

# ELVINGER, HOSS & PRUSSEN

## LUXEMBOURG LAW FIRM

### Translation of CSSF Press Release 12/45

*Non official translation of the French original*

#### COMMISSION FOR THE SUPERVISION OF THE FINANCIAL SECTOR

##### PRESS RELEASE 12/45

###### ▪ UCI AND PROMOTER

On 24 October 2012, the CSSF published CSSF Circular 12/546 (hereafter "the Circular") concerning the authorisation and organisation of Luxembourg management companies subject to Chapter 15 of the Law of 17 December 2010 on undertakings for collective investment (the "2010 Law") as well as investment companies which have not designated a management company within the meaning of Article 27 of the 2010 Law (hereafter "SIAGs").

The CSSF considers that the concept of promoter is no longer necessary for UCITS having taken the form of a SIAG or having designated a management company when these meet the requirements of the Circular. Indeed, the objective of maintaining a high level of protection of investors is fulfilled by the fact that the requirements of the Circular are met.

Thus, the CSSF adopts the following approach with regard to Luxembourg UCITS:

###### **I. Common funds and investment companies with a management company subject to Chapter 15 of the 2010 Law**

Each management company subject to Chapter 15 of the 2010 Law existing at the time of entry into force of the Circular has until 30 June 2013 to comply with the requirements of the Circular. It must, **by 15 April 2013** at the latest, submit a file to the CSSF containing the information necessary for the CSSF to check its compliance with the Circular by 30 June 2013.

Management companies which manage one or more UCITS the promoter of which wishes to formally terminate its promoter status prior to 30 June 2013, must submit a file to the CSSF containing information documenting their compliance with the Circular. After 30 June, this formal termination will no longer be necessary; the high level of protection of investors being achieved by the compliance with the requirements of the Circular.

The CSSF will analyse whether the management company of the UCITS in question meets the requirements of the Circular.

If the CSSF concludes that the management company of the UCITS complies with the Circular, it will so advise the management company. From the date of this compliance notice, the UCITS managed by this management company are no longer bound by the concept of promoter.

Any new UCITS whose date of authorisation falls between the date of publication of the Circular (i.e. 24 October 2012) and 1 July 2013 must either designate a management company subject to Chapter 15 of the 2010 Law which meets the requirements of the Circular or have a promoter according to the usual terms.

## **II. SIAGs**

For SIAGs, the approach described under point I. above applies *mutatis mutandis*.

## **III. UCIs subject to Part II of the 2010 Law**

For self-managed SICAVs subject to Part II of the 2010 Law and for common funds and SICAVs subject to Part II of the 2010 Law managed by a management company subject to Chapter 16 of the 2010 Law, the requirements in relation to the promoter remain in force according to the usual terms.

For common funds and SICAVs subject to Part II of the 2010 Law managed by a management company subject to Chapter 15 of this same law, the approach described under point I. above applies *mutatis mutandis*.

The situation of all these UCIs shall be reviewed after the transposition into Luxembourg law of the Directive 2011/61/EU of the European Parliament and of the Council of 8 June 2011 on alternative investment fund managers.

Luxembourg, 31 October 2012