

Directive 2011/61/EU of the European Parliament and of the Council of
8 June 2011 on Alternative Investment Fund Managers and amending
Directives 2003/41/EC and 2009/65/EC and Regulations (EC) No
1060/2009 and (EU) No 1095/2010 (Text with EEA relevance)

CHAPTER I

GENERAL PROVISIONS

Article 1	Subject matter
Article 2	Scope
Article 3	Exemptions
Article 4	Definitions
Article 5	Determination of the AIFM

CHAPTER II

AUTHORISATION OF AIFMs

Article 6	Conditions for taking up activities as AIFM
Article 7	Application for authorisation
Article 8	Conditions for granting authorisation
Article 9	Initial capital and own funds
Article 10	Changes in the scope of the authorisation
Article 11	Withdrawal of the authorisation

CHAPTER III

OPERATING CONDITIONS FOR AIFMs

SECTION 1

General requirements

Article 12	General principles
Article 13	Remuneration
Article 14	Conflicts of interest
Article 15	Risk management
Article 16	Liquidity management
Article 17	Investment in securitisation positions

SECTION 2

Organisational requirements

Article 18	General principles
Article 19	Valuation

SECTION 3

Delegation of AIFM functions

Article 20 Delegation

SECTION 4

Depositary

Article 21 Depositary

CHAPTER IV

TRANSPARENCY REQUIREMENTS

Article 22 Annual report

Article 23 Disclosure to investors

Article 24 Reporting obligations to competent authorities

CHAPTER V

AIFMs MANAGING SPECIFIC TYPES OF AIF

SECTION 1

AIFMs managing leveraged AIFs

Article 25 Use of information by competent authorities, supervisory cooperation and limits to leverage

SECTION 2

Obligations for AIFMs managing AIFs which acquire control of non-listed companies and issuers

Article 26 Scope

Article 27 Notification of the acquisition of major holdings and control of non-listed companies

Article 28 Disclosure in case of acquisition of control

Article 29 Specific provisions regarding the annual report of AIFs exercising control of non-listed companies

Article 30 Asset stripping

CHAPTER VI

RIGHTS OF EU AIFMs TO MARKET AND MANAGE EU AIFs IN THE UNION

Article 31 Marketing of units or shares of EU AIFs in the home Member State of the AIFM

Article 32 Marketing of units or shares of EU AIFs in Member States other than in the home Member State of the AIFM

- Article 33 Conditions for managing EU AIFs established in other Member States

CHAPTER VII

SPECIFIC RULES IN RELATION TO THIRD COUNTRIES

- Article 34 Conditions for EU AIFMs which manage non-EU AIFs which are not marketed in Member States
- Article 35 Conditions for the marketing in the Union with a passport of a non-EU AIF managed by an EU AIFM
- Article 36 Conditions for the marketing in Member States without a passport of non-EU AIFs managed by an EU AIFM
- Article 37 Authorisation of non-EU AIFMs intending to manage EU AIFs and/or market AIFs managed by them in the Union in accordance with Article 39 or 40
- Article 38 Peer review of authorisation and supervision of non-EU AIFMs
- Article 39 Conditions for the marketing in the Union with a passport of EU AIFs managed by a non-EU AIFM
- Article 40 Conditions for the marketing in the Union with a passport of non-EU AIFs managed by a non-EU AIFM
- Article 41 Conditions for managing AIFs established in Member States other than the Member State of reference by non-EU AIFMs
- Article 42 Conditions for the marketing in Member States without a passport of AIFs managed by a non-EU AIFM

CHAPTER VIII

MARKETING TO RETAIL INVESTORS

- Article 43 Marketing of AIFs by AIFMs to retail investors

CHAPTER IX

COMPETENT AUTHORITIES

SECTION 1

Designation, powers and redress procedures

- Article 44 Designation of competent authorities
- Article 45 Responsibility of competent authorities in Member States
- Article 46 Powers of competent authorities
- Article 47 Powers and competences of ESMA
- Article 48 Administrative penalties
- Article 49 Right of appeal

SECTION 2

Cooperation between different competent authorities

- Article 50 Obligation to cooperate
- Article 51 Transfer and retention of personal data

Article 52	Disclosure of information to third countries
Article 53	Exchange of information relating to the potential systemic consequences of AIFM activity
Article 54	Cooperation in supervisory activities
Article 55	Dispute settlement

CHAPTER X

TRANSITIONAL AND FINAL PROVISIONS

Article 56	Exercise of the delegation
Article 57	Revocation of the delegation
Article 58	Objections to delegated acts
Article 59	Implementing measures
Article 60	Disclosure of derogations
Article 61	Transitional provisions
Article 62	Amendments to Directive 2003/41/EC
Article 63	Amendments to Directive 2009/65/EC
Article 64	Amendment to Regulation (EC) No 1060/2009
Article 65	Amendment to Regulation (EU) No 1095/2010
Article 66	Transposition
Article 67	Delegated act on the application of Article 35 and Articles 37 to 41
Article 68	Delegated act on the termination of the application of Articles 36 and 42
Article 69	Review
Article 70	Entry into force
Article 71	Addressees Signature

ANNEX I

1. Investment management functions which an AIFM shall at least perform...
2. Other functions that an AIFM may additionally perform in the...

ANNEX II

REMUNERATION POLICY

1. When establishing and applying the total remuneration policies, inclusive of...
2. The principles set out in paragraph 1 shall apply to...
3. AIFMs that are significant in terms of their size or...

ANNEX III

DOCUMENTATION AND INFORMATION TO BE PROVIDED IN CASE OF INTENDED MARKETING IN THE HOME MEMBER STATE OF THE AIFM

A notification letter, including a programme of operations
identifying the...

ANNEX IV

DOCUMENTATION AND INFORMATION TO BE PROVIDED IN THE CASE OF INTENDED MARKETING IN MEMBER STATES OTHER THAN THE HOME MEMBER STATE OF THE AIFM

A notification letter, including a programme of operations
identifying the...

- (1) OJ C 272, 13.11.2009, p. 1.
- (2) OJ C 18, 19.1.2011, p. 90.
- (3) Position of the European Parliament of 11 November 2010 (not yet published in the Official Journal) and decision of the Council of 27 May 2011.
- (4) OJ L 302, 17.11.2009, p. 32.
- (5) OJ L 145, 30.4.2004, p. 1.
- (6) OJ L 177, 30.6.2006, p. 1.
- (7) OJ L 235, 23.9.2003, p. 10.
- (8) OJ L 120, 15.5.2009, p. 22.
- (9) OJ L 331, 15.12.2010, p. 84.
- (10) OJ L 331, 15.12.2010, p. 12.
- (11) OJ L 241, 2.9.2006, p. 26.
- (12) OJ L 166, 11.6.1998, p. 45.
- (13) OJ L 331, 15.12.2010, p. 1.
- (14) OJ L 142, 30.4.2004, p. 12.
- (15) OJ L 390, 31.12.2004, p. 38.
- (16) OJ L 80, 23.3.2002, p. 29.
- (17) OJ L 345, 31.12.2003, p. 64.
- (18) OJ L 281, 23.11.1995, p. 31.
- (19) OJ L 8, 12.1.2001, p. 1.
- (20) OJ L 55, 28.2.2011, p. 13.
- (21) OJ L 302, 17.11.2009, p. 1.