	<input type="checkbox"/>
	<input type="checkbox"/>
	<input type="checkbox"/>
	<input type="checkbox"/>
	<input type="checkbox"/>
	<input type="checkbox"/>
	<input type="checkbox"/>
	<input type="checkbox"/>
	<input type="checkbox"/>
	<input type="checkbox"/>

1.3 Are you a UK AIFM wishing to market into Gibraltar?

No ▶ Continue to Section 2

Yes ▶ You must tick the UK box in Annex 2

2 Marketing passport notification letter template

Important information you should read before completing the Marketing passport notification letter template

Cross-border marketing

The FCA has an obligation to notify the competent authorities in the territories where you intend to market the AIF(s) detailed in this notification. The notification letter template and annexes form part of this notification and will be forwarded to the competent authorities with the information required by Annex IV of the Directive, to fulfil the obligation to notify the relevant competent authorities. The notification letter template and annexes appear immediately after the declaration in section 3 of this form.

Please ensure you complete all sections of the template and the three separate annexes for each AIF having regard to the notes provided on how to fill in the form on the second page of this document. Once the FCA has notified the relevant competent authorities of your intention to market in their territory, the FCA will confirm that you can commence cross-border activities within the scope of this notification.

Please do not fill the template in by hand. Please save the template as a word document using the document naming convention **AIFMD XBUKMKT FRN##### YYYYMMDD** replacing the # with your six-digit FRN.

If you are intending to market an AIF in the UK, in addition to exercising passport rights, please also tick the **UK** box within Appendix 2.

The letter template will be dated at the point the notification is made by the FCA.

UK marketing notification

If you are a full-scope UK AIFM or full-scope EEA AIFM intending to only market within the UK, you do not need to complete the Marketing passport notification letter template

3 Declaration

It is a criminal offence to knowingly or recklessly give us information that is false or misleading. If necessary, please seek appropriate professional advice before supplying information to us.

There will be a delay in processing the application if any information is inaccurate or incomplete. Failure to notify us immediately of any significant change to the information provided may result in a serious delay in the application process.

- **I understand it is a criminal offence to knowingly or recklessly to give the FCA information that is false or misleading in a material particular.**
- **I confirm that the information in this form is accurate and complete to the best of my knowledge and belief.**
- **I confirm that I am authorised to sign on behalf of the firm.**

Name	
Position	
Signature	
Date	dd/mm/yy

Please indicate the sections you have enclosed

- Section 1 – Alternative investment fund managers
- Section 2 – Marketing passport notification letter template
- Section 3 – Declaration
- Marketing passport notification letter template
- Annex 1 – AIF details
- Annex 2 – Schedule of cross-border marketing rights
- Annex 3 – Article 23/Fund 3.2.2R disclosure cross-references

Email:

Date:

Our Ref:

Dear Colleague

Notification letter for the marketing of units or shares of EU AIFs in Member States other than the home Member State of the AIFM (article 32 of the AIFMD)

The information provided in this notification letter should not be ambiguous.

Are you notifying amendments to information already provided in an initial notification?

Yes

No

AIFM name:

Contact name:

Registered address of the AIFM:

Direct line (eg, +XX (X) XXX XXXX):

Email address (eg, XXXXX.XXXXXX@XXXXX.XXX):

Does the AIF(s) have sub-funds/compartments?

Yes

No

Information on the agreements established to prevent units or shares of the AIF from being marketed to retail investors, including in the case where the AIFM relies on activities of independent entities to provide investment services in respect of the AIF:

Mandatory, please complete.

Annex 1 AIF Details

If you are notifying us of more than five AIFs below, please complete as many Annex 1 sheets as required. Please indicate how many have been used below.

Number of sheets	
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Name of the AIF (s) or sub-fund(s) / compartment(s) to be marketed in the host Member State ¹	Home Member State of AIF and national identification number	Legal form (common fund, unit trust, investment company, partnership, other (please specify))	Name and address of the depositary of the AIF	Name of the master AIF/ (if applicable)	Home Member State of the master AIF (if applicable)	AIF's investment strategy (please specify the predominant strategy and the breakdown by investment strategies as set out in the reporting template included in Annex 4 of Regulation 231/2013)

¹ If the AIF takes the form of an umbrella AIF with multiple sub-funds/compartments, AIFMs should only indicate the name of the sub-funds/compartments of the umbrella AIF notified for marketing. AIFMs should not indicate the name of the umbrella AIF unless it is included in the name of the sub-fund/compartment.

Annex 2 Schedule of cross-border marketing rights

Name of Alternative Investment Fund Manager

FRN /AIFM national code

Please enter:

- 'C' if you already market to a state and wish to **continue**.
- 'A' if you wish to **add** the state to the list of states a fund is marketed to.
- 'R' if you wish to **remove** the state from the list of states a fund is marketed to.

Name of AIF	Austria	Belgium	Bulgaria	Croatia	Cyprus	Czech Republic	Denmark	Estonia	Finland	France	Germany	Greece	Hungary	Iceland *	Ireland	Italy	Latvia	Liechtenstein *	Lithuania	Luxembourg	Malta	Netherlands	Norway *	Poland	Portugal	Romania	Slovak Republic	Slovenia	Spain	Sweden	United Kingdom
1 st AIF/sub-fund/ compartment																															
2 nd AIF/sub-fund/ compartment applicable																															
3 rd AIF/sub-fund/ compartment applicable																															

Note 1
 With regard to any legal or regulatory requirements within your territory, for example any required fees, please liaise with the applicant firm directly using the contact details provided above as the home state regards this as a matter solely between the Host Competent Authority and applicant firm. The Home State will inform applicants of their responsibility to be aware of, and to comply with, Host State legislation at the point of application for a marketing passport but will not act as a conduit between applicant firm and Host Competent Authority in any matter other than directly within the scope of the Directive.

***Note 2**
 The annexation of the AIFMD to the EEA agreement with the European Union has not been completed. Applicant firms have been instructed to ascertain from the competent authorities indicated in red the requirements to allow marketing activity in the interim period before annexation of the AIFMD into the EEA agreement.

Annex 3 Article 23/FUND 3.2.2R Disclosures: cross-referenced to documents available to potential investors

Complete one form for each AIF or sub-fund/compartment of an AIF, unless the cross-reference is applicable to more than one sub-fund or compartment of an AIF in which case please select the appropriate box below and list the sub-funds or compartments relevant to each cross-reference document. References to AIFs should be interpreted to apply to sub-funds where applicable.

Applicant name

FRN

Are the following cross-references applicable to more than one AIF/sub-fund/compartment?

- No
 Yes ▶ You must provide all the **AIF /sub-fund/compartment** names below

Regulatory reference		AIF NAME:	Document name (eg, Prospectus , PPM, Standalone Disclosure Doc)	Page # and reference
AIFMD art 23	FUND 3.2.2R	Eg. XYZ Fund LLP Disclosure text		
(1a)	(1a)	<i>a description of the investment strategy and objectives of the AIF;</i>		
(1a)	(1b)	<i>if the AIF is a feeder AIF, information on where the master AIF is established;</i>		
(1a)	(1c)	<i>if the AIF is a fund of funds, information on where the underlying funds are established;</i>		
(1a)	(1d)	<i>a description of the types of assets in which the AIF may invest;</i>		
(1a)	(1e)	<i>the investment techniques that the AIF, or the AIFM on behalf of the AIF, may</i>		

		<i>employ and all associated risks;</i>		
(1a)	(1f)	<i>any applicable investment restrictions;</i>		
(1a)	(1g)	<i>the circumstances in which the AIF may use leverage;</i>		
(1a)	(1h)	<i>the types and sources of leverage permitted and the associated risks;</i>		
(1a)	(1i)	<i>any restrictions on the use of leverage and any collateral and asset reuse arrangements; and</i>		
(1a)	(1j)	<i>the maximum level of leverage which the AIFM is entitled to employ on behalf of the AIF;</i>		
(1b)	(2)	<i>a description of the procedures by which the AIF may change its investment strategy or investment policy, or both;</i>		
(1c)	(3)	<i>a description of the main legal implications of the contractual relationship entered into for the purpose of investment, including information on jurisdiction, the applicable law and the existence or absence of any legal instruments providing for the recognition and enforcement of judgments in the territory where the AIF is established;</i>		
(1d)	(4)	<i>the identity of the AIFM, the AIF's depositary, the auditor and any other service providers and a description of their duties and the investors' rights;</i>		
(1e)	(5)	<i>a description of how the AIFM complies with the requirements (professional negligence) relating to professional liability risk;</i>		
(1f)	(6)	<i>a description of:</i>		
(1f)	(6a)	<i>any AIFM management function delegated by the AIFM;</i>		
(1f)	(6b)	<i>any safe-keeping function delegated by the depositary;</i>		
(1f)	(6c)	<i>the identity of each delegate appointed in accordance with FUND 3.10 (Delegation); and</i>		

(1f)	(6d)	<i>any conflicts of interest that may arise from such delegations;</i>		
(1g)	(7)	<i>a description of the AIF's valuation procedure and of the pricing methodology for valuing assets, including the methods used in valuing any hard-to-value assets, in line with FUND 3.9 (Valuation);</i>		
(1h)	(8)	<i>a description of the AIF's liquidity risk management, including the redemption rights of investors in normal and exceptional circumstances, and the existing redemption arrangements with investors;</i>		
(1i)	(9)	<i>a description of all fees, charges and expenses, and the maximum amounts directly or indirectly borne by investors;</i>		
(1j)	(10)	<i>a description of how the AIFM ensures a fair treatment of investors;</i>		
(1j)	(11)	<i>whenever an investor obtains preferential treatment or the right to obtain preferential treatment, a description of:</i>		
(1j)	(11a)	<i>that preferential treatment;</i>		
(1j)	(11b)	<i>the type of investors who obtain such preferential treatment; and</i>		
(1j)	(11c)	<i>where relevant, their legal or economic links with the AIF or AIFM;</i>		
(1k)	(14)	<i>the latest annual report, in line with FUND 3.3 (Annual report of an AIF);</i>		
1(l)	(12)	<i>the procedure and conditions for the issue and sale of units or shares;</i>		
(1m)	(13)	<i>the latest net asset value of the AIF or the latest market price of the unit or share of the AIF, in line with FUND 3.9 (Valuation);</i>		
(1n)	(15)	<i>where available, the historical performance of the AIF;</i>		
(1o)	(16a)	<i>the identity of the prime brokerage firm;</i>		
(1o)	(16b)	<i>a description of any material arrangements of the AIF with its prime brokerage firm and the way any conflicts of interest are managed;</i>		

(1o)	(16c)	<i>the provision in the contract with the depositary on the possibility of transfer and reuse of AIF assets; and</i>		
(1o)	(16d)	<i>information about any transfer of liability to the prime brokerage firm that may exist; and</i>		
(1p)	(17)	<i>a description of how and when the information required under FUND 3.2.5R and FUND 3.2.6R will be disclosed.</i>		

Name	
Title	
Signature	
On behalf of: (Firm name)	
Date	dd/mm/yy